

SAMPLE LETTER AFTER DECLARING BOARD VACANCY

October 21, 2008

Dear Donna,

Here is the letter, as promised, with the reasons and explanations as to why I acted to declare a board vacancy.

1. On July 3, you participated in a meeting, via telephone, to canvass votes from the board election. When you failed to participate in another meeting for sixty consecutive days from that July 3, meeting, I declared a board vacancy
2. There are only three of us at the board meetings and we vote on issues affecting the course of the school that five members should be voting on. At first, I was not concerned about it. However, at our board retreat in July we had four members present. I realized then by having four board members present and participating made the discussions and debates much more healthier and better for the organization, those our organization exists to serve, staff and community, as opposed to three members.

Now you might ask, "There were only three of us when Mavis wasn't attending meeting so why didn't we do it then?" Here's why. The last meeting Mavis attended was on April 11, 2008, a meeting you chose not to attend. Therefore, hersixty days was up on June 11, 2008 and her term was up in June. We all knew she was not going to run again so we did not bother to remove her during her last two weeks on the board. You still have a year left on your term and I didn't know how long it was going to be before you were available to attend meetings, or when you would attend.

3. We were in the middle of tough budget negotiations. With two board members absent and one board member just recently elected to the board, I felt others viewed us as vulnerable. Indeed, they were very bold and much more aggressive this year. They took a very tough stance and would not compromise on their demands. By declaring a board vacancy and appointing a person with prior board experience, I wanted to send them a message that we had our house in order. Shortly after I declared a board vacancy and the board filled that vacancy, our contract offer was accepted. Thus, a long, costly, and potentially damaging impasse was avoided.
4. The public elected five members to the board. With one severely ill and you unable and/or unwilling to participate in meetings, I felt we were short changing the community and the trust they placed by holding meetings with only three

members present when there could have been at least four members at every meeting.

5. Because of all of the above, the board's image and credibility was beginning to suffer. Someone had to do something. As the board chair and a professionally responsible community member, I felt that someone would have to be me.

By no means was this an easy decision for me to make. Having served on the board with you the past two years, I have always respected and appreciated your input as a board member and I wanted to make sure everyone's rights, including yours, were respected.

Should I have talked to you first to see if you would have considered resignation as an option? In my mind, you resigning from the board would have been the right thing to do. However, at the July 3 meeting, the one you participated by telephone, you emphatically stated you would not resign from the board. Recalling the determination in your voice, I thought it would be futile to approach you.

I realize this decision may potentially damage me in some politically fashion, but I have never been one to back away from making difficult decisions. In fact, I have been taking seminars in "Courageous and Ethical Leadership" and this was one time where I was going to have to practice what I learned. Therefore, as the Board Chair, I took it upon myself to make this hard decision and I am prepared to take full responsibility and face, any and all, consequences, whatever they may be.

In closing, the bottom line was this, after comparing your rights to the rights and needs of the organization, the board, the community and especially those individuals our organization exists to serve, I decided their rights and needs came first. They deserve full representation, or with one member in the hospital, at least four members at every meetings. Therefore, I believe declaring a board vacancy and having the board fill the vacant position was professionally and ethically the right thing to do.

Whatever you decide I hope will be based on what you believe to be best for the organization and community. These are turnaround times for us and we must continue to focus efforts that insure the best for our children and the future of our community.

Sincerely,

Chair of the Board