

## **MTCS Board of Directors Job Description**

### **Purpose and Summary of Position**

Minnesota Transitions Charter School (MTCS) is a 501(c)(3) nonprofit organization whose core purpose is to empower each student and ensure that all students acquire the skills and knowledge necessary to experience success in their future. The MTCS Board of Directors (Board) is the elected governing body of MTCS that is responsible for the care, management, and control of MTCS. The Board and its members must carry out the mission of MTCS with diligence, prudence, and dedication to the ideals of providing the finest public education.

### **Authority and Power of Board Members**

The Board has explicit and implied statutory powers, exercises administrative functions, and has the general charge of MTCS business, facilities, property, and interests. However, these powers do not apply to individual Board members, and only to the Board as a whole. Generally, to take action, the Board must act as a whole unit, except where specific authority is explicitly granted to individual members or officers by MTCS or the law. The Board and MTCS are not bound by an action or statement of an individual Board member unless it is specifically directed or authorized by the Board. Serving on the Board alone does not give a Board member authority, control, or power over MTCS administrators, teachers, or other employees. Only the full Board, with a quorum of members acting and voting together, can take action with respect to MTCS operations and employees.

### **Duties, Responsibilities, and Expectations**

As an MTCS Board member, you must do all of the following:

- Act in the best interests of MTCS and be primarily motivated by a desire to provide the best possible education for MTCS students, setting aside any personal beliefs and opinions that are not in the best interests of MTCS or its students;
- Refrain from using your position as a Board member for personal gain or to your advantage as an employee if you are employed by MTCS, unless doing so is in MTCS's best interests;
- Take no private action that will compromise or reflect poorly upon the Board or MTCS;
- Recognize that the Board acts as a whole and that you cannot take action on behalf of the Board or MTCS as an individual member except as authorized by law or the Board;
- Be prepared for, attend, participate in, and vote at monthly Board meetings;
- Listen to and be respectful of the opinions and views of others, including other Board members, MTCS administration, staff, students, and community members;
- Make no disparaging remarks about other Board members or their opinions;
- Voice your opinion and vote on Board actions based on what you believe is in the best interests of MTCS;
- Follow all rules of order, procedure, and decorum at Board meetings;
- Support any decision of the Board, even if your position and vote on a matter is different;

- Act in a professional, polite, and courteous manner at all times;
- Demonstrate governance practices of a viable organization as measured by various indicators, including but not limited to evaluations, trainings, and participation;
- Be informed of the rules, duties, responsibilities, expectations, obligations, and functions of Board members;
- Attend annual training on topics such as the Board's roles and responsibilities, employment policies and practices, and financial management;
- Comply with all MTCS Policies and federal, state, and local laws applicable to the Board, including but not limited to the conflict of interest laws in Minn. Stat. §§ 124E.07 and 124E.14, the Minnesota Government Data Practices Act in Minn. Stat. Ch. 13, the Federal Educational Rights and Privacy Act in 20 U.S.C. § 1232g and 34 C.F.R. Part 99, and the Open Meeting Law in Minnesota Statutes Chapter 13D;
- Guard the confidentiality of data and information that is protected by law;
- Perform and comply with all rules and responsibilities in MTCS Policy 201 and the MTCS Board Code of Ethics in Policy 209;
- Avoid conflicts of interest and abstain from discussions and voting on any matters in which you have a conflict of interest; and
- Comply with and perform all other expectations, duties, and responsibilities that the Board deems reasonably necessary or required for the governance of MTCS.

### **Fiduciary Role**

MTCS Board members are considered fiduciaries of MTCS and must be active, informed, and engaged in that role. Each member has a fiduciary duty to act with care, loyalty, obedience, and honesty to the Board and MTCS. Each member must discharge his or her duties in good faith, in a manner he or she reasonably believes to be in the best interests of MTCS, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances. The law imposes these requirements and the highest standard of integrity on individuals with fiduciary duties, including members of charter schools boards.

By signing below, you acknowledge that you have read, understand, and agree to this MTCS Board of Directors Job Description.

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name