

Gardner Valley School

Charter Board Member Agreement

I, _____ (print name) understand that as a member of the Board of Directors of the Gardner Valley School charter, I have a legal and moral responsibility to ensure that the organization does the best work possible in pursuit of its goals. I understand my legal responsibilities to meet the duty of care, duty of loyalty, and duty of obedience. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward.

I understand that I do not have authority to make decisions as an individual, but that my authority is only through the collective decision-making of the Board. After a decision has been made by the board, I will support it.

I have read and understand the Board Responsibilities and the Individual Board Member Responsibilities that govern my work on the Board. I will perform my duty as a board member by fulfilling my responsibilities as an individual board member as specified here and by partnering with other board members to fulfill the responsibilities of the collective Board.

If I don't fulfill these commitments to the organization, I will expect the board President to call me and discuss my responsibilities with me. After discussion, if I still feel unable to fulfill these expectations, I will resign from the Board.

I commit to:

1. Support and be an active ambassador for the vision, mission and values of Gardner Valley School.
2. Work with fellow board members to fulfill the obligations of Board membership.
3. Behave in ways that clearly contribute to the effective operation of the Board of Directors:
 - A. Focus on the good of the organization and group, not on personal agenda(s),
 - B. Support Board decisions once they are made,
 - C. Participate in an honest appraisal of my own performance and that of the Board, and
 - D. Build awareness of and vigilance toward governance matters rather than management.
4. Regularly attend Board and committee meetings, prepare for these meetings by reviewing materials and bringing the materials to meetings, and if unable to attend, notify the Board President or committee Chair.
5. Keep informed about the school and its issues by reviewing materials, participating in discussions, and asking strategic questions.
6. Actively participate in one or more fundraising event(s) annually.
7. Use personal and professional contacts and expertise for the benefit of Gardner Valley School.
8. Serve as a committee chair or member, as directed by the Board.
9. Inform the Board of Directors of Gardner Valley School of any potential conflicts of interest, whether real or perceived, in accordance with the Board's Conflict of Interest Policy, and abide by the decision of the Board related to the situation.
10. Commit to continuous improvement of the Board through annual self-evaluation and ongoing professional development.

STANDARDS OF CONDUCT

Under well-established principles of nonprofit corporation law, a board member must meet certain standards of conduct and attention in carrying out his or her responsibilities to the organization. These standards are often described as the “fiduciary responsibilities” of the duty of care, the duty of loyalty and the duty of obedience.

Duty of Care

The duty of care describes the level of competence that is expected of a board member, and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a board member owes the duty to exercise reasonable care, such as being informed, asking questions, and exercising prudent judgment, when he/she makes a decision as a steward of the organization, in this case, the school.

Duty of Loyalty

The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization above any private interests.

Duty of Obedience

The duty of obedience requires board members to be faithful to the organization’s mission, its governing documents, and to applicable local, state, and federal laws. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission.

RESPONSIBILITIES OF INDIVIDUAL BOARD MEMBERS

- Attend all board meetings, committee meetings, and required school functions, including special events.
- Be informed about the school's vision and mission, services, policies, and programs.
- Review agenda and supporting materials prior to board and committee meetings.
- Serve on committees or task forces and offer to take on special assignments.
- Inform others about the school ... be an ambassador.
- Suggest possible nominees to the board who can make significant contributions to the work of the board and the school.
- Keep up-to-date on developments in education and charter school issues.
- Follow conflict of interest and confidentiality policies. Openly disclose perceived or actual conflicts of interest.
- Refrain from making any direct requests of the staff.
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing financial statements for the school.

RESPONSIBILITIES OF BOARD OFFICERS

Board President

- Oversees board and executive committee meetings
- Serves as ex-officio member of all committees
- Chairs the governance logistics and policy committee
- Appoints all committee chairs and, with the head of school, recommends who will serve on committees
- Works in partnership with the head of school to develop and carry out vision, mission and governance policies
- Calls special meetings, if necessary
- Coordinates with head of school in preparing agenda for board meetings
- Coordinates the head of school's annual performance evaluation
- Works with the nominating committee to recruit new board members
- Coordinates new board member orientation
- Acts as an alternate spokesperson for the organization
- Coordinates the board's annual self-evaluation
- Periodically consults with board members on their roles and helps them assess their performance

Board Vice-President or Vice-Chair

- Serves on the executive committee
- Chairs the public relations, marketing, and fundraising committee
- Carries out special assignments as requested by the board chair
- Understands the responsibilities of the board chair and is able to perform these duties in the chair's absence
- Participates as a vital part of the board leadership

Board Secretary

- Serves on the executive committee
- Chairs the grants procurement committee
- Develops and maintains a working knowledge of Open Meeting law and Open Records Act requirements
- Distributes agenda and supporting materials to all board members for review prior to board meetings
- Maintains all board minutes and board records in an organized manner and ensures their accuracy

- Assumes responsibilities of the chair in the absence of the board chair, chair-elect, and vice chair
- Provides notice of meetings of the board and/or of a committee when such notice is required

Board Treasurer

- Serves on the executive committee
- Chairs the finance/fiscal responsibility committee and serves as the financial officer for the organization
- Maintains knowledge of the school and personal commitment to its goals and objectives
- Understands financial accounting for nonprofit organizations and for public schools
- Maintains an understanding of financial reporting and transparency requirements for charter school
- Manages, with the finance committee, the board's review of and action related to the board's financial responsibilities
- Works with the head of school and the school finance personnel to ensure that appropriate financial reports are made available to the board on a timely basis
- Assists the head of school and/or the school finance personnel in preparing the annual budget and presenting the budget to the board and finance committee for approval
- Reviews the annual audit and answers board members' questions about the audit

Sign

Date

Adapted from Colorado League of Charter Schools training modules

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