



Minnesota State Colleges and Universities
Board Policies
Chapter 1 - System Organization and Administration
Section C - Code of Conduct & Ethics

1C.1 Board of Trustees Code of Conduct

Part 1. Purpose. The purpose of this policy is to establish the general standards of conduct required of trustees. As public officials, trustees are required to file annual statements of economic interest, and are subject to gift prohibitions and other provisions of Minnesota Chapter 10A. Those provisions and any other applicable law shall govern in the event of any conflict between applicable law and this policy.

Part 2. General Standards Of Conduct. In order to fulfill its statutory authority and support the vision, mission, values and goals of the MnSCU system, the Board functions as a collegial unit. The Board functions well as a unit when the individual members act ethically, are committed to working together, operate in a non-partisan manner and speak with one voice. The Board creates a positive climate when it focuses on the future, acts with integrity and civility and uses its influence appropriately.

Subpart A. Authority to act. Each board member is encouraged to contribute his or her talents and perspectives to the Board. Although board members are free to voice their personal opinions, no board member has the authority to act on his or her own to further a personal agenda or to direct college, university or system employees or operations.

Subpart B. Informed decision-making. Trustees strive to make informed decisions based on sufficient information, thoughtful deliberation and comprehensive understanding of issues. To achieve that goal, board members gather information by listening, asking questions, analyzing materials and exploring issues thoroughly in conjunction with other trustees, faculty, staff, students and constituency groups.

Subpart C. Support for Board decisions. Individual trustees are able to express their opinions vigorously and openly during the decision making process and may respectfully disagree with colleagues. However, once a decision has been made and the Board has taken action, it is each member's responsibility to support the decision.

Subpart D. Official spokesperson. Trustees are the stewards of the system and advocates of its policies and programs. The official spokesperson for the Board is the chair of the Board or the chair's designee.

Part 3. Conflicts Of Interest.

Subpart A. Disclosure of potential conflicts. A trustee who in the discharge of official duties would be required to take an action or make a decision that would substantially affect the

trustee's financial interests or those of an associated business, unless the effect on the trustee is no greater than on other members of the trustee's business classification, profession, or occupation, must take the following actions:

1. Prepare a written statement describing the matter requiring action or decision and the nature of the potential conflict of interest; and
2. Deliver copies of the statement to the Board chair for distribution to the Board.

If a potential conflict of interest presents itself and there is insufficient time to provide the written statement under paragraphs 1 and 2, the trustee must orally inform the Board of the potential conflict in open meeting session.

Subpart B. Required actions for trustee with potential conflict of interest. If a potential conflict of interest arises for a trustee, the Board chair must assign the matter in which the potential conflict arises, if possible, to another trustee or other individual who does not have a conflict of interest.

A trustee with a potential conflict of interest shall:

1. Abstain, if possible, from influence over the action or decision in question.
2. File a statement describing the potential conflict and the action taken, if the trustee is not permitted or is otherwise unable to abstain from action in connection with the matter. The statement shall be filed with the Campaign Finance and Public Disclosure Board, and copied to the Board chair, within a week of the action taken.

The Board chair shall promptly distribute copies of the statement to Board members.

Subpart C. Abstention. A trustee who has a potential conflict of interest shall not chair a meeting, participate in any vote, offer any motion or discussion, or otherwise attempt to influence other trustees on the matter giving rise to the potential conflict of interest.

Part 4. Employment With Minnesota State Colleges And Universities. Except as provided in this part, a trustee shall not seek or accept employment with the System or its colleges or universities while serving as a trustee. This provision does not prohibit any trustee from employment as an adjunct faculty member or a student trustee from employment with a college or university in a non-administrative, part-time position, such as the work study program.

Part 5. Prohibited Activities.

Subpart A. Use of position to secure benefits. Except as otherwise provided by law or policy of the Board, a trustee shall not use the position, authority, title, influence, or prestige of trustee to secure special privileges or exemptions not available to the general public for the benefit of the trustee, trustee's family members, or others.

Subpart B. Confidential or protected communications. Except as otherwise required by law or authorized by the Board, a trustee shall not disclose to any unauthorized persons information or communication subject to confidentiality by action of the Board or other applicable law or policy, including privileged attorney/client communications.

Subpart C. Use of influence. Except for those decisions that are subject to the direct authority of the Board, no trustee shall attempt to influence the hiring of System, college or university employees, or the awarding of consulting or other contracts.

Part 6. Removal. If the Board determines that the conduct of a trustee has violated the trustee's professional or fiduciary responsibilities, Board policy or other governing law, the Board may recommend that the Governor remove the trustee from the Board for cause under Minnesota Statutes section 15.0575.

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