

Board of Trustees Policy Governance Training Special Meeting

Wednesday, September 2, 2015 8:00 a.m.

> ATEC Masto Conference Center

Community College District No. 18 7662 Chanute Street NE Moses Lake WA 98837

POLICY GOVERNANCE TRAINING By Dr. Pamela Transue

AGENDA

1.	INTRODUCTIONS	8:00 a.m.
2.	REFRESHER ON POLICY GOVERNANCE PRINCIPLES	8:20 a.m.
3.	EXAMINATION OF ENDS STATEMENTS AND EXECUTIVE LIMITATIONS	9:30 a.m.
4.	BREAK	10:00-10:15 a.m.
5.	EXAMINATION OF OBJECTIVES, INDICATORS AND MONITORING REPORTS	11:15 a.m.
6.	TRUSTEES AND PRESIDENT: LUNCH AND DISCUSSION	12:00

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THE POLICY GOVERNANCE MODEL

Policy Governance, an integrated board leadership paradigm created by Dr. John Carver, is a groundbreaking model of governance designed to empower boards of directors to fulfill their obligation of accountability for the organizations they govern. As a generic system, it is applicable to the governing body of any enterprise. The model enables the board to focus on the larger issues, to delegate with clarity, to control management's job without meddling, to rigorously evaluate the accomplishment of the organization; to truly lead its organization.

In contrast to the approaches typically used by boards, Policy Governance separates issues of organizational purpose (ENDS) from all other organizational issues (MEANS), placing primary importance on those Ends. Policy Governance boards demand accomplishment of purpose, and only limit the staff's available means to those which do not violate the board's pre-stated standards of prudence and ethics.

The board's own Means are defined in accordance with the roles of the board, its members, the chair and other officers, and any committees the board may need to help it accomplish its job. This includes the necessity to "speak with one voice". Dissent is expressed during the discussion preceding a vote. Once taken, the board's decisions may subsequently be changed, but are never to be undermined. The board's expectations for itself also set out self-imposed rules regarding the delegation of authority to the staff and the method by which board-stated criteria will be used for evaluation. Policy Governance boards delegate with care. There is no confusion about who is responsible to the board or for what board expectations they are responsible. Double delegation (for example, to a board committee as well as to the CEO) is eliminated. Furthermore, boards that decide to utilize a CEO function are able to hold this one position exclusively accountable.

Evaluation, with such carefully stated expectations, is nothing more than seeking an answer to the question, "Have our expectations been met?" The board, having clarified its expectations, can assess performance in that light. This focused approach reduces the mountains of paperwork boards often feel obliged to review. Moreover, those boards which worry that they are only furnished the data management wants to give them find that, in stating their expectations and demanding a relevant and credible accounting of performance, they have effectively taken over control of their major information needs. Their staff no longer has to read their minds.

Policy Governance is a radical and effective change in the way boards conceive of and do their job. It allows greater accountability. Board leadership isn't just rhetoric. It's a reality.



For a comprehensive discussion of Policy Governance, we suggest:

- Boards That Make A Difference: A New Design for Leadership in Nonprofit and Public Organizations, by John Carver,
- Reinventing Your Board: A Step by Step Guide to Implementing Policy Governance, by John and Miriam Carver,
- John Carver on Board Leadership: Selected Writings from the Creator of the World's Most Provocative and Systematic Governance Model, by John Carver, or
- Corporate Boards That Create Value: Governing Company Performance from the Boardroom, by John Carver with Caroline Oliver.

Learn more about these books on the <u>publications</u> page. All are available at <u>josseybass.com</u>. A number of individual articles by John and/or Miriam Carver on corporate, NGO, and governmental governance can be found in John's bibliography or in <u>Miriam's bibliography</u>.

Access journal-length articles describing **Policy Governance application:**

In equity corporations

 "<u>A Theory of Corporate Governance: Findng a New Balance for Boards and Their CEOs</u>" by John Carver

In nonprofit (NGO) and governmental organizations "<u>Carver's Policy Governance® Model in Nonprofit Organizations</u>" by John Carver and Miriam Carver

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What is Policy Governance?

By Tom Gregory

For ages too few people questioned that the earth was basically flat. Similarly, for decades few persons questioned the traditional ways in which boards and CEOS (and staff) have coexisted. At last, someone looked at the inadequate situation, decided that there had to be a better way, and found a better way. Thank you, John Carver.

Each of us has at least a vague idea of what a board does and how a board and CEO operate. These unchallenged concepts, passed down from others, frequently have led to undefined overlapping roles of the board and of the CEO. Conflict, misunderstanding, frustration, and inefficiency have been common and sadly have been accepted as natural and inevitable.

Policy Governance is a way for a board and CEO to lead and to manage an organization in partnership. Policy Governance is a method, a conceptual model for governing, that works in the real world and which deals with real world problems and situations. Policy Governance was born and bred in public and non-profit organizations, but Policy Governance can be used and is used in the corporate sector. Policy Governance is a tested well-thought-out workable system that stands in contrast to the flawed combination of problem fixes which comprises traditional organizational governance.

Policy Governance recognizes the huge responsibilities which board members have, recognizes the number and size of board-realm decisions which need to be made, and recognizes the importance that board members understand and act on values held by the public (or those who morally own the organization). Policy Governance provides a way for a board to carry out its fiduciary responsibilities which, to many persons, is awesome.

Policy Governance recognizes that board members normally are not working within the organization 50 or 60 hours a week, and therefore should not be trying to manage operations, staff, or facilities. The CEO and supervisory staff are selected and paid to carry out that management role. The board can better spend its time truly leading the organization which responsibly delegating what can be responsibly delegated. Policy Governance leads to an economy of board operation, to a minimum waste and best use of valuable board member time. Policy Governance addresses board job design and enables strategic leadership by governing boards.

Policy Governance is a way of enabling a board to be efficient and effective.

Policy Governance is a relationship, a partnership between the board and management with clear roles for each. Board members, officers, CEO, and senior staff know what their jobs are and are not. The core ideas of Policy Governance are simple.

Policy Governance is a coherent collection of guidelines, roles, and protections, which fit together to produce the long desired governance results. This collection enables the board and staff to focus attention on their appropriate work and not have to focus attention on the common problems caused by traditional ill-defined and vaguely-defined governance. A common reaction

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to Policy Governance is "This makes so much sense. I do not understand why we were not doing this sooner."

Policy Governance defines a board/staff division of labor, a division of primary focus. Policy Governance has found a natural and useful boundary line, a line which has flexibility and which can be adjusted by the board.

Policy Governance encourages having strong, competent, knowledgeable board and a strong, competent, knowledgeable CEO. With clear separate roles, the board and CEO need not compete with each other. Each benefits from a powerful and fully functioning partner.

Policy Governance is an expression of the values of the owners of the organizations, values about why the organization exists, and values about how the organization accomplishes its outcomes. Policy Governance directs that the board be effectively linked to its ownership. Policy Governance is a way of elevating deliberations by the board and by the public to the more significant and longer-range than is traditional. Board time is spent on matters that cannot or should not be delegated to anyone else.

Policy Governance is a framework that enables a board to benefit from diversity of opinion and to function as a unit rather than as disparate parts. Diversity is even invited and encouraged and used.

Policy Governance directs the board to create an explicit vision of the intended outcomes of the organization, i.e., policies (called Ends) describing exactly why the organization exists, with priorities or other value guidelines related to the outcomes intended. Such a clear vision becomes a powerful leading beacon and is a natural leadership instrument.

Policy Governance assures that the board creates policies regarding delegation of authority, governance of the organization, and operational behavior boundaries. Board members become grounded in a workable philosophy of governance. New board members, having the board policies, are able to quickly function effectively on the board.

Policy Governance establishes a clear set of boundaries within which the executive may operate and establishes clear direction and priorities for the executive to pursue. Policy Governance leads to the best use of the executive's abilities and offers a fair and natural way of evaluating the executive's performance.

Policy Governance is so named from the board's establishment and use of a set of policies which give direction and guidance to the organization. Instead of having to make the same decisions repeatedly, the board translates its values into policies which give direction to and set boundaries on decisions. This pre-thinking allows decisions to be made at a wise level and gives the organization and its management the ability to react quickly to changing situations. This system frees the board from much wasted time.

Policy Governance directs that the board assure executive and organizational performance through systematic monitoring, i.e., assures that the intended organizational

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outcomes are reached and assures that the operational boundaries, set by the board, are not violated.

Policy Governance eliminates many unnecessary conflicts, gaming, posturing, nonacceptance of appropriate responsibility, and meddling. Policy Governance allows a board not to give inordinate time to attention seekers. Board member renegades are not allowed to meddle and interfere with the work of the staff. These improvements are accomplished through setting up a very workable system which is guided through carefully thought-out policies.

Policy Governance is not a panacea. With Policy Governance, a board still has to deal with differences of information, opinion, and values. Hard decisions still must be made, but an intelligent system is in place to deal with the differences. Roles and responsibilities are much clearer and make sense. The organization has clearly defined intended outcomes, and organizational behavior and progress is monitored and is known. With governance much less a problem, full attention and resources can be directed toward the reason the organization exits.

The above paragraphs are an attempt to explain what Policy Governance is and does, not so much how Policy Governance works or what steps are needed to accomplish the results of Policy Governance. Continue to page five for information on Policy Governance implementation.

Gregory, Tom. (1996). What is Policy Governance? Trustee Quarterly, Issue 1, 3-4.

Governing Board Characteristics: Comparing Models

High Performing Policy Governance Boards	High Performing Conventional Boards	Mediocre and Poorly Performing Boards
Obsess about ends; monitor progress toward ends policies	Focus on mission and goals, monitor institutional effectiveness	No or little discussion of mission or student learning, no monitoring of college goals
Delegate means; define what CEO and staff can't do.	Set standards for college operations in policy, define what CEO and staff should do.	Retain authority for approval and direction of day to day operation; micromanage
Focus on external and future needs and trends	Focus on external and future needs and trends	Focus on day-to-day operations of the college; internal focus; focus on staff reports of past events.
Link with community; clearly define "ownership"	Are accountable to community needs and values in decision-making	Little or no attention to general public; primary focus on internal constituencies
Operate by policy	Operate by policy, board action and resolutions	Micromanage; individual trustees give direction; govern through reacting and review proposals
Have relatively few policies in categories that reflect board functions	Have broad policies in categories that reflect college functions	Policies are non-existent, out of date, overly detailed, contain procedures; non accessible, or irrelevant.
Open and inclusive, but speak with one voice	Open and inclusive; operate in public; support board decisions	Closed, private decision-making; chronically divided; multiple voices; private agendas
Define standards for board behavior; monitor own role	Adopt and live by code of ethics; monitor own role	Ignore ethical standards; represent self or single interests; no evaluation of board functioning
Don't look like "super CEOs"	Don't look like "super CEOs"	Micromanage; confuse own job with CEOs

Criteria for Successful Integration of

Policy Governance Principles

The following attitudes and practices should exist for the integration of Policy Governance to be successful. The process requires ongoing education and effort by all board members and staff.

- Board members truly <u>want</u> to shift from a reactive detail-oriented role to one in which they focus on broad policy and external, future-oriented needs.
- Board members are committed to educating themselves about the model and will spend the time necessary to make the shift.
- There is a program or plan to educate new board members about the model.
- The board chair and other key members are comfortable with the principles and are willing to continually encourage the board to abide by them.
- Open communication and trust exist between the CEO and board.
- The shift is viewed as a way to clarify roles of all groups, not to disenfranchise any group.
- The CEO supports the model's principles and ensures that key staff is knowledgeable. He or she is willing to ensure that materials for board agenda items are tied to new policies. He or she is willing to help monitor board, CEO and staff implementation
- Staff has been assigned time to support the process of policy writing, draft review and revisions, and to redo the old policy manual into a college procedure manual.
- There is a commitment to meaningful inclusion and education of staff members about the model.
- There is a commitment to using the policies to guide the institution and to support the resources to develop and provide monitoring data.

Case Scenario 1

The board Chair instructed the CEO to eliminate all of the items on the Annual Board Calendar that were to be addressed during the upcoming May meeting agenda and substitute them with a report by the faculty of the Fine Arts Division on the student arts program. She instructed the CEO to move those approved calendar items to a future meeting.

- 1. What are the issues raised by this behavior that would jeopardize the integrity of the board's work?
- 2. What should the CEO do?
- 3. What should the board do?

Case Scenario 2

The board has a senior board member who has been experiencing health-related memory problems. He has just been re-appointed by the Governor for a six-year term.

Over the last year, he has increasingly asked for clarification and explanation of every agenda item, even those which were "information only." Consequently, the time required to complete a board meeting has grown from one and a half hours to four hours.

At the last board meeting, frustrated by a four and a half hour meeting, a trustee lost his temper over the delays and told the senior board member to "be quiet and just sit there and listen."

- 1. How should the Chair handle the immediate situation?
- 2. The state has an extremely limiting Open Meetings Act that allows only for labor contract negotiations and presidential evaluations to be discussed in executive session. Should the board discuss this issue and, if so, when and how?
- 3. What should the Chair do to alleviate the problem in the future?

Case Scenario 3

The local newspaper has taken a special interest in the board's consideration of the CEOs recommendations for upcoming state mandated budget cuts. The editorial board has been writing editorials designed to persuade the board to make other types of cuts and to ignore the recommendations of the CEO.

During the board's final discussions on the budget, a local reporter interrupted the board meeting and demanded, under the Freedom of Information Act, to see the names of those individuals whose jobs might be eliminated based on the CEO's recommendations. The reporter states that his editor has contacted the state's Attorney General's office and has

been told that the board must surrender that information immediately so the paper can publish those potential names in the morning edition of the paper.

- 1. Can the Chair evict the reporter for disruptive behavior?
- 2. Could the Chair give the reporter the names, and, if so, when?

Case Scenario 4

After much heated discussion and significant public, student and faculty input, both for and against the issue, the board made a controversial decision (5 in favor, 4 against) to terminate the largest instructional program on campus because it did not train students for a "living wage" job and was draining the financial resources needed to support other programs that did prepare students for high-wage, high-tech jobs in the major metropolitan area just outside the college's service area. Obviously, the local and regional media could hardly wait until the conclusion of the meeting to talk to the Chair (the Chair was one of the trustees who voted against the decision).

- 1. How should the Chair handle the media?
- 2. What types of pre-meeting preparation might have been planned to help with the media's questions?
- 3. Can the Chair express his own opinion about the decision?

Case Scenario 5

In May, the board Chair decided that the Annual Board Calendar, adopted by the board the preceding December for the upcoming year is no longer relevant. She believes that it is not necessary to evaluate the CEO since he is, obviously, doing a great job and that the board members are sufficiently well informed about the needs of the community and do not, therefore, need any input into the board's establishment of community benefits to be achieved by the college.

- 1. What should the president do?
- 2. What should the board do?

Case Scenario 6

The new Chair is concerned that the majority of the trustees do not understand the basic difference between governance and administration of the college. This concern has been intensified with the hiring of a new CEO. Because she is new to the college and a first-time president, influential board members have begun to tell her how to solve internal problems

and run certain programs. The Chair is convinced that they are only trying to be helpful but is worried that the board will begin to try to run the college.

- 1. What strategies could the Chair use to address his concern?
- 2. How can the Chair turn these emerging behaviors around?

Case Scenario 7

The president of the college informed the board that he was encouraging one of the vice presidents to retire. The vice president was responsible for managing most of the college's federal grants. There was evidence of mismanagement, favoritism, and violations of hiring procedures to include arrangements with the faculty leadership to provide them with part time work without adhering to college procedures. The board encouraged the president to take formal action and involve the college's attorney. The president felt that it was better to encourage the vice president to retire and avoid bad publicity or conflicts with the faculty leadership.

Three months after the vice president was forced to retire there was an opening on the board and he decided to run and was elected to the board primarily as a result of the strong support from the faculty.

- 1. What advise would you give to the chair of the board?
- 2. What should the board do?



Mission

Big Bend Community College delivers lifelong learning through commitment to student success, excellence in teaching and learning, and community engagement.

<u>Vision</u>

Big Bend Community College inspires every student to be successful.

<u>Values</u>

Student Success Excellence in Teaching & Learning Inclusion Community Engagement Integrity & Stewardship (Mission, Vision, and Values approved by the Board of Trustees 5/23/13)

Core Themes

Student Success, Excellence in Teaching and Learning, Community Engagement (Approved by the Board of Trustees 6/14/13)

> Ends Statements E-1 Mission E-2 Student Success

BBCC provides the diverse population of its entire district with access to opportunities, assists students in completion of their goals, and develops skills for lifelong learning.

E-3 Excellence in Teaching and Learning

BBCC supports innovation, variety, and creativity; maintains high academic and industry standards; and supports professional development for continued growth.

E-4 Community Engagement

BBCC supports economic development by nurturing community and industry partnerships and support to the college to enhance access and service to our district population

E-5 Integrity and Stewardship

BBCC acts as a responsible steward of resources by promoting accountability, sustainability, ethics and honesty, and prudent resource management to provide quality and affordable resources to the diverse population of our service district.

E-6 Inclusion and Climate

BBCC provides and maintains a climate of inclusiveness for students, employees and partners by maintaining a safe learning environment and promoting cultural inclusiveness, understanding, and respect by embracing diversity, access, opportunity, and equity. (Approved by the Board of Trustees 1/16/14)

		Core Theme: Student Success BBCC provides access to programs and services that meet the		
		needs of our service district.		
Ends		Objectives	Indicators	
cess	oulation of its entire ortunities, assists their goals, and ong learning.	1.1 BBCC provides access to programs and services that meet the educational needs of our students and prospective students	 1.1a Inventory of programs, modalities, and services 1.1b Service area and student demographic data 1.1c Class fill rates, wait lists, and cancelation data 1.1d Feedback from advisory committees 	
-2 Student Succ	E-2 Student Success BBCC provides the diverse population of its entire district with access to opportunities, assists students in completion of their goals, and develops skills for lifelong learning.	1.2 Use of services correlates with success, retention, and completion	 1.2a Course success, retention, and completion rates 1.2b Use of services reports 1.2c Use of technology and resources 	
ц Ц		1.3 Students are prepared to graduate and to transfer or to seek employment	 1.3a Student Achievement Initiative (SAI) data 1.3b Retention and graduation rates 1.3c Transfer rates and transfer success rates (MRTE+ data) 1.3d Employment and certification rates 1.3e Annual Assessment Report 	
		Core Theme: Excellence in Teaching and Lear variety, and creativity; maintains high acader	nic and industry standards; and supports	
		professional development for continued growth.		
earning	Excellence in Leaching and Leace supports innovation, variety, and c ntains high academic and industry and supports professional developm continued growth.	Objectives 2.1 BBCC implements innovation and creativity in programs and services	Indicators2.1a Education program and service areaaudits, including best practices2.1b Correlation of practices to success,retention, or completion	
Excellence in Teaching and Lea		2.2 BBCC helps students attain high academic standards	 2.2a External certification rates 2.2b CCSSE data on academic challenge 2.2c NCCBP data on success rates 2.2d MRTE data on transfer success 2.2e Full-time faculty ratio 2.2f Student-to-faculty ratio 2.2a Appual Assessment Report 	
E-3 Excellen		2.3 BBCC supports professional development for faculty and staff in order to improve student engagement and outcomes	 2.2g Annual Assessment Report 2.3a Budgets for professional development 2.3b Attendance for professional development 2.3c Report on Professional/Technical certification plans 	

Core Theme: Community Engagement Outcome- BBCC supports economic development			
	nurtures community and industry partnerships, and acts as a responsible steward of		
	resources.		
	Objectives	Indicators	
E-4 Community Engagement	3.1 BBCC works with community and industry partners to support economic development	3.1a Inventory of active partnerships3.1b Report on economic impact	
E-4 Community Engagement	3.2 BBCC works with K-12 & university partners to provide educational opportunities	3.2a Inventory of current dual credit programs 3.2b Analysis of partnership opportunities	
E-4 Community Engagement E-5 Integrity & Stewardship	3.3 BBCC practices responsible use of resources, including fiscal and natural resources	3.3a Budget process is tied to strategic goals 3.3b Inventory of sustainable practices is increasing	
E-4 Community Engagement E-6 Inclusion & Climate	3.4 BBCC provides an inclusive environment for students, employees, and partners in order to sustain a vibrant community	 3.4a Training opportunities increase multicultural awareness and ability 3.4b Students, employees & partners report feeling welcome on campus 3.4c Data is disaggregated to show equivalent success for all student groups 	
E-5 Integrity & Stewardship	Objectives not defined.	Budget Reports	
E-6 Inclusion & Climate	Objectives not defined.	Annual Safety & Security Report (Clery Act Report)	
E-4 Community Engagement BBCC supports economic development by nurturing community and industry partnerships and support to the college to enhance access and service to our district population			
E-5 Integrity and Stewardship BBCC acts as a responsible steward of resources by promoting accountability, sustainability, ethics and honesty, and prudent resource management to provide quality and affordable resources to the diverse population of our service district.			

E-6 Inclusion and Climate

BBCC provides and maintains a climate of inclusiveness for students, employees and partners by maintaining a safe learning environment and promoting cultural inclusiveness, understanding, and respect by embracing diversity, access, opportunity, and equity.

BP1000 POLICY GOVERNANCE-BY LAWS

1000.1 ENDS

E-1 Mission Statement

Big Bend Community College delivers lifelong learning through commitment to student success, excellence in teaching and learning, and community engagement.

BBCC Goals

The College provides learning opportunities that include;

- Critical thinking and problem solving
- Computation
- Communication
- Workplace skills and values
- Awareness and sensitivity to cultural diversity
- Arts enrichment and cultural activities

BBCC Characteristics

Big Bend Community College maintains a working and learning environment with the following:

- A discrimination-free environment which promotes diversity and staff and student success
- A service-oriented environment which provides access and support services to all students, including those who are physically and mentally challenged yet have the ability to benefit
- A climate which encourages safety, individual wellness, and human dignity
- Facilities and equipment to support student learning
- Continual assessment of student outcomes

E-2 Student Success

• Big Bend Community College provides the diverse population of its entire district with access to opportunities, assists students in completion of their goals, and develops skills for lifelong learning.

E-3 Excellence in Teaching and Learning

• Big Bend Community College supports innovation, variety, and creativity; maintains high academic and industry standards; and supports professional development for continued growth.

E-4 Community Engagement

• Big Bend Community College supports economic development by nurturing community and industry partnerships and support to the college to enhance access and service to our district population.

E-5 Integrity and Stewardship

• Big Bend Community College acts as a responsible steward of resources by promoting accountability, sustainability, ethics and honesty, and prudent resource management to provide quality and affordable resources to the diverse population of our service district.

E-6 Inclusion and Climate

• Big Bend Community College provides and maintains a climate of inclusiveness for students, employees and partners by maintaining a safe learning environment and promoting cultural inclusiveness, understanding, and respect by embracing diversity, access, opportunity, and equity.

(Annual reports on these Ends Statements will be presented to the board according to the schedule outlined in the current Academic Master Plan.)

1000.2 EXECUTIVE LIMITATIONS

EL – 1 General Executive Constraint

The President shall not allow in or by the operating organization of BBCC, any practice, activity, or decision, which is either unlawful, or in violation of commonly accepted professional ethics, or is contrary to the provisions set forth in the Governance Process Policies. The duties and responsibilities of the President are outlined in AP3500.

EL – 2 Respect For Students

Students should be treated with respect at all times. The President shall not cause or allow conditions, procedures, or decisions which are unsafe, lacking in respect, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

The President may not:

- 1. Use methods of collecting, reviewing, transmitting, or storing client information that fail to protect against improper access to the information elicited.
- 2. Fail to provide a grievance process, including access to the Board, to those students who believe that they have not been accorded a reasonable interpretation of rights established pursuant to this policy.
- 3. Operate without written procedures which clarify the rules for students.

EL – 3 Respect For Community Members

BBCC recognizes that our community members are our stakeholders and that all visitors to our facilities should be treated with respect. The President shall not cause or

allow conditions, procedures, or decisions which are unsafe, lacking in respect or unnecessarily intrusive.

The President may not operate without written procedures which describe rules for visitors.

EL – 4 Respect For Employees

Paid and volunteer staff should be treated with respect at all times, and in compliance with established policies, process, and contracts. The President may not cause or allow conditions which are unsafe, lacking in respect, unnecessarily intrusive or are knowingly in violation of college policies, process, and contracts.

The President may not:

- 1. Operate without written personnel procedures which clarify personnel rules for staff, and provide for effective handling of grievances.
- 2. Discriminate against any staff member for expressing an ethical dissent within the framework of existing policy, process, and contracts.
- 3. Restrict the exercise of academic freedom.
- 4. Prevent non-academic employees (*) from the exercise of all rights provided to classified and exempt employees in AP4200 Communications/Grievance Procedure for Classified & Exempt Staff including an appeal to the Board.

(*) Academic employees (faculty) have a separate defined grievance process defined in the <u>Negotiated Agreement</u> (Article XXV).

5. Hinder employees from becoming acquainted with their rights under this policy.

EL – 5 Ethical Conduct

The President must establish and maintain high levels of professional and institutional integrity, adhering to the ethical standards of the State of Washington and of Big Bend Community College.

The President may not:

- 1. Change his or her own compensation and benefits.
- 2. Allow a conflict of interest or the appearance of a conflict of interest to exist in the approval of any college contract.
- 3. Promise or imply permanent or guaranteed employment in disregard of college hiring policies, procedures, and practice.

EL – 6 Asset Protection

The President may not allow assets to be unprotected, inadequately maintained nor unnecessarily risked nor allow any action that is contrary to the provisions set forth in the Governance Process Policies.

The President may not:

- 1. Unnecessarily expose the college, its Board or staff, to claims of liability.
- 2. Fail to protect intellectual property, information and files from loss or significant damage.
- 3. Receive, process or disburse funds under controls, which are insufficient to meet the State Auditor's standards.
- 4. Fail to provide adequate protection against theft and casualty.
- 5. Fail to establish disaster/emergency management plans.

EL – 7 Financial Planning

Financial planning shall not deviate materially from Board Ends priorities.

The President shall not fail to demonstrate concurrence between Board Ends priorities and the annual budget.

EL – 8 Financial Condition And Activity

The initial and ongoing receipt and expenditure of funds shall be maintained within the approved budgetary expectations. Extraordinary changes in receipts or expenditures shall not cause or allow the development of fiscal jeopardy.

The President may not:

- 1. Expend more funds than have been received in the fiscal year
- 2. Allow an annual budget to be submitted for approval with dedicated contingencies of less than 2.5% of the total General Operating Budget and Operating Tuition Fund.
- 3. Fail to settle payroll and debts in a timely manner.
- 4. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
- 5. Acquire, encumber, or dispose of real property.

EL – 9 Communication And Support To The Board

The President must keep the Board informed regarding monitoring data, relevant trends, media coverage, and Board compliance with its own policies, while acting as counsel to the Board.

The President may not:

- 1. Neglect to submit monitoring data required by the Board in a timely, accurate and understandable fashion, directly addressing provisions of the Board Policies being monitored.
- 2. Let the Board be unaware of relevant trends, anticipated adverse media coverage, 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 Linkage, particularly in the case of Board behavior, which is detrimental to the work relationship between the Board and the President.
- 4. Fail to provide a mechanism for official Board communications.
- 5. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the Board.

EL – 10 Emergency Executive Succession

In order to protect the Board from the sudden loss of chief executive services, the President may not have fewer than two other executives familiar with Board and President issues and processes.

1000.3 GOVERNANCE PROCESS

GP – 1 Governance Commitment

The purpose of governance is that the Board, on behalf of the constituents of community college district # 18, ensures accountability of Big Bend Community College by assuring that it (a) achieves appropriate results for the appropriate recipients at an appropriate cost and (b) avoids unacceptable activities, conditions and decisions.

GP – 2 Governing Style

The board will govern with an emphasis on outward vision rather than an internal preoccupation, encouragement of diversity in viewpoints, strategic leadership more than administrative detail, clear distinction of board and chief executive roles, collective rather than individual decisions, future rather than past or present, and proactivity rather than reactivity.

The board will:

- 1. Deliberate in many voices, but govern in one.
- 2. Be responsible for excellence in governing and an initiator of policy.
- 3. Direct, control and inspire the organization through the careful establishment of broad written policies reflecting the board's values and perspectives. The board's major policy focus will be on the intended long-term impacts outside the operating organization, not on the administrative or programmatic means of attaining those effects.
- 4. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy making principles, respect for roles, and ensuring the continuity of governance capability.
- 5. Monitor and discuss the board's process and performance periodically. Self-monitoring will include comparison of board activity and discipline to policies in the Governance Process and Board-Staff Linkage categories.
- 6. Continual board development will include, but not be limited to, orientation of new members in the board's governance process and periodic board discussion of process improvement.
- 7. Seek input from staff, students, alumni, employers and other community members on Board Policies.

GP – 3 Board Job Descriptions

The job of the board is to represent the constituents of community college district #18 in determining and demanding appropriate organizational performance. To distinguish the board's own unique job from the jobs of its staff, the board will concentrate its efforts on the following job "products" or outputs:

- 1. The link between the organization and the constituents of community college district #18
- 2. Written governing policies which, at the broadest levels, address:
 - A. *Ends*: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good, for which needs, at what cost).
 - B. *Executive Limitations*: Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
 - C. *Governance Process*: Specification of how the board conceives, carries out and monitors its own task.

- D. *Board-Staff Linkage*: How power is delegated and its proper use monitored, the President's role, authority and accountability.
- 3. The assurance of the President's performance (against polices in 2A and 2B).
- 4. A link between the Board and the College Foundation Board for maintaining communication and providing coordination between the two boards.

GP-4 Chairperson's Role

The Chairperson assures the integrity of the board's process and, secondarily, occasionally represents the board to outside parties. The Chairperson 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 job result of the Chairperson is that the board behaves consistent with its own rules and those legitimately imposed upon it from outside the organization.
 - A. Meeting content will focus on those issues which, according to board policy, clearly belong to the board to decide or examine, not the President.
 - B. Deliberation will be fair, open, and thorough, but also efficient, timely, orderly, and kept to the point.
- 2. The authority of the Chairperson consists of making decisions that fall within the topics covered by board policies on Governance Process and Board-Staff Linkage, except where the board specifically delegates portions of this authority to others.
 - A. The Chairperson is empowered to chair board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing, agenda-setting).
 - B. The Chairperson has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the President.
 - C. The Chairperson may represent the board to outside parties in announcing board-stated positions and in stating Chair decisions and interpretations within the area delegated to him or her.
 - D. The Chairperson may delegate this authority, but remains accountable for its use.

- 3. In the absence of the Chair, the Vice Chair will assume the responsibilities of the Chairperson.
- 4. In the absence of both the Chair and the Vice Chair, the President shall serve as Chair without privilege of vote in any official meeting of the board.

GP – 5 Board Members Code Of Ethics

The board commits itself and its members to ethical, businesslike, and lawful conduct. This includes proper use of authority and appropriate decorum when acting as board members.

- Members must represent unconflicted loyalty to the interests of the community. This accountability supercedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staff. It also supercedes the personal interest of any board member acting as a consumer of the organization's services.
- 2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - A. There must be no self-dealing or any conduct of private business or personal services between any board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information.
 - B. When the board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote, but also from the deliberation.
 - C. Board members must not use their positions to obtain employment in the organization for themselves, family members or close associates. Should a member desire employment, he or she must first resign.
 - D. Members will annually disclose their involvements with other organizations, with vendors, or any other associations which might produce a conflict.
- 3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in board policies.
 - A. Members' interaction with the President or with staff must recognize the lack of authority vested in individuals except when explicitly board-authorized.
 - B. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any board member to speak for the board.

- C. Members will give no consequence or voice to individual judgments of President or staff performance.
- 4. Members will respect the confidentiality appropriate to issues of a sensitive nature.

GP – 6 Cost Of Governance

Because poor governance costs more than learning to govern well, the board will invest in its governance capacity. Accordingly,

- 1. Board skills, methods, and supports will be sufficient to assure governing with excellence.
 - A. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.
 - B. Outside monitoring assistance will be arranged so that the board can exercise confident control over organizational performance. This includes, but is not limited to, fiscal audit.
 - C. Outreach mechanisms will be used as needed to ensure the board's ability to listen to the viewpoints and values of the constituents of community college district #18.
- 2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.

GP – 7 Naming Of Facilities

The Board retains its right to name and rename college buildings and facilities as an appropriate honor to individuals and organizations for friendship, service and support of the college.

- 1. The Board will also approve the naming of buildings and facilities according to the wishes of a donor who has met the schedule of financial support for the various capital projects of the college. The schedule of naming opportunities will be set in Administrative Process AP1020.
- 2. The Board may also approve the naming of buildings and facilities in order to honor those who have rendered extraordinary service to the college or who, by their personal or professional achievements have significantly enhanced the reputation of the college. Honorees for extraordinary service may not be current employees, and may include those who have given extraordinary service to the college in a service or volunteer capacity such that their contributions are widely recognized by the community and their peers.

GP – 8 By Laws Of Community College District #18

INTRODUCTION

The Big Bend Community College Board of Trustees, under law, is charged with the responsibility of Community College District No. 18. The authority is vested in the board, not in its individual board members. To assist the board in carrying out its responsibilities, it shall employ a president of Big Bend Community College and delegate to him/her the responsibility for administering the district under policies approved by the board. (RCW 28B.50.100) [see Board Resolution 2003.1 and BP1004]

Policies of the Board of Trustees are found in the records of board action and in the Board Policy Manual of which this document is a part. The bylaws which follow contain all of the rules adopted by the board which are in force and which relate to the organization and powers of the board and its method of conducting business.

OFFICES OF THE BOARD OF TRUSTEES

The Board of Trustees shall maintain an office at Big Bend Community College, Moses Lake, Washington, where all regular meetings shall be held, unless otherwise announced, and all records, minutes, and the official college seal shall be kept. This office shall be open during all normal business hours to any resident taxpayer of the State of Washington.

Correspondence or other business for the board shall be sent to the Secretary of the Board, who is located in this office at 7662 Chanute Street, Moses Lake, Washington 98837.

MEETINGS OF THE BOARD OF TRUSTEES

The Board of Trustees shall hold at least one meeting each quarter and such other regular or special meetings as may be requested by the Chairman of the board or by a majority of the members of the board. Regular meeting dates and times are set by an annual schedule approved by the board and published by the Office of the President. All regular meetings of the board will be held within Community College District boundaries at locations published prior to the meeting.

A. <u>Information for Board Members</u>. Information and materials pertinent to the agenda of all regular meeting of the board shall be sent to trustees prior to each meeting. Any matters of business or correspondence must be received by the Secretary of the Board by 12:00 noon the Monday of the week preceding the meeting in order to be included on the agenda. The chairman or secretary may, however, present a matter of urgent business received too late for inclusion on the agenda if in his/her judgment the matter is of an urgent nature.

- Β. Executive Sessions. The Board of Trustees may convene in executive session during a regular or special meeting to consider matters affecting national security; the selection of a site or the acquisition of real estate by lease or purchase of real estate, when publicity regarding such consideration would cause a likelihood of increased price; to consider the disposition of real estate by lease or sale, when publicity regarding such consideration would cause a likelihood of decreased price; the appointment, employment or dismissal of a public officer or employee; or to hear complaints or charges brought against such officer or employee; or to hear complaints or charges brought against such officer or employee by another public officer, person, or employee unless such officer or employee requests a public hearing. The Board of Trustees also may exclude from any such public meeting or executive session, during the examination of a witness on any such matter, any or all other witnesses in the matter being investigated by the Board of Trustees.
- C. <u>Records of Board Action</u>. All business transacted in official board meetings shall be recorded in minutes and filed for reference.
- D. <u>Parliamentary Procedure</u>. Three members of the Board of Trustees shall constitute a quorum and no action shall be taken by less than a majority of the board members.

Normally, voting shall be <u>viva voce</u>. However, a roll call vote may be requested by any member of the board for purposes of the record.

In questions of parliamentary procedure, the actions of the board shall be conducted according to the rules contained in the current edition of Robert's Rules of Order Newly Revised, unless specified otherwise by state law or regulation of the State Board for Community and Technical Colleges.

E. The chairman shall announce at the beginning of each meeting that interested citizens or groups may make oral or written presentations to the board regarding any item on the agenda at the time of its presentation to the board. If a written presentation is to be made, a notice of such written presentation must be submitted to the Secretary of the Board of Trustees at least 24 hours prior to the scheduled meeting. The chairman shall have the right to limit the length of time used by a speaker for the discussion of a subject.

OFFICERS OF THE BOARD

At the first regular meeting of the board each fiscal year the board shall elect, from its membership, a chairman and vice-chairman to serve for the ensuing year. In addition the President of Big Bend Community College shall serve as secretary to the Board of Trustees as specified by state law. The secretary may, at his/her discretion, appoint the president's secretary or other appropriate college staff member to act as recording secretary for all regular and special meetings of the Board of Trustees. The chairman, in addition to any duties imposed by rules and regulations of the State Board for Community and Technical Colleges, shall preside at each regular or special meeting of the board, sign all legal and official documents recording actions of the board, and review the agenda prepared for each meeting of the board. The chairman shall, while presiding at official meetings, have full right of discussion and vote.

The vice-chairman, in addition to any duties imposed by rules and regulations of the State Board for Community and Technical Colleges, shall act as chairman of the board in the absence of the chairman.

The secretary of the board shall be the President of Big Bend Community College and shall serve as chairman, without privilege of vote, in any official meeting of the board conducted in the absence of the chairman and vicechairman. In addition to any duties imposed by rules and regulations of the State Board for Community and Technical Colleges, he/she shall keep the official seal of the board, maintain all records of meetings and other official actions of the board.

The secretary shall also be responsible for board correspondence, compiling the agenda of meetings, and distributing the minutes of the meetings and related reports.

The secretary, or his/her designate, must attend all regular and special meetings of the board, and official minutes must be kept of all such meetings.

RESTRICTIONS OF INDIVIDUAL AUTHORITY

Legal authority is vested in the Board of Trustees and may be exercised only by formal action of the board, taken in regular and special meetings. No individual member of the board may act on behalf of the board unless specifically instructed by action of the board. Every member of the board shall be under obligation to support the decision or policy of the majority and shall not publicly oppose such a decision or policy after it has been adopted by the majority.

FISCAL YEAR OF THE BOARD OF TRUSTEES

The fiscal year of the board shall conform to the fiscal year of the State of Washington and shall be from July 1 to June 30 inclusive.

SEAL AND NAME OF THE COLLEGE DISTRICT

The Board of Trustees shall maintain an official seal for the use upon any or all official documents of the board. The seal shall have inscribed upon it the name of the college which shall be:

BIG BEND COMMUNITY COLLEGE DISTRICT NO. 18 STATE OF WASHINGTON

CHANGES TO BYLAWS OF THE BOARD OF TRUSTEES

Bylaws of the board may be revised by majority vote of the board provided such changes are proposed at least one meeting prior to the meeting at which the vote is taken. Bylaws may be revised by unanimous vote of the board at the same meeting at which the revision is originally proposed.

DELEGATION OF RESPONSIBILITY

It shall be the responsibility of the Big Bend Community College Board of Trustees to establish policy and to evaluate the success of the college operation. The Board of Trustees shall employ a President for Big Bend Community College and hold such president responsible for the interpretation of board policy into administrative action and for the administration of the college in general.

Specific policies and their administrative interpretation shall be described in detail in the several sections of the Board Policy Manual. [see Board Resolution 2003-1 and BP1004]

1000.4 BOARD-STAFF LINKAGE

BSL - 1 Chief Executive Role

The President, as chief executive officer, is accountable to the board acting as a body. The board will instruct the President through written policies, delegating to him or her interpretation and implementation of those policies, as per Board Resolution 2003-1 and BP1004. The duties and responsibilities of the President are outlined in AP3500.

BSL - 2 Delegation To The President

All board authority delegated to the operating organization is delegated through the President, so that all authority and accountability of the operating delegation – 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 specified results, for specific recipients, at a specified worth through the establishment of *Ends* polices. The board will limit the latitude the President may exercise in practices, methods, conduct and other "means" to the ends through establishment of *Executive Limitations* policies.
- 2. As long as the President uses any *reasonable interpretation* of the board's *Ends* 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 *Ends* and *Executive Limitations* policies, thereby shifting the boundary between board and President domains. By so doing, the board changes the latitude of choice given to the President.

But so long as any particular delegation is in place, the board and its members will respect and support the President's choices.

- 4. Only decisions of the board acting as a body are binding upon the President.
 - A. Decisions or instructions of individual board members are not binding on the President except in rare instances when the board has specifically given prior authorization for such exercise of authority.
 - B. In the case of board members requesting information or assistance without board authorization, the President can refuse such requests that require in his/her judgment a material amount of staff time or funds or is disruptive.

BSL – 3 President's Job Description

As the board's single official link to the operating organization, the President's performance will be considered to be synonymous with organizational performance as a total.

Consequently, the President's job contributions can be stated as performance in only two areas:

- 1. Organizational accomplishment of the provisions of board policies on *Ends*.
- 2. Organization operation within the boundaries of prudence and ethics established in board policies on *Executive Limitations*.

BSL – 4 Evaluating Presidential Performance

Evaluation of the President will be performed on an annual basis. Components of the evaluation include the President's Self-Evaluation form, annual work plan, feedback from stakeholder groups, monitoring reports, and financial reports.

At the beginning of each academic year, the President will outline yearly individual performance goals and suggested specific performance indicators reflective of the long-term strategic goals for the college. These goals will be reviewed with the Board of Trustees at their annual retreat.

At the end of the academic year, the President will document to what extent the goals and indicators were met in the previous year.

Upon completion of the annual evaluation, the Board of Trustees will prepare a written summary of the President's performance. The summary will be read in an open board meeting with any subsequent action to be taken at that open meeting. A copy of the written summary will be filed and maintained in the President's personnel file.

E-1 Mission
Big Bend Community College delivers lifelong learning through commitment to student success, excellence in teaching and learning, and community engagement.
All other Ends fold into E-1 Mission
E-2 Student Success BBCC provides the diverse population of its entire district with access to opportunities, assists students in completion of their goals, and develops skills for lifelong learning.
E-3 Excellence in Teaching and Learning BBCC supports innovation, variety, and creativity; maintains high academic and industry standards; and supports professional development for continued growth.
E-4 Community Engagement BBCC supports economic development by nurturing community and industry partnerships and support to the college to enhance access and service to our district population.
E-5 Integrity and Stewardship BBCC acts as a responsible steward of resources by promoting accountability, sustainability, ethics and honesty, and prudent resource management to provide quality and affordable resources to the diverse population of our service district.
E-6 Inclusion and Climate BBCC provides and maintains a climate of inclusiveness for students, employees and partners by maintaining a safe learning environment and promoting cultural inclusiveness, understanding, and respect by embracing diversity, access, opportunity, and equity.

E-2 BBCC provides the divert student student assists students assists student student success BBCC provides access to programs and services that meet the needs of our service district.) 1.1 BBCC provides access to programs and services that our services that meet the educational needs of our services that meet the educational needs of our students and prospective students and the services with success, retention, and completion 1.3 Students are prepared to graduate and to transfer or to seek employment
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E-3 Excellence	in Teaching and Learning
BBCC supports innovation, vi industry standards; and suppo objectives (Core Theme: Excellence in Teaching and Learning Outcome- BBCC supports innovation, variety, and creativity; maintains high academic and industry standards; and supports professional development for continued growth)	BBCC supports innovation, variety, and creativity; maintains high academic and industry standards; and supports professional development for continued growth. <i>ctives</i> (Core Theme: Excellence in Teaching and ing Outcome- BBCC supports innovation, variety, ind supports professional development for continued growth. Indicators
2.1 BBCC implements innovation and creativity in programs and services	2.1a Education program and service area audits, including best practices 2.1b Correlation of practices to success, retention, or completion
2.2 BBCC helps students attain high academic standards	 2.2a External certification rates 2.2b CCSSE data on academic challenge 2.2c NCCBP data on success rates 2.2d MRTE data on transfer success 2.2d MRTE data on transfer success 2.2e Full-time faculty ratio 2.2f Student-to-faculty ratio 2.2g Annual Assessment Report
2.3 BBCC supports professional development for faculty and staff in order to improve student engagement and outcomes	2.3a Budgets for professional development2.3b Attendance for professional development2.3c Report on Professional/Technical certification plans

E-4 Con	E-4 Community Engagement
BBCC supports economi	ic development by nurturing community and industry
partnerships and support to	partnerships and support to the college to enhance access and service to our district population
Objectives (Core Theme: Community Engagement Outcome- BBCC supports economic development nurtures community and industry partnerships, and acts as a responsible steward of resources)	Indicators
3.1 BBCC works with community and industry partners to support economic development	3.1a Inventory of active partnerships 3.1b Report on economic impact
3.2 BBCC works with K-12 & university partners to provide educational opportunities	3.2a Inventory of current dual credit programs 3.2b Analysis of partnership opportunities
3.3 BBCC practices responsible use of resources, including fiscal and natural resources	3.3a Budget process is tied to strategic goals 3.3b Inventory of sustainable practices is increasing
3.4 BBCC provides an inclusive environment for students, employees, and partners in order to sustain a vibrant community	 3.4a Training opportunities increase multicultural awareness and ability 3.4b Students, employees & partners report feeling welcome on campus 3.4c Data is disaggregated to show equivalent success for all student groups

E-5 Integ BBCC acts as a responsib sustainability, ethics ar provide quality and aff <i>Copjectives (Core Theme: Community</i> and aff <i>Engagement Outcome-</i> BBCC supports economic development nurtures community and industry partnerships, and acts as a responsible steward of resources)	E-5 Integrity and Stewardship CC acts as a responsible steward of resources by promoting accountability, sustainability, ethics and honesty, and prudent resource management to provide quality and affordable resources to the diverse population of our service district.
3.3 BBCC practices responsible use of resources, including fiscal and natural resources	3.3a Budget process is tied to strategic goals 3.3b Inventory of sustainable practices is increasing
	Budget Reports

E-6 Inclusion and Climate BBCC provides and maintains a climate of inclusiveness for students, employees and partners by maintaining a safe learning environment and promoting cultural inclusiveness, understanding, and respect by embracing diversity, access, opportunity, and equity.	Indicators	3.4a Training opportunities increase multicultural awareness and ability3.4b Students, employees & partners report feeling welcome on campus3.4c Data is disaggregated to show equivalent success for all student groups	Annual Safety & Security Report (Clery Act Report)
E-G Inc BBCC provides and m employees and partners promoting cultural inclusi diversity	Objectives (Core Theme: Community Engagement Outcome- BBCC supports economic development nurtures community and industry partnerships, and acts as a responsible steward of resources)	3.4 BBCC provides an inclusive environment for students, employees, and partners in order to sustain a vibrant community	