



Southeastern
COMMUNITY COLLEGE

BYLAWS OF THE TRUSTEES
OF SOUTHEASTERN COMMUNITY COLLEGE

PO BOX 151
Whiteville, North Carolina 28472

Adopted November 9, 2020
Amended March 28, 2022

The following bylaws, along with the policies and rules of the North Carolina Board of Community Colleges and the General Statutes of North Carolina, shall govern and control the actions and procedures of the Board of Trustees of Southeastern Community College. If any of these bylaws shall come into conflict with the policies and rules of the Federal government, North Carolina Board of Community Colleges or the General Statutes of North Carolina, the Board of Trustees shall follow the policies and rules of the Federal government, State Board and the General Statutes rather than conflicting bylaws.

Southeastern Community College is accredited by the Southern Association of Colleges and Schools, Commission on Colleges to award associate degrees, diplomas, and certificates. Contact the Commission on Colleges at 1866 Southern Lane, Decatur, Georgia 30033-4097, call 404-679-4500, or use website [http//.sacscoc.org](http://.sacscoc.org) for questions about the accreditation of Southeastern Community College.

Non-Discrimination and Affirmative Action Policy

Southeastern Community College is an Equal Opportunity/Affirmative Action Institution. Questions concerning this policy should be addressed to the following:

Director of Human Resources
Southeastern Community College
PO Box 151
Whiteville, North Carolina 28472

Adopted by the Southeastern Community College Board of Trustees
November 9, 2020

Amended by Board of Trustees' approval on March 28, 2022

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ARTICLE I: POWERS AND RESPONSIBILITIES

Section 1. Authority

The Board of Trustees of Southeastern Community College is a body corporate established by an act of the North Carolina General Assembly (115D, General Statutes of North Carolina), and it possesses all the powers of a body corporate for the purposes created by or that may exist under provisions of the law.

Section 2. Responsibilities

The Board of Trustees is responsible for policy formation directed toward the development and operation of the college in accordance with the provisions of the law and the standards of the State Board of Community Colleges.

Section 3. Official Title

The official title of the Board of Trustees and corporate name of the institution shall be "The Trustees of Southeastern Community College."

Section 4. Holding of Property

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.

Section 5. Office of Record

The Trustees shall maintain an office at Southeastern Community College in Whiteville, North Carolina.

Section 6. Powers

In accordance with Chapter 115D-20, the Board of Trustees has the following powers:

To elect a president or chief administrative officer of Southeastern Community College.

To elect or employ all other personnel of Southeastern Community College upon nomination of the president subject to standards of the State Board of Community Colleges.

To purchase any land, easement, or right-of-way which shall be necessary for the proper operation of the institution.

To establish and disestablish educational programs at the college

To recommend and adopt current expense and capital budgets

To apply the standards and requirements for admission and graduation of students and other standards established by the State Board of Community Colleges.

Collaborate with local school administrative units to offer courses through cooperative innovative high school programs, academic transition pathways, college transfer certificates, and other high school programs as provided in Chapter 115D-20.

To receive and accept donations, gifts, devices and the like from private donors.

Provide instructional services by contracting with other organizations.

Adopt specific powers, including the adoption and enforcement of all reasonable rules, regulations, and bylaws to carry out specific powers.

Provide access to buildings and campus to organizations, including military forces persons, for disseminating materials regarding educational and career opportunities.

Encourage the establishment of private, nonprofit corporations to support the institution.

To enter into guaranteed energy savings contracts.

To enter into loan agreements under the Energy Improvement Loan Program.

To enter into lease purchase and installment purchase contracts.

Permit the use of personnel or facilities in support of a private business enterprise.

To enter into public/private partnerships.

ARTICLE II: MEMBERSHIP

Section 1. Election or Appointment

The Trustees shall consist of thirteen (13) members comprised of four (4) voting members elected by the Columbus County Board of Commissioners, two (2) voting members elected by the Columbus County Board of Education, two (2) voting members elected by the Whiteville City Schools Board of Education, four (4) members appointed by the Governor of North Carolina, and the Student Government Association president who serves as an ex-officio, non-voting, member of the Board. Appointments are staggered so that only three (3) vacancies occur each year. (GS 115D-12).

Section 2. Restrictions

No person who has been employed full time by Southeastern Community College within the prior five (5) years and no spouse or child of a person currently employed full time by Southeastern Community College shall serve on the Board of Trustees of Southeastern Community College (GS 115D-12 (b1)). No member of the North Carolina General Assembly shall be appointed/elected to the Southeastern Community College Board of Trustees. (GS 115D-12. (a)).

Section 3. Terms

The term of office for elected and appointed Trustees shall be four (4) years as established in accordance with State Statute 115D-13. Terms begin on July 1 and expire on June 30. An exception is made for the Student Government President whose term coincides with the term of that office.

Section 4. Residency

All Trustees shall be a resident of Columbus County or of a contiguous county except for the Student Government Association president.

Section 5. Vacancies

Vacancies occurring for whatever reason shall be filled for the remainder of the unexpired term by the electing or appointing agency within sixty (60) days after the date on which the vacancy occurred. Should the selection of a Trustee for the unexpired term not be made by the agency having the authority to do so within sixty (60) days, the Governor shall fill the vacancy by appointment. A Trustee whose term has expired remains in office until another appointment is made.

Section 6. Removal from Office

Trustees may be removed from office in accordance with State Statute 115D-19 and any other applicable North Carolina General Statute. The Trustee can only be removed for cause which includes inability to discharge duties, disreputable conduct, failure to attend, without justifiable reason, three consecutive scheduled meetings, and failure of newly appointed Board of Trustees member to participate in, without justifiable reason, an orientation session sponsored by the North Carolina Association of Community College Trustees within six (6) month of being appointed or elected.

Section 7. Compensation

Trustees shall receive no compensation for their services in accordance with State Statute 115D-17. However, they shall receive reimbursement, according to regulations adopted by the State Board of Community Colleges for the cost of travel, meals, and lodging while performing their official duties. Reimbursements shall be consistent with state guidelines for reimbursements.

Section 8. Attendance

The Southeastern Community College Board of Trustees may declare vacant the office of a Trustee who does not attend three consecutive, scheduled meetings without justifiable excuse. (GS115D-19(b)). Appointing agencies may impose more stringent attendance requirements on their respective appointees.

Section 9. Required Training

The Southeastern Community College Board of Trustees may declare vacant the office of a Trustee who, without justifiable excuse, does not participate within six (6) months of appointment in a Trustee orientation and education session sponsored by the North Carolina Association of Community College Trustees. (GS 115D-19(b))

Section 10. Conflict of Interest

In accordance with the State Government Ethics Act (GS163A, Subchapter all, Articles 1-7,9) each Trustee shall take appropriate steps to protect the public interest and comply with this Chapter, from any proceeding in which the Trustee impartiality might be questioned.

Section 11. Board Self-Evaluation

The Southeastern Community College Board of Trustees shall conduct regular evaluations of its responsibilities and expectations. The evaluation shall include elements evaluating the performance of individual Trustees as well as the operation of the Board as a whole.

ARTICLE III: MEETINGS

Section 1. Regular Meetings

The regular meetings of the Southeastern Community College Board of Trustees shall be held on the fourth-Monday of January, March, May, July, September, November unless the Chair shall fix another time and/or place. In any event, the Board of Trustees shall meet at least once every three (3) months. The Secretary shall give at least seven (7) days' notice of regular meetings.

Section 2. Special Meetings

The Chair or President may fix the date, time, and place of a special called meeting. The purpose in the special meeting is to address immediate College business. The meeting shall be confined to those items contained in the announcement and permitted by the Bylaws.

Section 3. Emergency Meetings

The Chair or President may call an emergency meeting for handling immediate needs of the College. Call to members shall communicate the specific reason for the emergency meeting. Notice to media outlets shall be made by phone or other electronic means.

Section 4. Rules of Order

Robert's Rules of Order (current edition) shall be followed in the conduct of all meetings unless modified by these Bylaws.

Section 5. Closed Sessions

In accordance with General Statute 143-318-11, a closed session may be held during any meeting for the purposes outlined below:

To prevent the disclosure of information that is privileged or confidential.

To prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award.

To consult with an attorney employed or retained by the public body to preserve attorney-client privilege.

To discuss matters relating to the location or expansion of industries.

To establish or to instruct the public body's staff or negotiating agents concerning the position to be taken by or on behalf of the public body, the contract for the acquisition of real property, the amount of compensation or other matters of employment contracts.

All meetings are open to the public except during declared closed sessions.

Section 6. Notice of Meetings

Members and officers of the Board of Trustees and the President shall be notified by the Secretary of the time and place of all regular meetings at least seven (7) days in advance.

Members and officers of the Board of Trustees and the President shall be notified by the Secretary of the time, place, and purpose of special meetings which may be called by the Chair or the President as early as possible.

All Board of Trustees members and the President shall be notified by the Secretary of the time, place, and purpose of emergency meetings as soon as possible.

In all cases, it is the responsibility of the Secretary to provide public notification of all meetings in accordance with the Open Meetings Law (GS 143-318). A minimum of forty-eight hours is required for all meetings except emergency meetings.

Section 7. Agenda

The President, in consultation with the Chair, shall prepare the agenda. The agenda and appropriate supporting documents should be given to the Trustees as soon as possible, but no later than forty-eight (48) hours prior to the meeting. Items may be added to the agenda at the discretion of the Chair at the beginning of the meeting. A formal motion shall be made to adopt the agenda.

Section 8. Quorum

Seven (7) voting members in actual attendance at regular, special, or emergency meetings shall constitute a quorum for the conduct of business.

No action shall be transacted without an affirmative vote by at least four (4) of those voting members present. Proxy voting is not permitted.

A majority affirmative vote of all voting members of the Trustees shall be required for the determination of College policy, rules, and regulations; for the establishment or disestablishment of programs or services; and for the election of a president.

Section 9. Absences

Any Trustee who will be absent from a meeting shall notify the President's office. The Chair will be notified, and the absence shall be recorded in the minutes. A cumulative record of attendance shall be maintained by the Secretary. Attendance is further outlined in Article II, Section 8 of these bylaws.

Section 10. Presentations

Any individual or organized group who desires to appear before the Board of Trustees shall state in writing the purpose of such appearance and the name of each person who is to appear as a spokesperson. The statement shall be filed with the Chair or Secretary at least seven (7) days in advance of the meeting at which the appearance is desired in order that it may be included in the agenda for the meeting. Nothing herein shall be deemed to prohibit the Board of Trustees from recognizing a group or individual at any Board of Trustees meeting who wishes to be heard.

ARTICLE IV: OFFICERS AND THEIR DUTIES

Section 1. Officers

The Corporate officers of the Board of Trustees shall be the Chair, Vice Chair, and Secretary.

The Chair and Vice Chair shall be elected by the Board of Trustees from its membership.

The Secretary, who need not be a member of the Board of Trustees, shall be elected by the Board of Trustees.

The Chair, Vice Chair and Secretary shall be elected for a period of one year but shall be eligible for re-election by the Board of Trustees. Individuals serving as Chair and Vice Chair shall be eligible for re-election to that position up to a total of three consecutive years per office.

The Board of Trustees designates the President of the College as chief executive officer of the College who shall serve in that capacity on appointment by and at the pleasure of the Board of Trustees.

Section 2: Election

Officers of the Board of Trustees shall be elected at the annual meeting which is designated as the July Board of Trustees meeting. At the May meeting, or the last regular meeting before the annual meeting, the Chair shall appoint a nominating committee. Upon the report of the nominating committee, an election will occur and the new officers will take place during the meeting.

Section 3: Chair of the Board of Trustees

The Chair shall appoint the members of all committees of the Board of Trustees. He/she may serve as a non-voting ex-officio member of each committee with the exception of the Executive Committee. The Board of Trustees Chair executes all contracts and other documents on authority by and in the name of the Board of Trustees, presides at all meetings of the Board of Trustees, calls meetings of the Board of Trustees, and discharges all other functions delegated by the Board of

Trustees. The Chair of the Board of Trustees can serve three consecutive years but may be elected for additional terms after remaining off for one year.

Section 4: Vice Chair of the Board of Trustees

The Vice Chair of the Board of Trustees shall preside in the absence of the Chair, perform all duties of the Chair with full authority during the absence or disability of the Chair, and shall discharge any other functions delegated by the Board of Trustees. The Vice Chair may be a non-voting ex-officio member of all committees of the Board of Trustees, except any nominating committee.

Section 5: Secretary of the Board of Trustees

The Secretary of the Board of Trustees shall keep an accurate record of the proceedings of the Board of Trustees. The Secretary shall also have custody of the corporate seal of the Board of Trustees, affix it to official documents, and attest it by signature. The Secretary maintains custody of all official records and documents of the Board of Trustees. The individual must prepare and maintain an indexed compilation of all bylaws and amendments thereto, a copy of all policies, procedures and regulations of the Board of Trustees and all amendments. The Secretary issues, upon direction by the Chair, notice of all meetings of the Board of Trustees to members of the Board of Trustees, the President, and the public.

Section 6: President of the College

The President shall be qualified by training experience, habits, and philosophy to develop and maintain a comprehensive institution of high quality in accordance with regulations and sound public educational theory and practice.

The President shall attend and participate without vote, in all meetings of the Board of Trustees, except where his/her absence is expressly desired.

The President shall be responsible for all administrative and managerial aspects of the development and operation of the College, under the directive of the Board of Trustees, the North Carolina Community College System, State Board of Community Colleges Code, and North Carolina General Statutes.

The President shall submit information and recommendations to the Board of Trustees when requested to do so by the Board of Trustees or when deemed to be in the best interest of the College.

The president shall serve under a written contract of one or more years. An annual performance evaluation of the President will be conducted by the Trustees and shall at a minimum, comply with certain procedures prescribed by the State Board of Community Colleges.

The Presidents normal duties shall include the following:

- a. To attend and participate, without vote and at the pleasure of the Trustees, in all Trustee meetings;
- b. To be responsible for all administrative and management aspects in the operation and development of Southeastern Community College;
- c. To submit recommended policies and procedures to the Trustees when requested to do so by the Trustees or when the President deems it to be in the best interest of the college to do so;
- d. To advise the Board of Trustees Curriculum committee and recommend implementation of new educational programs, review existing programs, and services which are educationally and financially feasible;
- e. To advise the Board of Trustees Facilities committee on the planning, construction, and utilization of college facilities;
- f. To advise the Finance and Investment Committee on the financial and budgetary needs of the college;
- g. To discharge any and all other duties delegated by the Trustees

Section 7. Succession of Officers

If the Chair is unable to fulfill his/or duties, the Vice Chair will assume the Chair's position. In the event the Vice Chair becomes vacant, the Chair will select a new Vice Chair to complete the remainder of the term. In like manner, if the Secretary's position becomes vacant, the Chair will select a replacement to complete the term of office.

Section 8. Succession to the Presidency

The Board of Trustees shall decide who shall serve as acting president in the absence of the President until the Board of Trustees selects an interim or permanent president.

ARTICLE V: COMMITTEES

Section 1. Appointment

The Chair shall establish such standing and ad hoc committees as deemed necessary to secure, protect, and assure the Mission of the College. The New Chair shall appoint committee members following elections at the annual meeting; or, at the discretion of the new Chair, will appoint them within two weeks after the annual meeting. The Chair and Vice Chair may be an ex officio, non-voting member of all committees.

Section 2. Membership

Membership of all committees shall be comprised of currently serving Trustees. From three (3) to five (5) Trustees shall serve on each committee.

Section 3. Quorum

A majority of committee members being present shall constitute a quorum to conduct business.

Section 4. Rules of Order

Robert's Rules of Order (current edition) shall govern all committee meetings; however, no second is required to motions before voting. All committee meetings are open to the public except closed sessions. Recommendations from the committee regarding matters under consideration shall be presented at the next regular or meeting of the Trustees.

Section 6. Limitations of Authority

Trustee committees are created to study, to formulate proposals, and to report recommendations to the trustees. Committees of the Board of Trustees are not authorized to act or to speak for the Trustees of Southeastern Community College.

Section 7. Executive Committee

The membership of the Executive Committee shall consist of the Chair, Vice Chair, and four (4) Trustees appointed by the Chair. The Board of Trustees Chair shall serve as Chair of the Executive Committee and shall appoint a recorder.

The Executive Committee exercises all powers, privileges, and prerogatives of the Trustees for emergency matters which cannot be postponed until a regular or special meeting.

The Executive Committee shall submit a full report of all actions taken at the next meeting of the Trustees.

Section 8. Finance and Investment Committee

The Finance and Investment Committee shall consist of four (4) members of the Board of Trustees. The Trustees shall be appointed by the Chair of the Board of Trustees. The Committee shall meet as often as necessary to discharge its functions and to accomplish any special tasks assigned to it by the Board of Trustees.

The Committee shall, subject to applicable standards of the State Board of Community Colleges, have the following regular functions:

To receive, study, and recommend to the Board of Trustees, with such modifications as it deems appropriate, the President's recommended budgets for current operations and capital outlay.

To receive, study and recommend to the Board of Trustees for necessary action, any special or unusual expenditures of any type recommended by the President.

To receive, study, and recommend to the Board of Trustees any report on the budget, purchasing and account functions required by it of, or presented to it by the President.

To recommend to the Board of Trustees policies and decisions regarding investments of any surplus or restricted monies.

To recommend to the Board of Trustees policies and decisions regarding the receipt and disposition of any monetary bequests, gifts, grants and donations, the care of all College securities, and retarding contracts for instructional or research services or other purposes with private or governmental firms, person or agencies.

To represent the Board of Trustees before the County Commissioners the Legislature, the State Board of Community Colleges, the North Carolina Community College System Office, and other agencies and officers 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.

To recommend to the County Commissioners that issuance of bonds or notes be affected and recommend that special taxes be levied for the purpose of meeting payments of principal and interest on such bond and notes, when the capital outlay requirements of the principal and interest on such bonds and notes, when the capital outlay requirements of the College make such action necessary.

To recommend to the Board of Trustees 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.

To recommend to the Board of Trustees appropriate bonding policy to govern College employees entrusted with funds of all kinds.

To recommend to the Board of Trustees upon request of the President, budget revisions to transfer funds in operating line items of the budget.

To receive and examine the audit of the College books and make such recommendations to the Board of Trustees as it may deem appropriate.

Upon notification of approval by the State Board of Community Colleges, the Board of Trustees shall adopt a budget resolution as designed in the budget manual as adopted by the State Board of Community Colleges, which shall comply with the resolution of the State Board and the appropriations of the tax-levying authorities and all other funding agencies.

To review and recommend any incidental fees charged by the College.

Section 11. Facilities Committee

The Facilities Committee shall consist of four (4) members of the Board of Trustees. The Committee shall meet as necessary to discharge its functions and to accomplish any special tasks assigned to it by the Board of Trustees

The Committee shall have the following regular functions:

To carry out, or require to be carried out, studies relating to site, buildings and grounds.

To recommend to the Board of Trustees, after consultation with the President, the institution's campus plan.

To recommend for inclusion in all planning, architectural, and construction contracts all appropriate provisions for the protection of the interests of the College.

To recommend to the Board of Trustees, after consultation with the President, a long-range campus plan and architectural plans for all construction.

To make recommendations to the Board of Trustees, after consulting with the President, regarding the immediate and long-range building and building and facilities needs of the institution.

To recommend to the Board of Trustees the call for bids on College construction and the awarding of contracts.

To make recommendations to the Board of Trustees, after consultation with the President, regarding plans and programs of maintenance of the campus and its property and regarding the beautification of the campus.

To recommend annually to the Board of Trustees adequate insurance coverage of buildings and their contents and for other facilities.

The Buildings and Grounds Committee shall have such other functions, regular and special, as the Board of Trustees may authorize.

Section 12. Curriculum Committee

The Curriculum Committee shall consist of four (4) members of the Board of Trustees. The Committee shall meet as necessary to discharge its functions and to accomplish any special tasks assigned to it by the Board of Trustees.

The Committee shall have the following regular functions:

To carry out, or require to be carried out, studies and evaluations relating to existing curriculum programs and new program recommendations brought forth by the College Curriculum Committee.

To recommend to the Board of Trustees, after consultation with the President, the adoption, revision or suspension of the college's curriculum programs as recommended by the College Curriculum Committee.

To make recommendations to the Board of Trustees, after consulting with the President, regarding the immediate and long-range need for curriculum programming to meet the workforce needs of Columbus county.

To make recommendations to the Board of Trustees, after consulting with the President and Facilities Committee, the facility needs to accommodate curriculum program changes or the addition of new curriculum programs.

ARTICLE VI: SOUTHEASTERN COMMUNITY COLLEGE

Section 1. Mission of the College

The Board of Trustees shall approve, regularly review, and support the College's comprehensive mission statement as recommended by the President and adhering to 1A SBCCC 200.1 to provide to the citizens of Columbus County and the State of North Carolina educational programs of the highest quality.

The Board of Trustees shall assure that the mission statement of Southeastern Community College is communicated widely to all the College's stake holders, including but not limited to publishing it in the Employee Handbook and the most recent College catalog.

Section 2. The President of the College

The President shall have full authority and responsibility for the operation of the College under the policies, rules, and regulations of the Board of Trustees and of the State Board of Community Colleges within the budgets approved by the Board of Trustees. The President shall be elected by the Board of Trustees and shall hold office at the pleasure of the Board of Trustees or as stated in written contract by the Board of Trustees and shall hold office at the pleasure of the Board of Trustees or as stated in written contract.

The Board of Trustees shall always exercise its control of the college through the President.

The President shall nominate all personnel needed to operate the College for appointment or employment by the Board of Trustees subject to standards established by the State Board of Community Colleges. The President shall assure that the effectiveness of each employee is evaluated annually.

The President is responsible for administering the policies as set forth by the Board of Trustees. The President shall take the initiative in shaping the character of the College in accordance with those policies. The President may also recommend changes to the College's programs and services for consideration by the Board of Trustees.

The President shall recommend the items to be included in the current expense budget and the capital outlay budget.

The President shall make an annual written report to the full Board of Trustees on the development and operation of the College, with both immediate and long-range recommendations.

Section 3. Constitution

In the event the Board of Trustees adopts a constitution describing the fundamental principles that collectively constitute a legal basis for the College, the constitution shall automatically become a part of these bylaws. The constitution shall delineate how the Board of Trustees is to be governed.

Section 4. Personnel

It shall be the purpose of the Board of Trustees at all times to ensure that all employees of all classifications in the College shall be of such character, habits, philosophy and competence that their influence upon the students, each other, and upon the various publics of the College be wholesome and constructive.

It shall be the policy of the Board of Trustees to ensure that the performance and conduct of all personnel be subject to scrutiny in their compliance with all statutes, policies and rules of decency and decorum governing the institution. Any person who has knowledge that any employee of the College, including the President, and his or her appointees, has abused discretion or failed to comply with a statute, policy or rule of decorum may file a written grievance in accordance with the grievance procedure of the College as published in the Employee Handbook.

When a potential employee has been selected for a tender of employment, the President of the College (the Board of Trustees Chair when a new President is employed) shall write the potential employee a tender of employment agreement, in duplicate, including salary, term of office and setting forth the responsibilities assured by both parties. The President or his/her designee (the Board of Trustees when a new President is employed) shall sign the agreement for the College. One copy shall be signed by the person appointed and returned to the College for inclusion in its permanent files. The agreement shall include notification that the appointment is subject to the Bylaws, policies, rules and regulations of the Trustees, and applicable State laws and State Board of Community Colleges policies, rules and regulations. The agreement should further include provision that the person, in accepting the office, approves and undertakes to promote the purposes of the College as stated in the Bylaws and policies of the Trustees.

Section 5. Degrees, Diplomas and Certificates

All degrees and diplomas issued by the College will carry the signature of the Chair of the Board of Trustees and the President of the College. All certificates and official recognition awards shall be signed by the President of the College and any other person the President deems appropriate.

ARTICLE VII: POLICIES, RULES AND REGULATIONS

Section 1. General Provisions

By an affirmative vote of nine (9) members of the Board of Trustees present at a regular meeting, the Board of Trustees may make or amend such policies, rules and regulation as may be authorized by law and as may be required in its judgement 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 Board of Trustees bylaws, policies, rules and regulations.

ARTICLE VIII: ADOPTIONS AND AMENDMENTS

Section 1. Adoption

Adoption of these bylaws shall be by affirmative vote of at least nine (9) members of the Board of Trustees present at a regular meeting provided ample notice has been given and that members have been given a copy of the draft bylaws 15 days in advance of the meeting.

Section 2. Amendments

Amendments to these bylaws shall be adopted by an affirmative vote of at least nine (9) members of the Board of Trustees present at a regular meeting provided ample notice has been given and that members have been given a copy of the suggested amendments 15 days in advance of the meeting

APPENDIX 1

Open Meetings Law

General Statutes of North Carolina

Source: Community College Laws of North Carolina 2017 Edition

§ 143-318.9. Public policy

Whereas the public bodies that administer the legislative, policy-making, quasi-judicial, administrative, and advisory functions of North Carolina and its political subdivisions exist solely to conduct the people's business, it is the public policy of North Carolina that the hearings, deliberations, and actions of these bodies be conducted openly.

§ 143-318.10. All official meetings of public bodies open to the public

- (a) Except as provided in G.S. 143-318.11, 143-318.14A, 143-318.15, and 143-318.18, each official meeting of a public body shall be open to the public, and any person is entitled to attend such a meeting.
- (b) As used in this Article, "public body" means any elected or appointed authority, board, commission, committee, council, or other body of the State, or of one or more counties, cities, school administrative units, constituent institutions of The University of North Carolina, or other political subdivisions or public corporations in the State that (i) is composed of two or more members and (ii) exercises or is authorized to exercise a legislative, policy-making, quasi-judicial, administrative, or advisory function. In addition, "public body" means the governing board of a "public hospital" as defined in G.S. 159-39 and the governing board of any nonprofit corporation to which a hospital facility has been sold or conveyed pursuant to G.S. 131 E-8, any subsidiary of such nonprofit corporation, and any nonprofit corporation owning the corporation to which the hospital facility has been sold or conveyed.
- (c) "Public body" does not include (1) a meeting solely among the professional staff of a public body, or (2) the medical staff of a public hospital or the medical staff of a hospital that has been sold or conveyed pursuant to G.S. 131 E-8.
- (d) "Official meeting" means a meeting, assembly, or gathering together at any time or place or the simultaneous communication by conference telephone or other electronic means of a majority of the members of a public body for the purpose of conducting hearings, participating in deliberations, or voting upon or otherwise transacting the public business within the jurisdiction, real or apparent, of the public body. However, a social meeting or other informal assembly or gathering together of the members of a public body does not constitute an official meeting unless called or held to evade the spirit and purposes of this Article.
- (e) Every public body shall keep full and accurate minutes of all official meetings, including any closed sessions held pursuant to G.S. 143-318.11. Such minutes may be in written form or, at the option of the public body, may be in the form of sound or video and sound recordings. When a public body meets in closed session, it shall keep a general account of the closed session so that a person not in attendance would have a reasonable understanding of what transpired. Such accounts

may be a written narrative, or video or audio recordings. Such minutes and accounts shall be public records within the meaning of the Public Records Law, G.S. 132-1 et seq.; provided, however, that minutes or an account of a closed session conducted in compliance with G.S. 143-318.11 may be withheld from public inspection so long as public inspection would frustrate the purpose of a closed session.

§ 143-318.11. Closed sessions

(a) Permitted Purposes. It is the policy of this State that closed sessions shall be held only when required to permit a public body to act in the public interest as permitted in this section. A public body may hold a closed session and exclude the public only when a closed session is required:

(1) To prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes.

(2) To prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award.

(3) To consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged. General policy matters may not be discussed in a closed session and nothing herein shall be construed to permit a public body to close a meeting that otherwise would be open merely because an attorney employed or retained by the public body is a participant. The public body may consider and give instructions to an attorney concerning the handling or settlement of a claim, judicial action, mediation, arbitration, or administrative procedure. If the public body has approved or considered a settlement, other than a malpractice settlement by or on behalf of a hospital, in closed session, the terms of that settlement shall be reported to the public body and entered into its minutes as soon as possible within a reasonable time after the settlement is concluded.

(4) To discuss matters relating to the location or expansion of industries or other businesses in the area served by the public body, including agreement on a tentative list of economic development incentives that may be offered by the public body in negotiations. The action approving the signing of an economic development contract or commitment, or the action authorizing the payment of economic development expenditures, shall be taken in an open session.

(5) To establish, or to instruct the public body's staff or negotiating agents concerning the position to be taken by or on behalf of the public body in negotiating (i) the price and other material terms of a contract or proposed contract for the acquisition of real property by purchase, option, exchange, or lease; or (ii) the amount of compensation and other material terms of an employment contract or proposed employment contract.

(6) To consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee; or to hear or investigate a complaint, charge, or grievance by or against an individual public officer or employee. General personnel policy issues may not be considered in a closed session. A public body may not consider the qualifications, competence, performance, character, fitness, appointment, or removal of a member of the public body or another body and may not consider or fill a vacancy among its own membership except in an open meeting. Final action making an appointment or discharge or removal by a public body having final authority for the appointment or discharge or removal shall be taken in an open meeting.

(7) To plan, conduct, or hear reports concerning investigations of alleged criminal misconduct.

(8) To formulate plans by a local board of education relating to emergency response to incidents of school violence.

(9) To discuss and take action regarding plans to protect public safety as it relates to existing or potential terrorist activity and to receive briefings by staff members, legal counsel, or law enforcement or emergency service officials concerning actions taken or to be taken to respond to such activity.

(b) Repealed by Laws 1991, c. 694, § 4. .

(c) Calling a Closed Session. A public body may hold a closed session only upon a motion duly made and adopted at an open meeting. Every motion to close a meeting shall cite one or more of the permissible purposes listed in subsection (a) of this section. A motion based on subdivision (a)(l) of this section shall also state the name or citation of the law that renders the information to be discussed privileged or confidential. A motion based on subdivision (a)(3) of this section shall identify the parties in each existing lawsuit concerning which the public body expects to receive advice during the closed session.

(d) Repealed by Laws 1993, c. 570, § 2, eff. Oct. 1, 1994.

Source: Community College Laws of North Carolina 2017 Edition



NORTH CAROLINA STATE ETHICS COMMISSION

ETHICS AWARENESS & CONFLICT OF INTEREST REMINDER

In accordance with the State Government Ethics Act, it is the duty of every [Board] member to avoid both conflicts of interest and appearances of conflict.

Does any [Board] member have any known conflict of interest or appearance of conflict with respect to any matters coming before the [Board] today?

If so, please identify the conflict or appearance of conflict and refrain from any undue participation¹ in the particular matter involved.

¹ “A public servant shall take appropriate steps, under the particular circumstances and considering the type of proceeding involved, to remove himself or herself to the extent necessary, to protect the public interest and comply with this Chapter, from any proceeding in which the public servant’s impartiality might reasonably be questioned due to the public servant’s familial, personal, or financial relationship with a participant in the proceeding.” See N.C.G.S. §138A-36 (c). If necessary, the Chairman or individual member involved should consult with his ethics liaison, legal counsel, or the State Ethics Commission to help determine the appropriate response in a given situation.

