

**Quest Academy Board Retreat
September 12, 2009, 8:00 am**

Minutes

In attendance: Brandy Beckman, Michele Kersey Smith, Ken Bradshaw, Penn Bradshaw, Heidi Jex, Beckie Eastman, Natalie Williams, Catherine Montgomery, Lani Rounds, Vickie Barlow, Craig Bott, Gabe Clark

8:00 am – Welcome and introduction of Craig Bott by Ken Bradshaw.

Presentation by Craig Bott and discussion.

- Discussion of potential liabilities for the school and individual board members and how to avoid them.
 - In some situations, sexual harassment can lead to personal liability of individual board members in addition to the school.
 - Supervisors and board members have the duty to establish an environment where this kind of behavior will not take place and are in a position to stop the improper behavior.
 - Punitive damages are not covered by liability insurance.
 - Board members are governmental officials and therefore subject to the U.S. Constitution and 42 USC 1983, which establishes personal liability of governmental officials for the violation of an individual's constitutional rights.
 - Governmental officials are presumed to know the law, so ignorance is no defense.
 - Important to recognize that you're in a mine field and determine the appropriate course of action to avoid liability.
 - Even the decision of a single individual authorized to establish policy constitutes policy of that organization.
 - There's a lot of thought and deliberation that goes into written policy.
 - Oral comments are more risky because they do not go through that process.
 - Potential liability also arises from a failure to act to protect another's rights.
 - Custer's mistakes
 - Belief in his own invincibility
 - Ignored information about risks
 - Split forces and thereby failed to use information wisely
 - Obtain adequate insurance coverage –
 - The school is covered by Utah Division of Risk Management
 - Understand applicable exclusions
 - Use hold harmless agreements – an agreement between two or more parties defining an obligation to make good the loss or liability incurred by the other party
 - But recognize the limitations of these agreements
 - Children cannot sign these agreements, and parents cannot sign on their behalf to sign away the child's rights
 - So you must reasonably assess the risk of activities
- ***The Role of the Board*** – Boards exist to:
 - Exercise legislative functions

- Establishment and maintenance of broad framework, not in management of operational details
- Board-established bylaws change unless they need to be changed
- Policies and procedures can change more often to meet the organization's needs
- It isn't the Board's responsibility to address every situation regarding the application of the policies to situations that arrive in day-to-day operations
- Since the Board makes decisions related to life, liberty, and property of individuals, and due process requires the Board to treat people with basic fairness when making its decisions
 - Cannot discriminate against or for particular individuals or groups
 - Cannot make decisions that are unreasonable, arbitrary or capricious, so Board must articulate a rational basis or legitimate governmental purpose for its decisions
 - This requires all board members to be attentive to the decision-making process for the issues at hand
 - The Board must also follow the policies and procedures that govern the process for how it goes about making decisions and taking action
 - The Board is a public body that is subject to the Utah Open and Public Meetings Act, which requires that actions be taken and deliberations be conducted openly
 - Notice
 - Written minutes
 - Closed meetings only allowed for specified purposes
 - Should not discuss any other items in the closed session other than the purpose for which it was closed
 - Should maintain the confidentiality of the issues discussed in a closed meeting
 - Suits regarding violation of the act are likely not covered by insurance, and attorneys' fees will be provided
- Provide operational accountability
 - Establish policies and procedures based on the organization's priorities
 - Make sure that what you have is what you want and that it fits the needs of your organization; be careful with borrowing
 - Liberty and property interests are created by policy
 - Commit the time necessary to create good policy and procedure
 - Have individuals prepare specific aspects and then have the Board as a whole revise the individual contributions
 - Review policies and procedures periodically
 - Avoid potentially dangerous flowery, philosophical language
 - Be careful of granting additional rights that you're not required to provide
 - Be careful of how you allocate power and who makes decisions
 - Supervise according to policies, procedures, training and the law
- Provide appropriate resources
 - Consider the long term consequences of decisions
 - Make sure resources are really needed
 - Learn what jobs need to be done by the organization (who is really doing what), and identify what jobs do not need to be done

- Then provide adequate guidance and direction regarding what needs to be done and how it should be done
 - Performance planning (in addition to performance evaluation) is important to provide a road map
 - Each side could list 10 most important parts of a position, and if they don't match, there's a problem
 - Require management to justify the need for the resource
 - For which job is resource required?
 - How does this resource help us do a better job?
 - How long before this resource is obsolete?
 - How much maintenance/expertise does this resource require?
 - What kind of training will we need to give our staff so they can use resource?
 - What kind of liability may be associated with obtaining resource—or failure to obtain resource?
 - Provide quality resources
- **Motivating Change in Organizations**
 - Process – There are no shortcuts
 - Motivate change
 - Create vision
 - Develop political support
 - Manage transition
 - Sustain momentum
 - Discussion of speech from Henry V at Battle of Agincourt
 - The King himself has rode to view their battle
 - He personally planned the battle in his own mind in advance to figure out how it could be won, and then communicated that vision himself
 - If we are marked to die, we are enough to do our country loss, and if to live, the fewer men the greater share of honor.
 - Let them know that they are valuable and important
 - He that hath no stomach to this fight, let him depart . . . for we would not die in that man's company who fears his fellowship to die with us.
 - Team building by sharing true situation rather than hiding difficulties
 - He that outlives this day and comes safe home . . . will stand a tiptoe when this day is named . . . and strip his sleeve and show his scars and say these wounds I had . . .
 - Give them an opportunity to maintain the honor of what they accomplished
 - This shows that loyalty, honesty, and trust will be maintained
 - . . . Harry the King . . . and Crispian Crispian shall ne'er go by . . . but we in it shall be remembered.
 - Management shouldn't elevate themselves above their subordinates
 - We band of brothers . . . for he today that sheds his blood with me shall be my brother, be he ne'er so vile, this day shall gentle his condition.
 - Good performance will be recognized and rewarded
 - There is an opportunity for growth
 - All things are ready if our minds be so.

- Remain calm in the face of crisis
 - Into your places.
 - Instruct people to do their jobs and let them know that you will not micromanage their efforts
- The key to effective change is the involvement of your people
 - Build an institutional belief in the importance of change
- You have to understand, respect and build upon their background
 - Successful individuals with varied backgrounds, lay people driven by agenda as well as a desire to serve
 - Understand how they see the world and what they respond to
- Get to them early
 - Have something into their hands within the first week after they become associated with your organization. Give them information while they are still malleable. Establish in their mind that your purpose is to protect them. Emphasize training.
- Show them the true situation they face
- Convince them that their job is critical to the success of you organizational goals
- Give them working solutions
- Be available on their time table
- Be accessible
- Be ethical in the exercise of authority
 - Stanford Prison Experiment demonstrates what can happen when people are given authority and how even normal people can abuse power
 - How can you ensure that you exercise power in an ethical manner?
 - Is it legal?
 - Civil Rights Act of 1964 – Prohibition of discrimination
 - American’s with Disabilities Act – Recently expanded
 - Age Discrimination in Employment Act –
 - Fair Labor Standards Act – Most commonly violated federal statute
 - Family and Medical Leave Act –
 - HIPPA –
 - Confidentiality of medical information
 - GRAMA –
 - Civil law tort liability –
 - Intrusion of seclusion
 - Employment-related lawsuits are increasing and pose a large liability risk because employers regularly lose such suits
 - Is it practical?
 - Does work?
 - Does it promote reason organization exists?
 - Is it fair to all concerned?
 - Is it moral?
 - Take risks to oppose unjust acts
 - Communicate truthfully
 - Deal fairly
 - Honor agreements
 - Accept personal responsibility

- Forgive
- Working with difficult people
 - What is a difficult person?
 - Someone who makes it a challenge to accomplish your goals
 - Someone who makes it hard to move forward with enjoyment
 - Someone who doesn't live up to our standards and expectations and we are not able to influence them to do so
 - General Principles
 - Recognize that their conduct is generally about them, not about you
 - Do a mood check – what is your mood and how is it affecting the interaction
 - Do a standards and assumptions check
 - Is their conduct really about them—or could it be about you?
 - Are you acting appropriately?
 - Are you following established guidelines and policies?
 - Are you treating everyone in a fair and equitable manner?
 - Are you abiding by the law?
 - Assess your own attitude and conduct
 - Do we know, and keep in mind, what we want to achieve?
 - Are we treating others as we would like to be treated?
 - Are we acting in a professional manner?
 - Are we acting in a courteous manner?
 - Are we being cooperative?
 - Are we acting in accordance with our own bylaws, policies, and procedures
 - Understand your role and abide by that
 - Self Assessment
 - Standards and assumptions assessment
- Grievance issues
 - They are important because they impact morale
- Dealing with dangerous people
 - Be prepared, have proper policies and procedures in place

11:40 am – Adjourn