

ROANOKE-CHOWAN COMMUNITY COLLEGE BOARD OF TRUSTEES
BY-LAWS

Approved 2.27.2024

Roanoke-Chowan Community College provides accessible, affordable, and high-quality education, workforce training, and lifelong learning.

ARTICLE I. RESPONSIBILITY AND MEMBERSHIP

Section 1. Jurisdiction and Responsibility

- (a) The Board of Trustees of Roanoke-Chowan Community College is a body corporate established under the provisions of Chapter 115D of the General Statutes of North Carolina, and it possesses all of the powers of a body corporate for the purposes created by or that may exist under provisions of the law.
- (b) As the legal governing board of Roanoke-Chowan Community College, the Board of Trustees is the principle policy maker with operations oversight under provision of certain General Statutes, rules of the State Board of Community College Code, and “Standards” of the Southern Association of Colleges and Schools Commission on Colleges.
- (c) The Board of Trustees has the responsibility for the development, operation, and governance of the College in accordance with the provisions of law and the policies of the State Board of Community Colleges.
- (d) Under the law, the Board of Trustees shall hold title to all real and personal property donated to the College or purchased with funds provided by the tax-levying authorities.
- (e) The official title of the Board of Trustees, and the corporate name of the institution, shall be "The Board of Trustees of Roanoke-Chowan Community College."
- (f) This Board shall maintain its address at Roanoke-Chowan Community College in Ahoskie, North Carolina.

Section 2. Membership

- (a) Roanoke-Chowan Community College, pursuant to Chapter 115D of the General Statutes of North Carolina, shall be governed by a Board of Trustees consisting of thirteen (13) members which includes the president of the Student Government Association as an ex-officio, non-voting member. Appointments to the Board of Trustees will be made in accordance with the law.

- (b) All terms shall be four (4) years and shall commence and expire as set forth in law, with the exception of the President of the Student Government Association, who shall serve for the respective term of office.
 - (1) All Board of Trustee members, except the President of the Student Body, shall be residents of Hertford County or a county contiguous to Hertford County.
 - (2) Vacancies occurring in any group for whatever reason shall be filled for the remainder of the unexpired term by the agency or agencies authorized to select the Trustees of that group and in the manner in which regular selections are made.
 - (3) As required by North Carolina law, trustees are required to attend an ethics education presentation approved by the North Carolina State Ethics Commission within six (6) months of being appointed or re-appointed and refresher sessions every two years thereafter. Trustees are also required to file with the Commission a Statement of Economic Interest.

Section 3. Removal of Trustees

In accordance with N.C.G.S. 115D-119, the Board of Trustees may declare vacant the office of a member for cause. Cause includes inability to discharge duties, disreputable conduct, failure to attend three (3) consecutive scheduled meetings, and failure of a newly appointed Board member to participate in, without justifiable reason, an orientation session sponsored by the N.C. Association of Community College Trustees. The Board of Trustees shall notify the appropriate appointing authority of any vacancy.

Section 4. Office of Record

The Board of Trustees shall maintain its office of record on the campus of Roanoke-Chowan Community College.

ARTICLE II. OFFICERS AND THEIR DUTIES

Section 1. Election and Term of Office

- (a) The corporate officers of the Board of Trustees shall be the Chairperson, the Vice-Chairperson, and the Secretary.
- (b) At the first meeting after July 1 of each year, the Board of Trustees shall elect from its membership a Chairperson, who shall preside at all Board meetings, and a Vice-Chairperson, who shall preside in the absence of the Chairperson.
- (c) The Secretary, who need not be a member of the Board of Trustees, shall be elected annually by the Board of Trustees.

- (d) The Chairperson and Vice-Chairperson shall be elected for a one-year term and shall be eligible for re-election by the Board of Trustees, if otherwise eligible.

Section 2. The Chairperson of the Trustees, Duties

The Chairperson shall appoint the members of and serve as an ex-officio voting member of all committees of the Board of Trustees, preside at all meetings of the Board of Trustees, special meetings of the Board of Trustees, and discharge all other functions delegated by the Board of Trustees.

The Chairperson shall make a good-faith effort to assist public servants within the College or on the Board in monitoring their personal, financial, and professional affairs to avoid taking any action that results in a conflict of interest with respect to any matters coming before the Board at that time. (N.C.G.S. 138A-15)

Section 3. The Vice-Chairperson of the Trustees

The Vice-Chairperson of the Board of Trustees shall preside in the absence of the Chairperson, perform all duties of the Chairperson with full authority during the absence or disability of the Chairperson, and shall discharge any other functions delegated to them by the Board of Trustees.

Section 4. The Secretary of the Trustees

- (a) The Board of Trustees shall elect a Secretary.
- (b) The Secretary or designee shall:
 - (1) Keep an accurate record of all meetings of the Board of Trustees.
 - (2) Issue, upon direction by the Chairperson, notice of all meetings of the Board of Trustees to members of the Board of Trustees.
 - (3) Maintain a record of attendance of members at all Board meetings, both regular and special called.

Section 5. The President of the College

- (a) The President shall be qualified by training, experience, habits, and philosophy to develop and maintain a comprehensive Community College of high quality in accordance with State law and regulations and sound public educational theory and practice.
- (b) The President shall attend and participate, without a vote, in all meetings of the Board of Trustees, except where their absence is justified or expressly desired by a majority of the Board of Trustees during a closed session meeting of the Board of Trustees.

- (c) The President shall be responsible for all administrative and managerial aspects of the development and operation of the College.
- (d) The President shall submit recommended policies and public policy decisions to the Board of Trustees when requested to do so by the Board of Trustees, when the President deems it to be in the best interests of the College, or when otherwise required by law.
- (e) The President shall recommend all educational programs and co-curricular programs deemed to be in the best interest of the citizens of the community and the State of North Carolina which are educationally and financially feasible, and which are not in conflict with the requirements of the Statutes or the standards and policies of the State Board of Community Colleges.
- (f) The President may appoint lay advisory committees for particular programs of the College as required by the State and in consultation with the Board of Trustees.

ARTICLE III. POWERS AND DUTIES OF THE BOARD OF TRUSTEES

Section 1. Duties of the Board of Trustees

The Board of Trustees shall:

- (a) Establish the basic qualifications, terms, and conditions under which it will elect a President. The election of the President is subject to the approval of the State Board of Community Colleges.
- (b) Purchase all land required for the College and the rights-of-way which shall be necessary for the proper operation of the College when such site has been approved by the State Board of Community Colleges and, if necessary, to acquire land by condemnation in the same manner and under the same procedures as provided in Article 2, Chapter 40, of the General Statutes. For the purpose of condemnation, the determination of the Board of Trustees as to the amount of land to be taken and the necessity, therefore, shall be conclusive.
- (c) Apply the standards and requirements for admission and graduation of students and other standards established by the State Board of Community Colleges.
- (d) Receive and accept private donations, gifts, bequests, and the like and to apply them or invest any of them and apply the proceeds for the purposes and upon the terms which the donor may prescribe and which are consistent with the provisions of State law and the regulations of the State Board of Community Colleges.
- (e) Provide all or part of the instructional services for the institution by contracting with other public or private education institutions according to regulations and standards adopted by the State Board of Community Colleges.

- (f) To perform such other acts as may be necessary or proper for the exercise of the foregoing specific powers, including the adoption and enforcement of policies.
- (g) To perform any other duties or obligations outlined in N.C.G.S. 115D-20.

Section 2. Ethics, Conflict of Interest, and Undue Influence

Members of the Board of Trustees will, in accordance with North Carolina law and the policies of the State Board of Community Colleges, discharge their duties in the best interests of the College and public and avoid any conflict of interest or any appearance of a conflict of interest. Trustees shall adhere to the North Carolina State Government Ethics Act to exercise their authority honestly and fairly, free from impropriety, threats, favoritism, and undue influence, and follow standards for ethical conduct and conflicts of interest. Trustees shall make known at each Board of Trustees meeting any conflict or potential conflict with matters coming before the Board for consideration and then refrain from any undue participation in the said matters.

No person who has been employed full time by the community college within the prior five years and no spouse or child of a person currently employed full time by the Community College shall serve on the Board of Trustees (N.C.G.S. 115D-12(b)(1)). Trustees are also prohibited from obtaining a direct benefit from any contract or procurement in which they are involved on behalf of the College. This prohibition includes influencing or attempting to influence, for personal benefit, anyone in the College who is involved in making a contract or procurement decision. In addition, Trustees are prohibited from soliciting or receiving any gift, reward in exchange for recommending, influencing, or attempting to influence the award of a contract or procurement decision.

ARTICLE IV. COMMITTEES

Section 1. Types of Committees and Methods of Appointment

The Board of Trustees may establish such standing committees and such ad hoc committees as it deems necessary to secure and protect the College's welfare. The Chairperson shall appoint the members of all committees. The Chairperson and President shall serve as ex-officio members of all committees.

Section 2. Limitations of Committees

If the Board, in regular or special meetings, authorizes a committee to act on a matter referred to it, the Chairperson of the Committee shall report to the Board of Trustees the action taken and the action of the Committee shall be deemed final; otherwise, committee action shall be reported as a recommendation for consideration and action by the Board of Trustees at a regular or special meeting.

Section 3. Standing Committees

- (a) The Executive Committee shall consist of the Chairperson of the Board, the Vice-Chairperson of the Board, chairperson of each standing committee, the Board secretary, and the President. The Committee will have control and direction of all officers and committees of the Board and of the College during the interval between meetings of the Board.
- (b) The Building and Grounds Committee shall be an ad hoc committee as needed.
- (c) The Finance Committee shall consist of four members of the Board of Trustees to include the Chairperson of the Board, who shall serve as an ex-officio member with voting privileges, and the College President, who shall serve as a non-voting member. The Board secretary shall serve as secretary. The Finance Committee shall, subject to applicable standards of the State Board of Community Colleges, have the following regular function:
 - (1) To carry out, or require to be carried out, studies relating to sites, buildings, and grounds.
 - (2) To make recommendations to the Board, after consultation with the President, regarding plans and programs of maintenance of the campus and its property and regarding the beautification of the campus.
 - (3) To make recommendations to the Board regarding the fiscal policies of the College.
 - (4) To receive, study, and recommend to the Board, with such modifications as it deems appropriate, the President's recommended budgets for current operations and capital outlay.
 - (5) To receive, study, and recommend to the Board, with modifications it deems appropriate, any special or unusual expenditures of any type recommended by the President.
 - (6) To receive, study, and recommend to the Board, such action it deems appropriate on any reports on the budget, purchasing, and accounting functions required by it, or presented to it, by the President.
 - (7) To recommend to the Board policies and decisions regarding investment of any surplus or restricted monies.
 - (8) To recommend to the Board policies and decisions regarding the receipt and disposition of any monetary bequests, gifts, grants, and donations, and the care of all College securities.
 - (9) To represent the Board before the County Commissioners and other agencies and offices in matters concerned with the securing of adequate financial support for

the needs of the College for current operating expenses and support for its needs for capital outlay.

- (10) To recommend to the Board policy to govern the receipt, security, depositing, accounting, and expending of all trust and non-trust funds pertaining to the College, in accordance with the law and State Board of Community Colleges regulations.
 - (11) To recommend to the Board appropriate bonding policy to govern college employees entrusted with funds of all kinds.
 - (12) To receive and examine the audit of the College books and make such recommendations to the Boards as it may deem appropriate.
 - (13) At each meeting of the Board, the Finance Committee may submit a report of its activities since the last meeting of the Trustees, with such suggestions and recommendations as it shall deem expedient for the best interests of the College.
 - (14) The Finance Committee shall have such other functions, regular and special, as the Board may authorize.
- (d) The Personnel Committee shall consist of four members of the Board of Trustees, the College President as a non-voting member, and the Chairperson of the Board of Trustees who shall serve as an ex-officio member with voting privileges. The Board secretary shall serve as secretary. The Personnel Committee shall, subject to applicable standards of the State Board of Community Colleges, have the following regular functions:
- (1) To establish the guidelines and procedures for the Presidential evaluation process, including (1) designing and updating the evaluation instrument; (2) establishing time frames for the process, and (3) submitting required evaluation information to the North Carolina Community College System and State Board of Community Colleges.
 - (2) To function as an appeals board as pertaining to faculty, staff, and/or student grievances. Requests for hearings shall be made in writing to the Committee Chair stating the nature of the grievance. Such requests shall be made within 10 days after all administrative remedies have been exhausted. Findings and recommendations of the Personnel Committee shall be referred to the Board of Trustees for final action.
 - (3) At each meeting of the Board, the Personnel Committee may submit a report of its activities since the last meeting to the Trustees, with such suggestions and recommendations as it shall deem expedient for the best interests of the College.
 - (4) The Personnel Committee shall have such other functions, regular and special, as the Board may authorize.

- (e) The Policies and Procedures/Quality Assurance Committee shall consist of three members of the Board of Trustees, the College President as a non-voting member, and the Chairperson of the Board of Trustees who shall serve as an ex-officio member with voting privileges. The Board secretary shall serve as secretary. The Policies and Procedures/Quality Assurance Committee shall, subject to applicable standards of the State Board of Community Colleges, have the following regular functions:
- (1) To make recommendations to the Board regarding academic and student affairs policies and programs of the College.
 - (2) To receive, study, and recommend to the Board, with such modifications as it deems appropriate, the President's recommended curriculum, non-academic, and student services programs for meeting the educational and training needs of the community.
 - (3) To receive, study, and recommend to the Board, with such modifications as it deems appropriate, any special or unusual program requests recommended by the President.
 - (4) To receive, study, and recommend to the Board, with such modifications as it deems appropriate, the establishment of new programs in response to local and regional labor market needs and student demand.
 - (5) To recommend to the Board, with modifications as it deems appropriate, policies necessary to govern student behavior and any penalties for non-compliance.
 - (6) To recommend to the Board, with modifications as it deems appropriate, policies for managing loan default.

ARTICLE V. MEETINGS

Section 1. Regular Board of Trustees Meetings

Regular meetings of the Roanoke-Chowan Community College Board of Trustees shall be held at least ten (10) times a year. The Board of Trustees shall determine a schedule of Regular Meetings at its first meeting after July 1 of each year.

Section 2. Other Meetings

- (a) **Special Meetings:** The time, place, and specified purpose(s) of special meetings shall be established by the Chairperson or by the President. Public notice must be posted 48 hours prior to the date and time of special called meetings per N.C.G.S. 143-318.12(b)(2).

- (b) **Electronic Meetings:** The Board of Trustees may conduct a meeting by use of conference telephone or other electronic means per N.C.G.S. 143-318.13(a). The Board of Trustees shall provide a location and means whereby members of the public may listen to the Meeting, and the notice of the Meeting shall specify the time and location.
- (c) **Closed Session Meetings:** The Board of Trustees may meet in closed session, pursuant to N.C.G.S. 143-318.11(a).

Section 3. Notice of Meetings

All members of the Board of Trustees and the President shall be notified by the Secretary of the time and place of all meetings and the purpose(s) of special meetings at least forty-eight hours in advance of meetings. Public notice of any meeting of the Board shall be given as required by State law and Board policy.

Section 4. Quorum

Seven voting members of the Board of Trustees in actual attendance at meetings shall constitute a quorum for the transaction of business. No business shall be transacted without an affirmative vote of at least four members of the Board of Trustees. A Trustee may participate by remote or electronic access following state law.

Section 5. Agenda

- (a) The President of the College will provide the Chairperson with a list of those items to be presented to the Board of Trustees with their recommendations and copies of any documents to be presented as information or for action by the Board of Trustees shall be provided to all Trustees. The Chairperson shall receive agenda items from the President, Board members, and from all other sources at least forty-eight (48) hours prior to the meeting for which they were prepared.
- (b) In emergencies, the Chairperson, on the request of the President or members of the Board of Trustees, may add items to the agenda regardless of the date he/she receives such items.

Section 6. Parliamentary Rules

The most recent edition of Roberts' Rules of Order shall be followed in conducting the meetings of the Board, unless otherwise provided by the Board.

ARTICLE VI. POLICIES

Section 1. General Provisions

By an affirmative vote of a majority of all the members of the Board of Trustees, the Board of Trustees may make or amend such policies as may be authorized by law and as may be required

in its judgment for the effective discharge of its responsibilities and for the effective operation of the College.

Section 2. Notification and Publication

The Secretary of the Board of Trustees shall be responsible for providing to each member of the Board of Trustees and the President a copy of all current Trustees' by-laws and policies.

Section 3. Conflicting Authority

In the event of conflict between these by-laws, the Corporate Charter, and the Laws of the State of North Carolina, the Laws of the State of North Carolina shall have primary precedence, and the Corporate Charter shall have penultimate precedence.

ARTICLE VII. MISSION STATEMENT

Section 1. College Mission Statement

Roanoke-Chowan Community College, a member of the North Carolina Community College System and located in Hertford County, is a public, two-year institution of higher education offering associate degrees, diplomas, certificates, college and career readiness, and customized business and industry training in a variety of delivery modes promoting public service, transfer, and workforce development for a diverse student body, leading them to contribute to the vitality of an increasingly global community.

Section 2. Review of College Mission Statement

The Board will periodically review its mission statement, usually every three years, to make sure it is current, comprehensive, and accurately guides the institution's operations.

ARTICLE VIII. COLLEGE PRESIDENT

Section 1. General Powers of the President

The president shall be elected to hold office at the pleasure of the Board. The president is charged by the Board with the full responsibility and authority for the operation of the College pursuant to federal and state statutes, Board of Trustees Policies, and Administrative Procedures of the College. The president has the authority to employ and evaluate new full-time personnel.

Section 2. General Duties of the President

The president shall report to the Board for information purposes the employment all full-time employees monthly. The president shall establish a table of organization for the College. The president shall prescribe the titles and assign the duties of all personnel in the College. Other specific duties of the president can be found in the president's job description.

Section 3. General Responsibilities of the President

The president shall ensure that Roanoke-Chowan Community College complies with the accreditation process and standards of the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) and of other Roanoke-Chowan Community College programs that seek special accreditation.

The president shall keep the Board of Trustees informed of approved accrediting organizations and the status of accreditations. The president shall ensure that the Board of Trustees is involved in any accreditation process in which Board of Trustees participation is required. The president shall provide the Board of Trustees with a summary of any accreditation report and any actions taken or to be taken in response to recommendations in an accreditation report. The president shall appoint an accreditation liaison. The duties of the accreditation liaison are to:

1. Direct efforts related to reaffirmation, reporting substantive changes, and meeting other requirements to maintain compliance with the Principles of Accreditation.
2. Review board policies to maintain inclusion of SACSCOC standards and changes. (January)
3. Conduct monthly audits of Board of Trustee meeting minutes for compliance.
4. Meet with the Board of Trustees two times per semester to inform them of SACSCOC updates.
5. Maintaining effective communication between the institution and SACSCOC staff.
6. Manages the dissemination of information about SACSCOC policies and procedures to the College community.
7. Attend SACSCOC meetings/conferences and/or related accreditations activities.
8. Performs all other duties as assigned by the dean of institutional services and the college president.

ARTICLE IX. AMENDMENTS

Section 1. Adoptions of Amendments

Amendments to these bylaws may be proposed by any member of the Board of Trustees at any meeting of the Board and may be amended at the same meeting by a unanimous vote. The by-laws may be amended by a majority vote provided notice is given at the preceding meeting.

Section 2. Record of Amendments

A record of amendments to these by-laws shall be maintained by the Secretary to the Board as a permanent and integral part of this document. Following any amendment to the by-laws, the Secretary to the Board shall file a copy of the previously existing by-laws for archival purposes and prepare a current copy reflecting the amendment. The by-laws shall be kept open and made available for public inspection.