



Adopted: MSBA/MASA Model Policy 201

Revised: 2023 (Originated 1995)

201 Legal Status of The Brightworks Board/Executive Board

I. PURPOSE

- A. The care, management, and control of the service cooperative, BrightWorks, is vested by statutory and constitutional authority in the BrightWorks Board. The board shall carry out the mission of the service cooperative with diligence, prudence, and dedication to the ideals of providing the finest service to its members and
- B. non-members. It is the policy of BrightWorks, the service cooperative, to define the authority, duties, and powers of the BrightWorks board in carrying out its mission.

II. GENERAL STATEMENT OF POLICY

- A. The board is the governing body of the service cooperative. As such, the board has responsibility for the care, management, and control over the services and programs the service cooperative offers.
- B. Generally, elected members of the board have binding authority only when acting as a board legally in session, except where specific authority is provided to board members or officers individually. Generally, the board is not bound by an action or statement on the part of an individual board member unless the action is specifically directed or authorized by the board.

III. DEFINITION

“Board” means the governing body of the service cooperative.

IV. ORGANIZATION AND MEMBERSHIP

- A. The Representative Assembly as defined in BrightWorks bylaws.

The governance of BrightWorks shall reside in the Representative Assembly for the Unit which is composed of one school board member from each member public school district, as designated by the respective school board. Each member school board shall also designate one board member as an alternate to act and vote in the Representative's absence. Each member school board shall notify the BrightWorks Executive Director no later than sixty (60) days prior to the date of the annual election of the BrightWorks Board. The superintendent or their designee may participate in the business of the Representative Assembly at the discretion of the member school district being represented.

- B. *BrightWorks Board as Defined in BrightWorks ByLaws*



The Representative Assembly shall establish from among its membership a BrightWorks Board which shall exercise those powers and carry out those duties delegated to it by the Representative Assembly. The school board members on the BrightWorks Board shall be voting members of the Board.

The BrightWorks Board voting members shall appoint two (2) BrightWorks member district representatives. At least one (1) member district representative shall hold the title of Superintendent; one (1) member district representative may hold titles other than Superintendent as follows: Assistant Superintendent, Director of Teaching & Learning (or equivalent), and/or other district administrator with responsibilities equal to those previously listed. The BrightWorks Board may appoint up to one additional citizen member who shall become a voting member.

C. Governing Board as defined in *Service Cooperative Statute 123A.21*

Subd. 4. **Governing board.**

- a) The care, management, and control of a SC shall be vested in a board of directors composed of not less than six nor more than 15 members. majority of the members of the SC board of directors shall be current members of school boards of participating public school districts. Election of the school board members to the service cooperative board shall be by vote of all current school board members of participating public school districts with each school board member having one vote. The remaining board members may be representatives at large appointed by the board members or elected as representatives by other participating agencies, such as cities, counties, or other governmental units.
- b) The election timeline shall be compatible with those for school board members and shall be addressed within the bylaws of each SC.
- c) A vacancy on the SC board which results in an unexpired term may be filled by appointment by the SC board of directors until such vacancy can be filled at the next board election.
- d) At the organizational meeting, the SC board shall choose its officers and conduct any other necessary organizational business. The SC board may, at its discretion, appoint up to three members at large to the SC board as ex officio, non voting members of the board and shall encourage the advisory participation of a cross-section of school and agency personnel within the SC to the extent allowed by law.
- e) The officers of the SC board shall be a chair, vice-chair, clerk, and treasurer, no two of whom when possible shall be from the same agency.
- f) A member of the SC board shall have the same liability applicable to a member of an independent school board or other elected government officials.



g) There may be other ex officio members of the board as provided by law. The executive director is an ex officio member.

h) A majority of voting members constitutes a quorum. The act of the majority of a quorum is the act of the board.

V. Powers and Duties of Representative Assembly

A. Duties and powers of the Representative Assembly as defined in bylaws

1. The BrightWorks Board shall exercise all powers and carry out all duties delegated to it by the BrightWorks Representative Assembly through annual and special meetings of that body and shall be governed when not otherwise provided, by the provisions of law applicable to school boards of independent school districts.
2. The BrightWorks Board is authorized to develop the policies and amendments to the bylaws of BrightWorks for review and approval by the Representative Assembly of BrightWorks.
3. The BrightWorks Board shall recommend to the Representative Assembly the BrightWorks Annual Plan and Budget.
4. The BrightWorks Board is authorized to approve monthly expenditures within the approved budget.
5. The BrightWorks Board shall approve and submit an annual evaluation report of the effectiveness of programs and services to the members by September 1 of each year following the school year in which the programs and services were provided.
6. The BrightWorks Board is authorized to appoint, terminate and define the duties of the Executive Director subject to the approval of the Representative Assembly. The BrightWorks Board shall supervise the Executive Director, set personnel policies, establish conditions of employment, approve the appointment of other personnel deemed necessary to provide, and support the agreed upon programs and services.
7. The BrightWorks Board is authorized to provide adequate office, service center, and administrative facilities and equipment by lease, gift, purchase or otherwise. Purchase of a facility requires the approval of the Representative Assembly.
8. The BrightWorks Board may appoint an Advisory Council, or Councils, as appropriate. Other advisory committees and/or commissions may be established and terminated by the BrightWorks Board.
9. The BrightWorks Board is authorized to identify and provide specific mechanisms for metropolitan inter-agency liaison and for multidistrict cooperation.
10. The BrightWorks Board is authorized to enter into contracts with local school boards.
11. The BrightWorks Board is authorized to enter into contracts with individuals and public or private agencies.



12. The BrightWorks Board is authorized to make applications for, accept, and expend private, state, and federal funds that are available for programs of educational benefit within the limits of the budget approved by the Representative Assembly.
13. The BrightWorks Board shall provide minutes of all meetings to members of the Representative Assembly and the superintendents of all member school districts, as well as other member agencies, upon request of the minutes.
14. The BrightWorks Board shall, at least every three years, review school enrollments within BrightWorks as they relate to the proportional representation on the BrightWorks Board and report their findings to the Representative Assembly for appropriate action by that body.
15. Additional BrightWorks Board duties and powers beyond those specified herein must be approved by the Representative Assembly.

VI. *Derived from current MSBA 201 Policy*

- A.** The board has powers and duties specified by statute. The board's authority includes implied powers in addition to specific powers granted by the legislature.
- B.** The board shall adopt rules for their organization, government, and instruction; prescribe services and programs under the direction of the executive director.
- C.** The board shall have the general charge of the business of the service cooperative, its facilities and property, and of the interest of the cooperative.
- D.** The board, among other duties, shall perform the following in accordance with applicable law:
 1. provide, through fees from member, associate member, and non-members, necessary funds for the service cooperative operations, programs, and services;
 2. conduct the business of the cooperative and pay indebtedness and proper expenses;
 3. employ and contract with necessary qualified employees and discharge the same for cause;
 4. purchase, sell, and exchange service cooperative property and equipment as deemed necessary by the board
 5. provide for payment of claims against the service cooperative, and prosecute and defend actions by or against the service cooperative, in all proper cases;
 6. employ and discharge necessary employees and contract for other services;
 7. procure insurance against liability of the service cooperative, its officers, and employees.



VII. Statute 123.A21: Duties and Powers of SC Board of Directors

The board of directors shall have authority to maintain and operate a SC. Subject to the availability of necessary resources, the powers and duties of this board shall include the following:

- A.** The board shall submit, by June 1 of each year to each participating member, an annual plan which describes the objectives and procedures to be implemented in assisting in resolution of the needs of the service cooperative...
- B.** The board shall provide adequate office, service center, and administrative facilities by lease, purchase, gift, or otherwise.
- C.** The board shall employ a central administrative staff and other personnel as necessary to provide and support the agreed-upon programs and services. The board may discharge staff and personnel pursuant to applicable provisions of law. Service Cooperative staff and personnel may participate in retirement programs and any other programs available to public school staff and personnel.
- D.** The board may appoint special advisory committees composed of superintendents, central office personnel, building principals, teachers, parents, lay persons, and representatives from cities, counties, and other governmental units.
- E.** The board may employ service area personnel pursuant to licensure and certification standards developed by the appropriate state agency such as the commissioner and the Professional Educator Licensing and Standards Board.
- F.** The board may enter into contracts with school boards of local districts including school districts outside the service cooperative area.
- G.** The board may enter into contracts with other public and private agencies and institutions to provide administrative staff and other personnel as necessary to furnish and support the agreed-upon programs and services.
- H.** The service cooperative board shall exercise all powers and carry out all duties delegated to it by members under provisions of the service cooperative bylaws. The service cooperative board shall be governed, when not otherwise provided, by applicable laws of the state.
- I.** The board shall submit an annual evaluation report of the effectiveness of programs and services to the members by September 1 of each year following the previous June 30 in which the programs and services were provided.
- J.** The board is encouraged to establish cooperative, working relationships and partnerships with postsecondary educational institutions, other public agencies, business, and industry.
- K.** Receive, for the benefit of the service cooperative, bequests, donations, or gifts for any proper purpose; and



- L. perform other acts as the board deemed to be reasonably necessary or required for the governance of the cooperative.

Legal References: Minn. Stat. § 123A.22 (Cooperative Centers for Vocational Education)
Minn. Stat. § 123B.02 (General Powers of Independent School Districts)
Minn. Stat. § 123B.09 (Boards of Independent School Districts)
Minn. Stat. § 123B.14 (Officers of Independent School Districts)
Minn. Stat. § 123B.23 (Liability Insurance; Officers and Employees)
Minn. Stat. § 123B.49 (Extracurricular Activities; Insurance)
Minn. Stat. § 123B.51 (Schoolhouses and Sites; Uses for School and Non school Purposes; Closings)
Minn. Stat. § 123B.85 (Definitions)
Jensen v. Indep. Consol. Sch. Dist. No. 85, 160 Minn. 233 (1924)

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