



## SECTION I: BOARD OF EDUCATION 1040

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### ISOK Board of Directors: General Duties Policy

Insight School of Oklahoma (“ISOK” or the “School”) Board of Directors (“Board”) Members, like other non-profit boards, are required to act in good faith and to exert the same level of diligence, care, judgement, and skill that an ordinarily prudent person would exercise under similar circumstances and in like positions. As such, Board Members have three basic fiduciary duties:

1. **Duty of Care:** exercising sound, legal, and ethical Board best practices, and acting on an informed basis. For example:
  - Being an active Board of Directors (“Board”) Member is defined by board policy 1030 ISOK Board of Directors: Roles and Responsibilities
    - Additionally, active board members shall not miss more than 3 consecutive meetings or 50% of the meetings in a calendar year. If a board member has 3 consecutive absences or has missed 50% of the meetings in a calendar year they will be automatically removed from the board or may remain with a majority vote of the remaining board members.
  - Participating in risk assessment and strategic planning discussions.
  - Routinely evaluating the School, the management company, and the Board to assess the organization’s performance.
  - Implementing and enforcing any policies that safeguard the financial and operational integrity of the School.
  - Purchasing all necessary Board and School liability insurance.
2. **Duty of Loyalty:** giving undivided allegiance when making decisions affecting the School. For example:
  - Avoiding conflicts of interests/abiding by conflicts of interest policies.
  - Never using School/Board information for personal gain.
  - Being promoters and advocates for the School.
3. **Duty of Obedience:** acting in furtherance of the law and the School’s goals and mission. For example:
  - Complying with all applicable state and federal laws governing charter schools, including laws applicable to Oklahoma public bodies.
  - Acting in congruence with the Board’s purpose, articles of incorporation and bylaws, and the charter contract with the School’s authorizer.
  - Being mission-aligned so that Board actions are consistent with the School’s goals, vision, and mission.
  - Acting in congruence with the charter contract and with the School’s Authorizer.

Source: ISOK Board Policy adoption 2/9/2017

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