Board of Trustees’
Legislative and Community Relations Committee
Meeting Materials

January 13, 2017
2:00 p.m.
McCuan Hall – Schoenbrodt Boardroom
MH-256
1. Board members practice respectful dialogue that serves the best interests of the college.

2. Each board member works to integrate servant-leadership into the board culture.

3. Each board member has the opportunity to speak uninterrupted.

4. Board members come prepared – board chair needs to understand what is required and set time and material appropriately.

5. Board chair acts as caretaker for the board – acts as filter, evaluates agenda for time well spent.

6. Board chair speaks for the board to the media.

7. Consent materials are available 10 days in advance; remaining board materials are available seven days in advance.

8. Board members should route any requests for additional information to the board chair or the president at least two business days prior to the board meeting.

9. Board members may utilize email to communicate individually; however, email communications among a quorum of the board or the full board such as “reply all” responses are restricted in compliance with Maryland’s Open Meetings Act of the General Provisions Article of the Maryland Code.
Howard Community College’s
*Dragon Principles*

We promise to help our students, employees, and community members “get there from here.”

We pledge to…

Be friendly
Be helpful to our students and community
Be considerate of each other

And we pledge to…

*Work with Elected Officials and the Community*
The next meeting of the legislative and community relations committee is scheduled for February 2, 2017.
1 – Review Goals of the Meeting

Background

This agenda item provides an opportunity for the Legislative and Community Relations Committee to discuss and identify the goals for its meeting.

Recommendation

This item is for discussion only and requires no action.
2 – Revised Bylaws

Background

The Legislative and Community Relations Committee will review the revisions to the bylaws requested at its November 4, 2016, meeting, and will finalize the revisions. Please note that highlighted items on the following draft are references to comments and suggestions from committee members, which will be removed once the committee has reviewed.

Recommendation

The administration requests that the Legislative and Community Relations Committee endorse the bylaws’ revisions and forward the revisions to the full board for review and discussion at its January 25, 2017, meeting.
Bylaws of the Board of Trustees

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ARTICLE I

ARTICLE I: Board of Trustees Principles of Governance

A. GOVERNANCE PRINCIPLES

1. In its legal and fiduciary capacity to manage the affairs of Howard Community College, the Board of Trustees of Howard Community College (the board) shall operate the college as a public trust for the benefit of the citizens of Howard County.

2. The board shall govern the college in accordance with the constitutions of the United States of America, the State of Maryland, and Howard County. The board will act in accordance with the oath of office made by each trustee to:

   a) Support the Constitution of the United States;
   b) Be faithful and bear true allegiance to the State of Maryland and support the laws and Constitution and laws thereof; and
   c) 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.

B. CORE VALUES

1. In its governance, the board’s policies and practices shall be guided by the following set of core values:

   a) 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.

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

   c) Diversity. The board values an educational environment that promotes and nurtures a diverse student, faculty, and staff community.

   d) Innovation and Continuous Improvement. The board values creative risk-taking and enthusiastic pursuit of new ideas, including the continuous improvement of the college’s educational programs, facilities, and related services to advance student achievement, as well as professional development.

   e) Partnerships. The board values partnerships that advance the college’s mission in partnership with business, industry, government, educational systems, community organizations, and other stakeholders.

   f) Citizen Participation. The board believes that it will best carry out its mission in the public interest through maximum citizen participation, input, and support. The board welcomes input from the community.
Sustainability. The board values the health of the world in which we live and supports the ideals of environmental sustainability.

The board, acting in accordance with its authority and philosophy, and in keeping with its fiduciary responsibilities and public trust, shall review, modify, and update the mission and vision to reflect community values, beliefs, and needs. Further, the board is committed to defining specific objectives and priorities to facilitate the overall mission of the college.
ARTICLE II
ARTICLE II: THE BOARD OF TRUSTEES RESPONSIBILITIES AND POWERS

Article II of the board bylaws is pursuant to the Annotated Code of Maryland §16-103 Powers of board of trustees; §16-104 President, §16-107 Comprehensive liability insurance; defense of sovereign immunity; §16-30 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.

A. 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 out the provision of the state law regarding community colleges pursuant to §16-103 powers of Board of Trustees and subject to the authority of the Maryland Higher Education Commission. Further, the board shall be responsible for adopting and safekeeping a corporate seal, as well as styling its name as Board of Trustees of Howard Community College.

--- Other significant responsibilities and powers include:

B. ACADEMIC PROGRAM
1. To determine student entrance requirements, curriculum, and academic programs offered by the college, subject to final approval and authorization by the Maryland Higher Education Commission.

2. To approve candidates for degrees and certifications who have satisfied all the requirements for the award of certificates and degrees.

C. APPOINTMENT OF PRESIDENT, FACULTY, AND STAFF
1. To appoint, set compensation, and terms of employment for the president of the college (president).

2. To hire qualified faculty and staff as necessary for the efficient operation and administration of the college as recommended by the president including determining salaries, tenure, and other terms of employment.

D. FUNDS
1. To approve the annual operating and capital budgets of the college presented by the president.
2. **To**-The board shall 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.

3. **To**-The board shall 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.

4. **To**-The board shall oversee the management, investment, and accounting of funds, as informed by the administration.

5. **To**-The board shall 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.

**E. FINANCIAL REPORTING**

**To**-The board shall 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.

**F. AUTHORITY TO BORROW**

**To**-The board shall 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.

**G. PROPERTY**

1. **To**-The board shall 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.

2. **To**-The board shall 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.

**H. ADVICE**

**To**-The board shall retain legal advisors, auditors, and consultants to the board.

**I. LIABILITY PROTECTION**

The board of trustees may sue and be sued. The college is insured through the Howard County self-insurance program, which includes comprehensive and professional liability insurance. The college’s officials, agents, and employees, including the Howard Community College Board of Trustees of Howard
Community College, are protected through the county self-insurance plan for issues related to performance of duty for Howard Community College (Section 23.100, Title 23, Howard County Code).

J. RULES
   To The board shall adopt such rules and regulations for the conduct of its meetings and the management of the body corporate as it may deem proper providing those rules are not in conflict with applicable law.

   To perform such duties as may be necessary or required by law.
ARTICLE III

ARTICLE III: BOARD OF TRUSTEES’ COMPOSITION, TERM OF APPOINTMENT, RESIDENCY, AND CODE OF CONDUCT

Site article, and section:
Article III of the board bylaws is pursuant to the Annotated Code of Maryland §16-101 Board of community colleges trustees; §16-102 Offices; meetings; §16-410 Howard County Board of Trustees, and the State of Maryland Ethics Laws Provisions. 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.

A. COMPOSITION OF THE BOARD
   1. The board of trustees consists of seven persons appointed by the Governor of the State of Maryland with the advice and consent of the Maryland Senate to serve on the Board of Trustees for Howard Community College.

   2. 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.

B. 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. A member may not serve for more than two full consecutive terms.

C. RESIDENCY
   At least six members of the board shall be residents of Howard County at the time of their appointment and shall maintain residency in the county throughout their terms.

D. CODE OF CONDUCT
   1. 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.

   2. Board members must represent unconflicted loyalty to the interests of the citizens of Howard 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.
3. A potential conflict of interest is a situation that involves a personal, familial, political, or business relationship between a trustee (or institutional officer) and the institution that could reasonably be expected to be perceived as a conflict of interest in fact or in appearance.

   a) All board members shall disclose any potential conflict of interest at the earliest practicable time. Such disclosure shall be made in such a manner as the board member believes to be the most effectual. Disclosures shall be made to the chair of the board.

   A board member shall be considered to have a potential conflict of interest “in fact” if:

   b) Such a board member has an existing or potential financial or other interest that impairs or might appear to impair such member’s independent, unbiased judgment in the discharge of his or her responsibilities to the college, or

   c) Such board member is aware that a member of his or her family or any organization, in which such board member (or member of his or her family) is an officer, director, employee, member, partner, trustee, or controlling stockholder, has such existing or potential financial or other interest.

   d) No board member shall vote on any matter, under consideration at a board or board committee meeting, in which such member has a potential conflict of interest, nor shall such board member be counted in determining the quorum for that particular vote. The minutes of such meeting shall reflect that a disclosure was made, that the member having a potential conflict of interest abstained from voting, and that such member was not counted in determining the quorum for that vote.

E. Ethics Policy

   The board complies with the ethics laws provisions of the Annotated Code of Maryland as applicable to the board, including provisions for conflicts of interest and financial disclosure. This section is intended to be consistent with the ethics laws provisions of Maryland; in the event of any conflict between these bylaws and the ethics laws provisions of Maryland, the ethics laws prevail.

1. Board members must not use their positions to obtain employment in the organization for themselves, family members, or close associates. (We adopt ethics policy of the state; prestige of office; what does close associate mean.)

2. All use of college resources, including but not limited to facilities and staff time, must be made through the president’s office. The board chair and vice chair must be notified in advance, appropriate fees must be paid, and the use will be disclosed to the board in the monthly staff materials.

3. In the event a board member secures any employment that could reasonably be perceived as a conflict of interest with the board’s work; s/he must withdraw from
board deliberation, voting, and access to applicable board information that apply to the item that poses a conflict of interest, and/or seek a leave of absence during the term of the employment. A leave of absence taken under such circumstances shall not be counted against the trustee’s required meeting attendance. If the employment is of a permanent nature and consistently creates a conflict of interest, the board member must resign. (Reword to make more clear)

4. (Waiting on AG opinion) In the event a board member pursues political office, s/he must resign from the board at the time s/he files for candidacy. (Merge 3 and 4, seek leave of absence, then if elected, must step down)

5. 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, file a financial disclosure statement as required annually as required by the State of Maryland Ethics Commission. (Suggested to delete detail since it’s in the law)

6. Board members shall not attempt to exercise individual authority over the organization. In interactions with the president or with other staff, the public, press, or other entities, individual board members or a group of board members lack the authority to act or speak for the board except when explicitly board authorized.

7. 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.

8. 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. (Streamline, combine 6, 7, and 8)

9-7. 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.

F. Confidentiality

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

G. 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.

H. Public Communications

Pursuant to a majority vote of the board, the chair alone shall speak for the board. Individual board members may only speak for themselves.
I. 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 Howard 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 from individual trustees 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, as appropriate. Should the board chair intend to share a response requested by an individual trustee with the full board, the board chair will consult with the trustee who initially raised the question before the response is shared with the full board. (add language regarding trustee who has asked the question, agreeing to have the information released)

J. CENSURE

If a board member fails to abide by the Code of Conduct, s/he may be censured or terminated upon recommendation of the chair or vice chair, by a majority vote of the board.
ARTICLE IV

ARTICLE IV: BOARD OFFICERS AND THEIR DUTIES

Add citation – annotated code.

Article IV of the board bylaws is pursuant to the Annotated Code of Maryland §16-102 Offices; 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.

A. OFFICERS OF THE BOARD OF TRUSTEES

1. The officers of the board shall be a chair, a vice chair, and the secretary/treasurer (the president).

2. The board chair shall serve as the presiding officer of the board. The board chair shall review the proposed meeting agenda and make changes as appropriate including input from board members.

B. ELECTION OF OFFICERS

The chair and vice chair shall be elected annually by the board at its last public meeting for the fiscal year.

C. 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.

D. DUTIES OF BOARD OFFICERS

1. The board chair shall:
   a) Preside at all meetings of the board;
   b) Select the members of the committees approved by the board;
   c) Decide all questions of order, subject to an appeal to the board;
   d) Sign all necessary legal instruments approved by the board;
   e) Sign all reports to be filed by law or state regulation;
   f) Negotiate the president’s compensation packet within the parameters set by the board of trustees;
   g) Call special meetings of the board;
   h) Represent the board at public meetings;
   i) Coordinate with the college president, as appropriate, trustee issues concerning the college; and
   j) Perform other duties common to this office or as may be assigned him or her from time to time by the board of trustees.

2. The vice chair of the board vice chair shall:
   a) Preside in the absence of the chair; and
   b) 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 chair.

3. The secretary/treasurer (the president) of the board shall:
   a) Prepare the agenda, with the chair, for meetings of the board;
b) Send out notices and correspondence of the board;

c) Be responsible for maintaining an accurate record of the minutes of the board, which shall be available to the public;

d) Prepare any required reports;

e) Prepare the annual operating budget for the office of the board; and

f) Perform such other duties, as may be assigned to him or her from time to time by the board.

E. MEETING ATTENDANCE

In accordance with state requirements, members of the board of trustees shall be required to attend at least 50 percent of required meetings during any consecutive 12-month period. Required meetings include: work sessions, regular meetings, retreats, committee meetings only for committees to which the trustee is assigned, and commencement. Any trustee who fails this requirement shall be considered to have resigned. Not later than January 31 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.
ARTICLE V

ARTICLE V: BOARD MEETINGS AND PROCEDURES
[Begin with reference to open meetings act – see MC model]

Article III of the board bylaws is pursuant to the Annotated Code of Maryland §16-102 Board of community colleges trustees; §16-102 Offices; meetings. In addition, the Board of Trustees of Howard Community College is authorized by Section 10-508 of the State Government Article of the Annotated Code of Maryland to conduct certain portions of its meetings in closed session under the Maryland Open Meetings Act, Title 3 of the General Provisions Article § 3-305. 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.

A. REGULAR MEETINGS

Meetings of the board shall be held at least four times during the academic year. Unless the chair designates otherwise, the board will meet on the campus of the college. Seven days written notice of each meeting is deemed sufficient notice; such notice shall contain the agenda for the meeting. Public notice of all meetings shall be given in accordance with Maryland's Open Meetings Law.

B. 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.

C. 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 that 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.

D. SUMMER APPROVALS

Traditionally during the summer months, June and July, the board of trustees 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, summer graduates, 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 at its regular May business meeting. Summer items are then brought to the board of trustees for ratification at its August regular board meeting.
E. POSTHUMOUS DEGREE AND CERTIFICATE APPROVAL

The college grants posthumous degrees and certificates with the approval of the board of trustees. Posthumous degrees and certificates are awarded at the college’s spring convocation. A request for a posthumous degree may be presented for board approval when there is no regularly scheduled board meeting that will fall prior to the spring commencement date. In these rare instances, the board chair may act on the request to approve a posthumous degree or certificate; the approval will be taken to the full board for ratification at the board’s next regular meeting.

F. 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.

G. QUORUM

1. 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.

2. 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.

(Add remote participation verbiage)

H. 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. In order to ensure compliance by the Howard Community College Board of Trustees, full guidelines for remote participation are located on the board’s portal. Abridged guidelines are as follows:

1. A trustee who wishes to participate in the meeting using electronic means should notify the chair of the board and the secretary/treasurer of the board at least ten days 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 of trustees 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.

5. Whether a full board meeting or a committee meeting, the chair of the board chair or committee or the chair’s designee must be physically present to conduct the meeting.

I. AGENDA

   The president shall prepare an agenda for the board’s work session, regular meeting, and, if needed, closed session, in cooperation with the board chair, and submit it to the members of the board at least one week in advance of regular meetings and three (3) business days in advance of special meetings. Board members should be given the opportunity to suggest agenda items in advance of the meeting.

J. REPORTS TO THE BOARD

   1. The administration shall present to the board all items that require board action and approval including items that require board approval by state law, bylaws, or board policy. These matters shall be presented as CONSENT items-in the form of resolutions including but not limited to approval of programs and degrees, annual budgets, new hires, and contracts and procurements as outlined in college policy and procedure. Consent items may be approved in a single vote if the board so chooses.

   2. The board shall also receive as BOARD PRIORITY items, items that are deemed to be of particular importance. Votes will be taken on these items if necessary.

   3. The board shall also receive as DISCUSSION items, items that may need further discussion by the board before a vote can be taken. A vote can take place following the discussion or at a future meeting.

   4. Other items may be provided as INFORMATION items. These items will be presented for information and discussion but do not require consent of the board.

   5. The board shall also receive the annual budgets approved by the county, annual audit reports, the Maryland Higher Education Commission performance accountability report, and other assessment reports as enumerated elsewhere in these bylaws.

   6. Prior to the regular board meeting, a WORK SESSION is provided for the trustees. Items that are presented during the work session include the
introduction of new employees, an informational presentation on topics that the board has requested or the administration has recommended to the board, and, on occasion, the recognition of special guests. The January work session is focused on the college’s proposed budget request and is scheduled two weeks prior to the regular January board meeting.

K. VOTING PROCEDURES

1. 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 criteria. 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.

2. Unless otherwise directed by a majority vote of the board, meetings of the board shall be conducted in accordance with the parliamentary procedure prescribed in the latest edition of Robert's Rules of Order.

L. PUBLIC ATTENDANCE

1. The general public is invited to attend and observe any open meeting of the Board of Trustees of Howard Community College. These meetings include regularly scheduled full board meetings and board subcommittee meetings.

2. Except in instances when the public is expressly invited to engage in testimony, questions, comments, or other forms of public participation, or when public participation is otherwise authorized by law, no member of the public attending an open meeting may participate in the meeting.

3. A member of the public who wishes to present any matter of concern pertaining to Howard Community College to the board of trustees must submit a written request to the secretary-treasurer of the board at least 72 hours prior to the regularly scheduled public meeting for review and response. In emergency situations, the board may, by a majority vote, give visitors who have not presented a written request in advance an opportunity to present their concerns to the board in any regular public meeting. The board, in recognition of the need to complete its business within reasonable time, reserves the right to terminate a presentation of this nature may limit the presentation to three minutes.

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A member of the public attending an open session of the Board of Trustees of Howard Community College may not engage in any conduct that disrupts the meeting or that interferes with the right of members of the public to attend and observe the meeting.

4. The presiding officer may order any person who persists in disruptive conduct or who violates any other regulation concerning the conduct of the open meeting to be removed from the meeting and may request assistance from the college’s
public safety office to restore order. The presiding officer may recess the meeting while order is restored.

A member of the public, including any representative of the news media, may record discussions of the Board of Trustees of Howard Community College at an open meeting by means of any recording device if the device does not create an excessive noise that disturbs members of the board of trustees or other persons attending the meeting.

5. With 72 hours prior written notice to the secretary-treasurer of the board, A member of the public, including any representative of the news media, may record discussions and photograph or record video of the proceedings of the board as long as the camera is operated without excessively bright artificial light or does not create an excessive noise, either of which might disturb members of the board of trustees or other persons attending the meeting. A representative of the news media may broadcast or televise the proceedings of the Board of Trustees of Howard Community College at an open meeting if the equipment used abides by the same rules and does not disturb members of the board of trustees or other persons attending the meeting.

A member of the public who intends to record, photograph, or broadcast any portion of an open meeting must notify the secretary-treasurer of the board in writing 72 hours prior to the open meeting during which the recording, photographing, or broadcasting will take place. Additionally, the presiding officer may restrict the movement of a person who is using a recording device, camera, or broadcasting or television equipment if such restriction is necessary to maintain the orderly conduct of the meeting.

A recording of an open meeting made by a member of the public, or any transcript derived from such a recording, may not be deemed a part of the record of any proceeding of the Board of Trustees of Howard Community College.

M. AMENDMENT TO THE BYLAWS

1. 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 at least one week prior to the board meeting and provided it was 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.
ARTICLE VI: COMMITTEES OF THE BOARD

Article VI of the board bylaws is pursuant to the Annotated Code of Maryland §16-102 Offices; 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.

A. 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.

B. AUDIT AND FINANCE COMMITTEE

The audit and finance committee shall be a standing committee of the board. The committee shall consist of three members, appointed annually by the chair. The board chair, who is one of the three members, shall serve as chair of the audit and finance committee. All members of the board are invited and encouraged to observe meetings of the audit and finance committee.

C. Duties and Responsibilities:

1. The committee shall discuss with the president the parameters of the budget before budget development and advise the administration on budget development. The full board will review the proposed budget at a January work session.

2. The committee shall meet quarterly or 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.

3. The committee may conduct a periodic review of academic and administrative policies and procedures and board policies to ensure effective controls.

4. 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. The committee shall approve the administration’s responses to the audit findings. The administration shall submit to the committee its periodic report on satisfying the audit exceptions, if necessary.

5. The committee monitors the board functions required by state code, particularly §16-103 Powers of the Board of Trustees, and reports significant variances to the board and recommends actions to be taken by the board based on the information the committee has received.
D. LEGISLATIVE AND COMMUNITY RELATIONS COMMITTEE

The legislative and community relations committee members shall be appointed by the board chair annually. The legislative and community relations committee is chaired by the board vice chair, who is one of the three members. The committee shall review and recommend the college’s legislative plan at the county, state, and federal levels. Additionally, the committee members shall recommend recipients for the Trustees’ Award for Outstanding Service to Howard Community College, honorary degrees, and the James Clark, Jr. Medal. All board members are invited and encouraged to observe.

E. OTHER COMMITTEES

1. Upon the request of the board, the chair may appoint other committees or appoint members to serve on college advisory committees. The chair shall appoint a member of the board to act as a non-voting ex-officio liaison to the Howard Community College Educational Foundation Board. A member of the board of trustees cannot be appointed to serve as an individual on the foundation board. A member of the board can serve as a non-voting ex-officio liaison to the foundation but they must be clear that they are representing the board of trustees and not serving as an individual member of the foundation board (for further details see Appendix A from State Ethics Commission discussion).

2. The Maryland Association of Community College (MACC) is governed by a 32-member board of directors that is composed of the president and a trustee from each of the 16 Maryland community colleges. A member of the HCC board of trustees, typically the board chair, serves on the MACC board of directors. If the board of trustee’s chair is not able to serve on the MACC board of directors, s/he shall appoint a trustee from the HCC board to serve on the MACC board of directors.
ARTICLE VII

ARTICLE VII: BOARD EXECUTION AND EVALUATION OF POLICY

Article VII of the board bylaws is pursuant to the Annotated Code of Maryland §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.

A. PRESIDENT

1. 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.

2. 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 parameters adopted by the board.

3. 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.

4. 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 appeal to the president, who shall then notify the board of trustees, if necessary. The board, in its discretion, shall determine whether it will or will not review an employment decision. (Review and see if this belongs here)

5. 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.

B. PLANNING AND BUDGETING

1. Each January, the president shall submit to the board, for preliminary approval, the college's proposed integrated core work and strategic operating plan and 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.

2. The accompanying calendar shall serve as a guide to determine when the board addresses key issues related to the annual schedule for the board to approve decisions of operational and budgetary nature.
### Suggested Timeline for Important Tasks

<table>
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<th>Month</th>
<th>Tasks</th>
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| **August** | • Review of prior year's outcomes  
            • Revision of current year's plan based on funding                                           |
| **September** | • Audit and finance committee and board of trustees discuss capital budget proposal  
              • Review capital budget plan  
              • Report on [core end key performance indicator (core end)]: Strategic Planning          |
| **October** | • Report on [key performance indicator (core end)]: Student and Stakeholder (Customer) Focus  
            • Board of trustees approves capital budget  
            • Board of trustees reviews audit                                                            |
| **November** | • Audit and finance committee discusses operating budget parameters  
              • Report on [key performance indicator (-core end)]: Measurement, Analysis, and Knowledge Management |
| **December** | • Mid-year report from the president  
              • Board of trustees prepares mid-year evaluation of the president                          |
| **January** | • Work session and meeting to review and approve the proposed integrated core work and strategic plan and budget for upcoming year  
              • Mid-term meeting of board chair and president                                               |
| **February** | • Report on [key performance indicator (core end)]: Workforce Focus                              |
| **March**   | • Report on [key performance indicator (core end)]: Operations Focus  
              • Board of trustees should approve auditor at this meeting if it has not done so at a prior meeting |
| **April**   | • Report on [key performance indicator (core end)]: Leadership  
              • Board of trustees approves revised operating budget (if necessary)  
              • Diversity Plan Report                                                              |
| **May**     | • Approval of final plan and budget  
              • Annual report of the president  
              • Review and approval of vision, mission, values, and strategic goals for budget development for year after upcoming year  
              • Approval of benchmarks for the Maryland Higher Education Commission performance accountability indicators ([approximately every five years](#)) |
| **June**    | • Board of trustees gives written evaluation to the president  
              • Board chair meets with president  
              • Board of trustees approves Maryland Higher Education Commission performance accountability plan |

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*Approximately every five years*
C. THE PRESIDENT’S REPORTS AND PERFORMANCE EVALUATION

1. The president shall report on key performance indicators (core ends) annually. The board shall review the Maryland Higher Education Commission (MHEC) Indicators (§11-304 Performance accountability plan) submitted to the state each year.

2. The president shall submit a written report to the board in December and May reflecting information on organizational performance in terms of specific objectives set forth by the board. With advice of members of the board, the board chair shall prepare a written evaluation of the president’s performance within thirty days of reviewing the president’s report.
APPENDIX A

Dual Service on Howard Community College’s Board of Trustees and the Howard Community College Educational Foundation Board, Inc.

Conclusions from a phone call with Suzanne Fox, State Ethics Commission, December 2, 2004, 9:45 am.

Present: Roberta Dillow, Patrick Huddie, Katherine Rensin, Mary Beth Tung, trustees; Mary Ellen Duncan, president; and Erin Marek, executive associate to the president.

Principles Discussed:

- The ethics commission has found non-compensated service on State governing boards to be employment. Public Ethics Law section 15-502 prohibits an employee (in this case a member of the Howard Community College board of trustees appointed by the Governor) from being employed by an entity (sitting on another board – i.e., Howard Community College Educational Foundation) that contracts with this agency (Howard Community College), and further bars any other employment that would impair his impartiality or independence of judgment.

- A member of the board of trustees cannot be appointed to serve as an individual on the foundation board. A member of the board CAN serve as a non-voting ex-officio liaison to the foundation but they must be clear that they are representing the board of trustees and not serving as an individual member of the foundation board.

- **HOWEVER**, if the potential conflict exists prior to the individual’s appointment to the board of trustees (i.e., service on the foundation board occurs prior to board of trustees appointment), and if it is disclosed to the appointing authority (i.e., the Governor) prior to appointment to the board of trustees and the appointing authority sees no conflict of interest, then the individual may serve on both boards until the term that is being served on the foundation board expires. BUT, they must recuse themselves on any issues that have a potential conflict of interest with the Board of Trustees.

- A person who is serving as an individual on both boards should not be the board liaison to the foundation. Instead, another trustee representing the board’s interests should be appointed liaison (non-voting/ex-officio member) if that is so specified in the bylaws.

- University System of Maryland has special legislation waiving the prohibition against dual service.
3 – Status of Response from the Attorney General

Background

The Legislative and Community Relations Committee will review the response, if received, from the State of Maryland Attorney General regarding the bylaws related to trustee involvement in the political process, and the board’s legal authority to require a board member to resign from the board if the board member files for candidacy. The committee members will then discuss and request changes to the bylaws in response to the attorney general’s opinion.

Recommendation

The administration requests that the Legislative and Community Relations Committee review the attorney general’s opinion, if received, suggest revisions as needed, and forward those endorsed revisions to the full board for review and discussion at its January 25, 2017, meeting.
4 – Review of College Governance and Discussion of the Board’s Governance Role

Background

The Legislative and Community Relations Committee will review the college's governance process and will discuss the board's role within that governance process.

Recommendation

This item is for discussion only and requires no action.
5 – Review of Board Policies

Background

The Legislative and Community Relations Committee will begin its review of the board of trustees’ policies.

Recommendation

This item is for discussion only and requires no action unless the committee completes its policies’ review. In that case, the administration requests that the Legislative and Community Relations Committee endorse its revisions and forward those endorsed revisions to the full board for review and discussion at its January 25, 2017, meeting.
Howard Community College
Board of Trustees’ Policies

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- **POLICY TITLE: Core Ends** ......................................................................... 26
  1. Leadership
  2. Strategic Planning
  3. Student and Stakeholder (Customer) Focus
  4. Measurement, Analysis
  5. Workforce Focus
  6. Operations Focus
The board of trustees is the legal repository of authority for the operation of Howard Community College.

The purpose of governance is that the board, on behalf of the citizens of Howard County and the State of Maryland, guarantees the accountability of Howard 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. A self-evaluation of the board, which is conducted on an annual basis as a means of continually improving trustee performance.

2. An effective performance evaluation system for all employees shall be maintained as a means of continually improving employee performance.

3. An institutional effectiveness system, which includes financial, student, program, and human resources information, shall be maintained as a means of improving organizational performance.

4. Internal and external benchmarking data will be a component to measure effective performance and responsiveness to stakeholders.

5. 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 goals.

6. The board shall routinely monitor college achievement against core ends as set forth in the board policy manual.

Drafted: 11/09/1996
Adopted: 02/26/1997
Reviewed: 03/21/1998
Approved: 04/26/2000
Revised: 12/11/2000
Approved: 03/21/2001
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
As delineated in § 16-103 *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 one or more community colleges 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. May, with the president, 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. Shall style its name as “the Board of Trustees of Howard Community College.”


Additionally, the board of trustees:

15. Shall govern the college through written policies, which address ends and presidential limitations.

16. Shall approve changes in bylaws and policies.

Drafted: 11/09/1996
Adopted: 02/26/1997
Reviewed: 03/21/1998
Revised: 04/23/1998
Approved: 01/26/2000
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
Purpose:

The purpose of the Commission on the Future is to identify innovative ideas, emerging issues, and alternatives for the future of Howard Community College (HCC). Objectives for the commission include:

- Identifying innovative ideas and alternatives to be considered in preparing HCC for the future.
- Increasing HCC’s responsiveness to the emerging learning needs of Howard County.
- Establishing a process that will serve as a model for continued citizen participation in helping the college prepare for the future.
- Creating a widely understood and shared vision for the future of HCC.
- Promoting an understanding of the mission of HCC.

Selection of Members:

The commission is comprised of citizens from a variety of backgrounds and industries with interests in the economic, cultural, and educational development of Howard County. Members are appointed by the president in consultation with the board of trustees. Process:

Every fifth year, the commission shall go through an intensive examination of the college, during which it shall meet on a monthly basis during the college’s fall semester. At the conclusion of the intensive examination period, the chair of the commission shall give a final report on the work of the commission to the board of trustees and the college community.

During the intermediate years, the commission shall receive annual updates on the status of recommendations.

Officers:

The chair of the Commission on the Future is appointed by the president in consultation with the board of trustees.
POLICY TITLE: The Board of Trustees and the Commission on the Future

Task Forces:

To facilitate its functions during the extensive review, the commission will develop task forces on various topics of study and appoint Howard County citizens chosen for their expertise and interest in task force topics. The chair will appoint commission members to serve as chairs or members of the task forces. Each task force will meet at will. Recommendations for participants will be made by the college and the board.

The task forces will conduct their inquiry through interviews of key individuals and open forums. They will be encouraged to invite experts to address the issues before the task force, to identify and discuss appropriate readings, and to use web resources, national reports, and local perspectives to ensure a wide range of viewpoints on how the community college should be preparing for the future.

Drafted: 06/13/2003
Adopted: 08/27/2003
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
The Board of Trustees of Howard Community College (HCC) recognizes that the Howard Community College Educational Foundation, Inc. board’s primary responsibility is to build an endowment and raise funds for HCC. The foundation operates as a separate entity and the board of trustees can choose to have no relationship with the foundation board.

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 HCC board liaison should report regularly on the work of the foundation. Additionally, the board of trustees should recognize the work of the foundation board annually.

3. 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.

4. 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.

5. The president should routinely inform the chair of the board of trustees of major gifts and pledges that are $5,000 and above. The board chair formally thanks the donors for major gifts and pledges on behalf of the board of trustees.

6. The trustees should recognize and support the president’s role in fundraising, including an adequately staffed development office, overseen by the president.

7. The HCC board is expected to participate in the foundation’s fundraisers to demonstrate commitment and support.

Adopted: 04/21/1999
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
The college has an obligation to inform trustees, employees, and students about local, state, and federal issues. This must be conducted in a fair, open, non-partisan manner, offering diverse views. As citizens of Howard County, Maryland, all members of the college community are encouraged to register to vote and to encourage students to register to vote.

As such, the board of trustees is especially encouraged to be informed about local and state government and is encouraged to participate in forums and read material about candidates and issues. Trustees may even become more actively involved in the political process, however, they 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, using college staff, etc.). Any involvement in political activity should be as an individual, not as a member of the Howard Community College Board of Trustees and, in any case, may not involve the use of college resources, including, but not limited to, facilities and staff.

2. No board member may use any Howard 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 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. In the event a board member secures any employment that could reasonably be perceived as a conflict of interest; s/he must withdraw from board deliberation, voting, and access to applicable board information, and/or seek a leave of absence during the term of the employment. A leave of absence taken under such circumstances shall not be counted against the trustee’s required meeting
attendance. If the employment is of a permanent nature, the board member must resign.

a. Any board member who takes a leave of absence in excess of twelve months shall be deemed to have resigned from the board.

b. Board members on a leave of absence may receive all publicly available board documents but will not have access to confidential materials.

8. In the event a board member pursues political office, s/he must resign from the board at the time s/he files for candidacy.
The United States must remain a leader in the global community of the 21st century to maintain its educational and economic vitality. The citizenry must be prepared to engage in worldwide activities related to education, business, industry, and social interaction. To ensure the survival and well-being of our communities, it is imperative that community colleges develop a globally and multi-culturally competent citizenry. Howard Community College is strategically positioned and experienced to respond to this educational and economic development imperative by educating and training individuals to function successfully in a multicultural and advanced technological environment that crosses all boundaries of education, communications, language, and business. To meet this challenge, Howard Community College provides:

- internationalized curricula;
- multicultural activities and programs;
- foreign language programs;
- cultural and ethnic studies;
- study abroad programs;
- faculty and student exchange programs;
- professional development;
- technical assistance to other countries and their businesses/industries;
- local/state/national and international forums;
- international student enrollment; and
- other appropriate education and training programs to ensure a well-trained and technically literate workforce, functioning collaboratively with other countries of the world.

Howard Community College is in a strong position to meet these international challenges with a widely dispersed national network committed to accessibility and service to the local community. The board of trustees will actively advocate this international role for Howard Community College and will articulate this mission to the many external publics that Howard Community College serves.

Adopted: 04/26/2000
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014

(The Board of Trustees formally endorsed the American Association of Community Colleges’ (AACC) Policy Statement on International Education at the its November 17, 1999, meeting. That statement was reformatted as Howard Community College board policy and approved on April 26, 2000.)
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;

2. Contributed financially to the college; the type of space named commensurate with the gift; or

3. Contributed significantly to the community over an extended period of time.

No person currently holding elected or appointed office is eligible for naming rights.

Naming of facilities must be in compliance with state and county regulations.

The board of trustees shall be informed of naming opportunities that are part of the fundraising efforts of the Howard Community College Educational Foundation, Inc.

Drafted: 03/10/2005
Adopted: 04/27/2005
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
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.
POLICY TITLE: President’s Role and Constraints

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 of the core ends.
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.

The evaluation of the president shall be based primarily upon the accomplishment of the core 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 core 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 core ends, risk fiscal jeopardy, or fail to show a generally acceptable level of foresight.
6. Provide information to the community, board, or college constituencies that is knowingly untimely, inaccurate, or misleading or omits information that would be perceived by the board as relevant.
7. Fail to develop and publish an ethics policy that is consistent with the board of trustees’ code of conduct and the State of Maryland’s Code of Ethics.
8. Manage the college without written academic and administrative policies and procedures in accordance with the board policies.

9. Fail to report variances in board and academic and administrative policies to the board. Neither alteration of variance reporting nor discouraging of variance reporting is allowed.

10. Fail to take prompt and appropriate action when the president becomes aware of any violation of any laws, regulations, academic and administrative policies, or board policies.

11. Have fewer than two other senior staff familiar with board and presidential issues, plans, problems, processes, and written succession plan; fail to inform the board at such time as there are changes to the succession plan.

Drafted: 11/09/1996
Adopted: 02/26/1997
Reviewed: 03/21/1998
Revised: 04/23/1998
Revised & Approved: 12/15/1999
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
POLICY TYPE: BOARD-STAFF RELATIONSHIP

POLICY TITLE: Monitoring Organizational Performance

Monitoring organizational performance is accomplished through the Howard Community College key performance indicator system (board core ends).

Board core ends are 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 an impartial, 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.
Monitoring presidential performance is synonymous with monitoring organizational performance against board core ends.

1. Annual reports on board core ends shall be issued to the board by the president. The board considers college employees, students, and the community important constituents in the evaluation of board core ends. Input from all constituents will be gathered as part of the evaluation of the board core ends.

2. The president shall prepare a self-evaluation for the board annually for discussion at the June retreat. The board will evaluate the president prior to June 30 each year.
The trustees have three primary expectations of the president:

1. The president will administer the college to meet the core 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 academic and administrative and personnel 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.

Drafted: 06/27/1998
Adopted: 08/26/1998
Revised & Approved: 12/15/1999
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
The president shall create and sustain an environment for teaching, learning, and working that supports the development and realization of human potential and promotes the college’s values. Treatment of and dealing with faculty, staff, students, and persons from the community shall be humane, fair, and dignified.

The president will:

1. Operate with written policies and/or procedures that set forth faculty, staff, 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. Approve no hire of anyone where conflict of interest or perceived conflict of interest may exist, without full board disclosure.

Drafted: 11/09/1996
Adopted: 02/26/1997
Reviewed: 03/21/1998
Revised: 04/23/1998
Revised & Approved: 12/15/1999
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014
With respect to the 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 may not:

1. Authorize purchases for greater than board approved purchasing authorization amounts.

2. Execute non-purchasing agreements of $100,000 or more or renew ongoing agreements without disclosure to the board.

3. Allow the awarding of a single sole source contract of greater than $24,999.99. Cumulative sole source contracts over $24,999.99 will be disclosed to the board. All sole source contracts must meet board approved sole source requirements.

4. Fail to obtain authorization from the board should additional funds be anticipated or be needed for a contract in accordance with limits established in the college’s purchasing procedures and approved at the April 28, 2010, meeting of the board.

5. Fail to disclose the name, position control position, work unit, salary scale, and wage of every “budgeted” (position control) employee at the time of appointment.

6. Fail to disclose the name and earnings of temporary and hourly employees, if requested.

7. Allow an employee wage recommended to be outside of the board approved salary scale.

8. Charge tuition or consolidated fees not approved by the board.

9. Fail to maintain a cost accounting system sufficient for program cost comparisons and comparison of college practices to best practices.

10. Fail to insure 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.
11. Fail to disclose Howard Community College matching dollars for grants during the budget process. The administration shall disclose all grants received.
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 may not:

1. Change his or her own compensation and benefits.

2. Promise or imply employment to faculty for longer than two years, or other employees or contract workers for more than one year, and no employment shall be guaranteed.

3. Establish current compensation and benefits, which create obligations over a longer term than revenues can be safely projected.

4. Fail to disclose, to the board, any permanent change in any employee’s compensation, other than the annual salary increase approved by the board.

Drafted: 11/09/1996
Adopted: 02/26/1997
Reviewed: 03/21/1998
Revised: 04/23/1998
Revised: 08/25/1999
Revised & Approved: 12/15/1999
Revised & Approved: 10/22/2008
Reviewed: 03/26/2014
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. Federal and state laws restrict the manner in which personal property and improvements acquired through tax-exempt bonds, leases, and similar governmental financing transactions may be used. 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 and board authorization.

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

The president may not:

1. Fail to insure 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. Allow unbonded personnel access to material amounts of funds.

3. Allow facilities and equipment to be improperly used or maintained.

4. Unnecessarily expose the organization, its board, or staff to claims of liability.

5. Make any purchase or commit the organization to a purchase greater than the authority approved by the board at its April 28, 2010, meeting.

6. Recommend or make any purchase of new goods or services: a) which is not in accordance with state law and board policy; and b) wherein a conflict of interest or appearance of conflict of interest has not been fully disclosed to the board.

7. Receive, process, or disburse funds under controls that are insufficient to meet board or board-appointed auditor standards.

8. Invest or hold operating capital in violation of approved investment policy.

9. Acquire, encumber, lease, or dispose of real property without board disclosure and authorization.
10. Make any purchase or award any contract where a conflict of interest exists.

11. Fail to maintain an inventory of real properties and capital equipment of value greater than $5,000 owned by the organization.

12. Fail to protect the college’s trademarks, copyrights, intellectual property, critical information, and files from loss or damage.

13. Fail to annually review, with each cost administrator, measures to prevent fraud, waste, and misuse of college assets.

14. Allow facilities and equipment to be subjected to improper use or for personal benefit.

15. Allow the services of college employees to be used for private gain without fair and reasonable remuneration and disclosure to the board.

16. Acquire, encumber, lease, or dispose of real property without achieving fair compensation for the same and board authorization.

17. Fail to protect college assets from diminishing in value outside of reasonable depreciation and normal wear and tear.

18. Endanger the college’s public image or credibility, particularly in ways that would hinder the accomplishment of its mission.

19. Enter into self-dealing or self-serving agreements or agreements that appear to be self-dealing or self-serving.
The president may not cause or allow financial planning for any fiscal period to deviate from core ends, risk fiscal jeopardy, nor fail to show a generally acceptable level of foresight.

The president may not cause or allow budgeting which:

1. Contains insufficient information to enable the board to: a) accurately project revenues and expenditures; b) separate capital and operational items; c) project cash flow; and d) understand planning assumptions.

2. Is not based upon the board-approved planning goals.

3. Is not at the fund level (e.g., fund 10, 11, 12…) and function level.

4. Does not present program budget information, comparison data, and best practices.

5. Fails to provide the annual funds for board operations.

6. Proposes a capital and operating budget that deviates from core ends and board budget guidelines.

7. Proposes a budget that does not have a broad base of input.

8. Endangers the fiscal soundness of future years or ignores the building of organizational capability sufficient to achieve ends in future years.

9. Does not properly classify revenues and expenditures and that budgeted amounts reflect expected revenues and expenditures.

10. Fails to control expenditures based upon the board-adopted budget.

11. Fails to disclose amendments to funds and functional budget categories.

12. Fails to provide the board detailed financial information that the board, its auditor, or its consultants require.
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 bylaws, board policies, academic and administrative policies, and academic and administrative 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 academic and administrative and personnel policy or procedure.

8. Supply the board with diversity of opinions and perspectives in order that the board can make fully informed board-realm decisions.

9. Make information available related to resources expended or allocated.

10. Make amendments to the academic and administrative and human resources policies or procedures available.

Adopted: 02/26/1997  Revised & Approved: 10/22/2008
Reviewed: 03/21/1998  Revised & Approved: 04/30/2014
Revised: 04/23/1998
Howard Community College’s (HCC) key performance indicator system (core ends) aligns with the Malcolm Baldrige educational excellence criteria categories 1-6 (note: Baldrige category 7 - Results - are reported with the pertinent section). The core ends include the mandated Maryland Higher Education Commission (MHEC) state indicators. It is acknowledged that some of the chart specifics may shift as the Baldrige criteria, HCC indicators, and MHEC indicators are subject to periodic revision. The administration will denote any such modifications as the reporting cycle progresses and will conduct appropriate research to provide data for these measures. Annual reports on each of the core ends are issued to the board of trustees by the president.

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<td>HCC - Job satisfaction; Annual workforce report</td>
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<td>HCC - Selected internal survey questions such as “Opportunity for job training Safe workplace; Employee appraisal process,” etc.</td>
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<td>MHEC - Percent minorities of full-time faculty</td>
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<td>MHEC - Percent minorities of full-time administrative / professional staff</td>
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<th>*<em>6. Operations Focus</em></th>
<th>HCC score v. external quality award evaluation for this Baldrige category</th>
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<td>a. Credit enrollment</td>
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Adopted: 05/26/2004
Revised & Approved: 10/22/2008
Revised & Approved: 04/30/2014

28
6 – Next Steps

Background

The Legislative and Community Relations Committee will identify its next steps for review of the board of trustees’ policies.

Recommendation

This item is for discussion only and requires no action.