

Delta College District
Board of Trustees
Special Meeting
Bylaws Subcommittee
September 17, 2008
President's Conference Room
5:00 p.m.

Board Members Present: R. Emrich, K. Higgs, R. Stafford

Others Present: T. Brown, L. Myles-Sanders, A. Ursuy

Call to Order: Bylaws Subcommittee Chair, R. Stafford, called the meeting to order at 5:12 p.m.

R. Stafford called for acceptance of the minutes of the August 13, 2008, meeting of the Bylaws Subcommittee. The minutes were unanimously accepted as written.

R. Stafford called for public comments. Hearing none, the meeting proceeded.

L. Myles-Sanders reviewed the changes that were made at the last meeting. In Article II, Section 1, a reference was made to Public Act #188 which has been superseded by the Community College Act. Leslie substituted references to the Community College Act and the Michigan Election Law. In Article I, Section 1, the month and day were added to the year in which the Board of Trustees officially named the College.

The committee began with the sections: Oath of Office; The Acceptance of Office; Vacancies and the Filling of Vacancies. The sections of Oath of Office and Acceptance of Office will be combined into one section titled, Section 4: Acceptance and Oath of Office. In Article II, Section 4, it was added that the oath may be required by the Constitution of the State of Michigan, the Community College Act of 1966, and the Michigan Election Law, or other applicable statute.

According to the Michigan Election Law, the Saginaw County clerk is required to notify the candidate within five days of the election being certified. Within ten days of being notified the candidate must file an acceptance of oath with the secretary of the board. A copy of the acceptance then needs to be sent to the county clerk. Everyone agreed that this information was appropriate for inclusion in the bylaws.

L. Myles-Sanders said that there was a question at the last meeting on whether or not the Board can fill a vacancy (which has been the practice at Delta College). She said that the Community College Act indicates that it can. R. Emrich noted that the concern was whether or not a subcommittee of the board could make recommendations to fill the vacancy. He suggested the Chair of the Board select a committee of three, one from each county, to review applications and establish an interview schedule. The entire board would then interview the candidates, at an open meeting. K. Higgs did not agree that just the subcommittee should review applicants because some applicants could be eliminated and not be considered by the full Board. R. Stafford noted that the subcommittee would only receive applications

and establish an interview schedule. There would be no screening or eliminating of applicants at this point.

There was a discussion as to whether or not all applicants would be interviewed by the board. K. Higgs suggested that the applicants to be interviewed would be decided on at an open meeting of the Board. The applications would be reviewed by the Trustees before the meeting.

R. Emrich suggested the following wording, "...the Chair of the Board shall through the secretary of the Board advertise the vacancy and shall receive applications from persons interested in filling the vacancy. Upon receipt of applications, a special meeting of the Board shall be called for the purpose of determining which of the applicants will be interviewed by the Board. The Board shall establish an interview schedule. Interviews will be carried out by the Board in open meetings." L. Myles-Sanders suggested that once the Board has determined the applicants to be interviewed, it could request the Board Secretary to schedule the interviews.

R. Emrich asked about putting a motion to appoint a recommended applicant before the Board. K. Higgs noted that other colleges keep voting until someone has the majority. R. Emrich suggested that any Board member may make one nomination for the position after the interviews have taken place. On the basis of the nominations placed, the Board would then vote.

R. Emrich noted that the candidate receiving the most votes would be deemed appointed. He noted that since the majority of the board is five and a quorum of the board is five, the candidate must receive 5 or more votes to be appointed. R. Emrich asked if the quorum changes when the number of board members changes. L. Myles-Sanders will explore the Community College Act and the Election Law to find guidance.

K. Higgs noted that the Delta College Board of Trustees does not approve the agenda as a part of the meeting. Other boards approve the agenda, giving individuals the opportunity to add to or modify the agenda. R. Emrich noted that agenda items should be submitted a week before the Board meeting in writing. Items brought up at the meeting will be decided on by the board. Item 2 in Section 8 of Article 2 will be moved to Article 7.

R. Emrich suggested that that statement, "The Chair of the Board and/or President of the College shall be the official spokesperson of the Board unless the Board chooses to appoint another individual to carry out this task." be added as Item 2 under Section 8.

K. Higgs noted that other colleges, as stated in their bylaws, reimburse board members for fuel expenses to regular meetings. L. Myles-Sanders noted that the Michigan Community College Act states that expenses of the board member may be reimbursed if they are authorized by the Board of Trustees. R. Emrich noted that the custom of the board has been that members are reimbursed for training and development events, such as MCCA Meetings. There has been no reimbursement for normal attendance at meetings and other college functions. K. Higgs noted that the bylaws should state exactly what will and will not be authorized by the Board. R. Emrich noted that there has never been a policy. The committee agreed to further research this and bring it back to the next meeting.

K. Higgs stated that there should be a reference to the statute on conflict of interest. R. Stafford noted that this is the first board he has served on that doesn't require the members to sign a conflict of interest

statement. He also suggested an annual conflict of interest statement signed by each board member. L. Myles-Sanders agreed with K. Higgs and R. Stafford. She will get the statute information and this item will be discussed again at the next meeting.

In Section 1 of Article III, the authority will be as conferred by statute and in accordance with these bylaws. L. Myles-Sanders suggested a review of the Michigan Community College Act before the committee discusses this section further.

The group decided that the next meeting of the Bylaws Subcommittee will take place on October 1, 2008, at 5:00 p.m. in the President's Conference Room.

Meeting adjourned at: 6:20 p.m.

Respectfully submitted,

Leslie Myles-Sanders, Board Secretary

Talisa Brown, Recording Secretary