

Yavapai College
District Governing Board
Board Workshop

Thursday, September 9, 2021
9:00 a.m.

Prescott Valley Center
3800 North Glassford Hill Road
Prescott Valley, Arizona 86314

Members Present:

Ms. Deb McCasland, Board Chair
Mr. Ray Sigafoos, Secretary
Mr. Paul Chevalier, Board Member
Mr. Mitch Padilla, Board Member
Mr. Chris Kuknyo, Board Member

Administration Present:

Dr. Lisa B. Rhine, President
Atty. Lynne Adams, Board Attorney
Ms. Yvonne Sandoval, Executive Assistant

VIDEO RECORDING:

[HTTPS://YAVAPAL.HOSTED.PANOPTO.COM/PANOPTO/PAGES/VIEWER.ASPX?ID=D9FEF767-03CA-4E50-9723-AD9E01387635](https://YAVAPAL.HOSTED.PANOPTO.COM/PANOPTO/PAGES/VIEWER.ASPX?ID=D9FEF767-03CA-4E50-9723-AD9E01387635)

MINUTES

1. General Functions: Procedural
 - a. Call to Order {Time: 1}
Chair McCasland called the Yavapai College District Governing Board Workshop to order at 9:00 a.m.
 - b. Adoption of Agenda – **DECISION** {Time: 1}
2. Board Business
 - a. The Board intends to complete its work on the District Governing Board Policy Manual Edits, to the extent such work was not completed previously.
Recorded discussion and comments are available for all of the board policy discussions (Recording at 0:21).
 - i. 404 Conferral of President Emeriti Status - **DISCUSSION AND DECISION** (*Attached*) {Time: 5}
Member Chevalier moved, seconded by Member Padilla, to add an item #4 to Board Policy 404 as follows: '4. The Board at any time may reverse its conferral of any previous Emeriti Status.' The motion was amended to instead change item #3 to begin with the words, 'Designation or rescindment of designation.' The motion was further

amended to instead add the following language at the end of the current policy (not part of a numbered list): ‘The District Governing Board retains the authority of withdraw a President Emeritus title at its discretion, as it deems necessary and appropriate.’ Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Please see attached revised Board Policy 404.

- ii. 401 Delegation to & Accountability of President - **DISCUSSION AND DECISION** (*Attached*) {Time: 5}
Member Chevalier moved, seconded by Member Padilla, to edit all instances of the phrase ‘any reasonable interpretation’ in Board Policy 401 to read ‘a reasonable interpretation.’ Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Please see attached revised Board Policy 401.

- iii. 405 President Succession - **DISCUSSION AND DECISION** (*Attached*) {Time: 5}
Member Kuknyo moved, seconded by Chair McCasland, to adopt Board Policy 405 with the revisions noted in Chair McCasland’s version of the policy that is included in the meeting materials. The motion passed with four Ayes: McCasland, Sigafos, Padilla, and Kuknyo; Nays: Chevalier)

Please see attached revised Board Policy 405.

Short Recess – Workshop recessed at 10:20 a.m.; reconvened at 10:36 a.m.

- iv. 307 Board Member Obligation - **DISCUSSION AND DECISION** (*Attached*) {Time: 5}
The Board considered a version of Board Policy 307 prepared by Dr. Borofsky entitled Board Member Responsibilities and Obligations, which combined elements of Board Policy 307 and Board Policy 309.

Chair McCasland moved, seconded by Member Chevalier, to add item #2 from the current Board Policy 307 to the new version of Board Policy 307 prepared by Dr. Borofsky as item #12. Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Secretary Sigafos moved, seconded by Member Kuknyo, to adopt the combined Board Policies 307 and 309, titled Board Member Responsibilities and Obligations, as amended by the previous motion. Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Member Chevalier moved, seconded by Member Kuknyo, to delete item #6 in the new Board Policy 307 and renumber the items that follow. Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Please see attached revised Board Policy 307.

- v. 309 Board Responsibilities - **DISCUSSION AND DECISION** (*Attached*)
{Time: 5}
Member Padilla moved, seconded by Member Kuknyo, to renumber current Board Policy 309 titled Board Secretary's Role as Board Policy 309. Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, Padilla, and Kuknyo)

Please see attached revised Board Policy 309.

3. Adjournment of Board Workshop: Procedural - **DECISION** {Time: 1}
Member Chevalier moved, seconded by Secretary Sigafos, to adjourn the District Governing Board Workshop. Motion carried unanimously. (Ayes: McCasland, Sigafos, Chevalier, and Padilla)

Meeting adjourned at 11:24 a.m.

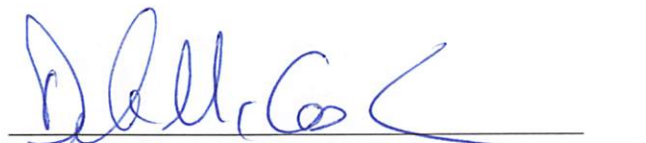
Respectfully submitted:



Yvonne Sandoval, Recording Secretary

10/19/2021

Date:




Ms. Deb McCasland, Board Chair



Mr. Ray Sigafos, Secretary

BOARD-PRESIDENT RELATIONSHIP

Current Status: Active	Policy Stat ID:
	Effective: June 2, 2021 Last Revised: September 9, 2021 Next Review: Owner: Secretary to the Board/ YC District Governing Board
	Area: 400 Board-President Relationship Policy Number(s): 404

Conferral of President Emeritus/a Status

Excellence at Yavapai College requires the understanding and support of leaders who participate in defining the mission and goals of the College, and devote time, talent, and resources toward their fulfillment. Certain of these leaders have distinguished themselves in service to the College and higher education. Accordingly, the District Governing Board may recognize a retiring President at the conclusion of their service through the conferral of Emeritus Status.

Criteria for emeriti status designation shall include:

1. An exemplary record of service through demonstrated commitment of time, talent, and resources.
2. Documented leadership in advancing the District Governing Board Priorities in its service to Yavapai College.

Authority to Confer Emeriti Status:

1. The District Governing Board of Yavapai College may confer emeriti status to a retired president after waiting a full year following active duty.
2. Any current District Governing Board Member may nominate a retiring or retired president of emeritus status, but the actual conference would not be effective until one year following the end of active duty.
3. Designation will require approval of the District Governing Board.


Rights and Privileges that may be conferred:

1. The District Governing Board may grant non-monetary rights and privileges to emeriti designees so long as such benefits do not interfere with other College policies.
2. Emeriti may receive regular notifications and materials related to meetings of the College, at which the designee emeriti will be a welcomed member in the audience.

The District Governing Board retains the authority of withdraw a President Emeritus title at its discretion, as it deems necessary and appropriate.

Approvals: **Board Approval on**

BOARD-PRESIDENT RELATIONSHIP

Current Status: Active	Policy Stat ID:
	Effective: June 2, 2021 Last Revised: September 9, 2021 Next Review: Owner: Secretary to the Board/ YC District Governing Board
	Area: 400 Board-President Relationship Policy Number(s): 401

Delegation to and Accountability of President


1. The Board's sole official connection to the operational organization, its achievements, and conduct shall be through the College President.
2. Only officially passed motions of the Board shall be binding on the President. Accordingly, decisions or instructions of individual Board members, officers or committees shall not be binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.
3. The President shall be the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, shall be considered the authority and accountability of the President. Accordingly,
 - a. Pursuant to ARS 15-1444(A)(6) & (B)(4), the Board hereby delegates to the College President all of its authority to employ, specifically, it delegates all of its authority to enter into, amend, or terminate all employee contracts on behalf of the College, without the need for the Board to approve such actions before they are effective, except for any actions taken with regard to a contract of employment for the position of College President. The College President may designate others serving under the President to assist with the duty; however, the College President shall continue to be responsible to the Board for the satisfactory execution of the delegated duty. This delegation may be rescinded in whole or in part at any time by the Board.
 - b. The Board shall not evaluate, either formally or informally, any staff other than the President.
4. In the case of Board members or Board committees requesting information or assistance without authorization, the President shall refuse such requests that require, in the President's opinion, a material amount of staff time or funds or are disruptive.
5. The Board shall instruct the President through written policies which prescribe the organizational priorities to be achieved, allowing the President to use a reasonable interpretation of these policies. Accordingly,
 - a. Board Priorities-The Board shall develop policies instructing the President to achieve certain results for certain recipients at a specified cost. These policies shall be developed

systematically form the broadest, most general level to more defined levels, and shall be called Board Priorities.

- b. **Presidential Roles-** The Board shall develop policies which define the latitude the President may exercise in choosing appropriate organizational means. These policies shall be developed systematically from the broadest, most general level to more defined levels, and they shall be called Presidential Roles policies.
- c. As long as the President shall use a reasonable interpretation of the Board's Priorities and Presidential Roles policies, the President shall be authorized to establish all further college operational policies, make all decisions, take all actions, establish all practices, and develop all activities.
- d. The Board may change its Priorities and Presidential Roles policies, thereby, shifting the boundary between the Board and Presidential domains. By doing so, the Board changes the latitude of choice given to the President. But, as long as any particular delegation is in place, the Board shall respect and support the President's choices.

Approvals: **Board Approval on**

BOARD-PRESIDENT RELATIONSHIP

Current Status: Active	Policy Stat ID:
	Effective: June 2, 2021 Last Revised: September 9, 2021 Next Review: Owner: Secretary to the Board/ YC District Governing Board
	Area: 400 Board-President Relationship Policy Number(s): 405


President Succession

In order to protect the College from sudden loss of Presidential services, the President shall have a written plan to address the President’s short-term or long-term absences from the College. The plan shall be shared with the College administration and the Board. The President’s plan shall include at least the following provisions:

1. For planned short-term absences out of state, at least one other senior member of the executive leadership team who is familiar with Board and Presidential issues and processes shall be available at the College during the absence. Prior to the President’s absence, the President will identify the Administrator on Duty and empower that individual to take whatever action is necessary during that absence.
2. During planned short-term absences out of state, the President’s whereabouts shall be available through the President’s Executive Assistant and known by all members of the Executive Leadership Team and the Board.
3. For an unplanned long-term absence, the Board shall appoint one senior member of the executive leadership team to serve as Acting President during the President’s absence.
4. In the event that an absence becomes permanent, the Board shall select the President’s replacement after a widely advertised search, according to such terms as are approved by the Board.

Approvals: **Board Approval on**

GOVERNANCE

Current Status: Active	Policy Stat ID:
	Effective: June 2, 2021 Last Revised: September 9, 2021 Next Review: Owner: Secretary to the Board/ YC District Governing Board
	Area: 300 Governance Policy Number(s): 307

Board Member Responsibilities and Obligations


District Governing Board members shall operate in ways mindful of the Board's civic trustee obligation to all residents of the county and its lawful obligations in compliance with Title 15, Chapter 12 Community Colleges of the Arizona Revised Statutes and all other applicable federal and state statutes and regulations.

1. Direct, control and inspire the College through the establishment of written policies that clearly define the College's values.
2. Produce written governing policies which address the broadest levels of all organizational decisions and situations.
3. Annually approve the strategic direction of the College.
4. Use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute his/her individual values for the group's values.
5. Ensure the continual development of governance capability, including periodic Board trainings and discussions of process improvement.
6. Exercise authority over the College and the President only as they operate with one voice as a whole. Individual Board members will abide by and uphold majority decisions of the Board.
7. Seek to represent the ownership as a whole rather than the people of an individual district. Therefore, Board discussions will focus on the welfare to the entire Yavapai College District.
8. Work carefully with the public to ensure use of standard College procedures for handling community complaints or grievances. When individual Board members receive complaints from members of their constituency, the following process shall be followed:
 - a. The Board member will encourage the individual(s) to contact an appropriate College staff member, and the Board member will also contact the President. The President will let the Board member know when the College processes have been followed and the complaint addressed.

9. Approve names for district real property, as recommended by the President.
10. The version of the policies most recently adopted by the Board replace and supersede all prior versions and is the only version that is binding on the College.
11. In addition to any other requirements under the Open Meeting Law for any type of communications between the Board and the College administration, Board members will comply with the following electronic communication directives to protect the Board from inadvertent violations of the Open Meeting Law:
 - a. Board members may not use electronic messages of any kind (email, text messages etc.) to communicate with another Board member or members about any matter than may foreseeably come before the Board at a future date for Board action
 - b. Board members may use electronic messages to communicate with College administration regarding College or Board business, including requests for factual information related to the College or Board, as long as no other Board members are copied on such message
 - c. Board members may not forward electronic messages that received from College administration to any other Board member, regardless of whether the Board member forwarding the message adds a personal comment to the forwarded message or not
 - d. Board members may use an electronic message to communicate a request to the Board Chairperson that a matter be placed on a future Board meeting agenda if no other Board members are copied on such messages
 - e. College administration may use electronic messages to communicate with a quorum of the Board about College and Board business, including requests for factual information, as long as the messages from administration blind copy the Board members and do not communicate the opinion of any Board member regarding the subject matter(s) addressed in the message.

Approvals: Board Approval on

GOVERNANCE

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	Effective: June 2, 2021
	Last Revised: September 9, 2021
	Next Review:
	Owner: Secretary to the Board/ YC District Governing Board
	Area: 300 Governance
	Policy Number(s): 309

Board Secretary's Role

Unless the Chair has delegated her/his authority otherwise pursuant to the Board policy on Chair delegation, the Yavapai College District Governing Board Secretary fulfills the duty of Chair in the absence of the Chair, including chairing Board meetings and signing documents on behalf of the Board and/or Yavapai College.

The Secretary assures the accuracy of the Board documents. The Board has its own documents, so the accuracy of Board records is critical for historical purposes. The Secretary attests to the Board's adoption of policy.

Approvals: **Board Approval on**