

POLICIES AND PROCEDURES

Subject: Board of Trustees: By-Laws Reference: A-I

Source: Board of Trustees Eff. Date: May 13, 2019

Approval Auth: Board of Trustees Approved: _____

Remarks: Replaces previous policy dated May 30, 2017

Date: May 13, 2019

ARTICLE I - NAME

Sect. 1 - Name of the College

The name of the College shall be McLennan Community College.

The legal designation of the College shall be McLennan County Junior College District.

Sect. 2 - Name of Governing Board

The name of the governing board of McLennan Community College shall be Board of Trustees.

ARTICLE II - FISCAL YEAR

Sect. 1 - Fiscal Year

The fiscal year of McLennan Community College shall be from September 1 through August 31.

ARTICLE III - ORGANIZATION OF BOARD OF TRUSTEES

Sect. 1 - Officers of the Board

The officers of the Board of Trustees of McLennan Community College shall be Chairman, Vice-Chairman, and Secretary.

Officers of the Board shall be elected at the first meeting of the Board following the regular election of members of the Board, or at any time thereafter to fill a vacancy, and shall serve a term of two years, or until the next Board election. The Chairman shall preside at meetings of the Board and perform other such duties and functions as prescribed by the Board and shall have a vote the same as other members. The Vice-Chairman shall, in the absence of the Chairman, preside

at meetings of the Board and perform other duties of the Chairman. The Secretary of the Board shall be the official custodian of the minutes, books, records and seal of said board, and shall be assisted in these duties by the Assistant Secretary, an appointee of the Board, who may or may not be a member of the Board.

Sect. 2 - Authority of the Board

In accordance with Section 130.082(d) of the Texas Education Code, the Board of Trustees shall be authorized to appoint or employ such agents, employees, and officials as deemed necessary or advisable to carry out any power, duty, or function of the Board.

Sect. 3 - Duties and Responsibilities of the Board

The duties and responsibilities of the Board of Trustees of McLennan Community College shall be:

To bear the legal authority and responsibility for all aspects of the College;

To select and evaluate the President;

To select the College attorney:

To select the independent auditor for the College:
(Proposals to serve as the College's independent auditor shall be considered at least every three years.)

To represent the constituency and to develop college policy expressing the needs and interests of the constituency:

To obtain funds for the operation and development of the College, including physical facilities;

To approve employment of all contract personnel, including conditions of employment, remuneration, etc.;

To adopt an annual institutional budget.

Sect. 4 - Resignation

A member of the Board of Trustees may resign from the Board by notifying the Chairman of the Board of his/her desire to resign, and the resignation shall become effective upon acceptance by the Board of Trustees.

Sect. 5 - Vacancy

Any vacancy occurring on the Board of Trustees through death, resignation or otherwise, shall be filled by appointment by resolution or order of the Board. The person appointed to fill the vacancy must be a resident of the District for which

he/she has been appointed and shall serve until the next regular election for the district for which he/she has been appointed.

Sect. 6 - Removal of Board Members

Board members may be removed from office for:

1. "Incompetency," which means:
 - a. Gross ignorance of official duties;
 - b. Gross carelessness in the discharge of those duties; or
 - c. Unfitness or inability to promptly and properly discharge official duties because of a serious physical or mental defect that did not exist at the time of election.
2. "Official misconduct," which means intentional, unlawful behavior relating to official duties by a Trustee entrusted with the administration of justice or the execution of the law. The term includes an intentional or corrupt failure, refusal, or neglect of a Trustee to perform a duty imposed on the Trustee by law and conviction of an offense relating to violation of purchase procedures.
3. Intoxication on or off duty caused by drinking an alcoholic beverage, but not if it was caused by drinking an alcoholic beverage on the direction and prescription of a licensed physician.
4. Conviction of a Trustee by a jury for any felony or for misdemeanor official misconduct.
5. Nonattendance of Board meetings if the member is absent for more than half of the regularly scheduled Board meetings that the member is eligible to attend during a calendar year, not counting an absence for which the member is excused by a majority vote of the Board.

Actions for removal of Board members must be brought before the judge of the district court holding jurisdiction, except that any court convicting a Trustee of a felony or official misconduct shall order immediate removal. (Tex. Const. Art. V, Sec. 24; Local Govt Code 87.011, 87.012, 87.013, 87.031; Education Code 44.032 (e), 130.0845)

ARTICLE IV - MEMBERSHIP AND ELECTIONS OF THE BOARD OF TRUSTEES

Sect. 1 - Number/Qualifications/Term of Office

The number of trustees of the governing board of McLennan Community College shall be seven. Each member of the Board shall be a resident, qualified voter of the Junior College District and of the trustee district he/she seeks to represent and shall take the proper oath of office before taking up his/her duties. The basic term of office of a member of the Board of Trustees shall be six years. Members of the Board shall be elected from single member districts pursuant to an Agreed Judgment in Civil Action No. W-85-CA-165, United States District Court for the Western District of Texas signed on May 16, 1986. Members shall be elected at regular elections to be the second Saturday in May in each odd-numbered year, two members shall be elected in two consecutive odd-numbered years, and three members shall be elected in the following odd-numbered year period. Prior to 2013, elections were held in even-numbered years. Provisions in Senate Bill 100 in the 82nd Texas Legislative Session precipitated a change to odd-numbered years.

Sect. 2 - Positions of Board of Trustees

In accordance with Section 130.082(g) of the Texas Education Code, and pursuant to the Agreed Judgment in Civil Action No. W-85-CA-165 United States District Court for the Western District of Texas signed on May 16, 1986, a number is designated for the position and district held by each member of the Board of Trustees of McLennan Community College as follows:

<u>District</u>	<u>Position</u>	<u>Member (as of 2/16)</u>	<u>(Term Expires)</u>
I	1	Doug McDurham	2023
II	2	Earl Stinnett, Sr.	2021
III	3	Pauline Chavez	2023
IV	4	Ricky Turman	2021
V	5	Elizabeth Palacios	2025
VI	6	K. Paul Holt	2021
VII	7	Geneva Watley	2025

At each election of the Board of Trustees, candidates shall be voted upon and elected separately for each position on the Board, and the name of each candidate shall be placed on the official ballot according to the number of the position for which he or she is a candidate.

Sect. 3 - Elections shall be held at the expense of the District and shall be called by resolution and order of the Board of Trustees. Notice of the Election shall be given by publishing an appropriate notice, in a newspaper or general circulation in the District not earlier than the 30th day or

less than 10 days prior to the election, setting forth the polling place or places, the number of the position to be filled, the candidates for each position, and any other matter deemed necessary or advisable. The Board may declare each unopposed candidate as elected to office without holding an election.

Sect. 4 - Run-Off Election

A run-off election, if required, shall be held as specified in the Texas Election Code, following the regular election, and shall be ordered, notice thereof given, and held as provided herein for regular elections.

Sect. 5 - Filing for Election to Board of Trustees

Incumbent Board members and/or any resident qualified electors of the Junior College District seeking a position on the McLennan Community College Board of Trustees must file with the Secretary of the Board a written application for a position on the Board, signed by the applicant, not later than 5 p.m. of the 71st day before the date of the election.

An application may not be filed earlier than the 30th day before the date of the filing deadline. Such application must state the number of the trustee district for which he or she is a candidate. The order on the ballot of the names of candidates for each position shall be chosen by lot by the Board. A candidate must be a resident of the trustee district for which he or she is a candidate. The candidate must have been a resident of the State for 12 months and a resident of the district he/she seeks to represent for six months immediately preceding the filing deadline.

ARTICLE V - MEETING OF BOARD OF TRUSTEES

Sect. 1 - Regular and Special Meetings

- A. Regular meetings of the Board of Trustees of McLennan Community Junior College District (McLennan Community College) shall be held at a place, date, and time to be designated by the Board. Generally, meetings are held monthly, although July and December meetings are not held unless deemed necessary to conduct the business of the College. Special meetings may be held as deemed necessary by the Chairman of the Board of Trustees.
- B. An agenda shall be prepared by the President of the College in consultation with the Chairman of the Board of Trustees. For an item of business to appear on the agenda, the President must be notified no later than noon of the seventh day preceding the regular or special meeting. Certain items on the Board agenda which the College President and the Board Chairman consider to be of a routine and/or recurring nature may be placed on a

Consent Agenda so that the items may be considered for approval under a single motion. Any member of the Board, simply by request, can have any item removed from the Consent Agenda and considered as any other item of business. Any person may have a matter placed on the agenda and may address the Board on that matter by making a written request delivered to the Chairman of the Board or to the President of the College at least ten days prior to the date of the meeting. The Board Chairman may decline to place a public complaint on the agenda until the requesting party has exhausted the remedies provided in the Public Complaints and Hearings Policy.

- C. Notice of the date, hour, place, and subject of each meeting of the Board shall be given as follows:
 - 1. Notice shall be posted in a prominent place on the first floor of the Administration/Classroom Building on the College campus.
 - 2. Notice shall be either delivered to the County Clerk of McLennan County or telephoned to any news media requesting such notice.
 - 3. Notice shall be posted, delivered, or given at least 72 hours prior to the scheduled time of the meeting.
 - 4. Meetings of the Board of Trustees shall be open to the public as prescribed by law.
- D. Any person may address the Board on any agenda item by making a written request to the Chairman of the Board prior to the start of the meeting. The Chairman may limit the time permitted for public comment.
- E. The Board shall act and proceed by and through resolution or order adopted or passed by the Board, and the affirmative vote of four members of the Board shall be required to adopt or pass a resolution or order.
- F. Four Board members shall constitute a quorum for meetings of the Board of Trustees. No business may be transacted or any vote taken without a quorum.

Sect. 2 - Emergency Meetings

- A. Notice of all emergency meetings shall include the date, hour, place, and subject of the meeting.
 - 1. Such notice shall also clearly identify the emergency or urgent public necessity which requires an emergency meeting.

2. Such notice shall be posted at least two hours before the meeting is convened.
3. The President of the College shall notify all news media which have previously requested such notice.

Sect. 3 - Closed Meetings

- A. Closed meetings shall not be held unless the Board of Trustees has first been convened with a quorum present in open meeting for which notice has been given. If during the open meeting, a closed meeting is necessary, the presiding officer of the Board shall announce that a closed meeting shall be held and identify the section or sections under V.T.C.A. Government Code, Chapter 551 which authorizes the holding of such closed meeting, including, but not limited to:

Section 551.071.	Consultation with Attorney.
Section 551.072.	Deliberation Regarding Real Property.
Section 551.073.	Deliberation Regarding Prospective Gift.
Section 551.074.	Personnel Matters.
Section 551.076.	Deliberation Regarding Security Devices.
Section 551.082.	School Children; School District Employees; Disciplinary Matter or Complaint.
Section 551.084.	Investigation; Exclusion of Witness from Hearing.
Section 551.086.	Deliberation Regarding Economic Development Negotiations.
Section 551.086.	Deliberation Regarding Test & Education Code Item 39.030(a).
- B. The Board will not take any final action or final vote or make any final decisions in the closed meeting with regard to any matter considered in such a meeting. Such final actions, final votes, or final decisions with regard to any matter considered in closed meeting shall be made only in a meeting which is open to the public and for which proper notice was given.
- C. After any and all closed meetings, the Board shall reconvene the public meeting before adjourning.
- D. For each closed meeting, an agenda will be kept and certified by the Chairman. The certified agenda shall include the date and time of the beginning and end of the closed meeting, the subject matter, and a record of any further action taken.

ARTICLE VI - COMPENSATION AND EXPENSES OF THE BOARD OF TRUSTEES

Sect. 1 - Compensation and Expenses of Board

Members of the Board of Trustees shall not receive any remuneration or emolument of office but shall be entitled to reimbursement for expenses incurred in performing their duties to the extent authorized and permitted by the Board.

ARTICLE VII - NEPOTISM POLICY

Sect. 1 - Nepotism Policy

The College and the Board of Trustees are subject to, and will comply with, the Nepotism Laws of the State of Texas as set forth in V.T.C.A. Government Code, Chapter 573. The College shall not employ a member of the Board of Trustees or any other person related to a member of the Board of Trustees within the third degree by consanguinity (blood relative) nor within the second degree by affinity (blood relative of trustee's spouse), except that any such person (relative only) employed by the College for the required period of time (30 days for an appointed Trustee, six months for an elected Trustee) prior to the time the employee's relative takes office on the Board shall not prohibited from continuing in that position. The prohibited degrees of relationship are defined in the following nepotism charts:

Nepotism Chart

These illustrations depict the relationships that violate the nepotism law.

CONSANGUINITY Board member is prospective employee's:
(Blood) Kinship

First Degree	Parent	Child		
Second Degree	Grandparent	Grandchild	Sister/Brother	
Third Degree	Great-Grandparent	Great-Grandchild	Aunt/Uncle	Niece/Nephew

AFFINITY

(Marriage) Kinship

Board member's spouse is the prospective employee.

OR

Board member's spouse is prospective employee's:

OR

Prospective employee's spouse is the Board member's:

First Degree	Parent	Child	
Second Degree	Grandparent	Grandchild	Sister/Brother

Note: The spouses of two persons related by blood are not by that fact related. The affinity chart supposes only one affinity relationship between the Board member and prospective employee through either of their spouses.

ARTICLE VIII - CONFLICT OF INTEREST

If a Board member has a substantial interest in a business entity or in real property, the member shall file, before a vote or decision on any matter involving the business entity or the real property, an affidavit with the Secretary of the Board stating the nature and extent of the interest and shall abstain from further participation in the matter if:

- (1) in the case of a substantial interest in a business entity, the action on the matter will have a special economic effect on the business entity that is distinguished from the effect on the public; or
- (2) in the case of a substantial interest in real property, it is reasonably foreseeable that an action on the matter will have a special economic effect on the value of the property, distinguishable from its effect on the public.

If a Board member is required to file and does file such an affidavit, the member is not required to abstain from further participation in the matter requiring the affidavit if a majority of the members of the Board are likewise required to file and who do file affidavits of similar interest on the same official action.

The Board shall take a separate vote on any budget items specifically dedicated to a contract with a business entity in which a member of the governing body has a substantial interest, and the Board member may not participate in that separate vote; however, the member may vote on a final budget if the member has complied with the affidavit requirements and the matter in which the Board member is concerned has been resolved.

A "substantial interest" is (a) ownership of 10 percent of the stock or shares of a business; (b) ownership of \$15,000 or more of the fair market value of the business or real estate involved; or copyright funds received from the business exceeded 10 percent of the Board member's gross income from the previous year.

A Board member has a substantial interest in real property if the interest is an equitable or legal ownership with a fair market value of \$2,500 or more.

A Board member is considered to have a substantial interest if a person related to the Board member within the first degree by consanguinity or affinity has a substantial interest as defined above.

ARTICLE IX - ETHICS

Upon becoming a member of the Board of Trustees, a member will

acknowledge in writing, receipt of and a commitment to follow, the Board Ethics Policy.