

**INDEPENDENT SCHOOLS COUNCIL OF AUSTRALIA & AHISA
JOINT FORUM PRESENTATION**

20 AUGUST 2018

GOVERNANCE OF INDEPENDENT SCHOOLS

1. AS AN OLD LAWYER I START THIS TALK BY STATING SOME CAVEATS.

FIRST, IT IS NOW SEVEN YEARS SINCE I STOOD DOWN AS CHAIRMAN OF AN INDEPENDENT SCHOOL. I HAD SERVED THERE ON THE BOARD OF TRUSTEES FOR 18 YEARS AND HAD BEEN CHAIRMAN FOR THE LAST 8 YEARS.

THE REASON THAT I MENTION THIS IS THAT WHILST I HAVE HAD CONSIDERABLE EXPERIENCE INVOLVED IN THE RUNNING OF AN INDEPENDENT SCHOOL, THAT EXPERIENCE IS NOW DATED.

BEFORE YOU HEAD FOR THE DOOR, I MAKE A PLEA THAT DESPITE THE CAVEAT ABOVE, I DO BELIEVE THAT I HAVE SOME CONTEMPORARY EXPERIENCE IN THE GOVERNANCE OF EDUCATION BODIES.

I CONTINUE TO CHAIR AS CHANCELLOR OF A UNIVERSITY AND THROUGH MY WORK ON THE TWO EDUCATION REVIEWS THAT I HAVE HAD THE HONOUR TO HAVE BEEN INVOLVED IN, HAVE KEPT A VERY KEEN EYE ON WHERE

GOVERNANCE IS GOING IN RELATION TO INDEPENDENT SCHOOLS AND HOW THOSE MATTERS ARE AND SHOULD BE HANDLED.

2. IN A TALK I GAVE IN 2015 ON THE QUESTION OF “GOVERNANCE IN INDEPENDENCE SCHOOLS – DOES IT MATTER?”, I CONFESSED THAT IN MY EARLY YEARS INVOLVED IN GOVERNANCE GENERALLY, I WASN’T SURE WHETHER GOVERNANCE DOES IN FACT MATTER. THIS IS PARTICULARLY PREVALENT IN THE CURRENT DEBATE THAT EXISTS IN RELATION TO THE GOVERNANCE OF LISTED COMPANIES AT THIS TIME.

MY VIEW STRONGLY IS THAT GOVERNANCE PROPERLY ADMINISTERED IS VERY IMPORTANT. CONVERSELY, IF GOVERNANCE IS NOT PROPERLY IMPLEMENTED IT CAN ACT AS A RETARDANT AND INDEED CAUSE MISERY FOR ALL INVOLVED.

THE AIM OF MY TALK TODAY IS TO GIVE YOU SOME VIEWS ON SOME OF THE ISSUES THAT I THINK ARE IMPORTANT IN RELATION TO THE GOVERNANCE OF INDEPENDENT SCHOOLS. I ACKNOWLEDGE THAT THERE ARE MANY DIFFERING VIEWS IN THIS AREA AND SO I EXPRESS THESE

AS MINE AND BASED, AS I SAID EARLIER, ON MY OWN EXPERIENCES.

3. I START BY RAISING THE QUESTION OF THE SIZE AND COMPOSITION OF THE BOARD OF DIRECTORS/GOVERNORS OF THE SCHOOL.

I ACKNOWLEDGE THAT MANY OF YOU INVOLVED WITH THE GOVERNANCE OF AN INDEPENDENT SCHOOL ARE NOT IN A POSITION TO CHANGE THE RULES ON THE NUMBER OF SEATS AND WHO OCCUPIES THOSE SEATS ON YOUR BOARDS. NEVERTHELESS, IF ONE DOESN'T TALK ABOUT THESE THINGS – SHOULD THAT OPPORTUNITY ARISE - ONE WON'T BE IN A POSITION TO GIVE GUIDANCE.

IT IS MY VIEW THAT IN RELATION TO A BOARD “SIZE DOES MATTER”.

WHEN I FIRST BECAME CHANCELLOR OF THE UNIVERSITY OF NEW SOUTH WALES, IT LIKE MOST UNIVERSITIES AT THE TIME, HAD 24 COUNCIL MEMBERS. WE SAT EFFECTIVELY AS A REPRESENTATIVE BODY AND DISCUSSION/ARGUMENT WAS VERY LIMITED. IT REMINDED ME EACH TIME OF WHAT THE UNITED NATIONS COUNCIL CHAMBER LOOKED LIKE WHEN I VISITED IT IN NEW YORK MANY MANY YEARS AGO.

24 COUNCIL MEMBERS IN MY VIEW IS CLEARLY TOO BIG A NUMBER TO ALLOW FOR THE PROPER GOVERNANCE OF ANY ENTITY. INDEED, THAT SIZE LED TO MANY PROBLEMS AT THE UNIVERSITY OF NEW SOUTH WALES WHICH I SHOULD HASTEN TO SAY WAS BEFORE MY TIME THERE. THE UNIVERSITY NOW HAS A BOARD OF 15 COUNCIL MEMBERS. THIS ALLOWS US TO SIT AROUND A TABLE AND ACT AS A BOARD RATHER THAN A REPRESENTATIVE COUNCIL.

IN MY VIEW, 15 MEMBERS IS THE BIGGEST NUMBER THAT REALLY CAN ALLOW FOR A GROUP OF PEOPLE TO GET TOGETHER REGULARLY, DEBATE ISSUES, GIVE THEIR VIEWS AND IN AN ORDERLY AND PROPER MANNER MAKE RESOLUTIONS TO WHICH ALL HAVE CONTRIBUTED. THE IDEAL NUMBER IN MY VIEW IS TO HAVE AROUND 11 MEMBERS.

FROM MY POINT OF VIEW IT IS ESSENTIAL THAT A BOARD IS NOT MADE UP OF PEOPLE WHO ARE EXACTLY THE SAME. THE BEST BOARDS I HAVE BEEN ON HAVE HAD TRUE DIVERSITY.

THIS MEANS THAT A GOOD BOARD HAS TO HAVE A BALANCE BETWEEN GENDERS AND I FEEL THAT WAY

EVEN IF IT IS A SINGLE SEX SCHOOL THAT IS BEING ADMINISTERED BY THAT BOARD.

PERSONALLY, I FEEL BELIEVING IN DIVERSITY TAKES ONE EVEN FURTHER THAN JUST THE QUESTION OF GENDER. HAVING DIFFERENT PROFESSIONS REPRESENTED ON A BOARD IS, I THINK, AN EXCELLENT IDEA.

I STILL REMEMBER THE ENORMOUS CONTRIBUTION THAT A PAEDIATRICIAN AND A CARDIOLOGIST PROVIDED TO THE BOARD OF THE INDEPENDENT SCHOOL ON WHICH I SAT FOR SO MANY YEARS.

THERE IS NO DOUBT IN MY MIND THAT PEOPLE SUCH AS MYSELF WHO COME FROM THE LAW PROFESSION ARE VERY GOOD AT UNDERSTANDING THE REQUIREMENTS OF A BOARD AND THE GOVERNANCE THAT IS NEEDED.

HOWEVER, I HAVE ALWAYS BEEN WARY OF HAVING TOO MANY PEOPLE WHO THINK LIKE ME AND APPROACH SUBJECTS IN A SIMILAR WAY. CERTAINLY, THOSE FROM OTHER PROFESSIONS ARE VERY USEFUL, NOT JUST ON THE TOPICS THAT THEY KNOW ALOT ABOUT BUT ALSO IN RAISING ISSUES FROM A DIFFERENT PERSPECTIVE.

THE QUESTION OF DIVERSITY IN THE STAKEHOLDERS OF THE SCHOOL AND HOW THAT IS REFLECTED IN THE MAKE

UP OF THE BOARD IS ALSO ONE THAT NEEDS TO BE
LOOKED AT.

I HAVE ALWAYS FOUND THAT ALUMNI ARE VERY KEEN TO
BE REPRESENTED ON BOARDS, SCHOOLS AND
UNIVERSITIES. IN GENERAL THEY PROVIDE A VERY
USEFUL LINK TO THE HISTORY OF THE SCHOOL AND SO
ON. MY VIEW IS THAT THEY SHOULD BE REPRESENTED
BUT NOT TOO MANY OF THEM. INDEED, FREQUENTLY I
HAVE HAD TO REMIND BOTH MYSELF AND ALSO OTHERS
BOTH ON THE SCHOOL BOARD ON WHICH I SAT AND
SUBSEQUENTLY AT THE UNIVERSITY, THAT IDEAS AND
BELIEFS WE HAD 20-40 YEARS AGO ARE NOT
NECESSARILY THE IDEAS THAT SHOULD APPLY TODAY.
THERE HAS BEEN GREAT DEBATE OVER TIME OF
WHETHER PARENTS SHOULD BE REPRESENTED ON
BOARDS. I STRONGLY BELIEVE THEY SHOULD BE. THEY
ARE A STAKEHOLDER VITAL TO THE SUCCESS OF THE
SCHOOL AND VERY CONTEMPORANEOUS TO ITS
OPERATIONS. HOWEVER, AS WAS PUT TO ME BY A
FORMER HEADMASTER OF AN INDEPENDENT SCHOOL –
PARENTS OFTEN COME TO THE BOARD WITH VERY
CONTEMPORANEOUS CONFLICTS OF INTEREST. HIS VIEW

WAS THAT IT WAS BETTER THAT THEY WEREN'T THERE. I BELIEVE THIS IS WRONG AND THE BETTER APPROACH IS TO HAVE THE PARENTS ON THE BOARD BUT AT THE SAME TIME TO RECOGNISE THAT THEY MAY HAVE A CONFLICT IN TERMS OF THEIR CHILDREN AND THEIR SUCCESS.

IT WOULD DEFINITELY BE MY VIEW THAT A BOARD MADE UP ONLY OF PARENTS WOULD BE A VERY DIFFICULT ONE.

OBVIOUSLY, SOME SCHOOLS HAVE BEEN STARTED THIS WAY AND IT IS ABSOLUTELY UNDERSTOOD THAT THAT

WAS NECESSARY FOR THEM. HOWEVER, AS A SCHOOL MATURES AND IS ABLE TO STAND ON ITS TWO FEET, IT

WOULD SEEM TO ME DESIRABLE THAT THE BOARD

SHOULD SEEK DIVERSITY AWAY FROM THOSE WHO HAVE SUCH A CLOSE INTEREST.

IT HAS ALSO BEEN SUGGESTED, AS IS THE CASE OFTEN IN

THE ARTS, THAT SOME, IF NOT ALL, OF THE DIRECTORS

OF AN INDEPENDENT SCHOOL SHOULD BE PREPARED TO

RAISE FUNDS FOR THE SCHOOL FOLLOWING THE

AMERICAN MAXIM OF "GIVE, GET OR GET OFF".

I SUBSCRIBE STRONGLY BASED ON MY BELIEF IN

DIVERSITY THAT HAVING SOME ON THE BOARD WHO ARE

CONNECTED WITH THE COMMUNITY GENERALLY AND

WHO ARE ABLE TO ADVISE THE SCHOOL AND ASSIST THEM WHEN RAISING FUNDS IS A GOOD THING. HOWEVER – AS IS MY VIEW WITH ARTS BODIES – THE MAXIM REFERRED TO ABOVE IS TOO SEVERE AND CAN LEAD TO A VERY BIASED VIEW BY THE BOARD AND NOT A VERY DIVERSE SET OF REPRESENTATIVES ON THE BOARD. THIS BRINGS ME TO THE QUESTION OF “WHAT ARE THE DUTIES OF THOSE WHO ARE REPRESENTATIVES ON THE BOARD?” IE THOSE WHO ARE SELECTED BECAUSE THEY ARE ALUMNI OR COME FROM THE CHURCH THAT IS RELATED TO THE SCHOOL ETC. BEING NOMINATED BY OR VOTED FOR BY A GROUP OF PEOPLE TO SIT ON A BOARD ETC PLACES A PERSON IN A VERY DIFFICULT POSITION. I HAVE NO DOUBT THAT ANYONE APPOINTED IN THAT MANNER HAS AN OBLIGATION FIRST TO THE SCHOOL AS A WHOLE AND WITH THEIR FELLOW BOARD MEMBERS TO GET ON WITH THE JOB AND NOT TO BE FAVOURING ANY PARTICULAR STAKEHOLDER OR WAY OF THINKING ETC. THIS OFTEN RAISES THE ISSUE OF WHY BOTHER HAVING A REPRESENTATIVE THERE IF THEY CAN’T ACT AS SUCH? A REPRESENTATIVE DIRECTOR CAN DEFINITELY PUT TO HIS

OR HER FELLOW DIRECTORS THE ARGUMENTS OF THOSE HE OR SHE REPRESENTS AND CAN MONITOR WHAT IS HAPPENING HAVING REGARD TO HOW THAT WOULD AFFECT THE CONSTITUENTS TO WHICH HE OR SHE ARE CLOSE. WHAT HE OR SHE CANNOT DO IS FAVOUR THOSE PEOPLE AND ALSO THEY CANNOT SIMPLIFY THE DISCUSSION SO THAT IT COMES BACK TO THE ISSUES WHICH ARE PARTICULARLY RELEVANT TO THAT CONSTITUENCY.

I RECALL MANY YEARS AGO IN THE SENATE OF AUSTRALIA THAT THERE WAS A PARTICULAR SENATOR WHO WAS INTERESTED IN NUCLEAR ENERGY. A CLEVER WOMAN WHO MANAGED IN EVERYTHING THAT SHE LOOKED AT TO SEE AN ANGLE THAT RELATED TO NUCLEAR ENERGY. I DEALT WITH HER IN THE MID-EIGHTIES ON THE QUESTION OF RESTRICTIONS ON TELEVISION LICENCES IN TERMS OF AUDIENCE REACH IN AUSTRALIA. HOW SHE MANAGED TO MAKE THAT RELATE TO NUCLEAR ENERGY WAS BOTH AMUSING AND EXTREMELY ENTERTAINING. THIS MUST NOT BE THE CASE AROUND THE BOARD TABLE. EACH ISSUE MUST BE DELIBERATED UPON ON ITS MERITS AND EVEN IF IT BE THE MISSION OF THE PEOPLE WHO ARE

THERE, THEY CANNOT USE IT – INDEED HIJACK IT – TO THEIR OWN ENDS.

4. THE QUESTION THAT OFTEN ARISES IN RELATION TO THE MAKE-UP OF THE BOARD IS THE LENGTH OF SERVICE THAT A DIRECTOR SHOULD BE PERMITTED.

AS MENTIONED PREVIOUSLY, I WAS A DIRECTOR OF AN INDEPENDENT SCHOOL FOR 18 YEARS.

MY OWN VIEW IS THAT THE QUESTION OF A PARTICULAR PERSON'S LENGTH OF SERVICE, UNLESS THEY ARE NOT PERFORMING THEIR DUTIES, IS NOT REALLY OF RELEVANCE. THE MORE IMPORTANT QUESTION IS DOES THE BOARD AS A WHOLE HAVE A DIVERSITY IN LENGTH OF SERVICE AMONGST BOARD MEMBERS. TO ACHIEVE SUCH A WELL STRUCTURED BOARD THE BOARD NEEDS THOSE WHO HAVE JUST JOINED THE BOARD, THOSE WHO HAVE BEEN ON THE BOARD FOR A REASONABLE PERIOD BUT NOT THAT LONG AND THOSE WHO HAVE BEEN THERE FOR MANY YEARS. CLEARLY THE NUMBERS THAT MAKE UP EACH COMPONENT SHOULD NOT BE WEIGHTED AT THE EXTREMITIES. THAT IS TO SAY THAT HAVING A BOARD MADE UP OF PEOPLE WHO HAVE JUST JOINED IS

SOMETIMES MORE DANGEROUS THAN ONLY HAVING THOSE WHO HAVE BEEN THERE A LONG TIME.

I DO STRONGLY BELIEVE IN REFRESHING MEMBERSHIP OF THE BOARD AND ACKNOWLEDGE THAT IT IS OFTEN EASIER NOT TO CHANGE BOARD MEMBERS WHEN THE TEAM IS WORKING WELL.

5. I MOVE NOW TO THE QUESTION OF THE ROLE OF A CHAIR.

I HAVE PREVIOUSLY SAID, AND DEFINITELY STILL BELIEVE, THAT THE ROLE OF A CHAIR IS ONE OF THE MOST MISUNDERSTOOD ROLES AND NOT JUST IN SCHOOLS BUT IN CORPORATE ORGANISATIONS GENERALLY.

SO MANY PEOPLE ASSUME THAT AS THE CHAIR PRESIDES OVER A BOARD WHICH GENERALLY SELECTS AT THE VERY LEAST THE PRINCIPAL THAT THE CHAIR IS THE BOSS OF THE SCHOOL INVOLVED.

I ACTUALLY DON'T THINK THAT IN A WELL GOVERNED SITUATION THE CHAIR IS THE BOSS.

IN MY OPINION THE CHAIR OF ANY BOARD IS LESS A BOSS AND MORE LIKE A CONDUCTOR OF AN ORCHESTRA. HIS OR HER JOB IS TO MAKE SURE THAT EVERYONE IN THE ORCHESTRA IS HEARD AND ABLE TO MAKE THEIR CONTRIBUTION. AT THE SAME TIME, THE CHAIR MUST

ENSURE THAT THE ORCHESTRA PLAYS IN TUNE AND ACHIEVES THE RESULTS FOR WHICH IT IS THERE.

THIS MEANS THAT A CHAIR WHO ONLY LISTENS TO HIS OR HER OWN VOICE IS NOT EFFECTIVE. A CHAIR WHO IS TOO STRONG WILL NOT NECESSARILY PRODUCE THE CORRECT RESULT AND A CHAIR WHO IS TOO WEAK ALSO WILL HAVE PROBLEMS.

THIS IS NOT TO SAY THAT THE CHAIR SHOULD NOT BE STRONG. A CHAIR DOES NEED TO CONDUCT THE ORCHESTRA BUT WITH A FIRM HAND. ALL MUST BE HEARD BUT NO-ONE MUST BE ALLOWED TO DOMINATE. DISCUSSIONS MUST TAKE PLACE BUT NOT GO AROUND IN CIRCLES AND FINALLY RESOLUTIONS MUST BE MADE ONE WAY OR THE OTHER. A BOARD THAT DOESN'T COME TO CONCLUSIONS IS A BOARD THAT ULTIMATELY WILL BE SIDE-STEPPED.

VIEWED IN THIS WAY, THE ISSUES THAT A CHAIR HAS TO DEAL WITH BECOME MUCH MORE LIMITED. OBVIOUSLY IF THERE IS A PROBLEM WITH THE HEAD'S PERFORMANCE, A PROBLEM WITH THE BOARD, A BOARD MEMBER, A MAJOR RELATIONSHIP WITH A STAKEHOLDER SUCH AS A GOVERNMENT – THESE ARE ISSUES IN RESPECT OF

WHICH THE CHAIR HAS TO BE FRONT AND CENTRE.

HOWEVER, ISSUES AFFECTING DAY TO DAY OPERATIONS OF THE SCHOOL ARE NOT THE PURVIEW OF THE CHAIR AND HE OR SHE SHOULD NOT SEE THEMSELVES AS AN ALTERNATIVE PORT OF CALL FOR DISGRUNTLED STUDENTS, PARENTS AND STAFF.

THERE IS NO DOUBT THAT A CHAIR HAS AN IMPORTANT ROLE IN SETTING THE AGENDA FOR THE MEETINGS. IN ADDITION, THE CHAIR IS RESPONSIBLE FOR MAKING SURE THAT RELEVANT INFORMATION IS PREPARED AND GIVEN TO THE BOARD WHICH IS NOT TOO LENGTHY BUT LENGTHY ENOUGH TO PROVIDE THE RELEVANT DETAILS. THE CHAIR HAS ALSO A CEREMONIAL ROLE. OVER THE YEARS I HAVE NOTED THAT SOME CHAIRS PREFER TO BE SEEN AT EVERYTHING AND OTHERS AT NOTHING. MY FEELING IS THAT THE BEST CHAIRS KNOW EXACTLY THE EVENTS TO ATTEND AND THOSE THAT THEY SHOULDN'T. THERE IS NO DOUBT THAT THE CHAIR HAS TO REMEMBER THAT IF ONE IS AT AN EVENT THAT MAY OR MAY NOT ASSIST THE HEAD. OFTEN DISCUSSIONS WITH THE HEAD ON WHICH EVENTS THE CHAIR SHOULD ATTEND IS A USEFUL PRECURSOR.

6. THE QUESTION THEN ARISES, HOW DOES THE BOARD WORK?

IN MY OPINION THE BEST BOARDS WORK AS A TEAM. THIS DOES NOT MEAN THAT EVERYONE AROUND THE BOARD TABLE AGREES WITH EACH OTHER OR THAT THE MEETINGS ARE SO WELL RUN THAT EVERYONE TALKS ON COMMAND.

A GOOD TEAM HAS THOSE WHO ARE NOISY AND THOSE WHO ARE QUIET; THOSE WHO HAVE DEFINITE OPINIONS AND THOSE WHO DON'T. A GOOD CHAIR SHOULD FACILITATE PARTICIPATION BY ALL MEMBERS OF THE BOARD AND ENSURE THAT DECISIONS ARE MADE BUT IN CIRCUMSTANCES WHERE ALL BELIEVE THEY HAVE PARTICIPATED.

I BELIEVE VERY STRONGLY IN COMMITTEE STRUCTURES. YOU WILL BE AWARE THAT THERE HAS BEEN SOME DISCUSSIONS IN THE PRESS RECENTLY IN RELATION TO THE VALUE OF BOARD COMMITTEES.

I FIND A COMMITTEE STRUCTURE HAS THE FOLLOWING BENEFITS:

A. IT ALLOWS MEMBERS OF THE BOARD TO TAKE A PARTICULAR INTEREST IN A PARTICULAR ASPECT OF

THE SCHOOL'S OPERATIONS AND IF THAT IS MATCHED WITH THEIR EXPERTISE, THERE IS GREAT VALUE IN THIS (THE BEST EXAMPLE IS THE AUDIT COMMITTEE AND PERHAPS ONE OF THE DIRECTORS WHO HAS AUDIT QUALIFICATIONS BECOMING CHAIR OF THAT COMMITTEE);

- B. IT IS A SAFETY CHECK ON THE CHAIRMAN. IT ALLOWS ANOTHER BOARD MEMBER TO CHAIR A SIGNIFICANT PART OF THE OPERATIONS OF THE SCHOOL, THEREBY PUTTING THEIR SLANT, THEIR EMPHASIS, THEIR FOCUS ON THE ASPECT WHERE MAYBE THE CHAIRMAN'S STYLE IS DIFFERENT;
- C. IT ALLOWS MEMBERS OF THE BOARD TO DEVELOP THEIR CHAIRING SKILLS;
- D. IT ALLOWS MEMBERS OF THE BOARD TO BE SEEN IN THE CHAIR ROLE SO AS TO ASSIST IN SUCCESSION PLANNING;
- E. IT CAN ALLOW NON-MEMBERS OF THE BOARD TO PARTICIPATE AS THEY CAN BECOME PART OF THOSE COMMITTEES IN TURN PROVIDING AN EXCELLENT CATCHMENT AREA FOR THOSE WHO ARE THE GOOD DIRECTORS OF THE FUTURE BUT ALSO ALLOWING

ADDITIONAL ASSISTANCE IN THE AREAS THE FOCUS OF THE COMMITTEES.

AS FAR AS I AM AWARE, MOST SCHOOL BOARDS HAVE AUDIT COMMITTEES. IN MY VIEW, IN ADDITION TO THAT SCHOOL BOARDS SHOULD CONSIDER THREE OTHER COMMITTEES; NAMELY THE RISK AND SAFETY COMMITTEE, A FINANCE COMMITTEE AND A FUND-RAISING COMMITTEE ALTHOUGH I NOTE THAT THE LAST ONE MIGHT BE THE PROVENANCE OF THE SCHOOL'S FOUNDATION ETC.

SOME MAY ARGUE THAT AUDIT AND RISK COME TOGETHER NICELY AS ONE COMMITTEE. THIS MAKES SOME SENSE AND I HAVE SAT ON AUDIT AND RISK COMMITTEES. HOWEVER, AN AUDIT COMMITTEE BY DEFINITION IS LINKED TO ACCOUNTING REQUIREMENTS AND OFTEN LOOKS BACKWARDS AT WHAT HAS OCCURRED RATHER THAN LOOKING AT WHAT MAY OCCUR. THE RISK COMMITTEE IS LOOKING FORWARD TRYING TO IDENTIFY WHAT ARE THE RISKS AT THE SCHOOL AND HOW THEY CAN BE AMELORATED. THIS

OFTEN REQUIRES ALSO A DIFFERENT SET OF SKILLS TO THOSE ASSOCIATED WITH ACCOUNTING AND AUDIT.

I HAVE BECOME QUITE A DEVOTEE OF FINANCE COMMITTEES. SOME LIKE THE IDEA OF LINKING THE FINANCE COMMITTEE TO THE AUDIT COMMITTEE.

THE FINANCE COMMITTEE CAN BE AN ENORMOUS HELP TO EITHER THE HEAD OR THE REGISTRAR AND GIVEN THE COMPLEXITIES AND INVOLVEMENTS OF FINANCE THESE DAYS, IN MY VIEW JUSTIFIES A SEPARATE COMMITTEE WHICH IN TURN CAN BRING THE NECESSARY EXPERTISE AND FOCUS TO THE SUBJECT.

I HEAR A LOT OF DISCUSSION ABOUT BOARD PAPERS. RECENTLY ONE OF MY FRIENDS WHO IS ON A SCHOOL BOARD MENTIONED TO ME THAT THE BOARD PAPERS HAD REACHED OVER 300 PAGES. IN MY VIEW, LENGTHY BOARD PAPERS DO NOT USUALLY EQUATE WITH PROVIDING ALL THE NECESSARY INFORMATION AND INDEED OFTEN SHOW A LACK OF UNDERSTANDING OF THE ISSUE BY THE STAFF PREPARING THE DOCUMENTS AND OFTEN SADLY A LAZINESS.

THE EXAMPLE I ALWAYS GIVE IN THIS REGARD COMES FROM WHEN I SAT ON A GOVERNMENT BOARD. THE ENTITY INVOLVED DECIDED TO LEASE A FURTHER FLOOR IN AN OFFICE BUILDING IN THE CBD OF SYDNEY. RATHER THAN GETTING THE BOARD'S APPROVAL BY PROVIDING A SUMMARY OF THE LEASE, THE PERSON PREPARING THE BOARD PAPERS GAVE US THE ENTIRE LEASE. IT NUMBERED 327 PAGES AND ALSO INCLUDED SURVEYS OF THE BUILDING, TITLE DOCUMENTS ETC. YOU COULD SAY THIS PROVIDED EXCELLENT AMOUNTS OF INFORMATION FOR ANY DISCUSSION ON THE LEASE.

I DECIDED TO DO A POLL OF THE BOARD ON WHO HAD READ THE LEASE AND FOUND THAT ONLY I – THE OLD LAWYER – COULD CLAIM TO HAVE EVEN SOUGHT TO TRY AND READ IT.

MANY HAVE ASKED ME OVER THE YEARS HOW PEOPLE COMING ONTO BOARDS WHO HAVE NEVER BEEN DIRECTORS BEFORE CAN WORK HAPPILY ON A BOARD? QUITE OFTEN THESE MEMBERS OF THE BOARD ARE THE BEST. HOWEVER, I DO NOTE THAT THE AUSTRALIAN INSTITUTE OF COMPANY DIRECTORS PROVIDES

EXCELLENT COURSES FOR THOSE WHO WISH TO LEARN AND UNDERSTAND MORE ABOUT BEING A DIRECTOR AND I HAVE FOUND THAT ASSISTING FINANCIALLY TO SOME DEGREE IN THE PAYMENT OF THE FEES TO ATTEND SUCH A COURSE IS A VERY GOOD INVESTMENT WHEN THE PERSON INVOLVED IS A GOOD CONTRIBUTOR BUT NEEDS SOME FURTHER EDUCATION.

THE BEST WORKING BOARD UNDERSTANDS THAT THE HEAD RUNS THE SCHOOL AND THAT THEY ARE THERE TO ASSIST THE HEAD AND AT THE SAME TIME TO MONITOR HOW HE OR SHE CARRY OUT THEIR DUTIES. THE BOARD SHOULD NEVER SEEK TO MICRO-MANAGE THE SCHOOL AND AT THE SAME TIME, SHOULD NOT BE SO “HANDS OFF” AS TO ALLOW THE HEAD TO DO WHATEVER HE OR SHE WISHES. THE ART OF FINDING THE RIGHT BLEND ON THIS IS NOT EASY AND CERTAINLY CAN'T BE PRESCRIBED GENERALLY.

7. ONE OF THE BIGGEST JOBS THAT A BOARD DOES IS TO HIRE THE HEAD. THIS OFTEN REVOLVES AROUND THE VERY DIFFICULT QUESTION OF WHAT SORT OF HEAD ONE ACTUALLY WANTS.

THE FIRST DISTINCTION IS BETWEEN A HEAD WHO IS ESTEEMED AND HAS PROWESS IN EDUCATION AND A HEAD WHO IS MORE AN ADMINISTRATIVE PERSON IE A CHIEF EXECUTIVE.

THERE ARE OBVIOUSLY OTHER QUESTIONS; WHETHER ONE NEEDS AT THE TIME A DOMINANT PERSON OR A MORE UNIFYING PERSON ETC.

THE ANSWER TO THESE QUESTIONS UNDOUBTEDLY DEPENDS ON WHERE THE SCHOOL IS IN ITS HISTORY, ITS TRAJECTORY ETC.

HOWEVER, I WOULD NOTE AS FOLLOWS:

MANY HAVE FELT THAT THEY WANT BOTH AN EXPERT IN EDUCATION AND A CHIEF EXECUTIVE TYPE. THIS HAS RESULTED IN SOME SCHOOLS FOLLOWING WHAT HAS BEEN VERY PREVALENT IN THE ARTS FOR MANY YEARS, NAMELY, HAVING TWO PEOPLE OF EQUAL STANDING; ONE THE ADMINISTRATOR AND THE OTHER THE EDUCATOR.

MOST OF MY EXPERIENCE, PARTICULARLY IN THE ARTS IS THAT THIS DOES NOT WORK. AN ORGANISATION IN MY VIEW GENERALLY NEEDS ONE BOSS.

IN MY OPINION THE BOARD HAS TO DETERMINE WHAT WOULD BE THE BEST FOR THE SCHOOL AT THE RELEVANT TIME AND CHOOSE ONE PERSON. IF THEY CHOOSE AN EDUCATOR, THEN IT IS ESSENTIAL THAT THEY FIND AN ADMINISTRATOR TO REPORT TO THAT PERSON AND ASSIST IN THAT REGARD – IF THEY CHOOSE AN ADMINISTRATOR THEN THEY SHOULD SEEK TO FIND A SENIOR TEACHER TO COALESCE THE EDUCATIONAL SIDE. THIS IS THE MOST DIFFICULT DECISION THAT A BOARD MAKES. I HAVE ADVISED MEMBERS OF BOARDS WHO HAVE GOT THIS WRONG AND IT HAS AFFECTED ALL PARTS OF THE SCHOOL.

IF ONE DOES CHOOSE AN EDUCATOR THEN AN ISSUE WILL ARISE AS TO WHETHER THE EDUCATOR SHOULD BE ALLOWED TO TEACH. RECENTLY I HAD A DISCUSSION WITH A CHAIR OF AN INDEPENDENT SCHOOL WHO FELT IT WAS MOST INAPPROPRIATE AND THAT THE HEAD WAS FAR TOO BUSY TO DO THAT. MY OWN VIEW IS THAT WHERE YOU WANT SOMEONE WHO IS AN ESTEEMED EDUCATOR, IF THEY ARE NOT ALLOWED TO PLY THEIR TRADE THEY WILL CEASE TO HAVE THAT ESTEEM QUITE QUICKLY. IN ADDITION, THOSE HEADS WHO TEACH, EVEN

IF IT BE FOR A FEW PERIODS PER WEEK, GET AN INSIGHT INTO THEIR SCHOOL WHICH THEY PROBABLY WOULDN'T HAVE SITTING IN THEIR OFFICE, STROLLING THE CORRIDORS OR EVEN IN THE PLAYGROUND.

8. ONE OF THE MOST VITAL RELATIONSHIPS IN THE GOVERNANCE OF ANY ENTERPRISE IS THE RELATIONSHIP BETWEEN THE CHAIR AND THE HEAD.

IN MY TIME, I HAVE SEEN ENTITIES ALMOST GRIND TO A HALT BECAUSE THE CHAIR WANTS TO DO THE CHIEF EXECUTIVE'S ROLE AND GENERALLY THE CHIEF EXECUTIVE WANTS TO DO THE CHIEF EXECUTIVE ROLE TOO!

IF ONE IS SEEKING GOOD GOVERNANCE, THESE ROLES MUST BE SEPARATE.

IN MY VIEW A GOOD CHAIR HAS TO HAVE A SCHIZOPHRENIC RELATIONSHIP WITH THE HEAD. ON THE ONE HAND IT IS VITAL THAT THE CHAIR NURTURE AND ASSIST THE HEAD IN WHAT HE OR SHE HAS TO DO. ON THE OTHER, THE CHAIR, ON BEHALF OF THE BOARD HAS TO MONITOR THE OPERATIONS OF THE HEAD AND INDEED THERE MAY COME A TIME WHEN THE CHAIR HAS TO

TERMINATE THE HEAD IF HE OR SHE FAILS IN THEIR MISSION.

IT FOLLOWS THAT A CHAIR WHO IS TOO FRIENDLY WITH THE HEAD CAN'T DISCHARGE THE DUTIES REQUIRED. ON THE OTHER HAND, A CHAIR THAT HATES OR IS ENVIOUS OF THE HEAD, CAN'T OPERATE EITHER.

THIS RELATIONSHIP REQUIRES NUTURING AND A LOT OF DISCUSSION BETWEEN THE CHAIR AND THE HEAD.

THIS NUTURING, IN MY OPINION, IS GREATLY ASSISTED BY:

(A) THE CHAIR AND THE HEAD REGULARLY MEETING TO TALK THROUGH MATTERS. I FIND MAKING AN APPOINTMENT EVERY WEEK, EVEN IF THERE IS NOTHING TO DISCUSS, IS A GOOD THING TO DO IF NOTHING ELSE BOTH THE CHAIR AND THE HEAD CAN STORE UP TOPICS IN THEIR HEAD THAT THEY WANT TO TALK TO EACH OTHER ABOUT FOR THAT TIME.

(B) THE BOARD SHOULD ALSO WATCH THE RELATIONSHIP AND WITHOUT CRITICISM OF THE CHAIR, HAVE A PRIVATE SESSION REGULARLY WITH HIM OR HER – LISTEN TO WHAT THE CHAIR THINKS ABOUT THE HEAD AND HOW THE RELATIONSHIP IS GOING AND ASSIST IF

THERE IS EITHER CONCERN IN THE MIND OF THE CHAIR OR SHOULD BE.

OVER TIME MANY HAVE ASKED ME WHAT “NURTURING” MEANS IN RELATION TO THE HEAD. OBVIOUSLY, THE ANSWER TO THIS DEPENDS ON THE CIRCUMSTANCES.

BUT I OFFER A FEW SUGGESTIONS:

(A) IN MY VIEW, UNLESS EITHER THE HEAD HAS LOST THE RESPECT OF THE CHAIR OR THE HEAD HAS DONE SOMETHING MANIFESTLY WRONG, THE CHAIR SHOULD NORMALLY SEEK TO SUPPORT THE HEAD WHEN QUESTIONED ON A DECISION OF THE HEAD BY THE COMMUNITY. THE HEAD SHOULD EXPECT THIS IN THAT CIRCUMSTANCE AND IF HE OR SHE HAVE DOUBTS ABOUT THE SUPPORT OF THE CHAIR, THE CHAIR IS NOT NURTURING AND INDEED THERE IS A BREAK DOWN IN THE RELATIONSHIP.

(B) THE CHAIR SHOULD ACT AS A MENTOR TO THE HEAD - BUT BOTH SHOULD REALISE WHERE THE EXPERTISE OF THE CHAIR LIES.

(C) THE CHAIR SHOULD HAVE INTEREST IN THE PROFESSIONAL DEVELOPMENT OF THE HEAD – ENCOURAGING PARTICIPATION AS APPROPRIATE IN

CONTINUING EDUCATION PROGRAMS AND ASSISTING THE HEAD TO BROADEN HIS OR HER CONTACTS, HORIZONS AND THINKING GENERALLY.

(D) THE CHAIR SHOULD WATCH OUT FOR AND QUESTION THE WELLBEING OF THE HEAD. CHECKING IF THE HEAD IS COPING AND NOT OVER WORKING IS ESSENTIAL AND IF A PROBLEM ARISES, PROVIDING ENCOURAGEMENT AND ASSISTANCE TO THE HEAD.

9. ONE OF THE THINGS THAT I HAVE FOUND PRETTY WELL IN ALL OF THE BUSINESSES THAT I HAVE BEEN INVOLVED IN, IS THAT THE BEST RUN BUSINESSES TAKE A LONG-TERM VIEW RATHER THAN JUST FOR THE SHORT TERM. IN THE CONTEXT OF RUNNING INDEPENDENT SCHOOLS, THIS IS OFTEN DIFFICULT FOR ALTHOUGH STUDENTS STAY AT THE SCHOOL FOR UP TO 12 YEARS THE PRESENT OPENNESS OF SOCIAL MEDIA; THE EVER PRESENT REGULATIONS INVOLVING MY SCHOOL AND THE FINANCIAL DEMANDS OFTEN MAKE IT HARD TO ADHERE TO THE LONGER TERM VIEW. MY ADVICE IS DESPITE THIS, ONE MUST KEEP AN EYE TO THE LONG TERM.

10. OVER THE YEARS, I HAVE BECOME A CONVERT TO THE CONCEPT OF REGULAR APPRAISALS OF THE BOARD BY OUTSIDERS.

AS I MENTIONED EARLIER I SEE A BOARD AS A TEAM.

OFTEN A TEAM DEVELOPS BAD PRACTICES – DOESN'T

LIVE UP TO ITS POTENTIAL – ISN'T AWARE OF OTHER

THINGS THAT ARE GOING ON IN BOARDROOMS AT OTHER

SCHOOLS ETC.

TO ME THE DIFFICULT QUESTION IN DECIDING UPON A

REGULAR ASSESSMENT OF THE BOARD IS NOT WHETHER

TO DO IT BUT WHO SHOULD DO IT.

I WOULD URGE THAT EVERY COUPLE OF YEARS, AND IF

THAT IS NOT APPROPRIATE THEN EVERY THREE TO FOUR

YEARS, AN OUTSIDER UNINVOLVED WITH THE SCHOOL

AND PREFERABLY ANY OF THE PEOPLE IN THE SCHOOL,

SHOULD BE BROUGHT IN AND SHOULD INTERVIEW EACH

OF THE DIRECTORS SEPARATELY AND ASSESS WHERE

PEOPLE FEEL THE BOARD IS AND ITS SHORTCOMINGS.

THIS SHOULD NOT BE DONE TO ANTAGONISE OR UPSET

ANYONE ON THE BOARD BUT RATHER USED AS AN

ACTIVITY TO IMPROVE THE OPERATIONS OF THE BOARD.

IT CAN ALSO PROVIDE A VERY GOOD WAY OF

ASCERTAINING WHO WANTS TO PUT THEIR HAT IN THE RING TO BE CHAIR AND WHO WOULD BACK THEM IN THE FUTURE. IT CAN ALSO FOCUS ON MANY OF THE ISSUES THAT I HAVE RAISED IN THIS TALK, NAMELY HOW THE COMMITTEE STRUCTURE IS WORKING; WHAT BOARD MEMBERS FEEL ABOUT THE INFORMATION BEING GIVEN TO THEM; WHETHER THE BOARD MEETINGS ARE SATISFACTORY AND WHETHER THE RELATIONSHIP BETWEEN THE CHAIR AND THE HEAD IS IN THEIR VIEW GOING WELL.

I WOULD ALSO SUGGEST THAT IN THE YEARS THAT AN OUTSIDE APPRAISAL IS NOT DONE THAT THE CHAIR SHOULD BE ENCOURAGED TO SPEAK PRIVATELY WITH EACH DIRECTOR ON THE ISSUE OF BOARD IMPROVEMENT AND REPORT TO THE BOARD ON THE FINDINGS.

11. I FEEL I SHOULD SAY SOMETHING ABOUT INDEPENDENCE. INDEPENDENCE IS QUITE AN IMPORTANT QUESTION FOR DIRECTORS OF ALL ENTITIES, BUT I HAVE HEARD OFTEN OF PEOPLE COMPLAINING ABOUT MEMBERS OF BOARDS OF SCHOOL NOT BEING INDEPENDENT. THIS LOSS OF INDEPEDENCE GENERALLY ARISES FROM BEING A PARENT BUT CAN ALSO ARISE FROM BEING A SUPPLIER

TO THE SCHOOL OR ALTERNATIVELY EVEN BEING A PAST CHAIR ETC.

I AM PERSUADED THAT INDEPENDENCE IS OFTEN A STATE OF MIND. IN MY TIME I HAVE SEEN MANY MANY OUTSTANDING DIRECTORS WHO ON THE FACE OF IT COME WITH A POTENTIAL LACK OF INDEPENDENCE, YET THEY HAVE ADOPTED THE ATTITUDE (WHICH I BELIEVE IS THE LEGAL REQUIREMENT ANYWAY) THAT NO MATTER WHO THEY REPRESENT OR ARE CLOSE TO, THEIR PRIMARY OBLIGATION IS TO DO THE BEST ON THE BOARD ON WHICH THEY SIT.

CONFLICTS OF INTEREST IN MY VIEW ARE GENERALLY ABLE TO BE HANDLED WHERE EVERYONE AROUND THE BOARD TABLE IS AWARE OF THE CONFLICT AND THE OPPOSITE IS ALSO TRUE. THE GREATEST DANGER TO DEALING WITH THE CONFLICT IS SECRECY. IF SOMEONE DOESN'T ENNOUNCIATE THEIR CONFLICT AND IT IS NOT KNOWN, THAT MAY NOT ONLY PRODUCE BAD DECISION-MAKING, BUT CAN ALSO BRING DISCREDIT TO THE BOARD AS A WHOLE. ON THE OTHER HAND, WHERE THE CONFLICT IS KNOWN, EACH OF THE DIRECTORS IS AWARE OF IT, CAN OPERATE WITHIN IT AND IN THE EXTREME ASK

THE PERSON IF THEY COULD LEAVE THE ROOM WHILE THE DECISION IS BEING DEBATED AND MADE.

I RE-ITERATE THAT I DON'T FEAR SO MUCH THE CONFLICT OF INTEREST BUT THE IGNORANCE OF IT.

12. YOU MIGHT ASK WHAT MAKES A GOOD DIRECTOR? OVER THE YEARS I HAVE WATCHED MANY GOOD AND BAD DIRECTORS AND I SHOULD ADD THAT I AM CONSCIOUS THAT MY DEFINITION OF WHO IS GOOD AND WHO IS BAD MAY NOT BE THE SAME AS EVERYBODY'S. HOWEVER, I BELIEVE A FEW TRUTHS HAVE COME THROUGH -

A. A DIRECTOR WHO ADOPTS AN INDEPENDENCE OF MIND AS I HAVE PREVIOUSLY MENTIONED IS CERTAINLY SUPERIOR TO ONE WHO IS THERE FOR A PARTICULAR CAUSE, BE THAT THEIR OWN OR RELATED TO A STAKEHOLDER WHOM THEY REPRESENT.

B. A DIRECTOR WHO ADOPTS A PROFESSIONAL APPROACH IS IN MY VIEW BETTER THAN ONE WHO IS JUST THERE BECAUSE IT IS A GOOD OUTING AND ALLOWS THEM SOME RELEVANCE PARTICULARLY IN THE SCHOOL COMMUNITY. IT'S A VERY IMPORTANT ROLE AND MUST BE SEEN AS SUCH. IT'S NOT A

REWARD FOR A LONG CONTRIBUTION IN THE PAST UNLESS THAT CONTRIBUTION CAN CONTINUE, AND, IT IS A JOB THAT REQUIRES INPUT, PATIENCE, INVOLVEMENT AND CONSIDERABLE DEVOTION.

- C. TEAM PLAYERS ARE UNDOUBTEDLY BETTER THAN INDIVIDUALISTS AROUND THE TABLE. AS I SAID EARLIER, THAT DOESN'T MEAN THAT ONE WANTS A TEAM PLAYER WHO COW TOWS TO THE VIEWS OF OTHERS ALL THE TIME BUT SOMEONE WHO'S PETULANT AND CAN'T SEE THE VIEWS OF OTHERS, IS DOGMATIC IN THEIR THINKING AND NOT PREPARED TO LISTEN TO OTHERS IS PROBABLY NOT IDEALLY SUITED TO BEING A MEMBER OF A BOARD.
- D. A DIRECTOR OF AN INDEPENDENT SCHOOL MUST KNOW THEIR PLACE. IT IS REALLY HARD, PARTICULARLY FOR THAT DIRECTOR AS A MEMBER OF THE SCHOOL COMMUNITY, TO MAKE SURE THAT THEY DON'T DOUBLE GUESS WHAT THE HEAD IS DOING AND THAT THEY DON'T ABUSE THE CONFIDENTIAL INFORMATION THAT THEY HAVE BEEN GIVEN.

I MUST SAY, WHEN I WAS A PARENT WHO WAS THE CHAIRMAN OF THE SCHOOL, I FOUND THIS VERY DIFFICULT. PEOPLE APPROACHED ME AT SPORTS MATCHES UNDOUBTEDLY TRYING TO FIND OUT WHAT WAS GOING ON IN THE SCHOOL OR INDEED TO ADVANCE THE STANDING OF THEIR OWN CHILD.

THE BEST DIRECTOR KNOWS WHEN ATTENDING SCHOOL FUNCTIONS THAT HE OR SHE IS GENERALLY THERE AS A PARENT OR A MEMBER OF THE COMMUNITY, NOT AS A DIRECTOR. IN MY VIEW THE BEST DIRECTOR MAKES THAT VERY CLEAR TO ALL HE OR SHE TALKS TO AND DOES NOT DEVIATE FROM THAT EVEN WITH THE GROUP THAT IS CLOSE TO HIM ETC.

- E. CONSISTENT WITH WHAT I HAVE SAID EARLIER, A GREAT DIRECTOR DOESN'T SEEK TO FOIST ON THE SCHOOL NOR THE BOARD A PARTICULAR WAY OF THINKING THAT COMES FROM HIS OR HER DAY JOB. I HAVE IN MY TRAVELS SEEN SO MANY BUSINESS PEOPLE ASK SPECIFICALLY FOR KEY PERFORMANCE INDICATORS AND DWELL ENTIRELY UPON THEM AS

THEIR MAJOR INTEREST. THE ESSENCE OF A GREAT DIRECTOR IS TO BRING THEIR OWN PERSONALITY, THINKING AND JUDGMENT TO WHAT THEY DO. I AM NOT SPEAKING AGAINST HAVING KPIS BUT I AM AGAINST FORGETTING THAT A SCHOOL IS A COMMUNITY IN ITS OWN RIGHT AND THAT SOMETIMES KPIS CAN'T BE USED WHERE CARE, HEART AND PERHAPS AT TIMES SOUL IS MORE IMPORTANT.

13. IN CLOSING I WANT TO RAISE A FINAL ISSUE. WHEN I WAS ON A SCHOOL BOARD SEVEN YEARS AGO, THERE WAS THEN QUITE A LOT OF CONCERN AS TO WHETHER IT WAS WORTH SENDING A CHILD TO A SCHOOL FOR WHICH FEES WERE CHARGED. THIS HAS BECOME A BIGGER DEBATE IN THE LAST SEVEN YEARS.

MY OWN VIEW IS THAT THE SUPPORT FOR SUCH BY DIRECTORS, THE CHAIR AND THE HEAD OF A FEE CHARGING SCHOOL MUST BE BASED ON WHAT THE SCHOOL STANDS AND AIMS FOR AND WHAT IT DOES WELL. IF IT IS A SCHOOL FOR THE GIFTED, IT SHOULD PLAY UPON THAT. IF IT IS A SCHOOL FOR SPORTS MEN AND WOMEN THE SAME IS THE CASE.

IN MY VIEW THE CONCEPT OF PICKING UP NEW FADS IN ORDER TO SATISFY THE DESIRES OF PARENTS TO ENSURE THEY ARE VINDICATED PAYING THE FEES MAY FAIL THE TEST I REFERRED TO EARLIER OF THINKING FOR THE LONG TERM.

THE DILEMMA THAT I AM TALKING OF CAN BE SEEN OFTEN, FOR EXAMPLE, IN RELATION TO THE RACE TO HAVE THE BEST BUILDING AND TO ADVERTISE HOW I.T.

CONVERSANT THE SCHOOL IS. THERE IS NOTHING WRONG WITH ANY OF THESE THINGS AS LONG AS IT IS PART OF A LONGER TERM PLAN WHICH IS CONSISTENT WITH WHAT THE SCHOOL WISHES TO BE AND TO ACHIEVE. SEEKING TO PLAY TO THE LATEST FAD NEVER WORKS AND INDEED CAN CAUSE TERRIBLE PROBLEMS OVER TIME.

14. I CONCLUDE BY NOTING AS IRONICALLY I DID LAST TIME I SPOKE ON THIS SUBJECT THREE YEARS AGO, I ENJOYED ENORMOUSLY MY EIGHTEEN YEARS ON A SCHOOL BOARD. THEY GO DOWN AS SOME OF THE MOST ENJOYABLE AND INTELLECTUALLY STIMULATING EXPERIENCES OF MY PROFESSIONAL LIFE.

HOWEVER, I HAVE SEEN ENORMOUS PROBLEMS DEVELOP
IN MANY SCHOOLS IN MY TIME AND I DO URGE TO ENSURE
THAT THE SORT OF JOY I HAD CONTINUES FOR ALL OF
YOU THAT GOVERNANCE IS AN IMPORTANT AREA NOT
JUST IN THINKING BUT IN FACT.