

STATE BOARD FOR COMMUNITY COLLEGES AND OCCUPATIONAL EDUCATION

February 12, 2025

TOPIC: Second Reading – Amendment to Board Bylaws

PRESENTED BY:

Angela Gramse, General Counsel

RELATIONSHIP TO THE STRATEGIC PLAN:

Transform the Student Experience; Transform Our Own Workforce Experience; Create Education Without Barriers Through Transformational Partnerships; Redefine Our Value Proposition Through Accessibility, Affordability, Quality, Accountability, Resource Development, and Operational Excellence.

EXPLANATION:

At the Board's December 11, 2024 meeting, notice to amend the Board Bylaws was given (Article VII).

The following section revisions were recommended:

Article I, Section 2.1: Expand the scope of the Chair's roles and responsibilities to make clear the position appoints members to committees and other service opportunities, as further defined in the Bylaws. Section will state:

- The Chair shall preside over all meetings; appoint members to committees and other service opportunities; carry out assignments and instructions given by vote of the Board; and perform such other duties as customarily pertain to the office of Chair.

Article I, Section 3.1: Revise the Nominating Committee to make clear only the Chair or Vice-Chair and two other Board Members, who will not be candidates during the current election of officers, will be appointed to the committee. Add that the committee will convene bi-annually, unless there is a need to meet to fill a pending vacancy. Additionally, the committee shall have discretion to determine the candidacy process. Last, the Bylaws will have a contingency plan should the Board reject one of the candidates. Section will state:

- Bi-annually, or as necessary to fill a pending vacancy, the Chair shall appoint a Nominating Committee responsible for submitting to the full Board a candidate for Chair and Vice-Chair. The Committee shall be comprised of either the Chair or Vice-Chair, and two other Board members who will not be candidates for an Officer position during this election of officers. The Committee shall have the discretion to determine the candidacy process. Officer elections shall be by a majority of the voting members present.

If the Board rejects a candidate, the Nominating Committee will reconvene to select a new nominee, who will then be presented for a Board vote at the next meeting.

Article I, Section 3.2: Modify the terms of the Officers to two years with a one term limitation. Section will state:

- The term of the Officers shall be for two years, with a one term limitation, or until successors are elected.

Article IV: Revise the title to expand the scope, from “Committees” to “Board Member Service Opportunities”.

Article IV, Section 1: Create a new section titled “Service Opportunities” to make clear members may serve on standing or ad hoc committees, act as liaisons to the colleges within the System, and represent the Board on other Boards requiring SBCCOE representation. Section will state:

- In addition to the regular duties of a Board member, Board members may serve by participating in standing or ad hoc committees of the Board, acting as liaisons to specific colleges within the System, and representing the Board on other Boards requiring SBCCOE representation.

Article IV, section 2: Intended to create transparency within the Board on which members are currently serving on the various service opportunities. Section will state:

- An annual presentation will be given to the Board, outlining the Board member service opportunities.

Article IV, section 3: Implement a transparent process whereby, when there are pending service opportunities, all members will be notified by the Board Coordinator and be given an opportunity to solicit their interest to the Chair. Section will state:

- When service opportunities arise, the Board Coordinator will inform all Board members and request members' interest, which will then be shared with the Board Chair.

Article IV, section 4: The appointment process will remain intact; Board Chair shall appoint and be approved by the Board; however, revisions make clear all service opportunities will follow this process. Section will state:

- Board members shall be appointed to additional service opportunities by the Board Chair and approved by the Board, unless otherwise ordered by the Board.

There are some additional non-substantive revisions being proposed.

RECOMMENDATION:

General Counsel recommends the Board amend the Bylaws to incorporate the proposed revisions.

ATTACHMENTS:

Bylaws-Redline 12.11.24

Bylaws-Clean 02.12.25