*Adopted: 1-7-2003*

*Revised:* 4-12-2022;9-12-2023;2-25-2025

*MSBA/MASA Model Policy 201 Charter*
*Orig. 1995 (as ISD Policy)*
*Orig. 2022 (as Charter Policy)*
*Rev. 2024*

# 201 LEGAL STATUS OF THE CHARTER SCHOOL BOARD OF DIRECTORS

## I. PURPOSE

The care, management, and control of the charter school is vested by statutory and constitutional authority in the board of directors. The board of directors shall carry out the mission of the charter school with diligence, prudence, and dedication to the ideals of providing the finest public education. The purpose of this policy is to define the authority, duties, and powers of the board of directors in carrying out its mission.

## II. GENERAL STATEMENT OF POLICY

A. The board of directors is the governing body of the charter school. As such, the board of directors has responsibility for the care, management, and control over the charter school.

B. Generally, members of the board of directors have binding authority only when acting as a board of directors legally in session, except where specific authority is provided to board of directors' members or officers individually. Generally, the board of directors is not bound by an action or statement on the part of an individual board of directors' member unless the action is specifically directed or authorized by the board of directors.

## III. DEFINITION

"Board of directors" means the governing body of the charter school.

## IV. ORGANIZATION AND MEMBERSHIP

**[NOTE: The 2024 Minnesota legislature enacted the new provisions below. These changes include moving some existing language to different paragraphs.]**

A. The initial board of directors must not be related parties. The initial board continues to serve until a timely election for members of the ongoing charter school board of directors is held according to the school's Articles and Bylaws under Minnesota Statutes, section 124E.07, subdivision 4. The initial board of directors and school developers must comply with the training requirements in subdivision 7 upon the incorporation of the school.

B. The initial board must begin the transition to the ongoing board structure by the end of the first year of operation and complete the transition by the end of the second year of operation. The terms of board members shall begin on July 1. Terms shall be no less than two years. The bylaws shall set the number of terms an individual may serve on the board and as an officer of the board. Board elections must be held during the school year but may not be conducted on days when the school is closed.

C. The number, tenure, and qualifications of the charter school board of directors shall be in accordance with the charter school Bylaws and the provisions in this policy.

D. Resignation or removal of a member of the board of directors shall be governed by the charter school bylaws. Vacancies shall be filled in accordance with the charter school bylaws.

E. The membership of the ongoing board of directors consists of at least five members. The ongoing board must include:

1. at least one licensed teacher; (No charter school employees shall serve on the board other than teachers under this clause);

2. at least one parent or legal guardian of a student enrolled in the charter school who is not an employee of the charter school; and

3. at least one interested community member. A community member serving on the board must reside in Minnesota, must not have a child enrolled in the school, and must not be an employee of the charter school.

F. To serve as a licensed teacher on a charter school board, an individual must:

1. be employed by the school or provide at least 720 hours of service under a contract between the charter school and a teacher cooperative;

2. be a qualified teacher as defined under section 122A.16, either serving as a teacher of record in a field in which the individual has a field license, or providing services to students the individual is licensed to provide; and

3. not serve in an administrative or supervisory capacity for more than 240 hours in a school calendar year.

G. The board structure must be defined in the bylaws. The board structure may (1) be a majority of teachers under paragraph F. above, (2) be a majority of parents, (3) be a majority of community members, or (4) have no clear majority. The chief administrator may only serve as an ex-officio nonvoting board member.

H. A contractor providing facilities, goods, or services to a charter school must not serve on the board of directors. In addition, an individual is prohibited from serving as a member of the charter school board of directors if: (1) the individual, an immediate family member, or the individual's partner is a full or part owner or principal with a for-profit or nonprofit entity or independent contractor with whom the charter school contracts, directly or indirectly, for professional services, goods, or facilities; or (2) an immediate family member is an employee of the school. An individual may serve as a member of the board of directors if no conflict of interest exists under this paragraph, consistent with this section. A violation of this paragraph renders a contract voidable at the option of the Commissioner of the Minnesota Department of Education or the charter school board of directors. A member of a charter school board of directors who violates this paragraph is individually liable to the charter school for any damage caused by the violation.

"Immediate family member" means any relationship by blood, marriage, adoption, or partnership of spouses, parents, grandparents, siblings, children, first cousins, aunts, uncles, grandchildren, nieces, and nephews.

**[NOTE: The 2024 Minnesota legislature revised the definition of "immediate family member."]**

I. Any employee, agent, contractor, or board member of the authorizer who participates in initially reviewing, approving, overseeing, evaluating, renewing, or not renewing the charter school is ineligible to serve on the board of directors of a school chartered by

that authorizer.

J. An individual is prohibited from serving on more than one charter school board at the same time in either an elected or ex-officio capacity, except that an individual serving as an administrator serving more than one school under Minnesota Statutes, section 124E.12, subdivision 2, paragraph (f), may serve on each board as an ex-officio member.

K. A majority of voting members constitutes a quorum. The act of the majority of a quorum is the act of the board of directors.

## V. BOARD STRUCTURE

A. The charter school Bylaws outline the process and procedures for changing the board's governance structure, consistent with Minnesota Statutes, chapter 317A. A board may change its governance structure only:

1. by a majority vote of the board of directors;

2. by a majority vote of the licensed teachers employed by the school as teachers who provide instruction to students, including licensed teachers providing instruction under a contract between the school and a cooperative; and

3. with the authorizer's approval.

B. Any change in board governance structure must conform with the board composition established under this policy and Minnesota Statutes, section 124E.07.

## VI. BOARD ELECTIONS

A. Staff members employed at the charter school, including teachers providing instruction under a contract with a cooperative, members of the board of directors, and all parents or legal guardians of children enrolled in the charter school are the voters eligible to elect the members of the charter school's board of directors.

B. The board of directors must establish and publish election policies and procedures on the school's website.

C. The board of directors must notify eligible voters of the school board election dates and voting procedures at least 30 calendar days before the election and post this information on the school's website.

D. The board of directors must notify eligible voters of the candidates' names, biographies, and candidate statements at least ten calendar days before the election and post this information on the school's website.

**[NOTE: The 2024 Minnesota legislature revised the charter school board election provisions.]**

## VII. POWERS AND DUTIES

A. The board of directors has the powers and duties set forth in Minnesota Statutes, chapter 317A, except as limited by the charter school's Articles of Incorporation, the charter school Bylaws, and Minnesota Statutes, chapter 124E and other applicable law. The board of directors' authority includes implied powers in addition to specific powers

granted by the legislature.

B. The board of directors exercises administrative functions. It also has certain powers of a legislative character and other powers of a quasi-judicial character.

C. The board of directors shall superintend and manage the charter school; adopt rules for its organization, government, and instruction; prescribe textbooks and courses of study; and make and authorize contracts.

D. The board of directors shall have the general charge of the business of the charter school, its facilities and property, and of the interest of the school.

E. The board of directors shall call an annual meeting of the charter school corporation membership. Notification shall be provided in accordance with Minnesota's Open Meeting Law and the Minnesota Nonprofit Corporations Law. Election of members of the board of directors shall take place at the annual meeting.

F. The board of directors, among other duties, shall perform the following in accordance with applicable law:

1. The board of directors shall decide and is responsible for policy matters related to operating the school, including budgeting, curriculum programming, personnel, and operating procedures;

2. The board shall adopt a nepotism policy;

3. The board shall adopt personnel evaluation policies and practices that, at a minimum:

   a. carry out the school's mission and goals;

   b. evaluate how the charter school's contract goals and commitments are executed;

   c. evaluate student achievement, postsecondary and workforce readiness, and student engagement and connection goals;

   d. establish a teacher evaluation process under Minnesota Statutes section 124E.03, subdivision 2, paragraph (h); and

   e. provide professional development related to the individual's job responsibilities.

4. conduct the business of the schools and pay indebtedness and proper expenses;

5. employ and contract with necessary qualified teachers and discharge the same for cause;

6. provide services to promote the health of its pupils;

7. purchase, sell, and exchange charter school property and equipment as deemed necessary by the board of directors for school purposes;

8. provide for payment of claims against the charter school, and prosecute and defend actions by or against the charter school, in all proper cases;

9. employ and discharge necessary employees and contract for other services;

10. provide for transportation of pupils to and from school, as governed by statute;

11. procure insurance against liability of the charter school, its officers, and employees; and

12. cause to be kept at the corporation's registered office originals or copies of:

    a. Approved minutes and records of all proceedings of the Board of Directors and all committees;

    b. all financial statements of the corporation; and

    c. Articles of Incorporation and Bylaws of the corporation, including all amendments and restatements thereof.

G. The board of directors, at its discretion, may perform the following:

1. provide library facilities, public evening schools, adult and continuing education programs, summer school programs, and intersession classes of flexible school year programs;

2. furnish school lunches for pupils and teachers on such terms as the board of directors determines;

3. enter into agreements with one or more other independent school districts to provide for agreed upon educational services;

4. purchase land or buildings with nonstate funds;

5. lease space from an independent or special school board; other public organization; private, nonprofit, nonsectarian organization; private property owner; or a sectarian organization if the leased space is constructed as a school facility, subject to review and approval by the Commissioner of the Minnesota Department of Education;

6. lease real property from a related party pursuant to Minnesota Statutes, section 124E.13.

7. organize an affiliated nonprofit building corporation to renovate or purchase an existing facility or to construct a new facility pursuant to Minnesota Statutes, section 124E.13;

8. authorize the use of school facilities for community purposes that will not interfere with their use for school purposes;

9. authorize cocurricular and extracurricular activities;

10. receive, for the benefit of the charter school, bequests, donations, or gifts for any proper purpose; and

11. perform other acts as the board of directors shall deem to be reasonably necessary or required for the governance of the schools; and

12. sue and be sued.

**[NOTE: In 2024, the Minnesota legislature expanded the charter school board training requirements. The updated law now appears in Model Policy 212 (Charter School Board Member Development and Training).]**

***Legal References:*** Minn. Stat. Chapter 124E (Charter Schools)
Minn. Stat. § 124E.02 (Definitions)
Minn. Stat. § 124E.07 (Board of Directors)
Minn. Stat. § 124E.13 (Facilities)
Minn. Stat. Ch. 317A (Nonprofit Corporations)

***Cross References:*** Charter School Bylaws
MSBA/MASA Model Policy 101 (Legal Status of the Charter School)
MSBA/MASA Model Policy 202 (Charter School Board Officers)
MSBA/MASA Model Policy 203 (Operation of the Charter School Board - Governing Rules)
MSBA/MASA Model Policy 205 (Open Meetings and Closed Meetings)