

BOARD GOVERNANCE

Section 1. Purpose of the Board

The purpose of the Board of Trustees is to represent the public in determining what programs and services the College will offer, to whom, at what cost, with what priority, and to evaluate the performance of the organization.

Fundamental to the success of the College is the commitment of each Trustee to carry out his¹/her responsibilities as an elected official charged with providing District residents a quality, fully accredited, comprehensive community college.

Section 2. The College Governing Board

The Board of Trustees of Community College District No. 511 has the legal authority and responsibility to govern the College in accordance with the *Illinois Public Community College Act*, 110 ILCS 805/1. The Board will appoint a President to organize and manage the institution within Board policy.

The Board of Trustees will encourage the President to seek the input of employees and the community in the development and updating of the College's Strategic Long Range Plan. Such Plan will be approved annually by the Board of Trustees.

Section 3. Authority for Operations

The Board of Trustees derives its authority to govern from Sections 3-31 through 3-43 of the *Illinois Public Community College Act*, 110 ILCS 805/3-31 to 3-43. The Board will exercise all powers set forth in Sections 3-31 through 3-43 and all additional powers not inconsistent with the *Illinois Public Community College Act*.

Section 4. Board Duties and Responsibilities

The job of the Board of Trustees is to govern, not manage, the College.

¹ The use of the masculine pronoun in this document is for convenience and ease of use only; the masculine pronoun includes the feminine pronoun as well.

A. Duties of the Board:

As the governing body of Community College District No. 511, the Board of Trustees is responsible for the development and adoption of Board policies and for making decisions related thereto. The Board's authority in this area is final, subject to applicable statutory and regulatory limitations. The President is responsible for developing appropriate administrative procedures to effectuate Board policies.

The Board will seek input from members of the College community in the development of said policies.

Additionally, the Board of Trustees will:

1. Hire and work with the President, who will be the chief administrative officer of the College and the executive officer in dealing with the Board. Annually establish goals and evaluate the President's performance.
2. Ensure efficient and effective development, operation and maintenance of the College.
3. Execute all duties and powers authorized by the *Illinois Public Community College Act*, 110 ILCS 805/1 et seq.
4. Direct the President to formulate and revise policies as necessary for Board consideration. The President will seek employee input as necessary and appropriate.
5. Annually review the financial performance of the College and cause an audit to be made.
6. Annually adopt the Financial Plan of the College.
7. Ensure the quality of education provided by the College.
8. Annually adopt a comprehensive Strategic Long Range Plan.
9. Annually review from the President a report on the Outcomes of the College.
10. Review matters recommended by the President and cause appropriate action to be taken.
11. Appoint legal counsel as needed.

B. Responsibilities of the Board:

1. Operate in all ways mindful of its civic Trusteeship obligation to the citizens of its College district.
2. Be the sole governing body of the College. In carrying out its governing responsibility, the Board, as a whole, will keep adequately informed about educational and other relevant issues, actively gathering and retaining necessary information to enhance the decision-making process.
3. Focus on intended long term outcomes.
4. Use the expertise of individual members to enhance the ability of the Board as a body.
5. Ensure the continuity of its governance capability through retraining, redevelopment, and the orientation of new members.
6. Make decisions, to the extent possible, on a consensus basis.

Section 5. Authority and Responsibility of Members

Trustees have authority when acting as a part of the Board of Trustees in a legal session or proceeding of the Board. No individual member of the Board of Trustees has the power to speak or act in the name of the Board unless authorized to do so by the Board of Trustees. Trustees will maintain confidentiality of privileged and confidential information including all information discussed in closed session meetings and other communications, such as attorney-client privilege communications. Trustees will strive to demonstrate personal integrity and ethical behavior in word and action.

Section 6. Code of Ethics

The Board of Trustees will conduct themselves in accordance with the State Officials and *Employees Ethics Act* (Public Act 93-615, effective November 19, 2003, as amended by Public Act 93-617, effective December 9, 2003), which is a comprehensive revision of State statutes regulating ethical conduct, political activities and the solicitation and acceptance of gifts by State officials and employees.

A. Prohibited Political Activities:

1. No officer or employee shall intentionally perform any prohibited political activity during any compensated time, as defined herein. No officer or employee shall intentionally use any property or resources of Rock Valley College in connection with any prohibited political activity.
2. At no time shall any officer or employee intentionally require any other officer or employee to perform any prohibited political activity (i) as part of that officer or employee's duties, (ii) as a condition of employment, or (iii) during any compensated time off (such as holidays, vacation or personal time off).
3. No officer or employee shall be required at any time to participate in any prohibited political activity in consideration for that officer or employee being awarded additional compensation or any benefit, whether in the form of a salary adjustment, bonus, compensatory time off, continued employment or otherwise, nor shall any officer or employee be awarded additional compensation or any benefit in consideration for his or her participation in any prohibited political activity.
4. Nothing in this Section prohibits activities that are permissible for an officer or employee to engage in as part of his or her official duties, or activities that are undertaken by an officer or employee on a voluntary basis which are not prohibited by this Code of Ethics.
5. No person either (i) in a position that is subject to recognized merit principles of public employment or (ii) in a position the salary for which is paid in whole or in part by federal funds and that is subject to the Federal Standards for a Merit System of Personnel Administration applicable to grant-in-aid programs, shall be denied or deprived of employment or tenure solely because he or she is a member or an officer of a political committee, of a political party, or of a political organization or club.

B. Gift Ban:

Except as permitted by this Article, no officer or employee, and no spouse of or immediate family member living with any officer or employee (collectively referred to herein as "recipients"), shall intentionally solicit or accept any gift from any prohibited source, as defined herein, or which is otherwise prohibited by law or Policy. No prohibited source shall intentionally offer or make a gift that violates this Section.

Exceptions. Section 1:10.010(B) is not applicable to the following:

1. Opportunities, benefits, and services that are available on the same conditions as for the general public.
2. Anything for which the officer or employee, or his or her spouse or immediate family member, pays the fair market value.
3. Any (i) contribution that is lawfully made under the Election Code, or (ii) activities associated with a fundraising event in support of a political organization or candidate.
4. Educational materials and missions.
5. Travel expenses for a meeting to discuss business.
6. A gift from a relative, meaning those people related to the individual as father, mother, son, daughter, brother, sister, uncle, aunt, great aunt, great uncle, first cousin, nephew, niece, husband, wife, grandfather, grandmother, grandson, granddaughter, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, half sister, and including the father, mother, grandfather, or grandmother of the individual's spouse and the individual's fiancé or fiancée.
7. Anything provided by an individual on the basis of a personal friendship unless the recipient has reason to believe that, under the circumstances, the gift was provided because of the official position or employment of the recipient or his or her spouse or immediate family member and not because of the personal friendship. In determining whether a gift is provided on the basis of personal friendship, the recipient shall consider the circumstances under which the gift was offered, such as: (i) the history of the relationship between the individual giving the gift and the recipient of the gift, including any previous exchange of gifts between those individuals; (ii) whether to the actual knowledge of the recipient the individual who gave the gift personally paid for the gift or sought a tax deduction or business reimbursement for the gift; and (iii) whether to the actual knowledge of the recipient the individual who gave the gift also at the same time gave the same or similar gifts to other officers or employees, or their spouses or immediate family members.

8. Food or refreshments not exceeding \$75 per person in value on a single calendar day; provided that the food or refreshments are (i) consumed on the premises from which they were purchased or prepared or (ii) catered. For the purposes of this Section, "catered" means food or refreshments that are purchased ready to consume which are delivered by any means.
9. Food, refreshments, lodging, transportation, and other benefits resulting from outside business or employment activities (or outside activities that are not connected to the official duties of an officer or employee), if the benefits have not been offered or enhanced because of the official position or employment of the officer or employee, and are customarily provided to others in similar circumstances.
10. Intra-governmental and inter-governmental gifts. For the purpose of this Act, "intragovernmental gift" means any gift given to an officer or employee from another officer or employee, and "inter-governmental gift" means any gift given to an officer or employee by an officer or employee of another governmental entity.
11. Bequests, inheritances, and other transfers at death.
12. Any item or items from any one prohibited source during any calendar year having a cumulative total value of less than \$100. Each of the exceptions listed in this Section is mutually exclusive and independent of every other.

Disposition of gifts. An officer or employee, his or her spouse or an immediate family member living with the officer or employee, does not violate this Policy if the recipient promptly takes reasonable action to return a gift from a prohibited source to its source or gives the gift or an amount equal to its value to an appropriate charity that is exempt from income taxation under Section 501 (c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended, renumbered, or succeeded.

C. Definitions:

For purposes of this Code of Ethics, the following terms shall be given these definitions:

1. "Board" means the Board of Trustees of Community College District No. 511, Winnebago, Boone, DeKalb, McHenry, Ogle and Stephenson Counties, Illinois.

2. "Campaign for elective office" means any activity in furtherance of an effort to influence the selection, nomination, election, or appointment of any individual to any federal, State, or local public office or office in a political organization, or the selection, nomination, or election of Presidential or Vice-Presidential electors, but does not include activities (i) relating to the support or opposition of any executive, legislative, or administrative action, (ii) relating to collective bargaining, or (iii) that are otherwise in furtherance of the person's official duties.
3. "Candidate" means a person who has filed nominating papers or petitions for nomination or election to an elected office, or who has been appointed to fill a vacancy in nomination, and who remains eligible for placement on the ballot at a regular election, as defined in section 1-3 of the *Election Code*, 10 ILCS 5/1-3.
4. "Collective bargaining" has the same meaning as that term is defined in Section 3 of the *Illinois Public Labor Relations Act*, 5 ILCS 315/3.
5. "Compensated time" means, with respect to an employee, any time worked by or credited to the employee that counts toward any minimum work time requirement imposed as a condition of his or her employment, but for purposes of this Policy, does not include any designated holidays, vacation periods, personal time, compensatory time off or any period when the employee is on a leave of absence. With respect to officers or employees whose hours are not fixed, "compensated time" includes any period of time when the officer is on premises under the control of the employer and any other time when the officer or employee is executing his or her official duties, regardless of location.
6. "Compensatory time off" means authorized time off earned by or awarded to an employee to compensate in whole or in part for time worked in excess of the minimum work time required of that employee as a condition of his or her employment.
7. "Contribution" has the same meaning as that term is defined in section 9-1.4 of the *Election Code* 10 ILCS 5/9-1.4.
8. "Employee" means a person employed by Rock Valley College, whether on a full-time or part-time basis or pursuant to a contract, whose duties are subject to the direction and control of an employer with regard to the material details of how the work is to be performed, but does not include an independent contractor.

9. "Employer" means Community College District 511.
10. "Gift" means any gratuity, discount, entertainment, hospitality, loan, forbearance, or other tangible or intangible item having monetary value including, but not limited to, cash, food and drink, and honoraria for speaking engagements related to or attributable to government employment or the official position of an officer or employee.
11. "Leave of absence" means any period during which an employee does not receive (i) compensation for employment, (ii) service credit towards pension benefits, and (iii) health insurance benefits paid for by the employer.
12. "Officer" means a person who holds, by election or appointment, an office created by statute or law, regardless of whether the officer is compensated for service in his or her official capacity. The term "officer" includes all members of the Board of Trustees.
13. "Political activity" means any activity in support of or in connection with any campaign for elective office or any political organization, but does not include activities (i) relating to the support or opposition of any executive, legislative, or administrative action, (ii) relating to collective bargaining, or (iii) that are otherwise in furtherance of the person's official duties.
14. "Political organization" means a party, committee, association, fund, or other organization (whether or not incorporated) that is required to file a statement of organization with the State Board of Elections or a county clerk under Section 9-3 of the *Election Code*, 10 ILCS 5/9-3, but only with regard to those activities that require filing with the State Board of Elections or a county clerk.
15. "Prohibited political activity" means:
 - (a) Preparing for, organizing, or participating in any political meeting, political rally, political demonstration, or other political event.
 - (b) Soliciting contributions, including but not limited to the purchase of, selling, distributing, or receiving payment for tickets for any political fundraiser, political meeting, or other political event.
 - (c) Soliciting, planning the solicitation of, or preparing any document or report regarding anything of value intended as a campaign contribution

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- (d) Planning, conducting, or participating in a public opinion poll in connection with a campaign for elective office or on behalf of a political organization for political purposes or for or against any referendum question.
- (e) Surveying or gathering information from potential or actual voters in an election to determine probable vote outcome in connection with a campaign for elective office or on behalf of a political organization for political purposes or for or against any referendum question.
- (f) Assisting at the polls on Election Day on behalf of any political organization or candidate for elective office or for or against any referendum question.
- (g) Soliciting votes on behalf of a candidate for elective office or a political organization or for or against any referendum question or helping in an effort to get voters to the polls.
- (h) Initiating for circulation, preparing, circulating, reviewing, or filing any petition on behalf of a candidate for elective office or for or against any referendum question.
- (i) Making contributions on behalf of any candidate for elective office in that capacity or in connection with a campaign for elective office.
- (j) Preparing or reviewing responses to candidate questionnaires.
- (k) Distributing, preparing for distribution, or mailing campaign literature, campaign signs, or other campaign material on behalf of any candidate for elective office or for or against any referendum question.
- (l) Campaigning for any elective office or for or against any referendum question.
- (m) Managing or working on a campaign for elective office or for or against any referendum question.
- (n) Serving as a delegate, alternate, or proxy to a political party convention.

- (o) Participating in any recount or challenge to the outcome of any election.

16. "Prohibited source" means any person or entity who:

- (a) is seeking official action (i) by an officer or (ii) by an employee, or by the officer or another employee directing that employee;
- (b) does business or seeks to do business (i) with the officer or (ii) with an employee, or with the officer or another employee directing that employee;
- (c) conducts activities regulated (i) by the officer or (ii) by an employee, or by the officer or another employee directing that employee; or
- (d) has interests that may be substantially affected by the performance or non-performance of the official duties of the officer or employee.

D. Construction:

This Ordinance shall be construed in a manner consistent with the provisions of the State Officials and Employees Ethics Act (codified at 5 ILCS 430/1-1 et. seq.). This Ordinance is intended to impose the same but not greater restrictions than the Act.

E. Penalties:

1. A person who intentionally violates any provision of Section 6(a) of this Code of Ethics may be punished by a term of incarceration in a penal institution other than a penitentiary for a period of not more than 364 days, and may be fined in an amount not to exceed \$2,500.
2. A person who intentionally violates any provision of Section 6(b) of this Code of Ethics is subject to a fine in an amount of not less than \$1,001 and not more than \$5,000.

Any person who intentionally makes a false report alleging a violation of any provision of this Code of Ethics to the local enforcement authorities, the State's Attorney or any other law enforcement official may be punished by a term of incarceration in a penal institution other than a penitentiary for a period of not more than 364 days, and may be fined in an amount not to exceed \$2,500.

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3. A violation of Section 6(a) of this Code of Ethics shall be prosecuted as a criminal offense by an attorney for Rock Valley College by filing in the circuit court any information, or sworn complaint, charging such offense. The prosecution shall be under and conform to the rules of criminal procedure. Conviction shall require the establishment of the guilt of the defendant beyond a reasonable doubt. A violation of Section 6(b) of this Policy may be prosecuted as a quasi-criminal offense by an attorney for Rock Valley College, or, if an Ethics Commission has been created, by the Commission through the designated administrative procedure.
4. In addition to any other penalty that may be applicable, whether criminal or civil, an officer or employee who intentionally violates any provision of Section 6, Code of Ethics, is subject to discipline or discharge.

Reference: AR 307
Adopted: July 23, 2013

MEMBERSHIP OF THE BOARD

Section 1. Number and Selection

The Board of Trustees is comprised of seven (7) qualified voting members elected at-large by the District electorate and one (1) non-voting member elected by the student body in accordance with Section 3-7 of the *Illinois Public Community College Act*, 110 ILCS 805/3-7, the *Illinois Election Code* 10 ILCS 5/1-1 et seq., and other applicable statutes.

Section 2. Election

Board Trustee elections are conducted biannually in accordance with Sections 3-7 through 3-7.13 (as amended) of the *Illinois Public Community College Act*. Voting Trustees are elected for staggered terms of six (6) years.

Section 3. Qualifications of Members

Each voting Trustee shall, on the date of their election, be citizens of the United States, 18 years of age or older, residents of Illinois and District 511 for at least one year immediately preceding the election.

Section 4. Student Trustee

The Board of Trustees will have one (1) non-voting member who is a student enrolled in the College as provided by Section 3-7.24 of the *Illinois Public Community College Act*, 110 ILCS 805/3-7.24.

The student Trustee will be elected by the student body to a one-year term beginning on the date of the next regular meeting after the organizational meeting. The student assumes all the rights and responsibilities of a district-elected Board member with the exception of non-voting status. The student Trustee has the right to make and second motions, to attend all sessions of the Board, receive all materials district-elected Board members do, and has an advisory vote.

Section 5. Vacancies

Vacancies on the Board of Trustees shall be filled by the Board through appointment in accordance with Section 3-7 (f) of the *Illinois Public Community College Act*, 110 ILCS 805/3-7 (f). A vacancy arising because of resignation shall be deemed to have occurred whenever written notice of the resignation is received by the Board Secretary or when notice is given in a Board meeting. All Trustees shall be involved in the selection process for filling any vacancy.

The vacancy shall be filled by the remaining Board members in the following manner:

- The person appointed to fill the vacancy must be 18 years of age and a resident of Community College District 511 for at least one year;
- The person appointed shall serve until a successor is elected and certified in accordance with the Election Code;
- If the vacancy occurs with less than four months remaining before the next scheduled consolidated election and the vacant seat is not scheduled to expire at that election, then the term of the appointee shall extend through that election until the succeeding consolidated election;
- If the term of the vacant position is scheduled to expire at the upcoming consolidated election, the appointed person shall serve only until a successor is election and certified; and
- The Board must appoint a person to fill the vacancy within 60 days after the vacancy occurs. If the Board fails to fill the vacancy within 60 days after the vacancy occurs, then the chair of the Illinois Community College Board shall fill that vacancy and the person shall serve until a successor is elected and certified.

OFFICERS

Section 1. Number, Election, Eligibility, and Term.

The officers of the Board of Trustees shall be the Chairperson, Vice Chairperson, Secretary, and Treasurer and any assistant to the above officers deemed necessary by the Board. The officers shall be elected or appointed by the Board of Trustees at the Reorganization Meeting. Vacancies in said offices may be filled at any meeting of the Board. The term of all officers shall be one (1) year or until their successors are elected, unless, by Board action, the term is extended to two years, in accordance with the statute.

Section 2. Chairperson

The Chairperson ("Chair") shall preside at all Board meetings and, whenever possible, represent the Board of Trustees at all official College or community functions.

The role of the Chair is, primarily, to uphold the integrity of the Board's process and, secondarily, to represent the Board to outside parties.

The Chair of the Board of Trustees will:

- A. Preside at all Board meetings in an efficient and effective manner, using Robert's Rules of Order, and shall set the tone for each meeting through positive leadership;
- B. Ensure that other Board members are informed of current and pending Board issues and processes;
- C. Make all Board standing committee appointments with the advice and consent of the Board;
- D. Attempt to arrive at a consensus by the members on Board decisions;
- E. Appoint and dissolve special ad hoc committees;
- F. Call special meetings, as required;
- G. Direct the preparation of the meeting agenda;

- H. Serve as an ex-officio member of all Board committees;
- I. Represent the interests of the Board on a day-to-day basis;
- J. Perform such other duties as prescribed by Board policy, law or by Board action; and
- K. Act or designate another person to act, as spokesperson for the Board in communication to the public. The Chair or designated spokesperson will notify all individual Trustees as promptly as possible of his/her actions as the Board's representative.

Section 3. Vice Chairperson

In the absence of the Chairperson, or in the event of his inability or refusal to act, the Vice Chairperson shall perform the duties of and shall have the same powers of the said Chairperson. The Vice-Chairperson shall serve until the duly elected Chairperson assumes or resumes his or her duties.

The Vice Chairperson shall perform such other duties as may be assigned to him by the Chairperson and the Board of Trustees.

Section 4. Secretary

The Board of Trustees shall elect a Secretary to serve at the discretion of the Board. The Secretary shall certify a true copy of each official Board policy and the Board minutes.

The Secretary shall certify at the Reorganization Meeting of the Board, and on request at any other time, that a complete and accurate set of all Board minutes and policies are kept in compliance with State Statutes. The Secretary (or his/her designee) shall be the keeper of all books, records, and the Seal of the Board of Trustees and shall perform all duties assigned to him or her by the Chairperson and the Board of Trustees which includes attendance at all Board and committee meetings. If the Secretary is absent from a meeting, the Board of Trustees shall appoint a Board member as Secretary Pro Tempore.

Board minutes so certified shall be prepared by the Recording Secretary who shall be selected by the President and who shall be required to attend the meetings of the Board. Minutes shall be kept in an official record book specifically for that purpose and shall be kept on file in the Administration Center of the main campus as the official record of Board activity and shall be open to public inspection.

The duties of the Secretary of the Board shall be as follows:

- A. Attend all meetings of the Board and keep or cause to be kept by a competent recorder a full and accurate record of all votes and acts of the Board.
- B. Promptly furnish, or cause to be furnished, a copy of the minutes of each regular or special meeting of the Board to all members of the Board and to the President of the College.
- C. Record, or cause to be recorded, all calls for meetings of the Board, and notify all members of such meetings.
- D. Keep, or cause to be kept, a record in a separate book of the names of all members of the Board, the dates of their election, their length of term, the date of expiration of their terms of office, and a file of all reports made by committees of the Board.
- E. Keep, or cause to be kept, a current and complete record and text of the Policies of the Board and publish the same from time to time as directed by the Board.
- F. Furnish to the President of the College and to all members of the Board, immediately after change, amendments, or additions to the Policies of the Board, a complete, accurate, and official copy of the text thereof.

Section 5. Treasurer

A Treasurer shall be appointed by the Board as provided by the *Illinois Community College Act*, 110 ILCS 805/3-18. Before duties begin, the Treasurer shall execute a bond in the manner and form provided for in the *Illinois Community College Act*, 110 ILCS 805/3-19. It shall be the duty of the Treasurer to:

- A. Perform all duties which the State of Illinois requires of the Treasurer.

- B. Keep an accurate record of all functions and transactions appropriate for the office.
- C. Furnish the Board with such reports as may be required.
- D. Invest funds in accordance with prescribed policy.

Section 6. Removal

Any officer or agent elected or appointed by the Board of Trustees may be removed by the Board whenever, in its judgment, the best interests of the College would be served thereby, but such removal shall be without prejudice to other rights and duties of the office or agent.

MEETINGS OF THE BOARD

Section 1. Proclaiming Election Winners

At the first meeting following the election of Board Members held on the date required under the Consolidated Election Laws of the State of Illinois and not later than twenty-one (21) days thereafter, the Board shall meet for the purpose of proclaiming the winners of the election.

Section 2. Reorganization Meeting

The Reorganization Meeting shall be held annually. The reorganization in election years shall be held on or before the twenty-eighth (28th) day after the election. At all Organizational Meetings, the Chairperson of the Board, or, in his or her absence, the President of the Community College or the acting Chief Executive Officer of the College, shall convene the new Board, and conduct the election for Chairperson, Vice Chairperson, and Secretary. The reorganization meetings for non-election years shall be held at the regular meeting of the Board for the month of April.

The order of business shall be:

- A. Call to Order by Chairperson of Retiring Board;
- B. Roll Call by Secretary;
- C. Certification of Audit and Board Minutes and Policies by Secretary;
- D. Adjournment of Retiring Board, sine die;
- E. Convening of new Board by ranking hold-over officer from retiring Board who shall serve as temporary Chairperson;
- F. Seating of new members (Election Year);
- G. Election of Chairperson of Board;
- H. Election of Vice Chairperson;
- I. Election of Secretary;

- J. Appointment of Treasurer;
- K. Appointment of Attorney;
- L. Adoption of Policies of the Board;
- M. Appointment of Bank Depository(s);
- N. Appointment of Auditor(s);
- O. Appointment of Representatives to Standing Committees;
- P. Setting the Schedule of Regular Meetings for the Next Calendar Year.

Section 3. Regular Meetings

Regular business meetings of the Board shall be held on the fourth Tuesday of every month and shall be open to the public. Additional strategic meetings may be held as needed and shall be open to the public.

A schedule of the regular meetings shall be posted at the beginning of each calendar year and shall state the regular dates, times and places of such meetings. An agenda for each regular meeting shall be posted at the entrance of the principal administration office, on the College's website and at the location where the actual meeting is to be held on the Friday prior to each regular meeting. The agenda shall remain posted on the College's website until the regular meeting is concluded. The place of said meeting shall be the regular meeting place of the Board or any properly designated place within Community College District 511.

The Board will provide notice of its regular meetings to any news media that has filed an annual request for such notice.

Section 4. Agenda for Regular Meetings

The order of business set forth on the agenda may vary, as needed from meeting to meeting, but shall generally contain one or more of the following items of regular business and/or matters relevant to the exercise of the powers of duties of the Board of Trustees. In the event there is a public hearing, the public hearing will be held after the Study Session and generally before the General Session. The agenda for Regular Meetings shall be as follows:

- I. Study Session
 - A. Call to Order
 - B. Roll Call
- II. General Session
 - A. Minutes
 - B. Recognition of Registered Visitors
 - C. Presentations
 - D. Board Committee Reports
 - E. Reports
 - 1. Vital Signs
 - 2. President
 - 3. Attorney
 - 4. ICCTA
 - 5. Student Trustee
 - 6. Other
 - H. New Business
 - I. Unfinished Business
 - J. Trustee Comments
 - K. President's Comments
 - L. Closed Session
 - M. Adjourn

The agenda shall set forth the general subject matter of any resolution or ordinance that will be the subject of final action at the meeting.

Section 5. Special Meetings

A Special Meeting of the Board may be called by the Chairperson or by any three (3) members of the Board by giving notice thereof in writing stating the time, place, and purpose of the meeting. Except in the event of a bona fide emergency, such notice shall be given at least forty-eight hours before such meeting. The notice will include the agenda for the special meeting. The Board will provide notice of its special meetings to any news media that has filed an annual request for such notice.

Section 6. Emergency Meetings

Notice of an Emergency Meeting shall be given as soon as practicable, but in any event prior to the holding of such meeting, to any news medium which has filed an annual request for notice.

Section 7. Adjourned Meetings

A Regular Meeting may be adjourned to a future date as the Board may determine.

Section 8. Waiver of Notice of Meetings

Notice of any meeting may be waived by a Board member. The attendance of a Board member at any meeting shall constitute a waiver of such notice for that meeting, except when the member attends the meeting for the express purpose of objecting to the transaction of any Board business because the meeting is not lawfully called or convened.

Section 9. Closed Sessions and Closed Meetings

Closed Sessions and Closed Meetings may be held in accordance with the *Illinois Open Meetings Act*, 5 ILCS 120/1 et seq., as amended, modified or construed, and pursuant to adopted College policies.

At any meeting for which proper notice has been given, the Board may close all or part of the meeting by a majority vote of a quorum present for any of the reasons listed below or otherwise permitted by the *Illinois Open Meetings Act*. The specific authorized reason must be stated in the motion, recorded in the minutes, and approved by a roll call vote.

A single vote may be taken with respect to a series of meetings, a portion or portions of which are proposed to be closed to the public, provided that each meeting in such series involves the same particular matters and is scheduled to be held within three months of the vote.

The following subjects may be discussed in closed sessions:

1. Collective bargaining matters;
2. Information regarding the appointment, employment, compensation, discipline, performance, or dismissal of an employee including testimony on a complaint lodged against an employee;
3. Appointment of a member to fill a vacancy on the Board;
4. Acquisition, purchase or lease of real property, including meetings held for the purpose of discussing whether a particular parcel should be acquired;
5. The setting of a price for sale or lease of property owned;
6. The sale or purchase of securities, investments, or investment contract;
7. Campus security measures to respond to actual danger to the safety of employees, student, staff or public property;
8. Student disciplinary cases;
9. Litigation, when an action against, affecting or on behalf of the Board of Trustees has been filed and is pending before a court or other administrative tribunal, or when the Board of Trustees finds that an action is probable or imminent, in which case the basis for the finding shall be recorded and entered into the minutes of the closed meeting;
10. The establishment of reserves or settlement of claims as provided in the *Local Governmental and Governmental Employees Tort Immunity Act, 745 ILCS 10/1*, if otherwise the disposition of a claim or potential claim might be prejudiced, or the review or discussion of claims, loss or risk management information, records, data, advice or communications from or with respect to any insurer of the Board of Trustees or any intergovernmental risk management association or self insurance pool of which the Board of Trustees is a member; and

11. The discussion of minutes of meetings lawfully closed under the *Illinois Open Meetings Act*, whether for purpose of approval by the Board of the minutes or semi-annual review of the minutes.

Section 10. Recording of Closed Meetings

A verbatim record shall be kept of all meetings of the Board of Trustees or any subsidiary "public body" (as defined by the *Illinois Open Meetings Act*, 5 ILCS 120 et seq. of the College which are closed to the public. The verbatim record shall be in the form of an audio or video recording. In addition, minutes shall be kept of all closed meetings in the manner required by the *Illinois Open Meetings Act*. Minutes of closed meetings shall be placed before the Board or the subsidiary body, as the case may be, for approval as to form and content as soon as practicable following the closed meeting. The Secretary of the Board, or his/her designee, shall maintain the verbatim recordings and minutes of all closed meetings of the Board and all subsidiary public bodies of the College. The President shall promulgate such procedures as may be necessary to maintain the confidentiality of such verbatim recordings and minutes. The verbatim record of closed meetings shall not be open for public inspection or subject to discovery, except as provided by law.

Section 11. Budget Hearing

A public hearing on the budget will be held each year prior to its adoption. Notice of the hearing will be published in the local newspapers in accordance with Section 103-20.1 of the *Illinois Public Community College Act* as amended, modified or construed.

Section 12. Special Hearings

Special hearings will be set by official Board action, and the date and place for the hearings will be published in the local newspapers.

Section 13. Quorum and Voting

A majority of the voting members of the Board of Trustees shall constitute a quorum for transaction of business at any meeting of said Board. If less than a majority of the duly qualified and acting voting Board members are present at said meeting, a majority of the members present may adjourn the meeting without further notice.

Unless otherwise provided herein and/or in the *Illinois Public Community College Act*, a majority of the votes of the members voting on a measure shall determine the outcome thereof, provided there is a quorum present. Voting ordinarily will be by voice except in matters requiring the expenditure of funds or the execution of contracts, when a roll call vote of the members shall be required. A roll call vote may also be used when requested by any member of the Board of Trustees.

For committee meetings, a majority of voting members of the committee shall constitute a quorum. If less than a majority of the duly qualified and acting committee members is present at the meeting, the Board Chair may act as an ex officio Board member to create a quorum at the committee meeting.

Section 14. Open to the Public

All meetings and hearings of the Board will be open to the public, except Closed Sessions and Closed Meetings as indicated in Section 9 above.

Section 15. Workshops/Board Retreats

The Board shall attend in-depth workshops or retreats organized for the purpose of assisting Board members to gain greater understanding of the College and issues affecting higher education. Workshops and/or retreats may be scheduled as deemed necessary or advisable. The news media will be given notice of the time and place of such meetings. Notice shall be posted at the entrance of the principal administration office and, when practicable, at the location where the actual meeting is to be held, not less than forty-eight (48) hours prior to the time of the meeting.

Section 16. Board Member Use of Electronic Means of Communication

Electronic means of communication (such as, without limitation, electronic mail, electronic chat, instant messaging, or other means of contemporaneous interactive communication) to, by, and between Board members in their capacity as Board members, shall not be used to conduct Board business in a manner that duplicates such contemporaneous interactive communication. Electronic communication use by Board members, in their capacity as Board members, shall be limited to:

- A. Disseminating information; and
- B. Messages or communications not involving deliberation, debate or decision-making among three or more Board members

Examples of permissible electronic communication are:

- A. Agenda item suggestions;
- B. Reminders regarding meeting times, date, and places;
- C. The dissemination of Board meeting agenda or public record Information concerning agenda items;

- D. Responses to questions posed by the community, administrators or College staff; and
- E. Questions or requests for information directed to administrators or College staff.

Board Member Attendance by a Means Other Than Physical Presence:

- A. If a quorum of Board members is physically present at a Board meeting, a majority of the Board may vote to allow a Board member who is not physically present to attend the meeting by other means if the member is prevented from physically attending because of: (i) personal illness or disability; (ii) employment purposes or the business of the College; or (iii) a family or other emergency. "Other means" is by video or audio conference.
- B. If a Board member wishes to attend a meeting by other means, the Board member must notify the Board Secretary of the College before the meeting unless advance notice is impractical.

Section 17. Rules of Procedure

In matters of procedure not governed by these Policies of the Board, or modified by the Board, Robert's Rules of Order, as revised, shall govern.

Board meetings shall be conducted according to current Robert's Rules of Parliamentary Procedure, except as modified by the Board. The ayes and nays shall be called and entered upon each vote. Voting ordinarily will be by voice except when formal resolutions are required or when funds are to be expended, in which case the vote shall be by call of the roll. A roll call vote may also be used when requested by any member of the Board. Whenever a committee makes a report to the Board and the committee chairperson or other person making the report on behalf of the chairperson moves to accept the report, this motion shall not require a second.

Section 18. Recognition of Registered Visitors

Visitors wishing to be heard at a Board meeting may be afforded time, subject to reasonable constraints, to comment or to ask questions of the Board and shall comply with the following guidelines:

- A. Individuals or groups who desire to speak to the Board shall submit a request on a designated card and turn in to the designated staff up to 10 minutes prior to the scheduled beginning of the meeting.

- B. Any request to speak to the Board shall include the name of individual(s), the organization represented (if any), the topic to be addressed, and whether they will speak for or against the issue.
- C. The public comment section of the agenda will be limited to a thirty (30) minute maximum, to be extended if necessary at the discretion of the Chairperson.
- D. Presentations by any one individual shall be limited to three (3) minutes.
- E. If more than one individual is to speak on a topic, each must speak consecutively. Each individual's presentation will be limited to three (3) minutes. The Chairperson shall have the option of halting presentations which repeat points already presented, or to limit the number of speakers addressing the same perspective (for or against) on a topic.
- F. The Board, at its option, may not comment on presentation to the Board.
- G. Informal opportunities to address the Board may be granted at the Chairperson's discretion.
- H. Ten copies of any document or other medium to be submitted to the Board are to be supplied for distribution to the President's Office at least three (3) days before a Board meeting.
- I. Visitor presentations and discussions related thereto may be closed or taken under advisement as the Board deems appropriate.
- J. Nothing contained herein shall be construed to limit the power of the Board to impose other reasonable constraints upon the ability of visitors to comment to or ask questions of the Board.

Section 19. Minutes

A record of all transactions of the Board will be set forth in the minute book of the Board, and all minute books will be kept by the Secretary of the Board as a permanent record of all Board actions and policy decisions in the College District. The approved minutes of all open sessions will be open to the inspection of the public at any time during normal business hours. Minutes of closed sessions will be kept in the same manner, but will remain closed until such time the items or topics of discussion are judged to be open under the requirements of the *Illinois Open Meetings Act*. All minutes will record the name of the person making a motion, the name of the person seconding the motion, and the vote. A member may request that the reason for his vote be

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recorded in the minutes, such request to be made at the time of voting.

All closed session minutes shall be recorded verbatim (audio or video), according to the amendments to Section 2.06 (a-f) of the *Illinois Open Meetings Act*.

Adopted: July 23, 2013

Revised: June 24, 2014

COMMITTEES

Section 1. Special Committees

Special Committees may be created by the Chairperson of the Board or by Board action. The President of the College, with the approval of the Chairperson of the Board, may call meetings of the Board Committees and may (shall) attend all committee meetings, except when his or her employment or salary is under consideration.

A Special Committee shall report recommendations to the Board for appropriate action and shall be dissolved when its report is complete and accepted by the Board.

Section 2. Standing Committees

The Board may appoint Standing Committees to provide the Trustees with additional oversight or heightened levels of awareness of key College matters. Each Standing Committee will be comprised of two Trustees elected appointed by the Chair of the Board of Trustees for a term of one year, with no term limits. College administrators may be assigned to a Standing Committee as deemed appropriate by the Board of Trustees.

Committees will not interfere with the wholeness of the Board's duties and responsibilities, nor with delegation from the Board to the President nor with President's authority.

Standing Committee meetings will follow the same procedures as all Board Open Meetings. Meeting date, time and place will be made public. All Trustees are encouraged to attend.

Minutes from Standing Committee meetings will be approved by the Trustees present at the meeting prior to being distributed to the full Board. In addition, minutes from each Standing Committee will be presented at the next monthly Board meeting so that they may be entered into the record.

References: Board Report 4377-1 through 4377-9 February 20, 1989
Board Report 3257 September 22, 1980

Adopted: July 23, 2013

CONTRACTS AND FINANCES

Section 1. Contracts

The Board of Trustees may authorize any officer or officers, agent or agents, by Resolution, to enter into any contract and execute and deliver any instrument on behalf of this Board. The President is expressly authorized to execute any contracts and grant documents approved by the Board.

Section 2. Finances

No funds shall be borrowed without specific authorization by Resolution of the Board for contracting any indebtedness.

Section 3. Checks and Depository

All checks, drafts, or orders for payment of wages, salaries, and/or other bills issued by this college district shall be signed by the properly designated officers in accordance with the Resolution filed with the depository. The depository of the funds of the Board of Trustees shall be designated by Resolution at the Reorganization Meeting.

BOARD POLICIES

Section 1. Policies of the Board

The exercise of Board powers concerning the Board structure and direction regarding the internal operating organization of the College may be classified as Policies of the Board.

“Policy” shall hereinafter be defined as a basic assumption or principle established by the Board of Trustees as a guideline for discretionary action by the administration, faculty, and staff in conducting the affairs of the College to achieve the stated goals or objectives.

The policies adopted by the Board of Trustees have been written to be consistent with the provision of law, but do not encompass all laws relating to the District’s activities. All members of the academic community shall be expected to know and shall be held responsible for observing all provisions of these policies pertinent to their specific activities.

The operation of the College, whether or not any action is covered by the stated Policies of the Board, shall be subject to the policy of the Illinois Community College Board, local, state, and federal statutes and to the United States Constitution.

Section 2. Intent of the Policies

Rules and procedures in support of the Policies of the Board are established by the administration, faculty, and staff members with the approval of the President in order to apply Board Policy to specific situations. Such rules and procedures shall be reduced to writing and shall subsequently be made a part of the College catalog, manuals and/or such handbooks as may be appropriate.

Section 3. Suspension

Any policy may be temporarily suspended, on an emergency basis only, by a majority vote of the entire Board of Trustees, which vote will be taken by roll call and will be entered in the minutes of the meeting.

AMENDMENTS AND ADOPTION OF BOARD POLICIES

The Policies of the Board may be amended by a majority vote of the entire Board at any meeting provided that Board members receive official notice of the proposed amendment at the Regular Board meeting prior to the meeting at which said amendment is adopted. Amendment to a policy will be made by the repeal of an existing policy and/or the enactment of a new or additional policy. Vote on the change will be taken by roll call and entered in the minutes of the meeting.

These Policies of the Board may be amended, altered, or repealed and new rules adopted at any meeting of the Board of Trustees by a unanimous vote of all voting Board members.

THE BOARD AND THE PRESIDENT

Section 1. President

The President of the College shall be the chief administrative officer of the internal operating organization of the College and shall be appointed by the Board. In addition, to the extent allowed by the *Illinois Public Community College Act*, the President may represent Rock Valley College on official and ceremonial occasions.

The Board of Trustees expects:

- A. The President, or his designee, to attend and inform and advise, without vote, in all meetings of the Board of Trustees, except where his absence is expressly desired or when the Board is in Executive Session.
- B. The President, or his designee, to attend all committee meetings of the Board and act as the resource person to the several committees of the Board, unless expressly asked to leave to enable the committee to go into executive session.
- C. The President to be responsible for the overall operation of the College by initiating, guiding, and directing activities which are necessary to fulfill the mission of the College and any such other expectations that the Board of Trustees may establish.

Section 2. Acting President

The President shall be authorized to designate a member of the College staff as Acting President during temporary disability or absence from the College. In the case of lengthy continued disability or absence of the President, in case of vacancy of the presidency, or under other special circumstances, the Board shall name an Acting President and shall negotiate a commensurate salary for said responsibility.

Section 3. Communication with the Board

The President shall serve as the primary channel of communication between the Board and all subordinate administrative officers and personnel of the internal organization, except that nothing herein is intended to limit the ability of the Board of Trustees to communicate with Administrators assigned to Board committees or other special projects.

Mail received by the College which is generally addresses to the "Board of Trustees" shall be opened by the President's Office and addressed with the Board accordingly. Mail addressed to individual Trustees received by the College shall not be opened and shall be forwarded to the Trustee as soon as practicable.

The email addresses of Trustees shall be made available to the public. Such other contact information of a Trustee which is authorized for release by a Trustee shall also be made available.

Section 4. Emergency Action

In the event of emergency situations not covered by specific policies, the College President shall have the authority to take any necessary or appropriate action as he or she deems to be required by such emergency. Action taken and the reason therefore shall be communicated to the Board as soon as practicable.