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Carroll Community College

# Board of Trustees Bylaws and Policies

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# ARTICLE I

## BOARD OF TRUSTEES PRINCIPLES OF GOVERNANCE

### GOVERNANCE PHILOSOPHY

In its legal and fiduciary capacity to manage the affairs of Carroll Community College, the Board of Trustees shall operate the College as a public trust for the benefit of the citizens of Carroll County.

The Board shall govern the College in accordance with the constitutions of the United States of America, the State of Maryland, and Carroll County. The Board will act in accordance with the oath of office made by each Trustee to:

1. Support the Constitution of the United States;
2. Be faithful and bear true allegiance to the State of Maryland and support the laws and Constitution and laws thereof; and
3. To the best of one's skill and judgment, diligently and faithfully, without partiality or prejudice, execute the office of Trustee, according to the Constitution and laws of this State.

### Guiding Principles

In its governance, the Board's policies and practices shall be guided by the following set of value-added principles:

**Integrity.** The Board values responsible, accountable, and ethical behavior in order to maintain an atmosphere of honest, open communication, and mutual respect throughout the College community.

**Nurturing.** The Board is committed to supporting an environment that serves the best interests of students, faculty and staff, and administration.

**Diversity.** The Board values an educational environment that promotes and nurtures a diverse student, faculty, and staff community.

**Customer Focus.** The Board is committed to meeting the best interests of students, staff, and administration; therefore, the Board shall empower the President to be highly responsive to customer needs.

**Continuous Improvement.** The Board values continuous improvement of the College's educational programs, facilities, and related services to advance student achievement and professional development of faculty and staff.

**Sustainability.** The Board values the health of the world in which we live and supports the ideals of environmental sustainability.

**Innovation.** The Board values creative programming and enthusiastic pursuit of new ideas.

**Collaborative Partnerships.** The Board values partnerships that advance the College's mission in partnership with business, industry, government, educational systems, community organizations, and other stakeholders.

The Board is committed to act within its authority and governing philosophy, and in keeping with its fiduciary responsibilities and public trust, shall review, modify, and update the mission and vision of the College to reflect community values, beliefs, and needs. Further, the Board is committed to defining specific objectives and priorities to facilitate the overall mission and philosophy of the College.

Approved: February 19, 2020

## ARTICLE II

### THE BOARD OF TRUSTEES RESPONSIBILITIES AND POWERS

Article II of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-103 Powers of Board of Trustees; §16-104 President, §16-107 Comprehensive liability insurance; defense of sovereign immunity; §16-301 Budget; §16-302 Authority to borrow money for certain purposes; §16-303 Validation of certain lease purchase agreements; §16-304 Powers of county government; §16-305 Computation of State and County aid to Community Colleges; and §16-315 Audits, and subject to the authority of the Maryland Higher Education Commission. This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

#### **GENERAL**

The Board of Trustees shall have within its authority the power to establish policy governing the College, to maintain and exercise general control over the Community College, to keep separate records and minutes, and to adopt reasonable bylaws, rules, regulations to effectuate and carry the provision of the State law regarding Community Colleges pursuant to §16-103 of the Education Article *Powers of Board of Trustees* of the Annotated Code of Maryland and subject to the authority of the Maryland Higher Education Commission. Further, the Board shall be responsible for the adopting and safekeeping of a corporate seal.

#### **PROGRAM**

Approve student entrance requirements, curriculum, and academic programs offered by the College, subject to final approval and authorization by the Maryland Higher Education Commission.

Approve candidates for degrees and certifications who have satisfied all the requirements for the award of certificates and degrees.

#### **APPOINTMENT OF PRESIDENT, FACULTY, AND STAFF**

Appoint, set compensation and terms of employment for the President of the College.

Executive employment contracts for appropriate faculty and professional staff. Authorize the President to hire, suspend, and discharge faculty and employees and report these actions to the Board.

#### **FUNDS**

Approve the annual operating and capital budgets of the College presented by the President.

Enter into contracts and agreements with the State of Maryland or any of its political subdivisions or with the United States or with any other person, individual firm, or corporation when such agreements are deemed by the Board to be necessary or advisable to the establishment, maintenance, and operation of the College.

Receive and expend local, State, and Federal funds to defray the cost of College programs and to accept and disperse both restricted and unrestricted gifts and grants from private persons and organizations.

Oversee the management, investment, and accounting of funds.

Set reasonable tuition and fees for educational programs with the aim of minimizing cost while maintaining a quality college educational and learning environment at the lowest feasible cost.

### **FINANCIAL REPORTING**

Engage an independent certified public accountant to conduct a financial statement audit annually to determine that the College's financial statements are in accordance with generally accepted accounting principles and consistent with financial reporting guidelines established by the Maryland Higher Education Commission.

### **AUTHORITY TO BORROW**

Borrow money through multi-year financing agreements involving acquisition and purchase of personal property and equipment. The borrowing shall be secured by the personal property or revenues derived from the property on terms the Board considers proper.

### **PROPERTY**

Purchase, lease, dispose of, or in any other manner acquire any property, either real or personal, it considers necessary for the operation of the College.

Sell, lease or in any manner dispose of Community College assets, real or personal, at public or private sales provided that the President of the College and the Chair of the Board are authorized to execute legal conveyance and other documents, pursuant to an appropriate resolution of the Board.

### **ADVICE**

#### **Liability Protection**

The Board may sue and be sued. The College is insured through the commercial insurance program, which includes comprehensive and professional liability insurance. The College's officials, agents, and employees, including the Board of Trustees are protected through these policies.

**RULES**

Adopt rules and regulations for the conduct of its meetings and the management of the body corporate as it deems proper providing this is not in conflict with laws applicable to the Board. Perform such duties as may be necessary or required by law.

Approved: February 19, 2020



## ARTICLE III

### BOARD OF TRUSTEES' COMPOSITION, TERM OF APPOINTMENT, RESIDENCY, AND CODE OF CONDUCT

Article III of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-101 Board of Community Colleges Trustees; §16-102 Officers; meetings; This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

#### COMPOSITION OF THE BOARD

The Board of Trustees consists of seven persons appointed by the Governor with the advice and consent of the senate to serve on the Board of Trustees for Carroll Community College.

The President of the College shall act as secretary-treasurer to the Board and Chief Executive Officer and shall participate in Board meetings and deliberations as if a member but without vote. The President shall attend all meetings except those relating to his/her salary determination and/or employment.

Ex-Officio and Honorary Membership may be granted by the Board of Trustees in order to enhance greater understanding of the mission of the College by the citizens of Carroll County. A person appointed may attend and participate in discussions at all public Board meetings but will not have voting rights.

#### TERM OF APPOINTMENT

Members of the Board are appointed for six years, on a staggered basis, by the Governor of the State of Maryland. They serve without compensation and shall be entitled to reimbursement for their authorized expenses.

#### CODE OF CONDUCT

The Board commits itself and its members to ethical and professional conduct. This commitment includes avoidance of conflicts of interest and proper use of authority when acting as a Board member. There must be no self-dealing or any conduct of private business or personal services between any Board member and the organization.

Board members must represent loyalty without conflict to the interests of the citizens of Carroll County and the State of Maryland. This accountability supersedes any conflicting loyalty such as that may arise from associations connected with advocacy, political party, other special interest, and membership on other boards. This accountability also supersedes the personal interest of any Board member acting as a consumer of the organization's services.

#### Ethical Conduct

1. Board members must not use their positions to obtain employment in the organization for themselves, family members, or close associates.

2. In the event a Board member pursues any employment or political office that could reasonably be perceived as a conflict of interest; s/he must temporarily withdraw from Board deliberation, voting, and access to applicable Board information, and/or seek a leave of absence. A leave of absence taken under such circumstances shall not be counted against the Trustee's required meeting attendance.
3. Board members shall annually disclose by April 30 in their financial disclosure statements their involvement with other organizations, with vendors, and any other associations that might produce a conflict, as required by the State of Maryland.
4. Board members should not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
5. Board members' interaction with the President or with other staff must recognize the lack of authority in any individual Board member or group of Board members except when explicitly Board authorized.
6. Board members' interaction with the public, press, or other entities must recognize the same limitation and the similar inability of any Board member or Board members to speak for the Board.
7. Board members will make no judgments of the President or staff performance except as that performance is assessed against explicit Board policies by the official process.

### **Confidentiality**

Board members shall maintain the confidentiality of personnel and other matters reviewed at legally held closed meetings of the Board.

### **Dissent**

No Board member shall attempt to interfere with the implementation of any duly approved Board action. However, each Board member reserves the right to dissent.

### **Public Communications**

Pursuant to a majority vote of the Board, the Chair alone shall speak for the Board. Individual Board members may not speak for the Board.

### **Respect and Courtesy**

1. Board members shall be ethical, courteous, and respectful of fellow Trustees as well as the President, the staff, the citizens of Carroll County and the State of Maryland, and the public in general.
2. Board members shall refrain from interference with established lines of authority or normal procedures for the handling of personnel complaints or grievances. Any information requests should be made to the Board Chair or President. The Board Chair will be responsible to work with the President to ensure that a response is reasonably provided in a timely manner and shared with other Board members.

**CENSURE**

If a Board member fails to abide by the Code of Conduct, s/he may be censured and referred to the Governor for appropriate action upon recommendation of the Chair or Vice Chair, by a majority vote of the Board.

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## ARTICLE IV

### BOARD OFFICERS AND THEIR DUTIES

Article IV of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-102 Officers; meetings and the Annotated Code of Maryland, State Government, Article §8-501. This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

#### OFFICERS OF THE BOARD OF TRUSTEES

- A. The officers of the Board shall be a Chair, a Vice-Chair, and the Secretary-Treasurer (the President).
- B. The Board Chair shall serve as the presiding officer of the Board. The Chair, together with the President shall draft the agenda.

#### ELECTION OF OFFICERS

The Chair and Vice-Chair shall be elected annually by the Board at its last public meeting for the fiscal year and may be re-elected, not to exceed two consecutive terms.

#### SPECIAL ELECTION

In the event of a vacancy prior to a regular election, the Board shall conduct a special election of Chair or Vice-Chair.

#### DUTIES OF BOARD OFFICERS

The Board Chair shall:

- Preside at all meetings of the Board;
- Select the members of the committees approved by the Board;
- Decide all questions of order, subject to an appeal to the Board;
- Sign all necessary legal instruments approved by the Board;
- Sign all reports to be filed by law or State regulation;
- Call special meetings of the Board;
- Represent the Board at public meetings;
- Coordinate with the College President, as appropriate, Trustee issues concerning the College; and
- Perform other duties common to this office or as may be assigned him or her from time to time by the Board of Trustees.

The Vice-Chair of the Board shall:

- Preside in the absence of the Chair; and
- Perform other duties that are common to this office as may be assigned to him or her from time to time by the Chair of the Board.
- Shall be based on the intent to hold the position of Chairperson.

The Secretary-Treasurer (the President) of the Board shall:

- Prepare the agenda, with the Chair, for meetings of the Board;
- Send out notices and correspondence of the Board;
- Be responsible for maintaining an accurate record of the minutes of the Board, which shall be available to the public;
- Prepare any required reports;
- Prepare the annual operating budget for the office of the Board; and
- Perform such other duties, as may be assigned to him or her from time to time by the Board.

### **MEETING ATTENDANCE**

In accordance with State requirements, set forth in the State Government Article, 8-501 of the Annotated Code of Maryland, members of the Board of Trustees shall be required to attend at least 50 percent of meetings during any consecutive 12-month period. Any Trustee who fails this requirement shall be considered to have resigned. Not later than January 15 of the year following the end of the 12-month period, the Chair of the Board shall forward to the Governor: (1) the name of any individual considered to have resigned; and (2) a statement describing the individual's history of attendance during the period. After receiving the Chair's statement, the Governor shall appoint a successor for the remainder of the term of the individual. If the individual has been unable to attend meetings for reasons satisfactory to the Governor, the Governor may waive the resignation if the reasons are made public.

Approved: February 19, 2020

## ARTICLE V

### BOARD MEETINGS AND PROCEDURES

Article V of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-102 Board of Community Colleges Trustees; §16-102 Officers; meetings. In addition, the Board of Trustees is authorized under the Maryland Open Meetings Act, Title 3 of the General Provisions Article § 3-305 to conduct certain portions of its meetings in closed session. This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

#### **REGULAR MEETINGS**

Meetings of the Board shall be held at least nine times during the academic year. Public notice of all meetings shall be given in accordance with Maryland's Open Meetings Law. Exceptions to the number of meetings per year may be made with the consent of the entire Board. A closed session may be scheduled by the Chairperson at the request of any member or the President pursuant to the Maryland's Open Meetings Law.

#### **SPECIAL MEETINGS**

A special meeting may be held at the call of the Chair or at the call of three members, provided that written notice of such special meetings shall be given by the Secretary-Treasurer (the President) to each member of the Board not less than three (3) business days in advance and shall state the matters to be considered. No other matters shall be considered at said meetings except with the consent of all the members of the Board present at such meeting.

#### **EMERGENCY MEETINGS**

An emergency meeting may be called by the Chair, or the President at the request of the Chair, provided written or verbal notice is given 24 hours in advance when possible. An emergency is defined as an event which poses an imminent danger to persons and/or property or which would significantly affect the operation of the College unless immediate action is taken. In the event that a quorum of the Board is unable to be convened after notifying all members, the Board Chair or his/her designee has the authority to act on behalf of the Board. Any action(s) taken by the Chair or the designee must be fully reported to the members of the Board at the Board's next scheduled meeting.

#### **SUMMER APPROVALS**

Traditionally during the summer months the Board does not hold a regular business meeting. So that the critical work of the College that requires Board approval is accomplished (i.e., certain purchases, etc.), the Board authorizes the Board Chair to act on its behalf. Authorization to approve summer items is granted to the Board Chair by the full Board. Summer items are then brought to the Board of Trustees for ratification at its August regular Board meeting.

## **PRESIDING OFFICER**

The Chair or, in his/her absence, the Vice-Chair, shall preside at all meetings of the Board. In case the Chair and Vice-Chair are not present at the time appointed for any meeting of the Board, the President of the College shall call the Board to order and a Chair pro tempore shall be appointed by the Board for the meeting or until the appearance of the Chair or Vice-Chair.

## **QUORUM**

A quorum shall be defined as the majority of the appointed membership of the Board, not including any vacancies. A majority of the voting members present may legally act in any manner of business that comes before the Board, unless some greater number is required by statute or by the Bylaws.

The members of the Board have legal authority only when the Board is in formal session and when a quorum is present, subject to the provision on emergency action.

## **REMOTE PARTICIPATION IN MEETINGS**

The Maryland Open Meetings Act permits a member of a Maryland Community College Board of Trustees to participate in a public meeting by remote connection as long as the Board is in compliance with the requirements of the Act.

1. A Trustee who wishes to participate in the meeting using electronic means should notify the Board Chair and the Secretary/Treasurer of the Board prior to the scheduled meeting date.
2. Remote participation may take place via phone conferencing or video conferencing. The Trustee may participate remotely in a meeting only if the electronic means can and will be broadcast, allowing the Trustee participating remotely to hear/see and be heard/seen simultaneously by the other Trustees and members of the faculty, staff, public, and press present at the meeting. The Secretary/Treasurer will work directly with the Trustee regarding the remote connection arrangements.
3. For closed meetings of the Board at which a Trustee wishes to participate remotely, electronic means will be used to ensure that all Trustees and staff present can hear/see and be heard/seen simultaneously and to participate fully.
4. Any Board member who participates in a meeting by electronic means will count toward the number of Trustees needed to constitute a quorum for that meeting and will be permitted to consider, discuss, and vote upon any matter before the Board as if the Trustee were physically present at the meeting.

## **AGENDA**

The President shall prepare an agenda, in concurrence with the Board Chair, and submit it to the members of the Board three (3) days in advance of regular meetings and three (3) business days in advance of any additional Board meetings. Board members should be given the opportunity to suggest agenda items in advance of the meeting.

## **VOTING PROCEDURES**

All matters coming before the Board for approval shall be decided by a majority vote of a quorum present at the meeting, except those questions that, by law, by rules and regulations of the Maryland Higher Education Commission, or by the provisions of these Bylaws, require a different vote and/or approval criterion. Wherever in these Bylaws reference is made to a majority vote of the Board, it shall refer, unless otherwise stated, to a majority vote of the Trustees present at any meeting.

Unless otherwise directed by a majority vote of the Board, meetings of the Board shall generally follow, but not be bound, by the parliamentary procedure prescribed in the latest edition of *Robert's Rules of Order*.

## **PUBLIC ATTENDANCE**

All meetings shall be open to the public, except when the Board meets in executive or closed sessions.

- 1) Any member of the public who wishes to speak at a Board meeting pertaining to the Community College shall make a written request to the Secretary-Treasurer of the Board at least three business days prior to the regularly scheduled public meeting. The written request must include the purpose of the public comment.
- 2) Individuals from the public who have asked to speak at a public meeting will be restricted to a total time limit of three (3) minutes per person. When the allotted time expires, the speaker may complete his/her sentence.
- 3) When a member of the public has not had the opportunity to provide a written request in advance of the meeting and wishes to provide a comment, the member of the public may submit a written comment to the Board of Trustees at the public meeting.
- 4) Public participation time is not a question and answer session. Response to specific questions will be made by the appropriate staff or Board member by phone or email. Statements related to personal, ethical, personnel issues, or individual staff members are prohibited.
- 5) The Board reserves the right to limit the number of speakers. A maximum of 15 minutes per meeting is available for public comment.
- 6) The Board reserves the right to terminate or reschedule any presentation included on its meeting agenda.



- 7) If any individual fails to comply with these guidelines, the Board Chair or presiding Board member may suspend the individual's comment time.
- 8) If any individual causes a disruption during any meeting, he or she will be required to leave the meeting room in lieu of being removed by Campus Police

#### **AMENDMENT TO THE BYLAWS**

The Bylaws may be amended at any meeting of the Board, provided the proposed amendment was mailed, faxed, or sent electronically to all members of the Board several days prior to the Board meeting. Proposed amendments must be presented for review and discussion at a prior meeting. Amendment of the Bylaws requires approval by a majority of the appointed members of the Board.

Approved: February 19, 2020

## ARTICLE VI

### COMMITTEES OF THE BOARD

Article VI of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-102 Officers; meetings. This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

#### **BOARD COMMITTEES**

The Chair shall appoint members of committees that have been approved by the Board. The appointed committees shall exercise authority as specially granted to them by formal Board action.

#### **Finance, Facilities and Related Policies Committee**

The committee shall be a standing committee of the Board. The committee shall consist of three members, appointed annually by the Chair.

#### **Duties and Responsibilities:**

1. The committee shall meet as needed and shall determine the types and frequencies of reports necessary to monitor the College's financial operations to ensure that the expenditures comply with the budget and financial expectations.
2. The committee shall recommend to the Board the selection and terms of engagement of an external independent auditor. The auditor shall submit to the audit and finance committee a management letter, preliminary report, and the final audit report.
3. Reviews and recommends appropriate action by the Board as a whole on policy matters, which pertain to finance and facilities.

#### **Personnel, Instruction and Related Policies Committee**

The committee shall be a standing committee of the Board. The committee shall consist of three members, appointed annually by the Chair.

#### **Duties and Responsibilities:**

- 1 The committee shall meet as needed and shall determine the types and frequencies of reports necessary to monitor the College's personnel and instructional concerns.
- 2 Reviews and recommends appropriate action by the Board as a whole on policy matters, which pertain to personnel and instructional concerns.

**OTHER COMMITTEES**

Upon the request of the Board, the Chair may appoint other committees or appoint members to serve on College Advisory Committees.

Approved: February 19, 2020

## ARTICLE VII

### BOARD EXECUTION AND EVALUATION OF POLICY

Article VII of the Board Bylaws is pursuant to the Annotated Code of Maryland, Education, Division III. Higher Education, Title 16. Community Colleges, §16-104 President. This section is intended to be consistent with applicable laws of the State of Maryland; in the event of any conflict between these Bylaws and State law, State law prevails.

The Board of Trustees shall appoint a President of the College who shall serve as the chief executive officer of the College and secretary-treasurer for the Board of Trustees.

As the Chief Executive Officer, the President shall be directly responsible to the Board for directing the educational program in accordance with the policies established by the Board. The President shall be accountable to the Board for all matters pertaining to his/her responsibilities. The President shall be responsible for implementing the Bylaws, resolutions, and policies of the Board in accordance with State law and the limitations adopted by the Board.

The President shall use his/her best efforts to implement policies of the Board of Trustees and promote the development and efficient operation of the College. The President shall diligently implement policies and procedures of the Board of Trustees and expeditiously document and disclose all variances.

The President may hire, suspend, and discharge faculty and employees consistent with policies and procedures authorized by the Board of Trustees. In the event of termination, an employee shall be given reasonable notice of the grounds for dismissal and an opportunity to use the Employee Grievance Procedure, if he/she has completed probation. The Employee Grievance Procedure includes an appeal to the President, and if the affected employee reports directly to the President, an appeal to the Board of Trustees.

The President may delegate any portion of the President's authority to other officers of the College, subject to the right of the Board of Trustees to rescind or modify the delegation in whole or in part, at any time.

#### **PLANNING AND BUDGETING**

Each December, the President shall submit to the Board, for preliminary approval, the College's proposed operating budget. This plan shall be submitted to the County and State. Once funding levels are determined, the Board will receive the revised plan for final approval.

Each August, the President shall submit to the Board, for preliminary approval, the College's proposed capital budget. This plan shall be submitted to the County and State. Once funding levels are determined, the Board will receive the revised plan for final approval.

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: Governance Commitment**

The Board of Trustees is the legal repository of authority for operation of Carroll Community College.

The purpose of governance is that the Board, on behalf of the citizens of Carroll County and the State of Maryland, guarantees the accountability of Carroll Community College by assuring that the Board: 1) achieves appropriate results for the appropriate persons at an appropriate cost; and 2) avoids unacceptable activities, conditions, and decisions.

In fulfillment of this charge, the Board is committed to rigorous and continuous improvement of the College. Continuous improvement shall include:

1. An effective performance evaluation system for all employees shall be maintained as a means of continually improving employee performance.
2. An institutional effectiveness system, which includes financial, student, program, and human resources information, shall be maintained as a means of improving organizational performance.
3. The institutional effectiveness system shall also be used to support the College's strategic planning and evaluation systems, which include the vision, mission, and strategic initiatives.

Approved: March 21, 2007

**POLICY TYPE: GOVERNANCE PROCESS****POLICY TITLE: Board's Role**

As delineated in § 16-103 of the Education Article *Powers of Board of Trustees* of the Annotated Code of Maryland, subject to the authority of the Maryland Higher Education Commission, each Board of Community College Trustees has the powers and duties set forth in this section. The Board of Trustees:

1. May establish and operate a Community College with the approval of the Maryland Higher Education Commission.
2. Shall exercise general control over the Community College, keep separate records and minutes, and adopt reasonable rules, regulations, or bylaws to carry out the provisions of this subtitle.
3. May fix the salaries and tenure of the President, faculty, and other employees of the Community College.
4. May purchase, lease, condemn, or otherwise acquire any property it considers necessary for the operation of the Community College.
5. May sell, lease, or otherwise dispose of Community College assets or property.
6. The President and the Chairperson of the Board of Trustees may execute a conveyance or other legal document under an appropriate resolution of the Board.
7. With the approval of the Commission, permit the County Board of Education to use the lands, buildings, or other facilities of the Community College; and with the approval of the County Board of Education, use any land, buildings, assets, or other facilities of the County Board of Education.
8. May apply for and accept any gift or grant from the Federal government or any other person.
9. May determine, subject to the minimum standards of the Commission, entrance requirements and approve offerings that consist of: Transfer programs offering the equivalent of the first two years of a bachelor's degree program; Career programs offering technical, vocational, and semiprofessional education; and Continuing Education programs.
10. May charge students reasonable tuition and fees set by it with a view of making college education available to all qualified individuals at low cost.

11. May sue and be sued.
12. May make agreements with the Federal government or any other person, including agreements between counties to support a regional Community College, if the Board considers the agreement advisable for the establishment or operation of the Community College.
13. May adopt a corporate seal.

In addition to those duties delineated in § 16-103 of the Education Article *Powers of Board of Trustees* of the Annotated Code of Maryland, the Board of Trustees:

14. May approve changes in bylaws and policies.
15. Have legal authority only when the Board is in formal session and when a quorum is present.
16. Exercise its control over the college not by individual members but by the majority vote whereby rules, regulations, and policies are adopted.
17. Proposed changes in the policy manual will be presented to the Secretary-Treasurer for transmittal to the Board prior to action by the Board of Trustees at its next regularly scheduled meeting.
18. Emergency matters may be considered by the Board without prior notice.

Approved: February 19, 2020

**POLICY TYPE: GOVERNANCE PROCESS****POLICY TITLE: Board's Role in Fundraising**

The Carroll Community College (CCC) Board of Trustees recognizes that the Carroll Community College Foundation Board's primary responsibility is to build an endowment and raise funds for CCC. The foundation operates as a separate entity.

However, there are some areas that the Trustees should keep in mind because their actions can facilitate the ability of the Foundation Board to raise funds:

1. Good professional relations should be maintained between the two Boards.
2. The Board of Trustees may be able to identify potential prospects or have direct access to prospective donors. In such a case, a Trustee may be willing to ask for money on behalf of the College. This should be done in cooperation with the Foundation Board.
3. The Trustees need to recognize their "public persona." While not involved in direct fundraising, the Trustees need to recognize that people give to people they like and trust. The Trustees must show spirit and enthusiasm for the College that inevitably attracts enthusiastic advocates, who often remain committed to the College for years to come.
4. The Trustees should recognize and support the President's role in friend-raising and fundraising, including an adequately staffed development office, overseen by the President.
5. The Board of Trustees is expected to participate in the Foundation's fundraisers to demonstrate commitment and support.
6. An annual Audit Report of the Foundation will be provided to the Board of Trustees.

Approved: March 21, 2007



**POLICY TYPE: GOVERNANCE PROCESS****POLICY TITLE: The Political Process and the Board of Trustees**

The Board of Trustees is encouraged to be informed about local and State government and is encouraged to participate in forums and read material about candidates and issues. Board members must be careful to maintain the professionalism of their primary obligation to the College. Therefore:

1. No Board member shall engage in political activity using the resources of the College (e.g., copying materials, borrowing or lending technology, etc.). Any involvement in political activity should be as an individual, not as a member of the Carroll Community College Board of Trustees.
2. No Board member may use any Carroll Community College property or symbol (e.g., logo, signage, electronic images) in any political campaign materials or activities.
3. No Board member may solicit funds for political purposes on campus. Additionally, no retribution can be taken against any employee or student who does not accept an invitation to a political event or contribute money to a candidate.
4. The Board prohibits the President and the Vice-Presidents from expending any College funds (State law) for any political fundraising activity.
5. The Board prohibits the President and the Vice-Presidents from attending any political fundraisers by candidates.
6. The Board prohibits the President and Vice-Presidents from running for political office while employed full-time at the College.
7. Board members who run for public office, for which the position being sought has the potential to have direct or indirect influence over the operation of Carroll Community College, must take a leave of absence from the Board
8. If elected to public office, and that position has the potential to have direct or indirect influence over the operation of Carroll Community College, the Trustee must resign from the Board of Trustees.

Approved: March 21, 2007

Revised: March 20, 2013

Revised: April 17, 2013

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: Dedication/Naming of College Facilities**

The Board of Trustees may name buildings, rooms, outdoor spaces, etc. after individuals or organizations based on the following criteria:

1. Contributed significantly to the founding or advancement of the College; or
2. Contributed financially to the College; the type of space named commensurate with the gift.

Approved: March 21, 2007

**POLICY TYPE: BOARD STAFF RELATIONSHIP**

**POLICY TITLE: Delegation to the President**

All Board authority, which is delegated to staff, is delegated through the President, so that all authority and accountability of staff – as far as the Board is concerned – is considered to be the authority and accountability of the President.

1. The Board directs the President to achieve certain results, for certain recipients, at a certain cost or priority through the establishment of ends. The Board limits the latitude the President may exercise in practices, methods, conduct, and other means to the ends through establishment of means limitations and presidential limitations.
  - a. Decisions or instructions of individual Board members, officers, or committees are not binding on the President except when the Board has specifically authorized such exercise of authority.
  - b. In the case of Board members requesting information or assistance without Board authorization, the President may refuse such requests that require a material amount of staff time or funds or that are disruptive.

Approved: February 19, 2020

**POLICY TYPE: BOARD STAFF RELATIONSHIP**

**POLICY TITLE: President's Role and Boundaries**

The President is the Chief Administrative Officer of the College. The President is the Board's single official link with the College as an organization. The President is accountable to the Board acting as a collective body. The Board will instruct the President through written policies delegating implementation to the President.

The President's responsibilities are:

1. Satisfactory accomplishment related to the College's mission and strategic initiatives as approved by the Board of Trustees.
2. College operation within the boundaries established in Board policies and according to accepted professional ethics and good business practice.
3. Accomplishment of other annual goals and objectives established by the Board.
4. Performance of the duties specified by State law.
5. All personnel actions including, but not limited to, hiring, firing and disciplinary actions.

The evaluation of the President shall be based primarily upon the accomplishment of the Board's ends and meeting the Board's presidential expectations.

Additionally, the President may not:

1. Deal with students, staff, or persons from the community in an inhumane, unfair or undignified manner.
2. Make decisions except by a process where openness and fairness is maintained.
3. Permit financial conditions that risk fiscal jeopardy or compromise Board ends.
4. Allow assets to be unprotected, inadequately maintained, or unnecessarily risked.
5. Cause or allow financial planning for any fiscal period to deviate materially from Board ends, risk fiscal jeopardy, or fail to show a generally acceptable level of foresight.
6. Manage the College without written administrative policies and procedures in accordance with the Board policies.
7. Fail to take prompt and appropriate action when the President becomes aware of any violation of any laws, regulations, administrative policies or Board policies.

**POLICY TYPE: BOARD STAFF RELATIONSHIP**

**POLICY TITLE: Monitoring Organizational Performance**

Monitoring Presidential performance is synonymous with monitoring organizational performance including adherence of Board policies and within the boundaries set forth by the Board. This can be accomplished by the following:

1. A given policy may be monitored in one or more ways:
  - a. Internal Report: disclosure of compliance information to the Board from the President.
  - b. External Report: disclosure of compliance information by a disinterested, external auditor, inspector, or judge who is selected by and reports directly to the Board. This reporting includes direct inspection of documents, activities or circumstances directed by the Board.
2. Upon the choice of the Board, any policy can be monitored by any method at any time.
3. The Board will monitor those duties that it cannot legally delegate continuously.
4. The Board approves the selection of an independent certified public accountant to audit the College's financial records, as required by State code. The auditor shall be engaged by and report to the Board.

Approved: February 19, 2020

**POLICY TYPE: BOARD STAFF RELATIONSHIP**

**POLICY TITLE: Monitoring Presidential Performance**

Monitoring presidential performance is synonymous with monitoring organizational performance in accordance with Board goals and initiatives within boundaries set by the Board. The President shall provide a self-evaluation for the Board annually by May 1. The Board will evaluate the President prior to June 1 each year.

Approved: March 21, 2007

**POLICY TYPE: BOARD STAFF RELATIONSHIP**

**POLICY TITLE: Trustee Expectations of the President**

Trustees' primary expectations of the President:

1. The President will administer the College to meet the ends within the limitations and disclosure requirements of the Trustees. The President will have wide discretion to implement the programs consistent with her/his administrative style.
2. The President will provide the Trustees with accurate information with respect to the role and scope of current and proposed programs and services. As the primary advisor to the Board, the President will provide guidance, advice, and recommendations on the integrated strategic plan and budget presented annually to the Board.
3. The President shall formulate written administrative policies and procedures for the operation of the College in accordance with the adopted Board policies.
4. The President will provide leadership at ceremonial functions that will further the College's mission both in the community and within the College.
5. Other Trustee expectations may be delineated separately to the President by the Board.

Approved: March 21, 2007

**BOARD POLICY TYPE: PRESIDENTIAL BOUNDARIES****POLICY TITLE: Human Relationships**

The President shall create and sustain an environment for living, working, and teaching that supports the development and realization of human potential and promotes the College's values. Treatment of and dealing with students, staff, and persons from the community shall be humane, fair and dignified.

The President will:

1. Operate with written College policies and procedures that set forth employee and student rules, provide for effective handling of grievances, ensure due process, and protect against wrongful conditions.
2. Comply with all laws, rules, and regulations pertaining to faculty, staff, and students, including those related to discrimination, equal opportunity, sexual harassment, and rights of privacy.
3. Not prevent faculty, staff, and students from using grievance procedures.
4. Acquaint faculty, staff, and students with their rights and responsibilities.
5. Use methods of collecting, reviewing, or storing client information that protect against improper access to the information elicited.
6. Not approve the hire of anyone where conflict of interest or perceived conflict of interest may exist, without full Board disclosure.

Approved: February 19, 2020



**POLICY TYPE: PRESIDENTIAL BOUNDARIES**

**POLICY TITLE: Fiscal Condition**

With respect to actual, ongoing condition of the organization’s financial health, the President may not cause or allow the development of fiscal jeopardy or a deviation of actual expenditures from Board priorities established in the Board-adopted budget without approval or disclosure to the Board.

The President shall:

1. Authorize purchases within the Board-approved purchasing amounts.
2. Obtain authorization from the Board should funds be anticipated or be needed for a purchase in excess of \$24,999.99.
3. Disclose the name, position control, work unit, salary scale, and wage of every “budgeted” (position control) employee at the time of appointment and disclose the name and earnings of temporary and hourly employees.
4. Allow employee wage recommendations within the Board-approved salary scale.
5. Charge tuition or consolidated fees that have been approved by the Board
6. Maintain a cost accounting system sufficient for program cost comparisons and comparison of College practices to best practices.
7. Ensure that there be a separation of duties, such that no person originates, controls, and approves a cost-center budget or funds, and that no person, who requests or approves a purchase, verifies the receipt of that purchase.
8. Disclose all grants received.

Approved: February 19, 2020

**POLICY TYPE: PRESIDENTIAL BOUNDARIES**

**POLICY TITLE: Compensation**

The President may not cause or allow compensation and benefits to employees, consultants, contract workers, or volunteers to jeopardize fiscal integrity or public image.

The President shall:

1. Work with the Board of Trustees in negotiating his/her salary.
2. Extend employment to faculty for up to a three-year period, and to other employees or contract workers for up to a one-year period.
3. Establish current compensation and benefits that are fiscally sound.
4. Disclose to the Board any permanent change in any employee's compensation, other than the annual salary increase approved by the Board.
5. Disclose modifications to the organizational structure.

Approved: February 19, 2020

**POLICY TYPE: PRESIDENTIAL BOUNDARIES**

**POLICY TITLE: Asset Protection**

The Board, cognizant of its fiduciary responsibility to ensure that all College property and assets are used to achieve the College's educational mission, authorizes the use of College property in ways strictly limited by the agreements and partnerships entered by the Board in accordance with applicable law. The use of College equipment and employee services will be strictly limited to achieve the College's public purposes and not misdirected to support private interests without fair and reasonable remuneration.

The President may not allow assets to be unprotected, inadequately maintained, unnecessarily risked, or deviate from means limitations or presidential limitations.

The President shall:

1. Ensure against theft and casualty losses, including extra expenses and loss of tuition and fees, in amounts consistent with replacement values or against liability losses to Board members, staff, or the College itself in amounts consistent with limits of coverage obtained by comparable organizations.
2. Ensure facilities and equipment are properly used and maintained.
3. Protect the organization, its Board, or staff from claims of liability.
4. Permit purchases or commit the organization to purchases within the authority approved by the Board.
5. Recommend or make a purchase of new goods or services that: a) is in accordance with State law and Board policy; and b) is free of a conflict of interest or appearance of conflict of interest.
6. Receive, process, and disburse funds under controls that are sufficient to meet Board or Board-appointed auditor standards.
7. Invest or hold operating capital in compliance with approved investment policy.
8. Acquire, encumber, lease, or dispose of real property with disclosure to the Board and Board authorization.
9. Make purchases and award contracts where conflicts of interest do not exist.

10. Maintain an inventory of real properties and capital equipment of value greater than \$2,500 owned by the organization.
11. Protect the College's trademarks, copyrights, intellectual property, critical information, and files from loss or damage.
12. Review annually, with each cost administrator, measures to prevent fraud, waste, and misuse of College assets.
13. Ensure facilities and equipment are properly utilized.
14. Allow the services of College faculty and staff to be used with fair and reasonable remuneration and disclosure to the Board.
15. Acquire, encumber, lease, or dispose of real property with fair compensation for the same with Board authorization.
16. Protect College assets from diminishing in value outside of reasonable depreciation and normal wear and tear.
17. Maintain the College's public image and credibility.

Approved: February 19, 2020

The President may not cause or allow financial planning for any fiscal period to deviate from Board ends, risk fiscal jeopardy, nor fail to show a generally acceptable level of foresight.

The President will ensure budgeting that:

1. Contains sufficient information to enable the Board to: a) accurately project revenues and expenditures; b) separate capital and operational items;  
a) project cash flow; and d) understand planning assumptions.
2. Is based on Board-approved planning goals.
3. Provides the annual funds for Board operations.
4. Proposes a capital and operating budget that aligns with ends and Board-budget guidelines.
5. Proposes a budget that has a broad base of input.
6. Protects the fiscal soundness of future years or ensures the building of organizational capability sufficient to make progress toward the accomplishment of the ends in future years.
7. Properly classifies revenues and expenditures and that budgeted amounts reflect expected revenues and expenditures.
8. Controls expenditures based upon the Board-adopted budget.
9. Discloses amendments to funds and functional budget categories.
10. Provides the Board detailed financial information that the Board, its auditor, or its consultants require.

Approved: February 19, 2020

**POLICY TYPE: PRESIDENTIAL BOUNDARIES**

**POLICY TITLE: Communication and Counsel to the Board**

With respect to providing information and counsel to the Board, the President may not permit the Board to be uninformed regarding the organization and its interests.

The President will:

1. Submit monitoring data required by the Board in a timely, accurate, and understandable fashion, directly addressing provisions of the Board policies being monitored.
2. Inform the Board of relevant trends, anticipated adverse media coverage, significant external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
3. Maintain the latest version of the Board Bylaws, Board policies, and College policies and procedures on the College's web page.
4. Present information and provide advice to the Board that is timely, complete, accurate, and relevant.
5. Provide mechanisms for official Board, Board officer, or Board committee communications.
6. Deal with the Board as a whole and respond to its officers and duly charged committees.
7. Report in a timely manner an actual or anticipated noncompliance with any policy of the Board or College policy or procedure.

Approved: February 19, 2020

The President shall create and sustain an environment conducive to teaching and learning.

Pursuant to the Annotated Code of Maryland, Education Article 16-103 (i) the President under the guidance of the Board of Trustees will approve and manage the educational offerings that consist of:

1. Transfer programs offering the equivalent of the first two years of a bachelor's degree program;
2. Career programs offering technical, vocational, and semi professional education; and
3. Continuing Education programs

The President will:

1. Assure that all curricula, after they have been recommended by the faculty and approved by the President, shall be reviewed and approved by the Board of Trustees;
2. Shall present an instructional calendar to the Board of Trustees as an information report before publication;
3. Provide for faculty input into the educational work of the College;
4. Support the principles of Academic Freedom.

Approved: February 19, 2020

**POLICY TYPE: President s Documentation of Operating Procedures**

**POLICY TITLE: Operating Procedures**

The President shall create and maintain written operating guidelines, procedures, rules and regulations. The following documents will contain pertinent information required for the effective operation of the College. Each document will be reviewed annually by the President to ensure accuracy of the information housed in said document.

The required documents are:

1. Board of Trustees Bylaws and Policy Manual
2. Administrative Procedures Manual
3. Employee Handbook
4. College Catalog

Approved: March 21, 2007