

1 Ends

Rev Date 9/14/2017 **Rev No** 9 **Ref No** 738122

Yavapai College exists so communities within Yavapai County have access to and are equipped with the knowledge and skills to improve quality of life. The College will achieve these results at a justifiable cost.

1.1 Education Ends

Rev Date 9/26/2016 **Rev No** 10 **Ref No** 669506

Students achieve their educational goals at an affordable price. This is the first priority.

1.1.1 Job Seekers Ends

Rev Date 1/19/2011 **Rev No** 8 **Ref No** 287648

Job seekers have the qualifications, skills, and abilities to succeed.

1.1.2 Transfer Student Ends

Rev Date 9/14/2017 **Rev No** 10 **Ref No** 738123

Students seeking transfer have the qualifications, skills, and abilities for success at their next educational institution.

1.1.3 Lifelong Learners Ends

Rev Date 9/3/2015 **Rev No** 9 **Ref No** 586136

Lifelong learners have access to a variety of learning opportunities.

1.2 Economic Ends

Rev Date 9/26/2016 **Rev No** 9 **Ref No** 669552

Communities in Yavapai County are supported in their efforts to lead economic development, with an emphasis on generating and sustaining economic base jobs. This is the second priority.

1.3 Community Ends

Rev Date 9/26/2016 **Rev No** 10 **Ref No** 669553

Yavapai County residents have access to social and cultural opportunities. This is the third priority.

2 Executive Limitations

Rev Date 1/16/2018 **Rev No** 5 **Ref No** 764155

The President shall not cause or allow any practice, activity, decision or organizational circumstance that is unlawful, unethical, or imprudent.

2.1 Treatment of Employees

Rev Date 1/16/2018 **Rev No** 5 **Ref No** 764156

The President shall not cause or allow a workplace environment that is unfair, disrespectful, or unsafe.

Further, without limiting the scope of the above statements by the following list, the President shall not:

2.1.1 Human Resource Policies

Rev Date 2/12/2020
Rev No 2
Ref No 877465

Allow staff to be without current, enforced, written human resource policies that clarify expectations and healthy working conditions, provide for effective handling of grievance and emergency situations, and protect against wrongful conditions.

2.1.1.1 Harassment Protection

Rev Date 1/16/2018
Rev No 1
Ref No 764162

Permit staff to be without adequate protection from harassment.

2.2 Treatment of Students

Rev Date 1/16/2018
Rev No 9
Ref No 764167

The President shall not cause or allow conditions, procedures or decisions related to the treatment of students and others who use College programs and facilities that are unsafe, unfair, disrespectful, unnecessarily intrusive, or inconsistent with a culture of student success.

Further, without limiting the scope of the above statements by the following list, the President shall not:

2.2.1 Student Protections

Rev Date 1/16/2018
Rev No 10
Ref No 764168

Permit students and others who use College programs and facilities to be without reasonable protections against hazards or conditions, including harassment that might threaten their health, safety or well-being.

2.3 Compensation and Benefits

Rev Date 1/16/2018
Rev No 6
Ref No 764173

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the President shall not cause or allow jeopardy to the College's fiscal integrity or public image.

Further, without limiting the scope of the above statements by the following list, the President shall not:

2.3.1 Employment

Rev Date 1/16/2018
Rev No 7
Ref No 764174

Promise or imply guaranteed employment.

2.3.2 Market Compensation

Rev Date 1/16/2018
Rev No 7
Ref No 764175

Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.

2.4 Planning

Rev Date 1/16/2018
Rev No 1
Ref No 764095

The President shall not permit planning that allocates resources in a way that deviates materially from Board-stated Ends priorities, risks fiscal jeopardy, or does not enable the long-term ability of the College to achieve Ends.

Further, without limiting the scope of the above statement by the following list, the President shall not:

2.4.1 Multi-Year Strategy

Rev Date 1/16/2018
Rev No 1
Ref No 764098

Operate without a documented, multi-year strategy that can be expected to achieve a reasonable interpretation of the Ends.

2.4.2 Situational Planning

Rev Date
1/16/2018

Rev No
2

Ref No
765253

Permit planning that risks any situation or donation described as unacceptable in the "Financial Condition and Activities" policy.

2.4.3 Planning for Fiscal & Organizational Capability

Rev Date
1/16/2018

Rev No
1

Ref No
764100

Permit planning that endangers the fiscal soundness of future years or ignores the building of organizational capability sufficient to achieve Ends in future years.

2.4.3.1 Personnel Transitions & Competent Operations

Rev Date
1/16/2018

Rev No
1

Ref No
764101

Operate without succession plans to facilitate smooth operations during key personnel transitions and ensure competent operations of the College over the long term.

2.5 Financial Conditions & Activities

Rev Date
1/27/2018

Rev No
6

Ref No
764182

With respect to the actual, ongoing financial conditions and activities, the President shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board-stated Ends priorities.

Further, without limiting the scope of the above statement by the following list, the President shall not:

2.5.1 Expenditure of Funds

Rev Date
1/16/2018

Rev No
1

Ref No
764110

Expend more funds than have been received or are available in reserves in the fiscal year.

2.5.2 Lease Limits and Delegation of Lease Authority for Real Property

Rev Date
1/16/2018

Rev No
8

Ref No
764183

Enter into any lease agreement for more than one year in duration or that exceeds \$200,000 per year.

2.5.2.1 Improvements to Leased Property

Rev Date
1/16/2018

Rev No
7

Ref No
764184

Make any lease improvements over \$10,000.

2.5.3 Reserve Adequacy

Rev Date
1/16/2018

Rev No
1

Ref No
764111

Allow reserves to be at an inadequate level for future needs.

2.5.3.1 Reserve Limits

Rev Date
1/16/2018

Rev No
8

Ref No
764185

Allow Current Fund Reserves to drop below seventeen percent (17%) of the operating budgets or Plant Fund Reserves to drop below \$1 million.

2.5.3.2 Reserve Replenishment

Rev Date
1/16/2018

Rev No
1

Ref No
764116

Allow reserve funds to replenish at an inappropriate rate after, in accordance with specified Board approval, funds have dropped below the President's authorized limits.

2.6 Asset Protection

Rev Date
1/16/2018

Rev No
7

Ref No
764194

The President shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

Further, without limiting the scope of the above statement by the following list, the President shall not:

2.6.1 Insurance

Rev Date
1/16/2018

Rev No
1

Ref No
764119

Permit the College to be without adequate insurance against theft, fire and casualty losses, including liability insurance that covers Board members, staff, and individuals engaged in activities on behalf of the College, or the College itself.

2.6.2 Internal Controls

Rev Date
1/16/2018

Rev No
1

Ref No
764120

Receive, process or disburse funds under internal controls that are insufficient to meet the applicable auditing standards.

2.6.3 Certification Financial Records

Rev Date
12/14/2011

Rev No
4

Ref No
344134

The President shall not fail to assure the accuracy of financial records and require certification by the Chief Financial Officer as a part of the audit process.

2.6.4 Intellectual Property

Rev Date
1/16/2018

Rev No
1

Ref No
764121

Allow intellectual property, information and files to be exposed to loss or significant damage.

2.7 Legislative Delegation Restrictions

Rev Date
1/16/2018

Rev No
1

Ref No
764128

The President may neither make nor delegate financial decisions for which legislation specifically requires delegation of authority from the Board, except for the following, which the Board authorizes without the need for further Board approval provided the decisions are compliant with the Board's policies:

- ? - Pursuant to A.R.S. Section 15-1444(B)(2), the authority to enter into leases for real property either as lessor or lessee on behalf of the College;
- ? - Pursuant to A.R.S. Section 15-1444 (A)(6) & (B) (4), the authority to employ, including to enter into, amend, or terminate all employment contracts on behalf of the College, except for any actions taken with regard to a contract of employment for the position of College President.

2.8 Communication and Support to the Board

Rev Date
1/16/2018

Rev No
6

Ref No
764197

The President shall not permit the Board to be uninformed or unsupported in its work.

Further, without limiting the scope of the above statement by the following list, the President shall not:

2.8.1 Information to the Board

Rev Date
1/16/2018

Rev No
1

Ref No
764131

Withhold, impede, or confound information relevant to the Board's informed accomplishment of its job.

2.8.1.1 Timely Information & Criteria	Rev Date 1/16/2018	Rev No 1	Ref No 764132
<p>Allow the Board to be without timely decision information to support informed Board choices, including relevant environmental scanning data, a representative range of staff and external points of view, a risk assessment including probability and impact of risks, and alternative choices with their respective implications.</p>			
2.8.1.2 Monitoring Data	Rev Date 1/16/2018	Rev No 1	Ref No 764133
<p>Neglect to submit timely monitoring data including interpretations of Board policies that provide the observable metrics or conditions that would demonstrate compliance, rationale for why the interpretations are reasonable and evidence of compliance.</p>			
2.8.1.3 Ends & Executive Limitations Non-Compliance	Rev Date 1/16/2018	Rev No 1	Ref No 764134
<p>Let the Board be unaware of any actual or anticipated non-compliance with any Ends or Executive Limitations policy, regardless of the Board's monitoring schedule.</p>			
2.8.1.4 Incidental Information	Rev Date 10/16/2019	Rev No 2	Ref No 862071
<p>Let the Board be unaware of any incidental information it requires, including anticipated media coverage, actual or anticipated legal actions, material or publicly visible internal changes or events, including changes in executive personnel, and significant illegal drug use.</p>			
2.8.1.4.1 Monthly Reports	Rev Date 1/16/2018	Rev No 1	Ref No 764136
<p>Allow the Board to be without monthly reports of budget deviations and reserves.</p>			
2.8.1.5 Policy Compliance	Rev Date 1/16/2018	Rev No 5	Ref No 764198
<p>Allow the Board Chair to be unaware that, in the President's opinion, the Board is not in compliance with its own policies on Governances Process and Board-President Delegation, particularly in the case of board behavior which is detrimental to the work relationship between the Board and the President.</p>			
2.8.2 Board Administrative Support	Rev Date 1/16/2018	Rev No 1	Ref No 764138
<p>Allow the Board to be without reasonable administrative support for Board activities.</p>			
3 Governance Process	Rev Date 2/12/2020	Rev No 6	Ref No 877466
<p>The purpose of the Yavapai College District Governing Board, on behalf of the taxpayers of Yavapai County and the State of Arizona, shall be to ensure that Yavapai College transparently achieves appropriate results at a justifiable cost, and avoids unacceptable actions and situations.</p>			

3.1 Governing Focus and Style

Rev Date
2/11/2015

Rev No
9

Ref No
560664

The Board shall govern Yavapai College proactively rather than reactively. The Board shall stay adequately informed by incorporating within the Board meeting reports from the President on strategic issues and engaging the Board in strategic thinking on relevant issues and approach its task with a style which emphasizes:

- Outward vision rather than an internal preoccupation;
- Diversity in viewpoints;
- Strategic leadership derived from future rather than past or present thinking;
- Clear distinction of Board and staff roles;
- Collective rather than individual decisions; and
- Emphasis on intended long-term impacts on the communities, not on the administrative or programmatic means of attaining those effects.

More specifically, the Board:

3.1.1 Trustee Obligation

Rev Date
2/15/2018

Rev No
6

Ref No
768629

Shall operate in all ways mindful of its civic trusteeship obligation to all the owners of its district (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.

3.1.1.1 Open Meeting Law

Rev Date
3/18/2015

Rev No
12

Ref No
877467

Board members will take legal action on matters only at a properly-noticed Board meeting and only when the specific matters are included on the agenda.

3.1.1.2 Electronic Communications

Rev Date
2/13/2020

Rev No
1

Ref No
877507

In addition to any other requirements under the Open Meeting Law for any type of communications between Board members or with 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 that 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 messages.
- c. Board members may not forward electronic messages that are 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 Chairman that a matter be placed on a future Board meeting agenda if no other Board members are copied on such messages.

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.

3.1.2 Values and Perspectives

Rev Date 2/11/2015
Rev No 7
Ref No 560666

Shall direct, control, and inspire the organization through the establishment of written policies that clearly define the organization's values.

3.1.3 Member Expertise

Rev Date 2/11/2015
Rev No 6
Ref No 560667

Shall 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.

3.1.4 Self-Evaluation

Rev Date 2/12/2020
Rev No 11
Ref No 877468

- Board Chair shall ensure that the Board self-evaluates quarterly with the intention of evaluating the functioning of the Board during meetings
- Board Chair may work with the President to accomplish this task in a manner that does not violate Open Meeting Laws
- Board Chair shall ensure that the Board self-evaluates annually with the intention of evaluating the Board and Board Members' compliance with Board Policy

3.1.5 Continuity

Rev Date 2/12/2020
Rev No 7
Ref No 877469

To ensure the continual development of governance capability, prior to taking office, all new board members will be offered formal orientation as adopted and implemented by the board, which shall include orientation of new Board members in the Board's governance process and periodic Board training and discussion of process improvement.

3.1.6 Hindrance

Rev Date 2/11/2015
Rev No 6
Ref No 560670

Shall not allow an officer, individual, or committee of the Board to hinder the fulfillment of his or her commitments.

3.2 Board Job Description

Rev Date 2/24/2015
Rev No 4
Ref No 429130

As an informed agent of the ownership, the Board's specific job outputs are those that are unique to its trusteeship role and necessary to ensure appropriate organizational performance.

Accordingly, the Board:

3.2.1 Ownership Linkage

Rev Date 2/24/2015
Rev No 11
Ref No 560671

And its Ownership Linkage shall be the link between the organization and its owners, who are residents of Yavapai County and those who are affected by Yavapai College.

3.2.1.1 Commitment to Arizona Community Colleges

Rev Date 2/24/2015
Rev No 7
Ref No 560672

Shall strive to appropriately balance the importance of local responsiveness and control within the context of statewide needs and issues and commits to cooperating with all other Arizona community colleges through meaningful dialogue and open sharing of information in order to:

- Align the Ends of Yavapai College with efforts to meet the learning needs of all Arizona's communities efficiently and effectively;
- Assist one another in meeting high standards of public accountability;
- and
- Build the capacities of all our institutions.

3.2.1.2 Governing Policies

Rev Date 2/12/2020 Rev No 8 Ref No 877470

Shall produce written governing policies which address the broadest levels of all organizational decisions and situations via the following:

- a) Ends: Define which organizational products/impacts/benefits/outcomes, Yavapai College should be producing for which recipients/beneficiaries, and their relative worth in cost or priority.
- b) Executive Limitations: Constrain executive authority within boundaries of ethics and prudence.
- c) Governance Process: Specify how the Board conceives, carries out and monitors its own tasks.
- d) Board-President Linkage: Determine how the Board delegates power to the President and monitors its proper use.
- e) 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.

3.2.1.3 Assurance

Rev Date 2/5/2015 Rev No 7 Ref No 558845

Shall monitor the President's performance in order to ensure successful fulfillment of Ends.

3.2.1.4 Other Activities

Rev Date 1/16/2013 Rev No 9 Ref No 429139

Shall also approve names for District real property as recommended by the President.

3.3 Board Member Code of Conduct and Ethics

Rev Date 5/25/2006 Rev No 2 Ref No 4081

The Board expects of itself, as a whole and of its individual members, ethical and professional conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Board members.

3.3.1 Discipline Needed to Govern

Rev Date 3/5/2020 Rev No 4 Ref No 878445

The Board shall enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as abiding by Board Policy, respect of roles, abiding by the majority's decisions, and adherence to ethical practices.

3.3.2 Conflict of Interest

Rev Date 2/5/2015 Rev No 6 Ref No 558846

Board members must avoid any situation that may constitute a conflict of interest or the appearance of a conflict of interest with respect to their fiduciary responsibility to the College's ownership. Any question as to whether a potential conflict of interest exists shall be referred to legal counsel for the College.

3.3.2.1 Self-Dealing

Rev Date 2/13/2015 Rev No 7 Ref No 561403

There must be no self-dealing or any conduct of private business or personal services between any Board member(s) and the organization, except as allowed by law, to ensure openness, competitive opportunity, and equal access to information.

3.3.2.2 Employment

Rev Date 2/5/2015 Rev No 8 Ref No 558878

Board members must not use their positions to obtain employment in the College for themselves, family members, or close associates.

3.3.2.3 Acceptance of Employment

Rev Date 3/18/2015 Rev No 5 Ref No 564190

Should a Board member or the Board member's spouse be considered for employment by the College, the Board member must withdraw from deliberation and voting on any matter that pertains to such employment consideration and shall have no access to applicable Board information. If a Board member or the Board member's spouse accepts employment from the College, the Board member must resign his/her Board position in accordance with Arizona statute.

3.3.2.4 Personal Gain

Rev Date 2/5/2015 Rev No 2 Ref No 558879

Board members will refrain from using their Board position for personal or partisan gain, will take no private or individual action that will compromise the Board or administration, and will respect the confidentiality of information that is privileged from disclosure under applicable law.

3.3.2.5 Voting

Rev Date 10/4/2012 Rev No 2 Ref No 396937

When a matter under consideration might involve or appears to involve a conflict of interest for a Board member, that member shall declare the conflict at the beginning of discussion on the issue and will not vote on, participate in discussion regarding, or attempt to influence votes on any matter related to the conflict.

3.3.2.6 Conflict of Interest Agreement

Rev Date 9/10/2008 Rev No 2 Ref No 100555

Each Board member shall complete and submit a Conflict of Interest form, in a format determined by the Board, at least one time each year. Such form shall require the submission by the Board member of information relating to any potential conflicts of interest or shall affirm that no such potential conflict currently exists.

3.3.3 Individual Authority

Rev Date 2/24/2015 Rev No 5 Ref No 429140

Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies:

3.3.3.1 Interaction with President or Staff

Rev Date 2/5/2015 Rev No 7 Ref No 558880

Board members' interaction with the President or with staff must recognize and actively communicate that authority rests only with the Board in a legally constituted meeting, and not with any individual Board member or group of Board members except as noted in these governance policies.

3.3.3.2 Interaction with Public, Press, or other Entities

Rev Date 10/10/2018 Rev No 6 Ref No 807535

Board members may share their personal views on College or Board issues with the public, press, or other entities, but in doing so, they must recognize and acknowledge that unless they are authorized by these governance policies or the Board, they do not and cannot speak for the entire Board.

3.3.3.3 Judgments of President Performance

Rev Date 3/11/2013
Rev No 3
Ref No 440124

Board members will make no formal evaluations of the President's performance except in compliance with the official evaluation process, and the President's performance shall be assessed only against explicit Board policies.

3.3.3.4 Board Operates with One Voice

Rev Date 3/5/2020
Rev No 2
Ref No 878446

Board members will exercise authority over the organization and the President only as they operate with one voice as a whole. Individual Board members will abide by and uphold the majority decisions of the Board.

3.3.4 Understanding the College as a Whole

Rev Date 3/27/2007
Rev No 4
Ref No 26039

Although Board members are elected by individual Yavapai College districts, they will seek to represent the ownership as a whole rather than the people of an individual district. Therefore, Board discussions will generally be about the welfare of the entire Yavapai College District.

3.3.4.1 Contact for Complaints

Rev Date 1/16/2013
Rev No 6
Ref No 429142

Board members will 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:

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 has been addressed.

The Yavapai College District Governing Board supports the faculty and employee grievance policy, and recognizes that this process was derived through a joint deliberative process resulting in a rational approach to resolving an employee's grievance. The Yavapai College District Governing Board encourages employees to use this process, which may ultimately lead to a direct appeal to the District Governing Board. The Board also recognizes that extreme circumstances may require an employee to seek a direct hearing before the Board. The Board will decide if circumstances warrant a direct appeal or the employee will be referred back to the administrative grievance policy.

3.4 Agenda Planning

Rev Date 2/5/2015
Rev No 4
Ref No 558881

To accomplish its job products with a governance style consistent with Board policies, the Board shall follow an annual agenda which (a) completes a re-exploration of Ends policies annually; and (b) continually improves Board performance through Board education and enriched input and deliberation.

3.4.1 End of Year Cycle

Rev Date 2/5/2015
Rev No 5
Ref No 558882

The cycle shall conclude each year on the last day of September so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long-term Ends.

3.4.2 Start of Annual Cycle

Rev Date 1/16/2013
Rev No 5
Ref No 429143

The cycle shall start with the Board's development of its agenda for the next year.

3.4.2.1 Calendar for Owner Input

Rev Date 2/24/2015
Rev No 6
Ref No 558931

Consultations with selected groups in the ownership or other methods of gaining ownership input shall be determined and arranged in September and October, to be held during the balance of the cycle.

3.4.2.2 Calendar for Education and Ends

Rev Date 2/11/2015
Rev No 6
Ref No 560676

Governance education and education related to Ends' determination (e.g., Board training, presentations by futurists, demographers, advocacy groups and staff, studying internal and external publications, attending conferences, etc.) shall be arranged in September and October, and will be held during the balance of the cycle.

3.4.2.2.1 Board Member Orientation Process

Rev Date 2/11/2015
Rev No 6
Ref No 560675

New board members will be oriented in a manner that ensures acquaintance with all the Board's most critical responsibilities, documents, and processes.

- a) An existing Board member will be appointed in advance of the November elections to mentor each new Board member and ensure their completion of the orientation process.
- b) Board members will be familiarized with:
 - 1) Title 15, Chapter 12 - Community Colleges, of the Arizona Revised Statutes and with the Open Meeting Law;
 - 2) The Board's Policy Manual;
 - 3) The principles and practice of Policy Governance (through relevant reading and/or workshop attendance);
 - 4) The responsibilities of all staff engaged in Board support (including a meeting with the President); and
 - 5) Use of OurBoardroom to access and organize all Board documents, agendas, minutes, as well as submission of agenda items and monitoring report assessments.

3.4.3 All Meeting Agendas

Rev Date 2/12/2020
Rev No 11
Ref No 877471

The board chair, in consultation/collaboration with the board and president, shall plan its agenda around the specific job products of the Board, set out in the Board Job Description Policy 3.2. All meeting agendas shall clearly distinguish between items for the purposes of:

- a) Ownership Linkage;
- b) Policy Development;
- c) Monitoring of President Performance;
- d) Fulfillment of items that are:
 - 1) Procedural,
 - 2) For Information Only, and
 - 3) For Board Education.

For Monitoring of Board Performance, Board agendas will also distinguish between items for discussion and items for decision and items on the Board's Consent Agenda (see Policy 3.4.3.4).

3.4.3.1 Referencing Existing Board Policy

Rev Date 2/24/2015
Rev No 1
Ref No 26045

All items on the agenda will reference the relevant existing Board policies.

3.4.3.2 Distinguishing Between Matters for the Board or President

Rev Date
2/24/2015

Rev No
7

Ref No
561991

- a) Any matter that falls outside the scope of the Board's Ends or President's Executive Limitations policies is a matter for Board decision.
- b) Any matter that falls within the scope of the Board's Ends or President's Executive Limitations policies is a matter for the President's decision.

3.4.3.3 Process for Placing Items on the Agenda

Rev Date
2/24/2015

Rev No
3

Ref No
560678

The President and any Board member who wishes to place an item on the agenda should do so through the Board Chair.

- a) If it is the Board's issue it will be placed on the next Board agenda.
- b) If it is the President's issue, the Chair will refer it to the President to be addressed in accordance with Board policy and inform any Board member concerned.
- c) If the Board member feels that this process has not been followed appropriately, he/she will inform the Chair who will place the matter on the next Board agenda.

3.4.3.4 Consent Agenda

Rev Date
2/11/2015

Rev No
5

Ref No
560679

The Board shall use a Consent Agenda to comply with its legal and contractual obligations on matters which it has otherwise delegated to the President and to enable efficient decision making.

Therefore, the Consent Agenda will be used to:

- a) Deal with items which the Board has delegated but is required to review or receive by relevant law or contract; and
- b) To escalate the processing of Board decisions which the Chair believes the Board may not need further deliberation.

3.4.4 President Monitoring

Rev Date
2/13/2015

Rev No
7

Ref No
561404

President Monitoring Reports are produced in accordance with the Board's Annual Agenda Calendar. Board members shall be given the opportunity for individual review of the reports in advance of the relevant Board meeting before formal review at the next available meeting when there shall be the opportunity to collectively discuss what is being evaluated and share comments.

3.4.5 Elections/Appointments

Rev Date 2/12/2020
Rev No 6
Ref No 877497

As required by A.R.S. 15-1443(B), the Board will elect a Chair and a Secretary every January. The expectation will be that the newly-elected Chair and Secretary will serve a two-year term, but the Board may decide otherwise and elect a new Chair and Secretary every January. The Chair and Secretary shall serve from the date of election until the date on which their replacements are elected. The newly-elected Board Chair will appoint Board Liaisons for one-year terms at the January or February meeting.

- Board Chair shall call for nominations
- After the Board Chair determines that no other nominations are forthcoming, the Board Chair shall declare nominations to be closed
- Board Chair shall call on nominees in alphabetical order based on their last names to speak for no more than 2 minutes each regarding their nomination
- After all nominees have been offered an opportunity to speak, the Board Chair shall call for the vote of each nominee individually in alphabetical order based on their last names until a nominee receives at least a majority vote of the Board
- After a nominee receives at least a majority vote of the Board, the process is complete even if there are remaining nominees who have not been voted on
- If no nominee receives at least a majority vote of the Board, the Board Chair shall begin the process again

3.5 Board Chair and Other Officer Roles

Rev Date 10/4/2012
Rev No 4
Ref No 396950

The Chair's role is to ensure the integrity of the Board's process and to represent the Board to outside parties.

3.5.1 Job Output

Rev Date 10/16/2019
Rev No 6
Ref No 862072

The job output of the Chair shall be to see that the Board behaves consistent with its own policies and those imposed upon it by law and regulation.

3.5.1.1 Meeting Discussion Content

Rev Date 2/24/2015
Rev No 4
Ref No 396951

Meeting discussion content shall be those issues which, according to Board Policy 3.4.3.2, clearly belong to the Board to decide, not the President.

3.5.1.2 Deliberation

Rev Date 11/22/2005
Rev No 2
Ref No 4109

Deliberation shall be timely, fair, orderly, and thorough, but also efficient, limited to time, and kept to the point.

3.5.1.3 Behavior

Rev Date 4/23/2008
Rev No 3
Ref No 82593

The Chair shall ensure that any violations of the Board's policies concerning individual and group behavior are addressed promptly and in an appropriate manner.

3.5.2 Chair Decision Authority

Rev Date 10/4/2012
Rev No 4
Ref No 396952

The Chair has the authority to make all decisions that fall within any reasonable interpretation of the Board's Governance Process and on the Board-President Linkage policies.

The Chair does not have the authority to make decisions that fall within the Board's Ends or Executive Limitations policies. Therefore, the Chair has no authority to supervise or direct the President.

3.5.2.1 Chairing Meetings

Rev Date 2/12/2020
Rev No 4
Ref No 877472

The Chair is empowered to chair Board meetings with all of the commonly accepted power of that position (e.g., ruling, recognizing).

3.5.2.2 Outside Parties

Rev Date 10/10/2018
Rev No 4
Ref No 807538

The Chair shall have the authority to publicly state Chair decisions and interpretations within the area delegated to her or him.

3.5.2.3 Delegation of Authority

Rev Date 1/17/2008
Rev No 5
Ref No 71126

The Chair may delegate his or her authority at any time, but remains accountable for its use. The Yavapai College District Governing Board members hereby delegate to the Chair or his or her designee the authority to sign on behalf of the Board and/or Yavapai College such documents as have been approved by the Board at a legal meeting.

3.5.3 Board Chair's Role in Monitoring

Rev Date 2/11/2015
Rev No 5
Ref No 560680

The Chair shall ensure the conduct of Board self-evaluation in accordance with Policy 3.1.4.

3.5.4 Secretary

Rev Date 2/24/2015
Rev No 5
Ref No 558943

Unless the Chair has delegated his or her authority otherwise pursuant to Policy 3.5.2.3, the Secretary fulfills the duties of the 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 Board documents. The Board has its own documents so the accuracy of Board records are critical for historical purposes. The Secretary attests to the Board's adoption of policy.

3.5.5 Board Liaisons

Rev Date 9/12/2018
Rev No 8
Ref No 802214

All Board liaisons are appointed by the Board Chair annually. The role of a Board liaison is to serve as a communication representative between the Board and committee. The Board liaison serves as the point of contact for information review, input, and approval prior to Board receipt. Board liaisons attend and participate in all meetings and conference calls of their assigned committees. Board liaisons should provide advice and input to their assigned committees, especially in terms of Board policies. Upon request, Board liaisons provide written or oral reports on the progress of their assigned committees. The positions are:

- 1) Foundation Liaison
- 2) AACCT Representative
- 3) Board Spokesperson

3.5.5.1 Board Spokesperson

Rev Date 10/10/2018
Rev No 5
Ref No 807539

The Spokesperson is the formal conduit for the Board and is responsible for communicating Board decisions with the public and the media - newspaper, radio, television, etc. When acting in his or her official capacity as the Board Spokesperson, the Spokesperson shall speak with one voice on behalf of the Board, instead of communicating his or her personal views on matters. If appropriate in the Chair's judgment, the Chair may designate at any time another Board member to serve as an adjunct Spokesperson on a specific matter or matters or for a specific period of time.

3.6 Board Committee Purpose and Principles

Rev Date 10/15/2012
Rev No 4
Ref No 398565

When appointed by the Board, committees will exist to assist the Board in the fulfillment of its duties and not supplant the Board's role. Board committees shall be established to help the Board do its job, not to help or advise the staff. Committees ordinarily shall assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees shall normally not have direct dealings with current staff operations.

3.6.1 May Not Speak or Act for the Board

Rev Date 2/5/2015
Rev No 7
Ref No 558884

Board committees shall not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority shall be carefully stated in order not to conflict with authority delegated to the President.

3.7 Cost of Governance

Rev Date 1/16/2013
Rev No 4
Ref No 429151

Because poor governance costs more than learning to govern well, the Board shall invest in its governance capacity.

Accordingly:

3.7.1 Budget

Rev Date 2/24/2015
Rev No 9
Ref No 561984

Costs shall be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability. The Board shall develop its budget by April each year to ensure its inclusion in the overall district budget and shall include, but not be limited to allowances for support and training (including consulting and technical services, orientation, conferences, and workshops); audits and other third party monitoring of organizational performance; and ownership linkages (surveys, focus groups, etc.) and Board legal services.

4 Board - President Linkage

Rev Date 2/24/2015
Rev No 5
Ref No 560684

The Board's sole official connection to the operational organization, its achievements, and conduct shall be through a Chief Executive Officer, titled President of Yavapai College.

4.1 Unity of Control

Rev Date 12/6/2005
Rev No 3
Ref No 4407

Only officially passed motions of the Board shall be binding on the President of Yavapai College.

Accordingly:

4.1.1 Decisions or Instructions of Individual Board Members

Rev Date 12/6/2005
Rev No 3
Ref No 4408

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.

4.1.2 Requests from Board Members and Board Committees

Rev Date 1/16/2013
Rev No 6
Ref No 429153

In the case of Board members or Board committees requesting information or assistance without Board 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.

4.2 Accountability of the President

Rev Date 2/5/2015
Rev No 5
Ref No 558885

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:

4.2.1 Delegation of Employment Contract Authority

Rev Date 2/11/2015
Rev No 9
Ref No 560685

Pursuant to A.R.S. 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 employment 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 this 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.

4.2.2 President Performance

Rev Date 4/2/2007
Rev No 4
Ref No 26269

The Board shall view the President's performance as identical to organizational performance, so that organizational accomplishment of Board stated Ends and avoidance of Board proscribed means shall be viewed as successful President performance.

4.2.3 Other Staff Performance

Rev Date 4/2/2007
Rev No 1
Ref No 26272

The Board shall not evaluate, either formally or informally, any staff other than the President.

4.3 Delegation to the President

Rev Date 2/24/2015
Rev No 5
Ref No 558949

The Board shall instruct the President through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the President to use any reasonable interpretation of these policies.

Accordingly:

4.3.1 Ends Policies

Rev Date 2/5/2015
Rev No 3
Ref No 558886

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 from the broadest, most general level to more defined levels, and shall be called Ends policies.

4.3.2 Executive Limitations Policies

Rev Date 1/11/2017
Rev No 4
Ref No 694487

The Board shall develop policies which limit 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 Executive Limitations policies. Single limitations below the global level do not limit the scope of the foregoing level.

4.3.3 President's Authority

Rev Date 10/3/2012 Rev No 3 Ref No 396334

As long as the President shall use any reasonable interpretation of the Board's Ends and Executive Limitations policies, the President shall be authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.

4.3.4 Change in Policies

Rev Date 2/5/2015 Rev No 4 Ref No 558887

The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and President 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.

4.4 Monitoring President Performance

Rev Date 1/16/2013 Rev No 5 Ref No 429156

Systematic and rigorous monitoring of the President's job performance shall be solely against the only expected President job outputs: organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations.

Accordingly:

4.4.1 Monitoring Reports

Rev Date 2/5/2015 Rev No 6 Ref No 558857

The President shall submit monitoring reports required by the Board in a timely, accurate, and understandable fashion, using acceptable benchmarks and data, which directly address the provisions of the Board policies being monitored.

4.4.2 Methods

Rev Date 2/5/2015 Rev No 5 Ref No 558888

The Board shall acquire monitoring data by one or more of three methods: (a) by internal report, in which the President discloses compliance information to the Board, (b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and (c) by direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.

4.4.3 Standard for Compliance

Rev Date 12/6/2005 Rev No 3 Ref No 4441

In every case, the standard for compliance shall be any reasonable President interpretation of the Board policy being monitored.

4.4.4 Schedule

Rev Date 2/13/2015 Rev No 5 Ref No 561407

All policies which instruct the President shall be monitored at a frequency and by a method chosen by the Board. The Board shall monitor any policy at any time by any method, but shall ordinarily depend on a routine schedule, following the monitoring schedule in the Board's Annual Agenda Calendar.

4.5 President Compensation and Benefits

Rev Date 2/11/2015 Rev No 11 Ref No 560686

The Board shall negotiate a contract with the President that shall stipulate compensation and benefits for the President.

The President's remuneration shall be decided in or about June of each year and shall be consistent with any existing contract, after a review of monitoring reports received in the last year.

4.6 Conferral of President Emeritus/a Status

Rev Date
2/12/2020

Rev No
9

Ref No
877473

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 after waiting for a full year.

Criteria for emeriti status designation shall include:

1. An exemplary record of service through demonstrated commitment of time, talent, and resources: and,
2. Documented leadership in advancing the District Governing Board Ends 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 president any time after active service has been concluded.
2. Any current District Governing Board Member may nominate a retiring or retired president for emeritus status, but the actual conference would not be effective until the end of active duty.
3. Designation will require the approval of the District Governing Board.

Rights and Privileges:

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

4.7 President Succession

Rev Date
10/16/2019

Rev No
8

Ref No
862073

Approved Revised Policy 4.7: 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 College administration and Board. The President's plan shall include at least the following provisions:

- For a planned short-term absence, 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 empower that individual to take whatever action is necessary during the absence.
- During planned short-term absences, the President's whereabouts shall be available through the Presidents' executive assistant and known by all members of the executive leadership team and the Board.
- 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.

In the event 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.