

B. Responsibilities and Duties of the President:

The President shall faithfully perform all services required of him as directed by the Board and by the policies and by-laws of the College

election was conducted. Such office shall be held until elected successors take office, except in instances where immediate vacating of board membership occurs. A majority vote of the total membership of the Board shall be necessary for any election and vacancy to be filled by the Board.

B. Chairperson Duties:

1. Preside at all meetings of the Board.
2. Decide all questions of order, subject to appeal to the members present.
3. Be an ex-officio voting member of all committees.
4. Be entitled to vote at all meetings of the Board.
5. Appoint the membership of all standing and special committees and designate the Chairperson thereof. However, by a majority vote of the total membership of the Board of Trustees, a Chairperson of a special committee may be designated by the Board of Trustees.
6. Be entitled to appoint on an ad hoc basis, from the membership of the Board, substitute members for the standing and special committees when, in the Chairperson's judgment, such substitution is necessary for the timely consideration of resolutions and other items of business by the committees and the Board.

C. Vice Chairperson Duties:

The Vice Chairperson shall perform the duties of the Chairperson in the latter's absence and such other duties as the Chairperson may delegate to him/her from time to time or as otherwise provided by these Rules.

D. Secretary Duties:

1. At a meeting of the Board, the Secretary shall call the roll and declare the presence or lack of a quorum. The Secretary, or his/her designee, shall be responsible for the minutes of the Board meetings and shall prepare and submit same to each member of the Board prior to the next regular meeting of the Board.
2. The Secretary, or his/her designee, shall give notice of all meetings of the Board; have charge, under direction of the Board, of all official records and papers belonging to the Board; and shall perform such duties as may be assigned from time to time by the Chairperson or the Board of Trustees.
3. In keeping the minutes of each regular meeting and special meetings, the Secretary, or his/her designee, in accordance with applicable law, shall have such minutes and proceedings retained on public file as the record of the Board of Trustees. The Secretary, or his/her designee, shall also cause verbatim minutes to be taken at all open meetings of the Board. At executive sessions of the Board at which action is taken regarding a matter discussed during executive session, the Secretary, or his/her designee, shall cause to be taken minutes consisting of a record or summary of the final determination and the date and vote thereon. Such verbatim minutes as herein provided need not be transcribed unless specific request therefore is made by a

member of the Board for a designated portion, and, upon such request, a verbatim transcript of said designated portion shall be furnished without charge to a member of the Board. Verbatim transcripts of such proceedings may be made available to any person(s) requesting same, provided that the fee authorized by the Public Officers Law or other applicable law is paid in full before such request is fulfilled.

4. In the absence of the Chairperson and Vice Chairperson at a meeting of the Board, the Secretary shall call the roll and on the appearance of a quorum shall call the Board to order. Chairperson pro tempore shall be elected by ballot, by a majority of the total membership of the Board, for that meeting or until the appearance of the Chairperson or Vice Chairperson.

ARTICLE VIII: MEETINGS

A. Schedule:

1. Regular meetings of the Board of Trustees shall be held monthly on the second Tuesday at 6:30 o'clock or such other day and time as the Board may select from time to time in accordance with a schedule to be promulgated and posted by the Secretary of the Board, or his/her designee, on a quarterly basis, as provided in Article VIII, Section D herein.
2. Special meetings shall be held on the call of the Chairperson or upon the written request of four members of the Board of Trustees; written notice shall be given not less than two days in advance of said special meeting and shall state the matter or matters to be presented to the Board for its consideration at such meeting. No other matters shall be considered at such special meeting except upon the consent of a majority of the total membership of the Board.

B. Quorum:

A majority of the total membership of the Board of Trustees shall constitute a quorum. A

the Board, or his/her designee, shall cause to be published a calendar on Friday of that week, four (4) days prior to the proposed meeting of the Board, and said calendar shall include all duly presented calendar items complete in form and received by the Secretary, or his/her designee, pursuant to these Rules of Procedure.

3. Each item submitted to the Secretary of the Board or his/her designee pursuant to Article VIII, Section C(1) shall be in final form, ready for passage, complete with backup information and submitted by the Board Chairperson or Chairpersons of the relevant committees of the Board, to whom such items may have been submitted pursuant to Article VIII, Section C(1).
4. The Secretary of the Board, or his/her designee, shall, in preparing the calendar, group the items in the following order, where practicable: 1) Resolutions; 2) Reports; and 3) Other items. Each calendar shall have the items therein separately numbered for that calendar. In addition, the calendar shall be governed in accordance with general parliamentary procedure as provided in Article VIII, Section C, herein.
5. Resolutions shall be numbered consecutively beginning with the first meeting of the year in September and running through the last meeting in August of the following year.
6. Each item on the calendar shall be entered by number and contain a brief descriptive title. All resolutions and other items submitted to the Secretary of the Board, or his/her designee as proposed calendar items shall concisely express the title and contents of the proposed resolution or other item. No item shall be considered for action at any meeting of the Board which does not appear on the calendar, except by majority consent of the total membership of the Board.

E. Order:

Unless otherwise directed by the Board of Trustees, the order and conduct of business at regular and special meetings shall be as follows:

1. Pledge of Allegiance
2. Roll Call
3. Secretary's announcement of Notice given, if a special meeting
4. Consideration and adoption of the Minutes
5. Recommendations for emergency action, if any
6. Calendar: Resolutions; Reports; and other items
7. Report of the President
8. Public Comment
9. Adjournment of the meeting

Notwithstanding the foregoing, should the agenda of the Board call for the immediate consideration of a motion to enter into executive session for a purpose permitted by the law of the State of New York, items three through eight (3-8) above shall be undertaken following the Board's completion of its executive session upon its return to public session.

F. Voting:

The Secretary of the Board of Trustees, or his/her designee, shall poll the members of the Board to determine the vote for or against any resolution or other calendar item being voted upon. Resolutions and any other item of business before the Board shall be approved only by a vote of a majority of the total membership of the Board.

G. Executive Sessions:

The Board shall go into executive session upon the majority vote of its members on matters permitted by Public Officers Law, Article 7, Section 105 (Appendix IV). The Board may vote during a properly convened executive session; however, any vote to appropriate public monies must be taken in public. Board members are obligated to maintain the confidentiality of matters discussed during executive session and of any confidential or privileged documents.

H. Public Comment:

1. The public may comment on any calendar item or on any matter, provided that the individual(s) commenting shall register on a form prescribed by the Secretary of the Board, or his/her designee, by noon on the day of the Board meeting, and such form shall contain, among other things, the name and address of the person desiring to comment, the constituency such person represents, and the subject of the comment sought to be made to the Board.
2. The Chairperson of the Board of Trustees shall designate the order of the speakers.

3. All oral statements shall be no longer than three (3) minutes in duration and the Vice Chairperson of the Board of Trustees shall keep the time of the speaker, and he/she shall inform each speaker thirty (30) seconds prior to the conclusion of said three (3) minutes as well as when three (3) minutes have passed. The speaker duly registered to speak may not yield his/her time to another speaker. Open comments are not an occasion for debate, but rather to receive comments for consideration by the Trustees. The Board will generally not provide an immediate response to comments.
4. The Board of Trustees shall accept any written statements submitted by the public whether made relative to a calendar item or other matter.

I. Parliamentary Procedure:

The Board of Trustees shall be governed, except as otherwise provided in these Rules of Procedure, by the parliamentary rules of procedure as set forth in Robert's Rules of Order Newly Revised.

ARTICLE IX: COMMITTEES

A. Standing Committees:

1. The Board of Trustees shall, by resolution, establish standing committees of the Board. The standing committees shall include:
 - a. Finance and Capital
 - b. Academic, Student Affairs and Enrollment Management
 - c. Policy and Planning
 - d. Personnel, Affirmative Action and Labor
2. The standing committees and the Board of Trustees shall have such powers and responsibilities as authorized by these Rules of Procedure or by other action of the

College. Such committees may take action without a meeting when all committee members consent in writing to the adoption of a resolution authorizing such action.

6. Each standing committee shall appoint a secretary who shall maintain minutes of each of its meetings.
7. In the discretion of the Board Chairperson, standing committees may be required to file written reports with the Board at least annually, and such reports shall be circulated to Board members within seven (7) business days after their being filed.
8. At every regular meeting of the Board, the agenda shall provide the chair of each standing committee an opportunity to make an oral report.
9. Special committees may be established from time to time by the Board Chairperson or by the Board of Trustees.

B. Finance and Capital Committee:

1. It shall be the responsibility of the Finance and Capital Committee to advise the Board on financial policies and practices that have a significant financial impact on the College's operations. The Finance and Capital Committee shall consider the annual plan of financial operation for the College prior to the commencement of each fiscal year. When the plan has been approved by the full Board, the Finance and Capital Committee shall monitor the administration thereof by the President and Vice Presidents throughout the fiscal year. The Finance and Capital Committee shall regularly review multi-year financial operating and capital plans as prepared by the administration and report the same to the Board together with the Finance and Capital Committee's comments thereto, giving attention to a proper balance between the College's current and long-term financial needs.
2. The Finance and Capital Committee shall have policy responsibility for the College's campus real estate and physical plant, including maintenance thereof, alterations thereto, and the provision of utilities. It shall receive regular reports from the administration concerning the campus and physical plant.

C. Academic, Student Affairs and Enrollment Management Committee:

1. The Academic, Student Affairs and Enrollment Management Committee will review, evaluate and make recommendations to the Board of Trustees on matters pertaining to the recruitment of new students and the retention of current students.
2. The Academic, Student Affairs and Enrollment Management Committee shall advise the Board on educational policy and the academic programs of the College, as well as on policy and programs of the College as they relate to aspects of the student experience that are not purely academic in nature.

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relate to the mission of the College and are reflected in the budget and the long-range implications of the physical facilities.

- C. The President will coordinate an orientation for each new Trustee, including the Student Trustee, within two (2) months of the appointment to the Board. The orientation should include a tour of the Campus and satellite locations as appropriate.
- D. It is mandatory that within one (1) year of appointment, each new Trustee is to participate in a Board orientation and training workshop/activity offered by one of the following organizations:
 - 1. New York Community College Trustees, Inc.;
 - 2. American Association of Community Colleges;
 - 3. Association of Community College Trustees; or
 - 4. Association of Governing Boards.

ARTICLE XII: COMMUNICATIONS

- A. Inquiries from the media should, whenever possible, be referred to the President or Board Chairperson for an official response. Individual Board members are not authorized to speak on behalf of the Board or the College unless specifically directed by Board action.
- B. Board members who are seeking data, records or other material or information from the College administration are to do so by preparing in writing a request to the Board Chairperson or the President.
- C. Inquiries received by Board members from College employees, students or members of the public shall be referred to the President.
- D. All communications between and among Board members should comply with the New

APPENDIX I
New York State Education Law
Section 6306-6308

§6306. Administration of community colleges-boards of trustees.

1. Each community college, except in the city of New York, shall be administered by a board of trustees of ten members, nine of whom shall be appointed for terms of seven years in annual rotation, and one member elected as herein provided, except that initial appointments shall be made for terms of one to nine years respectively. Five members shall be appointed by the local legislative body or board, or other appropriate governing agency, one of whom may be a member of such local legislative body or board, or other appropriate governing agency, four, from among persons res

such board deems appropriate, provide for the eligibility for sabbatical leaves of absence to members of its permanent instructional staff; provided, however, that when such leaves are for one-half year, they shall be at full pay, and when such leaves are for one year, they shall be at half pay.

4. The board of trustees of each community college may acquire by deed, gift, devise, bequest or lease, real or personal property suitable for carrying out the program and purposes of the college, and pursuant to regulations prescribed by the state university trustees may apply any income that may be derived therefrom to the maintenance thereof; but no lands, grounds, buildings, facilities or equipment shall be purchased or leased unless an appropriation has been made, therefor, or unless otherwise authorized by law. Title to personal property so acquired shall vest in such board of trustees in its own name and such property shall be held and used by such board for college purposes. Title to real property so acquired shall vest in and be held by the local sponsor in trust for the uses and purposes of the community college. Where a community college region is the local sponsor of a community college, title to real and personal property shall vest in the community college regional board of trustees. The use of real or personal property given to the board of trustees of any community college, or of the income therefrom, to provide any part of the local sponsor's share of capital or operating costs shall be subject to the consent of the state university trustees ast such regulations as they may prescribe(1)-191(lea)6(ve)4(s)-190(o)-9(f)-186(a)4(bs)-10(

8. Subject to the approval of the local sponsor acting through its local legislative body or board, or other appropriate governing agency, and pursuant to such regulations and limitations as may be established and prescribed by the state university trustees with the approval of the director of the budget, the board of trustees of each community college may participate in cooperative educational programs, services and arrangements with colleges, universities, school districts, boards of cooperative educational services, libraries, museums and join any cooperative association of such educational institutions formed as a corporation pursuant to section two hundred sixteen of this chapter. The provisions of this subdivision shall not apply to community college regional boards of trustees.

8-a. a. The board of trustees shall, on or before January first, two thousand, adopt and implement a plan providing for the investigation of any violent felony offense occurring at or on the grounds of each such institution, and providing for the investigation of a report of any missing student. Such plans shall provide for the coordination of the investigation of such crimes and reports with

or a volunteer expressly authorized to participate in a community college sponsored volunteer program, but shall not include an independent contractor. The term employee shall include a former employee, his estate or judicially appointed personal representative.

2. (a) Upon compliance by the employee with the provisions of subdivision four of this section, the local sponsor of a community college shall provide for the defense of the employee in any civil action or proceeding in any state or federal court arising out of any alleged act or omission which occurred or is alleged in the complaint to have occurred while the employee was acting within the scope of his public employment or duties, or which is brought to enforce a provision of section nineteen hundred eighty-one or nineteen hundred eighty-three of title forty-two of the United States code and the act or omission underlying the action occurred or is alleged in the complaint to have occurred while the employee was acting within the scope of his public employment or duties. This duty to provide for a defense shall not arise where such civil action or proceeding is brought by or on behalf of the local sponsor.

(b) Subject to the conditions set forth in paragraph (a) of this subdivision, the employee shall be entitled to be represented by the local sponsor provided, however, that the employee shall be entitled to representation by private counsel of his choice in any civil judicial proceeding whenever the local sponsor determines based upon its investigation and review of the facts and circumstances of the case that representation by the local sponsor would be inappropriate, or whenever a court of competent jurisdiction, upon appropriate motion or otherwise by a special proceeding, determines

prescribed by this subdivision shall not arise where the injury or damage resulted from intentional wrongdoing or recklessness on the part of the employee.

(b) An employee represented by the local sponsor or by private counsel pursuant to this section shall cause to be submitted to the board of trustees of the community college at which he is employed any proposed settlement which may be subject to indemnification or payment by the local sponsor and if not inconsistent with the provisions of this section such board of trustees of the community college at which he is employed shall certify such settlement, and submit such settlement and certification to the local sponsor. The local sponsor shall review such proposed settlement as to form and amount, and shall give its approval if in its judgment the settlement is in the best interest of the local sponsor and the community college. Nothing in this subdivision shall be construed to authorize the local sponsor to indemnify and save harmless an employee with respect to a settlement or pay any such settlement not so reviewed and approved.

(c) Nothing in this subdivision shall authorize the local sponsor to indemnify and save harmless an employee with respect to punitive or exemplary damages, fines or penalties, or money recovered from an employee pursuant to section fifty-one of the general municipal law; provided, however, that the local sponsor shall indemnify and save harmless its employees in the amount of any costs, attorneys' fees, damages, fines or penalties which may be imposed by reason of an adjudication that an employee, acting within the scope of his public employment or duties, has, without willfulness or intent on his part, violated a prior order, judgment, consent decree or stipulation of settlement entered in any court of this state or of the United States.

(d) Upon entry of a final judgment against the employee, or upon the settlement of the claim, the employee shall cause to be served a copy of such judgment or settlement, personally or by certified or registered mail within thirty days of the date of entry or settlement, upon the board of trustees of the community college at which he is employed; and if not inconsistent with the provisions of this section, such judgment or settlement shall be certified for payment by such board. If the local sponsor concurs in such certification, the judgment or settlement shall be paid upon the audit and warrant of the chief fiscal officer of the local sponsor.

4. The duty to defend or indemnify and save harmless prescribed by this section shall be conditioned upon (i) delivery to the local sponsor at its main business office by the employee of the original or a copy of any summons, complaint, process, notice, demand or pleading within five days after he is served with such document, and (ii) the full cooperation of the employee in the defense of such action or proceeding and in defense of any action or proceeding against the community college or local sponsor based upon the same act or omission, and in the prosecution of any appeal. Such delivery shall be deemed a request by the employee that the local sponsor provide for his defense pursuant to this section.

5. The benefits of this section shall inure only to employees as defined herein and shall not enlarge or diminish the rights of any other party nor shall any provision of this section be construed to affect, alter or repeal any provision of the workers' compensation law.

6. The provisions of this section shall not in any way affect the obligation of any claimant to give
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7. The provisions of this section shall not be construed to impair, alter, limit or modify the rights and obligations of any insurer under any policy of insurance.
8. The provisions of this section shall apply to all actions and proceedings pending upon the effective date thereof or thereafter instituted.
9. Except as otherwise specifically provided in this section, the provisions of this section shall not be construed in any way to impair, alter, limit, modify, abrogate or restrict any immunity available to or conferred upon any unit, entity, officer or employee of the sponsor or any other level of government, or any right to defense and/or indemnification provided for any governmental officer or employee by, in accordance with, or by reason of, any other provision of state or federal statutory or common law.
10. If any provision of this section or the application thereof to any person or circumstance be held unconstitutional or invalid in whole or in part by any court of competent jurisdiction, such holding of unconstitutionality or invalidity shall in no way affect or impair any other provision of this section or the application of any such provision to any other person or circumstance.
11. In the case of colleges sponsored by community college regions, references in this section to the board of trustees of a community college shall mean the president of colleges sponsored by such regions.

APPENDIX II

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Sections 604.1 and 604.4

PART 604

determine and implement salary and employee benefits schedules, and approve the organizational pattern of the college.

(a) The college trustees shall formulate and record the policies and procedures of appointment and conditions of employment of the president and other professional administrative personnel.

(b) The college trustees shall establish policies and delegate to the president or designee responsibility for implementation of the following:

(1) personnel policies, including the following:

(i) appointments, promotions, tenure and dismissals of faculty and staff members;

(ii) conditions of employment, leaves of absence and sabbatical leave;

(iii) rules and regulations to which faculty and staff are expected to adhere;

(iv) statements regarding academic freedom; and

(v) subject to the local and State civil service regulations, the working conditions for nonacademic personnel and fixed rates of compensation;

(2) creations of divisions, departments, and appropriate administrative and academic positions and definition of duties to carry out the objectives of the college;

(3) regulations governing the behavior and conduct of students and guiding the cocurricular program of the college;

(4) authorization and supervision of travel for the purposes of the college;

(5) care, custody, control and management of land, grounds, buildings, equipment and supplies used for the purposes of the college for carrying out its objectives;

(6) use of college facilities for outside organizations;

(7) admission of students;

(8) preparation of a budget for operation of the college for submission to and approval by the local sponsor and the State University trustees;

(9) preparation of capital equipment and capital construction budgets;

(10) use of college facilities for research, consultation or other contractual services pursuant to the educational purposes of the college, in accordance with regulations of the college trustees and upon reimbursement to the college on a fair and equitable basis for the use of facilities or equipment; and

(11) make available for inspection all college policies and procedures at the college for the convenience and information of members of the college constituency.

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responsible for providing general educational leadership and for promoting the educational effectiveness of the institution in all its aspects. In this regard, the president will perform the following duties:

- (a) implement, execute and administer all policies of the college trustees and the State University trustees;

prior to July 1st and each elected member shall serve for one calendar year. Campus procedures shall be followed to fill the student trustee position should a vacancy occur.

(b) Guidelines. The rules and regulations to be promulgated by the association, or in such manner as may be mutually agreed upon pursuant to paragraph (a)(1) of this section in the case of multiple student governance organizations, shall fix and define the following:

- (1) the time and place of such election;
- (2) the eligibility of electors, except that eligibility shall not be limited to undergraduate students or full-time students only;
- (3) the manner of qualifying as a candidate for election, except that in the event that a student member ceases to be a student at the institution, he shall be required to resign;
- (4) the form and content of notification to the electors of the time and place of the election and the duties of the office;
- (5) the form of ballots, the location of polling places, the time such polls shall be open, the manner of casting ballots, the procedures for tallying and reporting the completed vote;
- (6) the manner in which election irregularities, if any, may be expeditiously resolved; and
- (7) the manner in which an elected student member may be removed.

APPENDIX III
PUBLIC OFFICERS LAW
Creation of Vacancies
Section 30, Paragraph 3

3. When any member of a board, commission, committee or authority, holding office by

APPENDIX IV
PUBLIC OFFICERS LAW
Article 7, Section 105

§ 105. Conduct of executive sessions

1. Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys:

- a. matters which will imperil the public safety if disclosed;
- b. any matter which may disclose the identity of a law enforcement agent or informer;
- c. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
- d. discussions regarding proposed, pending or current litigation;
- e. collective negotiations pursuant to article fourteen of the civil service law;
- f. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;
- g. the preparation, grading or administration of examinations; and
- h. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

2. Attendance at an executive session shall be permitted to any member of the public body and any other persons authorized by the public body.

3. No Trustee shall disclose confidential information acquired by him/her in the course of official duties, and no Trustee shall use such information to further his or her personal interests. [POL §74 3(c)] [GML §805-a (b)]
4. No Trustee shall use or attempt to use his/her official position to secure unwarranted privileges or exemptions for himself/herself or others, including employment opportunities at the College. [POL §74 3(d)]
5. No Trustee shall engage in any transaction as representative or agent of the College with any business entity in which he/she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of official duties. [POL §73 3(e)]
6. No Trustee shall by his/her conduct give reasonable basis for the impression that any person can improperly influence the Trustee or unduly enjoy his/her favor in the performance of official duties, or that he/she is affected by the kinship, rank, position or influence of any party or person. [POL §74 3(f)]
7. A Trustee shall abstain from making personal investments in enterprises which he/she has reason to believe may be directly involved in decisions to be made by the Trustee or which will otherwise create substantial conflict between the Trustee's duty in the public interest and his/her private interest. [POL §74 3(g)]
8. A Trustee shall endeavor to pursue a course of conduct which shall not raise suspicion among the public that he/she is likely to be engaged in acts that are in violation of trust. [POL §74 3(h)]
9. No Trustee shall directly or indirectly solicit any gift, or accept or receive any gift having a value of seventy-five (\$75.00) dollars or more, whether in the form of money, service, loan, travel, entertainment, hospitality, thing or promise, or in any other form, under circumstances in which it could reasonably be expected to influence him/her in the performance of official duties, or was intended as a reward for any official action on his/her part. [GML §805-a(1) (a)]

ARTICLE III: STANDARD OF CONDUCT AND PROCEDURES

A. No Trustee shall engage in Prohibited Activity.

B. A Trustee shall disclose any Conflict of Interest and all material facts at a meeting of the Board of Trustees. After disclosure of any such Conflict of Interest and material facts, the Trustee shall leave the meeting at which the disclosure is made, and the Board shall determine, by vote of those present, whether a Conflict of Interest exists. If the Board determines that a Conflict of Interest exists, it may approve the transaction or arrangement if, after any further investigation, it appears that the transaction or of Intere441563()-309(m)8(a)1(l)289(C.74 Tm0 goa)4(rd

