

CHAPTER:	<b>Board Organization</b>	DATE ADOPTED	NUMBER
<b>GOVERNANCE</b>		August 10, 1999 Revised July 10, 2007 Revised November 13, 2012 Revised February 20, 2018	103

**SYNOPSIS:**

1	Authority
2	Duties and Responsibilities of the Board/Authority of Directors
3	Compensation
4	Composition
5	Organization
6	Formulation and Review of Policies

1 Authority: The Board derives its authority from Chapter 260C of the Code of Iowa. The Board is subject to provisions of the Constitution of the United States, federal laws and regulations, the Constitution of the State of Iowa, rules and regulations of the Department of Education, state law, its own policies, and the expressed will of the electorate.

2 Duties and Responsibilities of the Board/Authority of Directors: The Board has the responsibility of formulating broad public policy in community college education according to Chapter 260C.14, Code of Iowa. It shall function as the legislative and policy-making body charged with the oversight and control of College activities. The Board will delegate to the President the function of specifying required actions and designing the detailed arrangements under which the College will be operated. The Board shall maintain continuous supervision of the College through the study and evaluation of reports concerning implementation of its policies. Board responsibilities are summarized as follows:

- a. Determine the curriculum to be offered by the College, subject to approval by the State Department of Education.
- b. Determine tuition rates for instruction according to guidelines provided in Section 260C.14.2, Code of Iowa.
- c. Have powers and duties with respect to the College which are prescribed for boards of directors of local school districts by Chapter 279 and are not otherwise provided for in Chapter 260C, Code of Iowa.
- d. Have power to enter into contracts and take other necessary action to insure sufficient curriculum, efficient operation and management of the College, and maintenance and protection of the physical plant, equipment, and other property of the College.
- e. Establish policy and rules for its own governance and that of the administrative, teaching and other personnel, and the students of the College, and provide for the enforcement of such policy and rules.
- f. Have authority to sell any article (to include any property upon which the article is located) resulting from a vocational program or course offered by the college by any procedure which may be adopted by the Board.
- g. With the permission of the inventor, secure letters patent or copyright on inventions of students, instructors, or staff of the college; such letters patent or copyright on inventions become the property of the Board.
- h. Employ and set the salary of the President.
- i. Arrange for the purchase of group or individual annuity contracts for any College employee.

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	<p>j. Make necessary rules to provide for policing, control, and regulation of traffic and parking of vehicles on property of the College.</p> <p>k. Represent the Board without cost at College-sponsored events.</p>
3	<p>Compensation: Board members shall be eligible to receive a per diem stipend in the amount of \$50.00 for attending:</p> <p>a. 12 regularly scheduled monthly Board meetings per year;</p> <p>b. 12 regularly scheduled monthly meetings of the Iowa Association of Community College Trustees (limited to the Board’s designate or alternate); and the</p> <p>c. Annual Conference of the Iowa Association of Community College Trustees.</p> <p>In addition, Board members shall be reimbursed actual and necessary expenses incurred in the performance of their official duties.</p>
4	<p>Composition:</p> <p>a. Size: The Board is composed of nine members, one from each Director District.</p> <p>b. Elections: Elections shall be conducted by the Commissioner of Elections of Webster County.</p> <p>Regular elections shall be held biennially (in odd years) on the second Tuesday in November. Special elections may be called by the Board with reference to those matters stipulated in Section 277.2, Code of Iowa, which are applicable to Merged Areas.</p> <p>c. Vacancies: Vacancies on the Board shall be filled at the next regular meeting of the Board through appointment by the remaining members of the Board. A member so chosen must be a resident of the Director District in which the vacancy occurred. Members so chosen shall serve pursuant per section 69.12, Code of Iowa. A vacancy shall be defined as in Section 277.29, Code of Iowa. NOTE: CHANGE OF RESIDENCE FROM ONE DIRECTOR DISTRICT TO ANOTHER CONSTITUTES A VACANCY.</p> <p>Vacancies occurring among Board elected or appointed officers shall be filled in the same manner as the original election or appointments. Those so elected or appointed by the Board shall serve for the balance of the unexpired term.</p> <p>d. Conflict of Interest: No member of the Board shall knowingly be interested, directly or indirectly, in any contract, written or unwritten, for services to be performed and/or material to be furnished for the College.</p> <p>Furthermore, no Member of the Board shall cast a vote or attempt to influence those who cast votes on any matter where the Board Member has an interest, directly or indirectly, financial or otherwise, in the matter. This prohibition includes, but is not limited to transactions involving the awarding of financial assistance or procurement of services or property using Iowa Industrial New Jobs Training Act funds Chapter 260E, Iowa Jobs Training Act funds Chapter 260F, and Accelerated Career Education Program Act funds Chapter 260G.</p>

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Furthermore, no Board Member shall cast a vote or attempt to influence those who cast votes or otherwise participate in any matter which would provide or give the appearance of providing personal or financial benefit to that Board Member or an organization that Board Member represents.

e. Related Activities: The Board shall maintain active membership in appropriate state and national associations. Board members will be encouraged to attend related professional meetings to better serve the Board.

5 Organization:

a. Board Officers - Designation: The Board shall organize at the first regular meeting in December following the regular school election. At the organizational meeting, the Board shall be called to order by the Board Secretary.

The first order of business shall be to swear into office any new members unless they shall have been so sworn previously. Each director shall qualify by taking the oath of office in the manner prescribed by Section 277.28, Code of Iowa. The Board shall then elect from its membership a Chairman and Vice Chairman. The elections shall be conducted by requesting nominations from the floor. The Board Secretary may direct that nominations cease if a sufficient period passes during which no further nominations are made.

Once nominations have concluded, the Board Secretary will request the Board to vote on the individuals nominated for the particular office. The vote of each member present must be made public to allow the public to observe and ascertain how each Board member votes. The election of a Chairman will be conducted first followed by the election of the Vice Chairman.

The Board shall appoint a Secretary and a Treasurer in the manner prescribed by Section 279.3, Code of Iowa. Each officer shall qualify by taking the oath of office in the manner prescribed by Section 277.28, Code of Iowa. Both shall post bond in such amount as the Board may require as prescribed in Section 291.2, Code of Iowa.

The Board may appoint a legal counsel to represent the corporation and advise the Board.

b. Board Officers - Duties:

(1) Chairman:

- To preside at all meetings of the Board.
- To appoint or provide for the selection of all Board committees.
- To call special meetings as required.
- To perform such other duties as may be prescribed by law or by action of the Board.

(2) Vice Chairman:

- To preside over Board meetings in the absence of the Chairman.
- To perform such other duties as the Chairman may prescribe.

(3) Board Secretary:

- Service to the Board:
  - (a) File and preserve all papers pertaining to the business of the corporation.

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	<p>(b) Record contracts.</p> <p>(c) Record all proceedings of the meetings of the Board.</p> <p>- Elections:</p> <p>(a) Cooperate with Commissioner of Elections.</p> <p>(b) Record results of regular and special elections.</p> <p>(c) Report Officers of Board to State Department of Education, county auditor, and county treasurer.</p> <p>- Finances:</p> <p>(a) Record all funds deposited with Board Treasurer.</p> <p>(b) Keep accurate record of all bills and present them to Board for audit and approval of payment.</p> <p>(c) Countersign warrants and drafts from county treasurer drawn and signed by the Chairman -- draw warrants for claims allowed by Board, countersign and keep a record of them.</p> <p>(d) Prepare and publish annual financial statements for the College.</p> <p>(e) Prepare and file with the Board monthly financial statements for funds showing receipts, disbursements, and balance in each.</p> <p>(f) Handle legal advertisements.</p> <p>(g) Make an annual report to the Board on or before its regular October meeting.</p> <p>(4) Treasurer: The duties of the Treasurer of the Board shall be:</p> <p>(a) Receive apportionment of funds and payments of taxes from county treasurers.</p> <p>(b) Deposit funds in the banks designated by the Board as the official depositories and file with the county treasurers and the treasurer of the state a list of such with any changes authorized by the Board. The Board shall designate the maximum deposit at each bank.</p> <p>(c) Pay warrants signed by the Chairman and countersigned by the Board Secretary.</p> <p>(d) Make an annual report to the Board at its regular September meeting.</p> <p>(5) Absence of Officers: In the event both the Chairman and Vice Chairman are absent, the Board Secretary shall serve as temporary chairman for the purpose of selecting a Chairman Protempore.</p> <p>(6) Temporary Committees: A temporary committee may be appointed by the Chairman or by the Board to investigate a specific situation or problem. Temporary committees do not take action but rather make their reports to the Board to be acted upon by the Board while in session. Reports from temporary committees shall be presented to the President or designee who shall place them on the agenda and forward them to the Board. A temporary committee shall be considered dissolved after its report is made to the Board.</p>		
6	<p>Formulation and Review of Policies: The primary responsibility for proposing Board policies rests with the President.</p> <p>Policy proposals shall be submitted to the Board, through the President.</p> <p>Board policies shall be reviewed on a continuing basis by the President with proposals for policy additions, deletions, or modifications being made to the Board as required to maintain policy currency.</p>		

