

FLATHEAD VALLEY COMMUNITY COLLEGE

Policy Manual

CHAPTER II – ORGANIZATION

SECTION 10: BOARD OF TRUSTEES*

Approved: December 13, 1999

ARTICLE I - DEFINITIONS

- I. “Board” means the board of trustees of the District.
- II. “Chairperson” is selected from among Board members pursuant to Montana law.
- III. “College President” means the chief executive officer of the District.
- IV. “District” means Flathead Valley Community College District.

ARTICLE II - ORGANIZATION

I. BOARD OFFICERS

- A. The organizational meeting for election of officers shall be held on the day and at the time prescribed by law.
- B. Officers shall be elected and/or appointed as prescribed by law. Each officer shall be elected by a majority of the members of the Board. The term of each officer shall be for a period of one year. Each officer shall perform the legal duties of the office and such other functions as are designated by the Board of Trustees.
- C. Officers shall include:

Board Chairperson
Board Vice Chairperson
Board Secretary
Clerk of the District
- D. Trustees may be removed from the Board in accordance with Mont. Code Ann. § 20-15-227, which states that: “Trustee removal procedure. (1) Any person may seek the removal of a community college trustee by filing a complaint with the board of county commissioners, containing charges

based on one or more of the grounds cited in 20-15-228. (2) If upon receiving a complaint it appears that there is probable cause for removal, the board of county commissioners shall suspend the trustee from the trustee position until charges can be heard in the appropriate district court. The board of county commissioners shall then transmit the complaint, together with a statement of suspension, to the district court. the law.”

II. COMMITTEES OF THE BOARD

A. Standing Committee

The Board of Trustees shall have no standing committees except for the Finance and Audit Committee, and the Board Personnel Committee which is required by EEO/AA.

B. Special Committee

The Board of Trustees shall authorize such special committees as are deemed necessary. A special committee shall report recommendations to the Board for appropriate action. A special committee shall be dissolved when its report is accepted by the Board.

III. COLLEGE PRESIDENT

The Board shall employ a chief executive officer, who shall be known as the College President, to administer the affairs of the District, pursuant to a written contract.

IV. BOARD AUTHORITY

The Board of Trustees of Flathead Valley Community College shall conform to the laws concerning the board of trustees of community colleges as found in the Montana Codes Annotated. The Board shall exercise those powers conferred by law.

V. COMPENSATION/EXPENSES

No member of the Board of Trustees may receive any compensation for any services rendered the District. Board members shall receive reimbursement for actual and necessary expenses incurred in attending Board meetings and in the exercise of their powers and the performance of their official duties, whether within or without the territorial limits of the District.

ARTICLE III - THE CHAIRPERSON

The Chairperson shall exercise such powers as properly appertain to the office and as specified by applicable provisions of law or as may be lawfully delegated to the office by the Board. The Chairperson is authorized to sign and deliver documents in behalf of the District and shall act as spokesperson for the Board.

ARTICLE IV - THE VICE-CHAIRPERSON

The Vice-Chairperson shall perform the duties and functions specified by applicable provisions of law, or as lawfully delegated to the office by the Board. The Vice-Chairperson shall act as Chairperson in the absence or incapacity of the Chairperson, with like effect as if the Chairperson were then present.

ARTICLE V - THE SECRETARY

The Secretary shall perform the duties and functions specified by applicable provisions of law, or as lawfully delegated to the office by the Board. The Board may delegate any of the Secretary's duties to a paid secretary appointed by the Board.

ARTICLE VI - CLERK OF THE DISTRICT (BOARD CLERK)

The Trustees shall employ and appoint a Clerk of the District. The Clerk of the District shall attend all meetings of the Board of Trustees as required and shall keep an accurate and permanent record of all the proceedings of each meeting. If the Clerk is not present at the meeting, the Trustees shall have one of their members or a district employee act as Clerk for the meeting and such person shall supply the Clerk with a certified copy of the proceedings. The Clerk of the District shall conduct district elections as directed and shall be the custodian of all documents, records, and reports of the Trustees.

ARTICLE VII - THE COLLEGE PRESIDENT

I. GENERAL RESPONSIBILITIES

The College President, as the chief executive and administrative officer for the District, shall carry out the office by authority of and within the guidelines of the Board, and within the policies of the District. The College President shall execute directly, or by delegation of authority, all executive and administrative duties in connection with the operation of the District. The College President shall have the authority to make final decisions on all executive and administrative matters consistent with the law, with written College Policy, and with policy decisions of the Board.

II. ATTENDANCE AT BOARD MEETINGS

The College President shall attempt to attend all meetings of the Board.

III. EXECUTION OF POLICY

The College President shall carry out all rules, regulations, policies and decisions which the Board may adopt and which are within provisions of the law.

IV. PROPOSED POLICIES

The College President shall recommend to the Board for approval, policies on all matters that affect the College and the operation there of.

V. ANNUAL BUDGET

The College President shall submit a proposed budget annually and administer the receipts and expenditure of funds as approved by the Board and as provided by law.

VI. DOCUMENTS

The College President may be authorized to sign and deliver documents on behalf of the District. When so authorized, the College President's signature shall be binding upon the College.

ARTICLE VIII – LEGAL COUNSEL

In addition to the legal services which may be rendered by the office of the Flathead County Attorney, the Board may retain other attorneys to represent the Board, the District, and its administrative officers, as the board or College President shall direct, in all legal proceedings on behalf of the District to which they or any of them as such, shall be a party.

TRANSACTION OF BUSINESS

The Board of Trustees shall transact all business at a regular or special meeting of the Board. No member of the Board of Trustees shall have power to act in the name of the Board unless authorized by Board action.

RULES OF ORDER

The latest edition of *Robert's Rules of Order* shall govern the Board in its deliberations, except where it is inconsistent with these bylaws or any applicable law. All members of the Board may vote on matters to be decided by the Board unless excused by law.

QUORUM

A majority of the Board of Trustees is a quorum. A contract may not be let, teacher employed or dismissed, or bill approved unless a majority of the total Board membership votes in favor of the action.

BOARD MEETINGS

- I. Regular meetings of the Board of Trustees shall be held in a predesignated place on the fourth Monday of each month, unless otherwise set by the Board Chairperson.
- II. Special meetings of the Board of Trustees may be called by the Chairperson of the Board and the Secretary or any four members thereof, by serving a written notice to other members of the time and place of such meetings and quoting the applicable law reference, Mont. Code Ann. § 20-15-224. Service of the notices shall be by:
 - A. Delivering the notices to the members electronically at least forty-eight (48) hours before such meeting is to take place; or
 - B. Leaving the same at the member's residence at least forty-eight (48) hours before such meeting is to take place.

Service as prescribed above may be made by a member of the Board, the Secretary to the Board, or any employee of the Board.

- III. Study sessions of the Board may be held in addition to special meetings of the Board for discussion purposes of problems or policy, without Board action, with summary of discussion added to the records of the Board.
- IV. Executive sessions of the Board of Trustees may be called by the Chairperson of the Board of any meeting during the time the discussion relates to a matter of individual privacy and then if and only if the Board Chairperson determines that the demands of individual privacy clearly exceed the merits of public disclosure. The right of individual privacy may be waived by the individual about whom the discussion pertains and, in that event, the meeting must be open.

A meeting may be closed to discuss a strategy to be followed with respect to litigation when an open meeting would have a detrimental effect on the litigating position of the College.

No public record shall be kept of executive session business.

- V. All meetings of the Board will be held within the College District.
- VI. Meetings of the Board may be adjourned to another time, date or location. An adjourned meeting is an extension of the preceding meeting and therefore must take place between the preceding meeting and the next regular meeting. Only items that were on the agenda for the preceding meeting may be acted upon at the adjourned meeting.

- VII. The time of regular meetings of the Board of Trustees shall be limited to approximately two (2) hours. Items on the agenda requiring extended deliberation shall be taken up at adjourned or special meetings.

MINUTES OF PROCEEDINGS

- I. Minutes of the proceedings of the Board of the previous meetings shall be prepared by the Clerk of the District and mailed or delivered to the members of the Board at least forty-eight (48) hours before the time of the next regular meeting.
- II. The minutes of the preceding meeting(s) shall be approved by the Board and signed by the Chairperson and the Board Secretary.
- III. A copy of all motions shall be carefully recorded. The names of those who make motions, and those who vote “yea” and “nay” shall be recorded.
- IV. The official minutes shall be bound and kept in the Board Secretary’s Office.
- V. All approved records of the Board of Trustees shall be available to citizens for inspection at the office of the Secretary to the Board of Trustees during regular office hours.

Mon. Code Ann. 20-15-227 and 228, Mon. Code Ann. 20-15-225, Mon. Code Ann. 20-15-224(3)

* History: Board of Trustees formerly included in Section 200, Board of Trustees, policies 202, 203, 204, 210, 211, 213, 214, 220, 221, 222, 224; Revised December 13, 1999; Revised September 22, 2003; Revised July 26, 2004, Revised January 23, 2017, Revised February 24, 2020; Revised July 27, 2020