

**ST. CLAIR COUNTY COMMUNITY COLLEGE  
BOARD OF TRUSTEES  
*Minutes of Regular Meeting Held January 8, 2015***

**CALL TO ORDER:**

Chairman DeGrazia called the Regular Meeting to order at 4:38 pm.

**AT ROLL CALL:**

Members Present

at Roll Call: Nicholas DeGrazia, John Ogden, John Adair, David Oppliger, Robert Tansky

Members Absent

at Roll Call: Denise Brooks, James Relken

Also Present: Dr. Kevin Pollock; Karl Tomion/Kathy Lomako/Amy Malmer – SEMCOG presenters

**AGENDA ADOPTION:**

It was moved by Mr. Adair, seconded by Mr. Ogden, to adopt the agenda as presented.

Motion carried: 5-0

**APPROVAL OF MINUTES:**

It was moved by Mr. Adair, seconded by Mr. Tansky, to approve the minutes of the regular meeting held December 11, 2014 as printed and circulated.

Motion carried: 5-0

**FINANCIAL REPORTS:**

Chairman DeGrazia noted that the December 2014 financial reports had been provided to the Board.

**COMMUNICATIONS & PETITIONS: N/A**

**REPORT AND RECOMMENDATIONS OF THE PRESIDENT OF THE COLLEGE**

**1. INFORMATIONAL ITEMS & PRESENTATIONS: N/A**

**2. ACTION ITEMS:**

**Acceptance of Gifts**

It was moved by Mr. Adair, seconded by Mr. Ogden, to accept with appreciation the following gifts:

- \$750 from Kirk and Sheryl Kramer of Fort Gratiot for Friends of the Arts;
- \$750 from Kirk and Sheryl Kramer of Fort Gratiot for athletics;
- Two (2) tickets to Detroit Lions game with transportation and (4) four tickets to Detroit Tigers game from Preferred Charter Service, LLC for athletic department raffle.

Motion carried: 5-0

**OLD BUSINESS: N/A**

**NEW BUSINESS:**

**SEMCOG Membership Presentation**

SEMCOG representatives provided an overview of membership benefits. No action was taken by the Board with regard to this agenda item.

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**Page 2.**

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**Updates to Board Governance Manual**

It was moved by Mr. Adair, seconded by Mr. Tansky, to revise the Board Governance Manual as proposed and as attached, with all references to "ENDS" replaced with "AREAS OF FOCUS".

Motion carried: 5-0

**STAFF CHANGES:** N/A

**TRUSTEE REPORTS:** N/A

**CLOSED SESSION:**

It was moved by Mr. Adair, seconded by Mr. Ogden, to enter into closed session at 5:12 pm for the purpose of discussing MAHE negotiations.

Motion carried: 5-0

**RETURN TO OPEN SESSION:**

It was moved by Mr. Tansky, seconded by Mr. Ogden, to return to open session at 5:59 pm.

Motion carried: 5-0

**ADJOURNMENT:**

It was moved by Mr. Tansky, seconded by Mr. Oppliger, to adjourn the regular meeting at 5:59 pm.

Motion carried: 5-0

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Respectfully submitted,

Certified by,

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Mary L. Hawtin  
Board Secretary

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Nicholas DeGrazia  
Chair

**ST. CLAIR COUNTY COMMUNITY COLLEGE**  
**BOARD GOVERNANCE MANUAL**

*Adopted: April 12, 2012*  
*Revised: January 8, 2015*

**ST. CLAIR COUNTY COMMUNITY COLLEGE  
BOARD GOVERNANCE INDEX**

**I. MISSION, VISION, and AREAS OF FOCUS**

The board has defined a mission, vision, and goals to be met and measured throughout the year. These goals are identified as AREAS OF FOCUS of the Board. In effect, these AREAS OF FOCUS define the key elements of the College's strategic plan to achieve its mission and vision.

The means to fulfill these AREAS OF FOCUS are delegated to the chief executive officer.

A. Mission, Vision, and AREAS OF FOCUS ..... p. 4

**II. GOVERNANCE PROCESS**

These corporate bylaws and Board policies clearly spell out the role of the Board and how the Board will conduct its business. They define its governing style, job description (as a whole and for the officers of the Board), and how it will operate, including setting standards of conduct to ensure there is no conflict of interest in all operations and decisions.

A. Bylaws..... p. 5  
B. Governance Commitment ..... p. 10  
C. Governing Style..... p. 11  
D. Board Job Description..... p. 13  
E. Role of the Chair and Vice Chair..... p. 14  
F. Replacement of Trustee upon Resignation..... p. 16  
G. Trustee Orientation ..... p. 17  
H. Board Planning and Agenda ..... p. 18  
I. Ad Hoc Committee Principles ..... p. 19  
J. Board Member's Code of Conduct..... p. 20  
K. Conflict of Interest ..... p. 22  
L. One Voice: Board-Staff-Citizen-Media Relationship .... p. 24  
M. Standards of Practice..... p. 25

**III. BOARD-STAFF RELATIONSHIP**

The staff-board linkage policies define the relationship of the Board to the President, as well as the President to the Board. These policies include delegating specific authority from the Board to the President, the Board's role in evaluating the President, and establishing the job description of the President.

A. Delegation to the President..... p. 26  
B. President's Job Description..... p. 27  
C. Monitoring Presidential Performance ..... p. 28

**IV. EXECUTIVE LIMITATIONS**

These policies articulate the boundaries of acceptability that the chief executive officer (the President) must adhere to as he/she manages the affairs of the institution.

A. General Executive Constraint ..... p. 29  
B. People Treatment ..... p. 30  
C. Compensation and Benefits ..... p. 31  
D. Budgeting and Forecasting..... p. 32  
E. Financial Condition ..... p. 33

F. Asset Protection ..... p. 35  
G. Communication and Counsel to the Board ..... p. 36  
H. Emergency Executive Session ..... p. 37

**V. MONITORING REPORTS**

Context ..... p. 38

**ST. CLAIR COUNTY COMMUNITY COLLEGE**

**BOARD POLICY – MISSION, VISION, and AREAS OF FOCUS**

**MISSION:**

Our mission is to maximize student success.

**VISION:**

Create an academic and cultural environment that empowers students to succeed.

In light of its mission and vision, the St. Clair County Community College Board of Trustees seeks to achieve the following AREAS OF FOCUS:

**AREAS OF FOCUS:**

- I. WE FOCUS ON OUR STUDENTS
- II. WE FOCUS ON TEACHING AND LEARNING
- III. WE FOCUS ON THE NEEDS OF OUR EXTERNAL STAKEHOLDERS
- IV. WE FOCUS ON THE NEEDS OF OUR INTERNAL STAKEHOLDERS
- V. WE FOCUS ON INSTITUTIONAL SUSTAINABILITY

**Office Responsible:** President

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**BYLAWS****ARTICLE I - MEETINGS****Section 1. Regular Meetings.**

Regular meetings of the Board of Trustees of St. Clair County Community College shall occur once per month. The Board of Trustees, by resolution, shall establish the date, time and location of meetings of the Board of Trustees in compliance with Section 4 of the Bylaws.

**Section 2. Special Meetings.**

Special meetings of the Board of Trustees may be called by the Chairman or by any two members of the Board provided there is compliance-with the notice provisions contained in Article I, Section 4 C of these Bylaws. No business shall be transacted at any special meeting except that which is designated in the written notice of the meeting.

**Section 3. Emergency Meetings.**

In the event of a severe and imminent threat to the health, safety or welfare of the College, its employees or students, any member of the Board may call an emergency session provided two-thirds of the members of the Board concur that delay would be detrimental to efforts to lessen or respond to the threat. No notice of any emergency meeting shall be required.

**Section 4. Notice of Meetings.**

A. Regular Meetings. Within ten days after the first Board meeting in each calendar year, the Board shall cause to be posted at the Main Building and the Citizens First M-TEC Building and such other places as it may direct, a notice listing the date, time and place of each regularly scheduled meeting of the Board. The notice shall also contain the name and address of the College and its telephone number.

**B. Change of Regular Meetings.**

Within three days after the Board adopts a resolution changing the date, time or place of a regularly scheduled meeting, a notice stating the date, time and place of the rescheduled meeting, as well as the name, address and telephone, number of the College, shall be posted at the Main Building and the Citizens First M-TEC Building and such other place as the Board may determine. Said notice shall be reposted at least 18 hours before the rescheduled meeting.

**C. Special Meetings.**

A notice of any special meeting stating the date, time and place of such meeting and the business to be transacted thereat as well as the name, address and telephone number of the College shall be posted at least 18 hours before said special meeting at the Main Building and the Citizens First M-TEC Building and such other places as the Board may determine. A copy of said notice shall be served upon each member of the Board by any responsible person in the following manner:

(1) Delivering the notice to the member personally at least 24 hours before said meeting is to take place; or

(2) Leaving the notice at the member's residence with some person of the household at least 24 hours before said meeting is to take place; or

(3) Depositing the notice in a government mail receptacle enclosed in a sealed envelope plainly addressed to such member at his last known address at least 48 hours before said meeting is to take place.

D. Furnishing Notice to Others.

Upon the written request of an individual, organization, firm or corporation, and upon the requesting party's payment of yearly fee of not more than the reasonable estimated cost for printing and postage of each notice as shall be determined annually by the business office of the College, the College shall send to the requesting party by first-class mail a copy of any notice required by these Bylaws. The news media shall be entitled to receive, at their request, copies of all notices free of charge.

Section 5. Recess.

Any meeting of the Board may be recessed to another time and place. Any meeting which is recessed for more than 36 hours shall be reconvened only after a notice stating the date, time and place of the recessed meeting as well as the name, address and telephone number of the College has been posted at the Main Building, the Citizens First M-TEC Building and such other place as the Board may determine for at least 18 hours prior to the time the meeting is to be reconvened.

Section 6. Addressing the Board.

The Board of Trustees will not permit addresses by parties at interest in matters currently in litigation, arbitration or negotiation, at a public open meeting when communications through other channels are more appropriate. Except as provided above, any member of the Board of Trustees or any other person may submit items to be included on the agenda of the regular meeting of the Board of Trustees, provided that the request for such items is made no later than 12 o'clock noon on the Tuesday preceding such regular meeting, and provided that such items are set-forth in written detail in such request.

Any person will be permitted to speak to any item on the agenda except as provided above. When persons request placement on the agenda to address the Board, it will be the policy of the Board to limit such addresses to assure that all will be able to speak and that the business of the Board may be conducted on a timely basis.

During the regular meeting agenda item D. Citizens' Comments, there will be an opportunity for any person to address the Board for up to three minutes on any subject related to the College, except as provided above, without prior placement on the agenda. (A portion of this paragraph was updated to comply with the 09/10/09 board action which amended the regular order of business; see Article II, Section 3.)

## ARTICLE II - PROCEDURE OF MEETINGS

### Section 1. Procedure at Meetings.

A majority of the Board of Trustees shall constitute a quorum, but no legal action may be taken without the affirmative vote of a majority of the members elect. A number less than a quorum may adjourn a meeting from time to time until a quorum is present.

#### A. Closed Meetings.

The Board may meet in a session closed to the public under the following circumstances:

- To consider the dismissal, suspension or disciplining of, or to hear complaints or charges brought against an officer, employee, staff member or individual agent of the College, when the named person requests a closed hearing.
- To consider the dismissal, suspension or disciplining of a student when the student or the student's parent or guardian requests a closed hearing.



- For strategy and negotiation sessions connected with the negotiating of a collective bargaining agreement when either negotiating party requests a closed hearing.
- Upon a two-thirds roll call vote of the members of the Board to consider the purchase or lease of property up to the time an option to purchase or lease that real property is obtained.
- Upon a two-thirds roll call vote of the members of the Board to consult with its attorney regarding trial or settlement strategy in connection with specific pending litigation only when an open meeting would have a detrimental financial affect on the litigation or settlement position of the College.
- Upon a two-thirds roll call vote of the members of the Board to review the specific contents of an application for employment or appointment to a position within the College when the candidate has requested that the application remain confidential.
- Upon a two-thirds roll call vote of the members of the Board to consider material exempt from discussion or disclosure by state or federal statute.

## Section 2.

In the absence of the Chairman, the Vice Chairman shall serve as acting-Chairman. If both the Chairman and Vice-Chairman are absent, the Board shall appoint one of its members to serve as acting-Chairman.

## Section 3.

The regular order of business shall be as follows:

- A. Pledge of Allegiance
- B. Roll Call
- C. Adoption of Agenda
- D. Citizens' Comments
- E. Minutes of Previous Meeting
- F. Report of the Treasurer
- G. Communications and Petitions
- H. Report and Recommendations of the President of the College
- I. Old Business
- J. New Business
- K. Staff Changes
- L. Reports
  1. Student
  2. Staff
  3. Trustee
- M. Hearings
- N. Adjournment

When appropriate, Closed Sessions may be added to the Board's agenda immediately preceding the adjournment. When a Closed Session is added to an agenda, the agenda shall state the reason for the requested Closed Session.

## ARTICLE III - RULES OF ORDER

### Section 1. Rules of Order.

Any and all questions arising, not provided for by specific rule or law, shall be decided according to the parliamentary laws and usages for the government of deliberate bodies, as given in the current edition of Roberts Rules of Order, Revised.

## ARTICLE IV – DUTIES

### Section 1. Officers.

The Board of Trustees shall elect a Chairman, a Vice-Chairman, a Secretary and a Treasurer. No officers other than the Chairman and Vice-Chairman need be a member of the Board. The offices of Treasurer and Secretary may be combined.

#### Section 2. Chairman.

The Chairman, or acting-Chairman, shall preside at all meetings of the Board, appoint all committees except where the Board of Trustees shall otherwise order, sign all contracts, represent the Board at official community and college functions, sign communications from the Board of Trustees except where the Board shall otherwise order, and perform such other duties as may be prescribed by law or regulations or delegated to him from time to time by the Board of Trustees.

#### Section 3. Vice-Chairman.

The Vice-Chairman of the Board of Trustees shall perform the duties of the Chairman in his absence, countersign legal documents and contracts, and shall perform other functions requested or directed by the Board of Trustees.

#### Section 4. Treasurer.

The Treasurer shall, before entering upon the duties of his office, furnish a surety bond to the Board with a company and in an amount satisfactory to the Board, shall be responsible for the custody of all monies belonging to the District and for paying out the same. He shall report to the Board as often as it shall direct concerning monies received and paid out, and the conditions of the various funds of the St. Clair County Community College, and perform such other duties as may be prescribed by law or regulations or delegated to him from time to time by the Board of Trustees.

#### Section 5. Secretary.

##### A. General Duties.

The Secretary shall be responsible for giving proper notice of all meetings as hereinbefore set forth, shall record and sign the minutes of all meetings of the Board as hereinafter set forth, shall provide for all legal notices, shall read to each member of the Board an agenda for the meeting and shall execute such documents and reports as may be directed by the Board. The Secretary shall perform such other duties as may be prescribed by law and as may be delegated from time to time by the Board.

##### B. Minutes of an Open Meeting.

The Secretary shall keep minutes of each meeting showing the date, time, place, members present, members absent, any decisions made at a meeting open to the public, and the purpose or purposes for which a closed session is called. The minutes shall include all roll call votes taken at the meeting. Proposed minutes shall be available for public inspection not later than eight business days after the meeting to which the minutes refer. Approved minutes shall be available for public inspection not later than five business days after the meeting at which the minutes are approved. The minutes shall be available for inspection at the business office in the Main Building, 323 Erie Street, Port Huron, Michigan, and shall be available for purchase at a fee estimated by the business Office to cover the cost of printing and copying.

##### C. Minutes of Closed Meetings.

The Secretary shall keep separate minutes of each closed meeting of the Board. These minutes shall be retained by the Secretary of the Board but shall not be available to the public and shall only be disclosed if required by a civil action filed under Sections 10, 11 or 13 of Act No. 267 of the Public Acts of 1976. These minutes may be destroyed one year

and one day after approval of the minutes of the regular meeting at which the closed session was called.

#### Section 6.

Any officer of the Board may be removed from office by a two-thirds vote of the members elect of the Board.

#### Section 7.

The Board may create, appoint to, remove from and abolish such other offices and positions as it shall deem necessary for the efficient administration of the St. Clair County Community College and the carrying out of the duties of the Board.

### ARTICLE V

#### Section 1.

The Board of Trustees shall act as a collective body and individual members shall assume no authority to act independently without the prior approval and direction of the Board.

#### Section 2.

No member of the Board shall have any financial or professional business with the College by which he shall receive any pecuniary reward or compensation out of the funds of the College, but each Trustee, in the discretion of the Board, shall be reimbursed for reasonable and necessary expenses incurred in the discharge of his official duties.

### ARTICLE VI

#### Section 1.

The Board of Trustees may establish standing committees by a majority vote of the Board of Trustees ("Standing Committees") which shall include, but not be limited to, a finance and governance committee. Standing Committees shall be comprised of three (3) Trustees appointed by the Chair of the Board of Trustees. Members of Standing Committees shall be authorized to study issues within the area of responsibility of the Standing Committee and make recommendations to the Board of Trustees but shall not be authorized to bind the Board of Trustees on any matter. In the event a member of the Board of Trustees who is not a member of a Standing Committee wishes to attend the committee meeting, they shall notify the Standing Committee in advance and the meeting shall be posted as a public meeting in accordance with the Open Meetings Act.

### ARTICLE VII

#### Section 1. Amendments.

These Bylaws may be altered, repealed, amended or added to at any regular meeting of the Board of Trustees or at any special meeting called for that purpose by a majority vote of all members of the Board of Trustees. Notice of intention to move for such amendment or change shall be filed with the Secretary and read by him to the Board of Trustees at the previous regular meeting of the Board, provided each member of the Board shall have been furnished with a copy of the proposed amendment on change at least ten days prior to the meeting at which such amendment or change is to be acted upon.

### ARTICLE VIII

#### Section 1. Suspension of Bylaws.

With the exception of Article I, Sections 1 through 5, Article II, Section IA, and Article IV, Section 5, these Bylaws may be suspended at any special or regular meeting of the Board by affirmative vote of five members and such action shall apply to that meeting only. [End of By-laws]

**Revised: August 9, 2012**

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**GOVERNANCE COMMITMENT**

The Board of Trustees will govern St. Clair County Community College in accordance with the U.S. Constitution, federal and state statutes, corporate bylaws and self-imposed policies.

1. The Board will always act in the best interest of the College and the community it serves.
2. The Board is committed to student success, ensuring that educational programs and other services of the College shall be of high quality and available to all people.
3. The Board is committed to uncompromised professionalism and ethics of its members.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**GOVERNING STYLE**

The St. Clair County Community College Board of Trustees will govern with a style that emphasizes the mission, vision, and empowerment of both the Board of Trustees and people who work at the institution. This model of governance allows the Board to focus on the real business of governance: creating, sustaining, and fulfilling the vision of the institution, while setting broad operational parameters for the chief executive officer.

The Board will govern in a way that emphasizes outward vision rather than an internal preoccupation, encourage the diversity of viewpoints, and provide strategic leadership rather than administrative detail. Further, the Board will ensure a clear distinction between Board and Presidential roles, seek collective rather than individual decisions, focus on the future rather than past or present, and govern proactively rather than reactively.

More specifically, the Board will:

1. Operate in all ways mindful of its trusteeship obligation to the public. It will allow no officer, individual Trustee, or committee of the Board to prevent its fulfilling this commitment.
2. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, policy-making principles, respect of roles, speaking with one voice, and ensuring the continuity of governance capability. Continual development will include orientation of new members in the Board's governance process, periodic Board discussion of process improvement, regular policy review, Board self-evaluation, review of related literature, and conference attendance.
3. Collaborate and share all information among all Board members that directly relates to the operations and future direction of the institution.
4. Direct, control, and inspire the College through the careful establishment of the broadest organizational policies reflecting the Board's values and perspectives. The Board's major focus will be on the intended long-term impacts outside the operating organization (AREAS OF FOCUS), not on the administrative or programmatic means of attaining those effects (Means).
5. Cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be an initiator of policy, not merely a reactor to staff initiatives. The Board will use the expertise of individual Trustees to enhance the work of the Board as a body, rather than to substitute their individual judgments for those of the Board, as a whole.
6. Monitor and discuss the Board's process and performance regularly. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Staff Relationship categories.

7. Seek appropriate input from various sources including staff, students, alumni, employers, and other community members on the establishment or revision of Board AREAS OF FOCUS where appropriate.
8. Make decisions, to the extent possible, on a consensus basis. This means to hear all points of view and then make the decision that is in the best interest of the students and communities the College serves.

**ST. CLAIR COUNTY COMMUNITY COLLEGE**

**BOARD POLICY – GOVERNANCE PROCESS**  
**BOARD JOB DESCRIPTION**

The job of the Board is to represent the community in determining and demanding appropriate organizational performance. To distinguish the Board's own unique role from the responsibilities of the President and staff, the Board will concentrate its efforts on the following responsibilities.

1. Serve as the link between the College and the community it serves.
2. Enact written governing policies that at the broadest levels, as provided under statutory authority, address:
  - A. AREAS OF FOCUS: College services, impacts, benefits, outcomes, recipients and their relative worth (what good for which needs at what cost). AREAS OF FOCUS include College mission, vision, values, goals, and priorities.
  - B. GOVERNANCE PROCESS: Specification of how the Board conceives, carries out, and monitors its own tasks.
  - C. BOARD-PRESIDENT RELATIONSHIP: How authority is delegated, its proper use monitored, and the President's authority and accountability.
  - D. EXECUTIVE LIMITATIONS: Constraints on executive authority, which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
  - E. MONITORING REPORTS: Monitor institutional performance and the President's performance in relation to established Board AREAS OF FOCUS and Executive Limitations.
3. Promote a positive image for the College.
4. Serve as an advocate for the institution with state and local governing bodies and other public and private entities that may assist in furthering the mission of the College.
5. Conduct an annual audit of all financial records of the College as required by law.
6. Appoint ad hoc committees that are advisory in nature and only make recommendations. All decisions; actions; and dispositions upon any motion, proposal, recommendation, resolution, order, or other measure shall require a vote by the Board at a Regular or Special meeting. Committee members shall consist of three or fewer Trustees appointed by the Chair and subject to approval by the full Board.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**ROLE OF THE CHAIR AND VICE CHAIR**

The responsibilities of the Chair are, primarily, the integrity of the Board's process and, secondarily, occasional representation of the Board. The Chair is the only Board member authorized to speak for the Board (beyond simply reporting Board decisions), other than in rare and specifically authorized instances.

1. The Chair shall ensure that the Board and individual Board members act consistent with the Board's own rules and policies and those legitimately imposed upon the Board from outside the College.
  - A. The Chair shall preside at board meetings in an efficient and effective manner and shall set the general tone for each meeting through positive leadership.
  - B. Discussion at the Board meetings will be on those issues, which, according to Board policy, belong to the Board to decide, not the President.
  - C. Deliberation will be fair, open, and thorough, but also efficient, timely, orderly, and to the point.
  - D. The Chair will attempt to develop a consensus by the Board members on Board decisions. The Chair will stimulate discussion among the Board members.
  - E. The Chair shall ensure that the other Board members are informed of current and pending Board issues and processes.
  - F. The Chair shall appoint members of committees established by the Board.
  - G. The Chair is responsible for Board discipline as it relates to Board policy.
2. The authority of the Chair consists in making decisions that fall within the topics covered by Board policies on Governance Process and Board-Staff Relationship, except where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
3. The Chair shall sign legal documents and contracts.
4. The Chair has no individual authority to make decisions about policies created by the Board within AREAS OF FOCUS and Executive Limitations policy areas.
5. The Chair has no individual authority to supervise or direct the President.



The Vice Chair shall be responsible for the following:

1. Preside at meetings of the Board in the absence of the Chair.
2. Countersign legal documents and contracts.
3. Succeed to the office of Chair if such office becomes vacant until the Board shall elect a new Chair.

**ST. CLAIR COUNTY COMMUNITY COLLEGE**  
**BOARD POLICY – GOVERNANCE PROCESS**  
**REPLACEMENT OF A TRUSTEE UPON RESIGNATION**

**Policy**

Upon the resignation of a Trustee, the following steps will occur:

1. Set special meeting for 3 days following receipt of resignation;
2. Publicly announce invitation to apply for appointment to vacancy on board of trustees; publish in newspapers; issue press release to media outlets;
3. Set date for special meeting 25 days after effective date of resignation (this would allow an additional 5 days before the 30 day deadline in the event no selection is made);
4. Set deadline for 10 days for applicants to submit letter of interest and resume or other supporting documentation;
5. Disseminate applications to all trustees;
6. Issue press release to media outlets the names of the applicants;
7. Notify all applicants of date of special meeting with indication that they may attend the special meeting and will be allowed 3 minutes to address the Board;
8. Notify college affiliated groups (faculty, staff, students, Alumni, Foundation, etc. etc.) of names of applicants and date of special meeting and remind them of the opportunity to address the Board during public comments section of the agenda;
9. Board votes; if applicant is selected, the process is completed; if applicant is not selected, Board discusses and takes action on procedures to be completed within the next 5 days.

Approved by Board of Trustees – October 13, 2010

**ST. CLAIR COUNTY COMMUNITY COLLEGE**

**BOARD POLICY – GOVERNANCE PROCESS**  
**TRUSTEE ORIENTATION**

**Policy**

Before or upon the seating of a new Trustee, the following orientation process will be carried out:

- An orientation binder will be provided.
- A meeting with Board Chair will occur.
- A meeting with College President will occur.
- A campus tour will be provided.
- A Trustee mentor will be assigned.

Approved by Board of Trustees – October 13, 2010

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**BOARD PLANNING AND AGENDA**

The Board will carry out its responsibilities using a governance style consistent with Board policies by (a) reviewing AREAS OF FOCUS annually, (b) holding an annual planning session each fiscal year with the primary focus of the implementation and progress review of strategic initiatives including the review of the College's five-year planning model, (c) following an agenda at its regular monthly meetings that implements the Board policy on Governing Style, and (d) continually improving its performance through Board education and deliberation.

1. The agenda for all Board meetings will be directed by the Chair after consultation with the President and based on input from other Board members. The agenda will be delivered to the Board at least seven days before the meeting.
2. Education, input, and deliberation will be paramount in structuring meetings and other Board activities.
3. The Board shall hold quarterly retreat sessions, one of which will be an annual planning session. The goal of this planning session will be to review the mission and AREAS OF FOCUS of the College, budget parameters, review and adjust monitoring criteria, and develop subjects for Board discussion and action during the following year.
4. The College budget will be approved by the Board each fiscal year. Revised budgets will be submitted to the Board for approval as necessary during the fiscal year but not more often than quarterly.
5. Board policies and policy revisions will not be adopted until they have been considered at a minimum of two meetings, unless Board action waives this requirement and immediate effect is authorized.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**AD HOC COMMITTEE PRINCIPLES**

Board committees are not authorized under the Bylaws. Ad hoc committees may be established that have no more than three trustees as members and that have responsibility only within specific directives from the Board and are limited by time.

Ad hoc committees will operate so as to minimally interfere with the wholeness of the Board's job and so as never to interfere with delegation of authority from the Board to the President. Ad hoc committees will be used sparingly.

1. Ad hoc committees ordinarily will assist the Board by preparing policy alternatives and their related implications for Board deliberation. They are not to be created by the Board to advise staff.
2. Ad hoc committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated not to conflict with authority delegated to the President.
3. Ad hoc committees cannot exercise authority over staff. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
4. Ad hoc committees dissolve when the Board accepts the report.
5. This policy applies only to ad hoc committees formed by Board action, whether or not the committees include non-board members. It does not apply to committees formed under the authority of the President.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**BOARD MEMBER’S CODE OF CONDUCT**

The Board expects ethical conduct by itself and its members. This expectation includes proper use of authority and appropriate decorum whether in a group or individual behavior when acting as a Board member.

1. Board members must maintain unconflicted loyalty to the interests of the residents of the College service area. This accountability supersedes any conflicting loyalty such as that to advocate or to support specific interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any Board member acting as an individual consumer of College services.
2. Board members must adhere to the College’s conflict of interest policy. In that spirit, the following standards should apply:
  - A. A Trustee shall use personnel resources, property, and funds under the Trustee’s official care and control judiciously and solely in accordance with prescribed constitutional, statutory, and regulatory procedures and not for personal gain or benefit.
  - B. A Trustee shall not solicit or accept a gift or loan of money, goods, services, or other thing of value for the benefit of a person or organization, other than the College, which tends to influence the manner in which the Trustee or another public officer or employee performs official duties.
  - C. A Trustee shall not engage in a business transaction in which the Trustee may profit from his or her official position or authority or benefit financially from confidential information, which the Trustee has obtained or may obtain by reason of that position or authority.
  - D. A Trustee shall not engage in or accept employment or render services for a private or public interest when that employment or service is incompatible or in conflict with the discharge of the Trustee’s official duties or when that employment may tend to impair his or her independence of judgment or action in the performance of official duties.
  - E. A Trustee shall not participate in the negotiation or execution of contracts, making of loans, granting of subsidies, fixing of rates, issuance of permits or certificates, or other regulation or supervision relating to a business entity in which the Trustee has a financial or personal interest.

3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
  - A. Board members' interaction with the President, or with staff, must recognize the lack of authority in any individual Board member or group of Board members except as noted above.
  - B. Board members must adhere to the One Voice Policy. A Board member's interactions 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. The Board, on matters of policy, shall speak with one voice (Chair). On matters of opinion, any individual expressing such opinion shall state clearly that it is that Trustee's opinion or comment, and not the Board of Trustees opinion or comment.
  - C. Board members will make no judgments of the President's or staff's performance except as that performance is assessed against explicit Board policies.
4. Board members shall consider community college publications and participate in educational activities and professional development, including state, regional and national meetings, to enhance their ability to serve effectively as members of the College's governing Board.
5. Board members will not permit themselves to be used to circumvent established lines of authority or interfere in the normal procedures for the processing of complaints or grievances within the College.
6. A Trustee shall not divulge to an unauthorized person confidential information acquired by reason of his/her position or authority in advance of the time prescribed for its authorized release to the public. Board members will not violate confidentiality, including discussions that occur at legally held, closed meetings of the Board.
7. Board members will not present an item for action or discussion at a Board meeting that is not on the agenda.

This policy includes the standards in the policy adopted by the Board of Trustees of St. Clair County Community College on June 9, 2011.

## ST. CLAIR COUNTY COMMUNITY COLLEGE

### BOARD POLICY – GOVERNANCE PROCESS CONFLICT OF INTEREST

#### **Policy**

The purpose of this Conflict of Interest policy is to protect the College's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a trustee or officer of the College. This policy is intended to supplement but not replace any applicable laws governing conflicts of interest.

#### **Administration**

1. This Policy shall apply to any trustee, officer, or member of a committee of the Board of Trustees with delegated powers (hereinafter referred to as "College Official").
2. A "College Official" shall be considered to have a "Financial Interest" in a contract if the contract is between the College and any of the following:
  - (a) The College Official;
  - (b) Any firm in which the College Official has an ownership interest, a potential ownership interest, or an investment interest;
  - (c) Any firm in which the College Official has a compensation arrangement or a potential compensation arrangement; or
  - (d) Any trust of which he or she is a beneficiary or a trustee.
3. A "Conflict of Interest" shall exist when the private interests of a College Official are likely to influence the judgment of the College Official in the performance of his or her duties or responsibilities.
4. The fact a College Official may have a Financial Interest does not necessarily mean the College Official has a Conflict of Interest. The determination of whether a Conflict of Interest exists shall be made by Board of Trustees committee as discussed herein.
5. In connection with any contract where a College Official may have a Financial Interest, the College Official must disclose all material facts regarding the existence of his or her Financial Interest as a matter of record in College's official proceedings in advance of the College Board of Trustees or committee voting to approve the contract.
6. After disclosure of the Financial Interest and all material facts, and after any discussion, the College Official with a Financial Interest shall leave the board or committee meeting while the determination of whether a Conflict of Interest exists is discussed and voted upon. The remaining Board or committee members shall decide if a Conflict of Interest exists. If the remaining members determine the College Official has a Conflict of Interest, the College Official may not be involved in any official presentation to the College Board or committee board and may not vote.
7. The minutes of the meeting of the College Board of Trustees shall contain the following information as it pertains to a Conflict of Interest:
  - (a) The name of the College Official involved in the contract;
  - (b) The terms of the contract, including duration, financial considerations between the parties, facilities or services of the public entity included in the contract, and the nature and degree of assignment of employees of the public entity for fulfillment of the contract;



- (c) The nature of any Financial Interests;
  - (d) The vote as to whether a Conflict of Interest existed.
8. Each College Official shall sign a statement, on an annual basis, which affirms that such College Official:
- (a) Has received a copy of the Policy;
  - (b) Has read and understands the Policy; and
  - (c) Has agreed to comply with the Policy; and
  - (d) Discloses any ownership that it may have with any entity that is involved in a contract with the College or reasonably anticipates may be involved in a contract with the College in the future.
9. If the Board of Trustees or committee determines that a College official has failed to disclose a Financial Interest after affording the College official an opportunity to be heard, then the Board of Trustees or other governing body may take appropriate and corrective action to address the violation.

Approved by the Board of Trustees – December 10, 2009

**ST. CLAIR COUNTY COMMUNITY COLLEGE**  
**BOARD POLICY – GOVERNANCE PROCESS**  
**UNIFIED VOICE – STAFF-CITIZEN-MEDIA RELATIONS**

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.

The Board, on matters of policy, shall speak with one voice (Chair).

On matters of opinion, any individual expressing such opinion shall state clearly that it is that Trustee's opinion or comment, and not the Board of Trustees' opinion or comment.

Approved by Board of Trustees – October 13, 2010

Trustees' conduct shall be governed by the Policy for Board Members Code of Conduct in all such relationships. Further in such relationships, each Trustee shall indicate that he/she is not representing the Board of Trustees unless specifically authorized, and shall exercise the following steps in responding to problems, suggestions, or concerns. Trustees should exercise discretion in using this process.

**Staff**

1. Empathize/listen.
2. Ask about "chain of command" – try to determine if the individual has made contact to solve the problem or take the suggestion to a person at the appropriate level or office. Offer to help; find out who to contact.
3. Offer to mention problem/suggestion to the President. See if problem/suggestion contact person agrees to let his/her name be used or if he/she wants it kept confidential.
4. Alert President and/or Board Chair as appropriate.
5. Let the President decide what action to take, if any.

**Residents**

1. Empathize/listen.
2. Offer to help make contact with appropriate person/office at appropriate level.
3. Resident complaints or suggestions should be brought to the President and/or the Board Chair, but in any event, to the President. See if complaint/suggestion contact person agrees to let his/her name be used or if he/she wants it kept confidential.
4. Let the President decide what action to take, if any.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – GOVERNANCE PROCESS**  
**STANDARDS OF PRACTICE**

In the support of effective community college governance, the Board believes:

1. That it derives its authority from the community and that it must always act as an advocate on behalf of the entire community;
2. That it must clearly define and articulate its role;
3. That it is responsible for creating and maintaining a spirit of true cooperation and a mutually supportive relationship with the President;
4. That it always must strive to differentiate between external and internal processes in the exercise of its authority;
5. That its Trustee members should engage in a regular and ongoing process of in-service training and continuous improvement;
6. That its Trustee members should come to each meeting prepared and ready to debate issues fully and openly;
7. That its Trustee members should vote their conscience and support the decision or policy made;
8. That its behavior, and that of its members, must exemplify ethical behavior and conduct that is above reproach;
9. That it must endeavor to remain always accountable to the community; and
10. That it should honestly debate the issues affecting its community and speak with one voice once a decision or policy is made.

**ST. CLAIR COUNTY COMMUNITY COLLEGE**  
**BOARD POLICY – BOARD STAFF RELATIONSHIP**  
**DELEGATION TO THE PRESIDENT**

All Board authority 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 will direct the President to achieve certain results through the establishment of AREAS OF FOCUS. The Board will limit the latitude the President may exercise in practices, methods, conduct, and other “means” through establishment of Executive Limitations policies.
2. As long as the President uses any reasonable interpretation of the Board’s AREAS OF FOCUS and Executive Limitations policies, the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities.
3. The Board may change its AREAS OF FOCUS and Executive Limitations policies thereby shifting the boundary between Board and Presidential domains. By so doing, the Board changes the latitude of choice given to the President. However, as long as a policy is in effect, the Board will respect and support the President’s decisions that conform to that policy.
4. Only decisions of the Board, acting as a body, are binding upon the President.
  - A. Decisions or instructions of individual Board members, officers or committees are not binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.
  - B. If Board members or committees request information or assistance without Board authorization, the President can refuse such requests that require, in the President’s judgment, a material amount of staff time or funds or are disruptive.
5. The President shall apply to the Board for a waiver of a Board Policy if the President deems a waiver is in the best interest of the College. A waiver, if granted, shall apply to the specific instance only.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – BOARD STAFF RELATIONSHIP**  
**PRESIDENT’S JOB DESCRIPTION**

The chief executive officer of the College, who shall be known as the President, shall be appointed by the Board of Trustees and shall serve as the Board’s single official link to the operating organization. The Board will instruct the President through written policies delegating implementation to the President.

1. The President shall be directly responsible to the Board of Trustees for organizational accomplishments of the Board’s AREAS OF FOCUS. The President's performance will be considered synonymous with the organizational performance of the College as a whole.
2. The President shall be responsible for the operations of the College within the boundaries of prudence and ethics established in the Board’s Executive Limitations Policies.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – BOARD STAFF RELATIONSHIP**  
**MONITORING PRESIDENTIAL PERFORMANCE**

Monitoring executive performance is synonymous with monitoring organizational performance against Board AREAS OF FOCUS and on Executive Limitations. The Board will monitor performance in a manner so as to have systematic assurance of policy compliance, including accomplishments of AREAS OF FOCUS.

1. The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled. Information, which does not do this, will not be considered to be monitoring. Monitoring will be done in a way to permit the Board to use most of its time to create the future rather than review the past.
2. A given policy may be monitored in one or more of the following ways:
  - A. INTERNAL REPORTS – Disclosure of compliance information to the Board from the President.
  - B. EXTERNAL REPORTS – Discovery of compliance information by a disinterested, external auditor, inspector, or judge who is selected by and reports directly to the Board. Such reports must assess executive performance only against policies of the Board, not those of the external party unless the Board has previously decided that party's opinion to be the standard.
  - C. DIRECT BOARD INSPECTION – Discovery of compliance information by a Board member, an ad hoc committee or the Board as a whole. This is a Board inspection of documents, activities, or circumstances directed by the Board, which allows a prudent-person test of policy compliance.
3. Policies can be monitored by any method at any time. In addition, AREAS OF FOCUS and Executive Limitations policies will be monitored by the Board pursuant to an agreed upon method and at least once annually.
4. The Board will annually consider organizational performance against Board AREAS OF FOCUS including annual institutional plans.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**GENERAL EXECUTIVE CONSTRAINTS**

The President shall not cause or knowingly allow any practice, activity, decision, or organizational circumstance that is illegal, imprudent, or in violation of commonly accepted business and professional ethics.

Accordingly, the President may not:

1. Deal with students, staff, or people from the community in an inhumane, unfair, undignified, or unethical manner.
2. Permit financial conditions that risk fiscal jeopardy or compromise Board AREAS OF FOCUS priorities.
3. Provide information and advice to the Board that is untimely, incomplete, or inaccurate.
4. Permit conflict of interest in awarding purchases or other contracts or hiring of employees.
5. Allow the day-to-day operations to impede the vision or prevent the achievement of the AREAS OF FOCUS of the institution.
6. Manage the College without adequate administrative policies for matters involving finances, internal controls, staff, students, facilities, and College services.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**PEOPLE TREATMENT**

Treatment of, and dealing with, students, staff, and residents from the community, shall not be inhumane, unfair, or undignified.

Accordingly, the President may not:

1. Operate without policies and/or procedures that set forth staff and student rules, provide for effective handling of grievances, ensure due process, and protect against wrongful conditions.
2. Fail to comply with all state and federal laws, rules, and regulations pertaining to employees and students including those pertaining to discrimination and equal opportunity.
3. Prevent students and staff from using established grievance procedures.
4. Fail to acquaint students and staff with their rights and responsibilities.
5. Fail to take prompt and appropriate action when the President becomes aware of any violation of state or federal laws, rules or regulations, or Board policies.



**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**COMPENSATION AND BENEFITS**

The President may not jeopardize fiscal integrity or public image with respect to employment, compensation, and benefits to employees, consultants, and contract workers.

Accordingly, the President may not:

1. Change his/her own compensation and benefits.
2. Provide for or change the compensation and benefits of other employees except in accordance with collective bargaining agreements approved by the Board or in accordance with salary schedules and monetary guidelines adopted by the Board.
3. Promise or imply permanent or guaranteed employment.
4. Employ administrators under a contract for longer than one year's duration.
5. Grant fringe benefits to employees not approved by the Board.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**BUDGETING/FORECASTING**

Budgeting for any fiscal year, or the remaining part of any fiscal year, shall not deviate materially from Board AREAS OF FOCUS priorities, risk fiscal jeopardy, or be unrealistic in projections of income and expenses. No budget will become effective until approved by the Board.

Accordingly, the President may not cause or allow budgeting that:

1. Proposes a budget without sufficient information to enable accurate projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
2. Proposes an annual budget without a three-year projected future trend based upon estimated revenues and expenses.
3. Plans operational expenditures in any fiscal year of more funds than are conservatively projected to be received during that year.
4. Proposes a budget that does not provide the annual operating funds for Board prerogatives, such as costs of fiscal audit, Board development, and training and Board professional fees.
5. Proposes a budget that does not have a broad base of input.
6. Proposes a budget that fails to take into account Board AREAS OF FOCUS priorities.
7. Infringes on the Board's authority to adopt or amend an annual operating budget.
8. Includes tuition and fee revenues that differ from those approved by the Board.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**FINANCIAL CONDITION**

The President may not cause or allow the development of fiscal jeopardy or a material deviation from the Board approved budget.

Accordingly, the President may not:

1. Expend more funds than have been authorized in the fiscal year without prior Board approval.
2. Indebt the organization in an amount greater than can be repaid by otherwise unencumbered revenues within the current fiscal year or can be repaid from accounts previously established by the Board for that purpose.
3. Expend funds from a restricted or designated account except for the purposes for which the account was established.
4. Fail to provide a monthly report of the College's current financial condition.
5. Make any purchase that does not meet the requirements of the General Purchases Board Policy approved by the Board of Trustees on October 9, 1975, and revised on August 12, 1999.
6. Accept gifts or grants that obligate the College to make future expenditures with funds other than those created by the gift or grant without Board approval or that are not in the best interest of the College to accept.
7. Operate without establishing and maintaining an adequate internal control structure and procedures for financial reporting, including the procedures specified in College Expenditures Board Policy approved by the Board of Trustees on October 9, 1975, and revised on May 14, 2009.
8. Fail to provide the following certification to the Board upon the completion of an audit:
  - a. He/she has reviewed the annual audit report;
  - b. Based on his/her knowledge, the annual audit report does not contain any untrue statement of a material fact or omission of a material fact necessary to make the statements misleading;
  - c. Based on his/her knowledge, the financial statements present in all material respects the financial condition, results of operations, and cash flows;

- d. He/she has established and maintained internal controls, has designed such internal controls to ensure that material information relating to the College is made known to officers and others within the College, has evaluated the effectiveness of internal controls, and has presented in the report his/her conclusions about the effectiveness of his/her internal controls based on his/her evaluation;
  - e. He/she has disclosed to the auditors and the Board all significant deficiencies in the design or operation of internal controls that could adversely affect the College's ability to record, process, summarize, and report financial data and have identified for the auditors any material weaknesses in internal controls;
  - f. He/she has indicated in the report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of his/her evaluation, including any corrective actions.
- 9. Operate without certifications from the Vice President of Administrative Services of the College identical to those certifications required of the President in paragraph eight above.
  - 10. Fail to develop and enforce a code of ethics that addresses the financial integrity and the financial disclosure of the College.
  - 11. Allow for the creation of conflicts of interest or the appearance of conflicts of interest by providing personal loans to senior management.
  - 12. Contract with the Board appointed auditing firm for other non-auditing services without the Board's prior approval.
  - 13. Allow College property taxes to be captured by local governmental units for economic development purposes without prior approval of the Board of Trustees.
  - 14. Allow cash to drop below the amount needed to settle payroll and debts in a timely manner.
  - 15. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**ASSET PROTECTION**

The President may not allow assets to be unprotected, inadequately maintained, or unnecessarily risked.

Accordingly, the President may not:

1. Fail to ensure against theft and casualty losses 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. Permit plant and equipment to be subjected to improper wear and tear or inadequate maintenance.
4. Unnecessarily expose the College, Board, or staff to claims of liability.
5. Receive, process, or disburse funds under controls that are not sufficient to meet the auditor's standards.
6. Invest funds in non-interest bearing accounts or in investments not permitted by Michigan law. All funds invested by the College must meet the requirements of Investment of College Funds Board Policy approved by the Board of Trustees on February 14, 1980, and revised on February 11, 1993.
7. Acquire, encumber, or dispose of real property without Board approval.
8. Fail to protect property, information, and files from loss or damage.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – EXECUTIVE LIMITATIONS**  
**COMMUNICATION AND COUNSEL TO THE BOARD**

The President may not permit the Board to be inadequately informed regarding the College or its interests.

Accordingly, the President may not:

1. Neglect to submit monitoring data required by the Board in a timely, accurate, and understandable format, directly addressing provisions of the Board policies being monitored.
2. Fail to make the Board aware of relevant trends, anticipated adverse media coverage, actual or anticipated legal actions, or material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
3. Fail to advise the Board, if, in the President's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Staff Relationship, particularly in the case of Board behavior that is detrimental to the working relationship between the Board and the President.
4. Fail to deal with the Board as a whole.
5. Fail to present relevant information in advance for the Board to consider before a decision is requested.

**ST. CLAIR COUNTY COMMUNITY COLLEGE**

**BOARD POLICY – EXECUTIVE LIMITATIONS**  
**EMERGENCY EXECUTIVE SESSION**

To protect the Board from sudden loss of chief executive services, the President may not have fewer than two senior staff members who are familiar with Board and President issues and processes.

**ST. CLAIR COUNTY COMMUNITY COLLEGE****BOARD POLICY – MONITORING REPORTS**  
**POLICY GOVERNANCE****Context**

The mission of all higher education institutions, including St. Clair County Community College, embraces the charge of imparting knowledge, as well as enhancing the development of the whole learner. The College's appraisal of its success with the aforementioned charge is obtained through the disciplined and regular collection of information on Policy Governance, a key measure of performance. This appraisal is also vital for determining progress on identified action projects, quality improvement efforts, and ultimately, for making informed decisions.

To verify progress, review performance against expectations and provide data that will guide future policies, the Board will request monitoring reports from the President on a range of subjects including the following:

- ◆ Policy governance
- ◆ Accreditation
- ◆ Student satisfaction
- ◆ Student success
- ◆ Campus culture
- ◆ High quality services
- ◆ Partnerships and resources

The timing and subject of monitoring reports will be determined by the Board.