



Marin Country Day School Buildings & Grounds Committee

September 2023

Purpose of the Buildings & Grounds Committee

The Marin Country Day School ("MCDS" or the "School") Board of Trustees (the "Board") is dedicated to conducting its business in the best interests of the School.

Accordingly, the purpose of the Buildings & Grounds Committee (the "Committee") is to provide oversight and to assist the Board in discharging its facilities related-responsibilities including:

- the leadership and oversight for construction, revitalization and maintenance resulting in a "Material Change" to the "School's Physical Plant," the campus located at 5221 Paradise Drive, Corte Madera, CA. Material Change shall be defined as any improvement permanently impacting the appearance of the campus and/or impacting the School's conditional use permit ("CUP") issued by the town of Corte Madera.
- the safety and security of students, faculty, parents, employees and other stakeholders of the School;
- the short-term and long-term planning and budget assistance regarding the future needs of the School's Physical Plant; and
- the advancement of efficient and sustainable practices and technologies to further the School's commitment to sustainability and technology infrastructure.

The specific composition and responsibilities of the Committee are as follows:

Formation and Structure of the Committee

The Committee consists of a minimum of two Trustees and any number of nonTrustees, as deemed necessary or desired by the Committee Chair or Co-Chairs. In addition, the Head of School, the Board Chair, the Chief Financial Officer, and Director of Facilities are deemed Ex-Officio members of the Committee.

The Committee shall be led by a Committee Chair or Co-Chairs, selected by the previous Chair or Co-Chairs in consultation with the Board Chair and if applicable Board Chair-elect. The Chair or at least one of the Co-Chairs must be a Board member. Chairs or Co-Chairs are

asked to serve at least 2 years in this role, unless extenuating circumstances necessitate a shorter term.

Committee members (not including Ex-Officio members) shall serve one-year terms which can be extended on an annual basis, with the expectation that nonTrustees shall serve no more than six (6) consecutive one-year terms (unless deemed appropriate by the then Committee Chair or Co-Chairs).

The Committee members shall aim to consist of at least one member with professional expertise in each of the areas: construction, architecture, and real estate finance.

NonTrustees members of the Committee shall be subject to the same ethics standards as apply to Trustees, including the duty to act without personal economic or other conflict and the duty of confidentiality. Committee members shall not include any person who has a material financial interest in any entity doing business with MCDS or who has any personal or professional conflict of interest in the School's facilities-related responsibilities.

Duties of the Committee

In accordance with the Purpose of the Buildings & Grounds Committee stated above, neither the Chair/Co-Chairs nor the Committee members will have a duty or responsibility to act as project manager for any capital projects. The duties and responsibilities of the Buildings & Grounds Committee shall include the following:

- provide oversight for the construction, revitalization and maintenance resulting in a Material Change of the School's Physical Plant;
- consider, as appropriate, matters relating to Material Changes to the School's Physical Plant, including approval of plans for new construction and revitalization projects and the prioritization of capital projects plans and requests, in coordination with the Finance Committee, the Head of School, Director of Facilities, and Faculty, as applicable;
- provide guidance for the facilities-related security and safety of students, faculty, parents, employees and other stakeholders of the School;
- provide guidance and advice to the Head of School, Faculty and Director of Facilities regarding the project management, implementation, regulatory approval, planning permission of pre-approved capital projects;
- provide guidance and advice to the Head of School and to the Board regarding any litigation related to construction or maintenance of the School's Physical Plant;
- approve and recommend to the Finance Committee all short-term and long-term capital and operating budgets regarding the School's Physical Plant, including special

capital projects financed outside of the ordinary budgeting process i.e. donated funds towards requested capital projects;

- coordinate with the Finance Committee with respect to property-related insurance policy recommendations;
- provide guidance towards sustainability programs and technology infrastructure regarding the physical plant of the School; and
- undertake such other matters and review such other issues as may be directed from time to time by the Board (e.g. oversight for the construction, revitalization and maintenance of the Heads Residence);

Review this Charter every two years or more frequently if deemed necessary or advisable by the Committee to assure its compliance with laws and regulations and its adherence to Committee practices and policies.

Committee Meeting Schedule

The Committee shall meet at least five times per year and more frequently as the Chair or Co-Chairs deem necessary or desirable.

Meetings will be run and by Chair or Co-Chairs and meeting minutes will be kept by Committee members on a rotating basis.

Ex-Officio members of the Committee will be invited to attend meetings of the Committee, but may not be present when the Committee meets in executive session.

Report of the Committee

The Committee shall report to the full Board as agreed upon by the Committee Chairs/Co-Chairs and Board Chair, on such items that may require a Board vote.