Orange Southwest School District

Braintree Elementary School
Brookfield Elementary School
Randolph Elementary School
Randolph Union High School
Randolph Technical Career Center

Governance Policies

Revised 12.11.2025

ORANGE SOUTHWEST SCHOOL DISTRICT
GOVERNANCE POLICIES

Ends

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Policy Title 1.0 Ends Statement:
All students of Orange Southwest Schools will graduate with strong academic and essential life skills, prepared to actively contribute to their communities, as supported by community-approved resources.

The above will be achieved through the following priorities:

1.1 A rigorous academic foundation
- 1.1.1 ELA (Reading, writing, listening, communicating)
- 1.1.2 Mathematics
- 1.1.3 Science and technology
- 1.1.4 Social studies
- 1.1.5 Arts

1.2 Life skills, personal development and self-care
- 1.2.1 Vocational skills
- 1.2.2 Wellness
- 1.2.3 Financial literacy
- 1.2.4 Self-direction
- 1.2.5 Social-emotional skills
- 1.2.6 Critical thinking, curiosity, and creativity

1.3 Community engagement and global citizenship
- 1.3.1 Global awareness (including world languages)
- 1.3.2 Civics
- 1.3.3 Community involvement
- 1.3.4 Care for the environment
- 1.3.5 Respect for and inclusion of diversity

Accepted Oct. 8, 2025

Policy Type: EXECUTIVE LIMITATIONS

Policy Title: 2.0. Global Executive Constraint

The Superintendent shall not cause or allow any practice, activity, decision, or organizational circumstance that is unlawful, unsafe, imprudent, inequitable, or in violation of commonly accepted educational and professional ethics and practices.

Reviewed 9/9/26

Policy Title: 2.1. Treatment of Students, Parents/Guardians and Community

With respect to interactions with Students, Parents/Guardians Community or those applying to be Students, Parents/Guardians and Community, the Superintendent shall not cause or allow conditions, procedures, or decisions that are arbitrary or capricious, untimely, unclear, undignified, or unnecessarily intrusive.

Further, without limiting the scope of the foregoing by this enumeration, the Superintendent shall not:

1. Elicit information for which there is no clear necessity;
2. Use methods of collecting, reviewing, transmitting, or storing student/ family information that fail to protect against improper access to the material elicited;
3. Operate facilities without appropriate accessibility and privacy;
4. Allow Students, Parents/Guardians and Community to be unaware of what may be expected and what may not be expected from the District; or,
5. Leave Students, Parents/Guardians and Community uninformed in writing of this policy or without a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their protections under this policy.

Policy Title: 2.2. Treatment of Staff

With respect to the treatment of paid and volunteer staff, the Superintendent shall not:

1. Operate without written personnel rules that (a) clarify rules for staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions;
2. Discriminate against any staff member for non-disruptive expression of dissent; or,
3. Allow staff to be unprepared for emergency situations.

Policy Title: 2.3. Financial Condition and Activities

With respect to the actual, ongoing financial condition and activities, the Superintendent shall not cause or allow the development of financial jeopardy or material deviation of actual expenditures from board priorities established in Ends policies.

Further, without limiting the scope of the foregoing by this enumeration, the Superintendent shall not:

1. Expend more funds than have been received in the fiscal year to date;
2. Expend more funds than have been budgeted;
3. Incur debt in an amount greater than can be repaid by certain otherwise unencumbered revenues within sixty days;
4. Use any long-term reserves;
5. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain otherwise unencumbered revenues within thirty days;
6. Allow debts to be settled in an untimely manner;
7. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed;
8. Spend any surplus revenues;
9. Allow receivables to be unpursued after a reasonable grace period; or,
10. Accept non-resident students unless tuition is being paid by another Vermont school district or the state.

Policy Title: 2.4. Financial Planning and Budgeting

The Superintendent shall not cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially from the Board's Ends priorities, risk financial jeopardy, or fail to be derived from a multiyear plan.

Further, without limiting the scope of the foregoing by this enumeration, there will be no financial plans that:

1. Risk incurring those situations or conditions described as unacceptable in the board policy "Financial Condition and Activities;"
2. Omit credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions;
3. Provide less for board prerogatives during the year than is set forth in the Governance Investment Policy; or,
4. Omit disclosure of anticipated impact(s) of proposed budget.

Reviewed 1.14.2026

Policy Title: 2.5. Emergency Superintendent Succession

To protect the District from sudden loss of Superintendent services, the Superintendent shall not permit the administrative cabinet to be unprepared to take over with reasonable proficiency until a successor is found.

Reviewed 2.11.2026

Policy Title: 2.6. Asset Protection

The Superintendent shall not cause or allow district assets to be unprotected, inadequately maintained, or unnecessarily risked.

Further, without limiting the scope of the foregoing by this enumeration, the Superintendent shall not:

1. Allow board members, staff and the organization itself to be inadequately insured against theft and casualty losses to at least 80 percent of replacement value and against liability in an amount greater than the average for comparable organizations;
2. Allow unbonded personnel access to material amounts of funds;
3. Subject facilities and equipment to improper wear and tear or insufficient maintenance;
4. Unnecessarily expose the organization, its board, or its staff to claims of liability;
5. Make any purchase (a) wherein normally prudent protection has not been given against conflict of interest; (b) of over $ 40,000 without having obtained comparative prices and quality; Orders shall not be split to avoid these criteria;
6. Allow information and files to be exposed to loss or significant damage;
7. Allow for practices that do not comply with Generally Accepted Accounting Procedures;
8. Compromise the independence of the Board's audit or other external monitoring or advice, such as by engaging parties already chosen by the Board as consultants or advisers;
9. Endanger the organization's public image, its credibility, or its ability to accomplish Ends;
10. Close any buildings as public schools; or,
11. Deviate from OSSD Investment Procedures or expose any OSSD endowments to unnecessary financial risk.

Accepted March 16, 2023

Policy Title: 2.7. Compensation and Benefits

With respect to employment, compensation, and benefits to non-unionized employees, consultants, contract workers, the Superintendent shall not cause or allow jeopardy to financial integrity or to public image.

Further, without limiting the scope of the foregoing by this enumeration, the Superintendent shall not:

1. Change the Superintendent's own compensation and benefits;
2. Promise or imply permanent or guaranteed employment;
3. Establish or change compensation and benefits that deviate materially from the geographical or professional market for the skills employed;
4. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue; or,
5. Establish or change pension benefits so as to cause unpredictable or inequitable situations.

Reviewed 6.17.2026

Policy Title: 2.8. Communication and Support to the Board

The Superintendent shall not cause or allow the Board to be uninformed or unsupported in its work.

Further, without limiting the scope of the foregoing by this enumeration, the Superintendent shall not:

1. Neglect to submit monitoring data required by the Board (see policy 3.4 on monitoring Superintendent performance) in a timely, accurate, and understandable fashion, directly addressing the provisions of board policies being monitored;
2. Allow the Board to be unaware of any actual or anticipated noncompliance with any Ends or Executive limitations policy, regardless of the Board's monitoring schedule;
3. Neglect to submit unbiased decision information required periodically by the Board or let the Board be unaware of relevant trends;
4. Let the Board be unaware of any significant incidental information it requires, including anticipated media coverage, threatened or pending lawsuits, and material internal and external changes;
5. Let the Board be unaware if, in the Superintendent's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of board behavior that is detrimental to the work relationship between the Board and the Superintendent;
6. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and incidental;
7. Allow the Board to be deprived of a workable mechanism for official board, officer, or committee communications;
8. Deal with the Board in a way that favors or privileges certain board members over others except when responding to officers or committees duly charged by the Board;
9. Allow the Board to do its work without the necessary items on its consent agenda. Necessary items are those decisions delegated to the Superintendent yet required by law, regulation or contract to be board-approved, along with applicable monitoring information;
10. Allow the Board to be uninformed in a timely manner of all significant gifts;
11. Allow the Board to be unsupported and uninformed in its role as a quasi-judicial hearing body; or,

12. Allow the Board to be uninformed on an annual basis of all required policies currently in effect and where to access them.

Policy Title: 2.9 Policies Required by Legislative or Regulatory Bodies

With respect to required policies, the Superintendent shall not:

1. Allow required policies to be incomplete, out of date, inaccessible to the community, or unreviewed by legal counsel;

2. Allow for improper implementation of required policy elements;

3. Allow those personnel who may be expected to implement policy to be untrained to do so.

Reviewed 9/9/26

Policy Type: BOARD-MANAGEMENT DELEGATION

Policy Title: 3.0. Global Governance-Management Connection

The Board's sole official connection to the operational organization, its achievements, and its conduct will be through the Superintendent of schools.

Reviewed 3.11.2026

Policy Title: 3.1. Unity of Control

Only officially passed motions of the Board are binding on the Superintendent. Accordingly:

1. Decisions or instructions of individual board members, officers, or committees are not binding on the Superintendent except in rare instances when the Board has specifically authorized such exercise of authority.

2. In the case of board members or committees requesting information or assistance without board authorization, the Superintendent can refuse such requests that require, in the Superintendent's opinion, a material amount of staff time or funds or is disruptive.

Policy Title: 3.2. Accountability of the Superintendent

The Superintendent is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Superintendent. Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the Superintendent.
2. The Board will not evaluate, either formally or informally, any staff other than the Superintendent.
3. The Board will view successful Superintendent performance as demonstrated by accomplishment of board-stated Ends and avoidance of board-proscribed means.

Reviewed 6.17.2026

Policy Title: 3.3. Delegation to the Superintendent

The Board will instruct the Superintendent through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided, allowing the Superintendent to use any reasonable interpretation of these policies. Accordingly:

1. The Board will develop policies instructing the Superintendent to achieve specified results for specified recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Ends policies. All issues that are not Ends issues as defined here are means issues.

2. The Board will develop policies that limit the latitude the Superintendent may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Board will never prescribe organizational means delegated to the Superintendent.

3. As long as the Superintendent uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the Superintendent is authorized to establish all further procedures, make all decisions, take all actions, establish all practices, and pursue all activities. Such decisions of the Superintendent shall have full force and authority as if decided by the Board.

4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between board and Superintendent domains. By doing so, the Board changes the latitude of choice given to the Superintendent. But as long as any particular delegation is in place, the Board will respect and support the Superintendent's choices.

Reviewed 7.8.2026

Policy Title: 3.4. Monitoring Superintendent Performance

Systematic and rigorous monitoring of superintendent job performance will be solely against the expected superintendent job outputs: organizational accomplishment of board policies on Ends and organizational operation within the boundaries established in board policies on Executive Limitations. Accordingly:

1. Monitoring is simply to determine the degree to which board policies are being met. Information that does not do this will not be considered to be monitoring information.
2. The Board will acquire monitoring information by one or more of three methods: (a) by internal report, in which the Superintendent discloses measurable interpretations including a rationale and compliance information to the board; (b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with board policies; or (c) by direct board inspection, in which a designated member or members of the board assess compliance with the appropriate policy criteria.
3. In every case, the Board will judge (a) the reasonableness of the Superintendent's interpretation and (b) whether data demonstrate accomplishment of the interpretation.
4. In every case, the standard for compliance shall be any reasonable Superintendent interpretation of the board policy being monitored. The Board is the final arbiter of reasonableness but will always judge with a "reasonable person" test rather than with interpretations favored by board members or by the Board as a whole.
5. All policies that instruct the Superintendent will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method but will ordinarily depend on a routine schedule.
6. Superintendent remuneration will be decided by the school board at the onset of each contract cycle.

Reviewed 6.17.2026

Policy Type: GOVERNANCE PROCESS

Policy Title: 4.0. Global Governance Commitment

The purpose of the Board, on behalf of Braintree, Brookfield and Randolph is to see to it the Orange Southwest School District: (a) achieves appropriate results for students at an appropriate cost (as specified in board Ends policies); and, (b) avoids unacceptable actions and situations (as prohibited in board Executive Limitations policies).

Reviewed 10/14/26

Policy Title: 4.1. Governing Style

The Board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than an internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of board and superintendent roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity. Accordingly:

1. The Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives. The Board will not use the expertise of individual members to substitute for the judgment of the Board, although the expertise of individual members may be used to enhance the understanding of the Board as a body.
2. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives. Board values will be drawn from the diverse values of the community informed by expert sources both internal and external to the organization. The Board's major policy focus will be on the intended long-term impacts outside the staff organization (Ends), not on the administrative or programmatic means of attaining those effects.
3. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Board can change its Governance Process policies at any time, it will scrupulously observe those currently in force.
4. Continual board development will include orientation of new board members in the board's Governance Process and periodic board discussion of process improvement.
5. The Board will allow no officer, individual, or committee of the Board to hinder or serve as an excuse for not fulfilling group obligations.
6. The Board will monitor and discuss the Board's process and performance on a regular basis. Self-monitoring will include comparison of board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.

Policy Title: 4.2. Board Job Description

Specific job products of the board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.

The Board shall hire, negotiate a contract with and set compensation for the Superintendent.

The Board shall have direct responsibility to:

1. Create and maintain the linkage between the ownership and the operational organization to represent the informed voice of the owners. This linkage will include:
    1) Seeking input regarding owner values on issues of Ends and ethics
    2) Educating owners on issues impacting the organization
    3) Reporting to the owners on organizational performance
    4) Ensuring owners and other stakeholders that bring non-governing issues to the Board understand the process for getting their issue addressed by the system in a courteous and respectful manner.
2. Create and maintain written governing policies that realistically address the broadest levels of all organizational decisions and situations
    1) Ends: organizational outcomes, impacts, benefits, recipients, and their relative worth (what good for which recipients at what cost)
    2) Executive limitations: constraints on executive authority that establish the ethics boundaries within which all executive activity and decisions must take place
    3) Governance process: specification of how the board conceives, carries out, and monitors its own task
    4) Board-management delegation: how power is delegated and its proper use; the Superintendent's role, authority, and accountability
3. Be familiar with all required policies in effect.
4. Gain assurance of successful organizational performance on Ends and Executive Limitations.
5. Advocate for legislative change which positively impacts public education.
6. Determine any closing of buildings as public schools.
7. Determine the expenditure of surplus funds.
8. Determine the expenditure of long-term reserves.
9. Appoint the external auditor.
10. Negotiating union contracts.
11. Conduct fair hearings in its role as a quasi-judicial body.

Policy Title: 4.3. Agenda Planning

To accomplish its job description with a governance style consistent with board policies, the Board will follow an annual agenda that:

a. completes a review of Ends policies annually

b. continually improves board performance through board education and enriched input and deliberation

c. provides a mechanism to record and save opportunities for improvements and

d. allows the board to meet its legal obligations

1. The cycle will conclude each year on the last day of June, coinciding with the end of the school fiscal year, so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long-term Ends.

2. The cycle will start with the Board's development of its agenda for the next year. The Chair will provide a report of the Board's work from the previous cycle and**,** in consultation with other board members and the Superintendent, will create an annual agenda. These will be presented to the Board for review no later the last scheduled meeting of the planning year. The annual agenda and report will be approved at the first board meeting of the new cycle.

   The annual agenda shall include:

   - Consultations with selected groups in the ownership, or other methods of gaining ownership input.

   - Governance education and education related to Ends determination (presentations by futurists, demographers, advocacy groups, staff, and so on).

3. A board member may recommend or request an item for board discussion by submitting the item to the Chair no later than five days before the agenda is to be warned.

4. Throughout the year, the Board will attend to consent agenda items as expeditiously as possible. Only the majority of the board can remove an item from the consent agenda for discussion.

5. Superintendent monitoring will be included on the agenda in accordance with the Board's schedule.

Policy Title: 4.4. Chair's Role

The Chair, a specially empowered member of the Board, ensures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties. Accordingly:

1. The assigned result of the Chair's job is that the Board behaves consistently with its own rules and those legitimately imposed on it from outside the organization.
    1. Meeting discussion content will consist solely of issues that clearly belong to the Board to decide or to monitor according to board policy.
    2. Information that is for neither monitoring performance nor board decisions will be avoided or minimized and always noted as such.
    3. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
2. The authority of the Chair consists in making decisions that fall within topics covered by board policies on Governance Process and Board-Management Delegation, with the exception of (a) employment or termination of a Superintendent and (b) areas where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
    1. The Chair is empowered to chair board meetings with all the commonly accepted powers of that position, such as ruling and recognizing.
    2. The Chair has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the Superintendent.
    3. The Chair may represent the Board to outside parties in announcing board-stated positions and in stating chair decisions and interpretations within the area delegated to her or him and report such activity at the next meeting of the Board.
    4. The Chair may delegate this authority but remains accountable for its use.
    5. The Chair will ensure that the Board fulfills its obligations and work to improve the Board's performance.

Reviewed 2.11.2026

Policy Title: 4.5. Board Members' Code of Conduct

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

1. Members must demonstrate loyalty to the ownership, unconflicted by loyalties to staff, other organizations, or any personal interests as Parents or Guardians.

2. It is the ethical and legal duty of all School Board members to avoid conflicts of interest as well as the appearance of conflicts of interest. “Conflict of interest” means a situation when a board member’s private interests, as distinguished from the board member’s interest as a member of the general public, would benefit from or be harmed by their actions as a member of the board.

   In order to comply with the obligations thus imposed, the Board and its members will adhere to the following standards.

   A) Board members will be familiar with, and adhere to, those provisions of Vermont education law which define School Board powers and govern board member compensation and public bidding processes.

   B) Board members will not take any action which is intended to give the impression that they would represent special interests or partisan politics for personal gain.

   C) Board members will not use their position on the Board in any manner intended to unfairly promote personal financial interests or the financial interests of family members, friends or supporters.

   D) Board members will not accept anything of value in return for taking particular positions on matters before the Board.

   E) Board members will do nothing intended to leave the impression that his or her position on any issue can be influenced by anything other than a fair presentation of all sides of the question.

   Avoiding Conflicts When a board member becomes aware of involvement in a conflict of interest as defined in state law or this policy, they will declare the nature and extent of the conflict or appearance of conflict for inclusion in the Board minutes and will abstain from voting or participating in discussion of the issue giving rise to the conflict.

Complaints of Conflict of Interest When a conflict of interest claim against a Board member is brought to the Board in writing and is signed by another Board member or a member of the public, and the Board member against whom the claim is made does not concur that a conflict in fact exists, the following Board procedures will be followed.

A) Upon a majority vote of the remaining Board members, or upon order of the chair, the Board will hold an informal hearing on the conflict of interest claim, giving both the Board member and the person bringing the claim an opportunity to be heard.

B) At the conclusion of the informal hearing, the remaining Board members will determine by majority vote to take one of the following actions:

1. Issue a public finding that the conflict of interest charge is not supported by the evidence and is therefore dismissed.

2. Issue a public finding that the conflict of interest charge is supported by the evidence and that the member should disqualify themselves from voting or otherwise participating in the Board deliberations or decision related to that issue, as required by Vermont statute.

3. Issue a public finding that the conflict of interest charge is supported by the evidence and, in addition to disqualifying themselves from voting or otherwise participating in the Board deliberations or decision, the Board member should be formally censured or subjected to such other action as may be allowed by law.

3. Board members may not attempt to exercise individual authority over the organization. A Board member will do nothing intended to give the false impression that they have the authority to make decisions or take action on behalf of the Board or the school administration. As such;

A) Board members' interaction with the Superintendent or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the Board.

B) Board members' interactions with the public, the press, or other entities must recognize the same limitation and the inability of any board member to speak for the Board except to repeat explicitly stated board decisions.

C) Except for participation in board deliberation about whether the Superintendent has achieved any reasonable interpretation of board policy, Board members will not express individual judgments of performance of employees, volunteers or the Superintendent.

4. Board members will respect the confidentiality appropriate to issues of a sensitive nature.

5. Board members will be properly prepared for board deliberation.

6. Board members will support the legitimacy and authority of the final determination of the board on any matter, irrespective of the Board member's personal position on the issue.

Policy Title: 4.6. Board Committee Principles

Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from board to Superintendent. Accordingly:

1. Board committees are to help the Board do its job, not to help or advise the staff. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the Board's broader focus, board committees will normally not have direct dealings with current staff operations.

2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Superintendent.

3. Board committees cannot exercise authority over staff, beyond the bounds of typical support functions for committees with assigned staff. Because the Superintendent works for the full board, they will not be required to obtain the approval of a board committee before an executive action.

4. Board committees are to avoid over identification with organizational parts rather than the whole. Therefore, a board committee that has helped the board create policy on some topic will not be used to monitor organizational performance on that same subject.

5. Committees will be used sparingly and ordinarily in an ad hoc capacity.

6. This policy applies to any group that is formed by board action, whether or not it is called a committee and regardless of whether the group includes board members. It does not apply to committees formed under the authority of the Superintendent.

Reviewed 1.14.2026

Policy Title: 4.7. Governance Investment

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

1. Appropriate funds shall be allocated each year to ensure at minimum, board skills, methods, and supports will be sufficient to ensure governing with excellence.

    1. Training and retraining will be used to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.

    2. Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes, but is not limited to, financial audits.

    3. Outreach mechanisms will be used as needed to ensure the Board's ability to listen to owner viewpoints and values.

2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.

3. The Board will establish its cost of governance budget for the next fiscal year when budget parameters are established.