

The following are the official By Laws for the Caldwell Community College and Technical Institute Board of Trustees.

Legal Reference: N.C.G.S. § 115D-14, -15, -20; 1B SBCC 300.1 and 300.2

**\*\*Approved by full board on November 20, 2019**

## ATTACHMENT F-2

**BYLAWS OF THE BOARD OF TRUSTEES  
OF  
CALDWELL COMMUNITY COLLEGE AND TECHNICAL INSTITUTE**

**ARTICLE I. BOARD COMPOSITION AND RESPONSIBILITIES**

Section One. Board Composition

- a. Caldwell Community College and Technical Institute shall be governed by a Board of Trustees consisting of fifteen members, who shall be selected by the following agencies:

**Group 1** - Four Trustees shall be elected by the Board of Education of Caldwell County. These four Trustees must be residents of Caldwell County.

**Group 2** - Four Trustees shall be elected by the Board of County Commissioners of Caldwell County. These four Trustees must be residents of Caldwell County.

**Group 3** - Four Trustees shall be appointed by the Governor of North Carolina. These four Trustees must be residents of Caldwell or Watauga Counties.

**Group 4** - Two Trustees shall be elected by the Board of County Commissioners of Watauga County. These two Trustees must be residents of Watauga County.

The fifteenth member is the Student Government President. By legislative action, this individual is a non-voting Board member.

- b. All Trustees except the Student Government President shall serve for terms of four years. However, initial appointments to the board were made by the selecting agency so that the term of a member in each group should expire on June 30 of the next off year following the date the board of trustees was established. This means that initial appointments were made for either one-, three-, five-, or seven-year terms.
- c. Vacancies on the Board shall be filled for the remainder of the unexpired term by the appropriate agency authorized to select Trustees in the manner in which regular selections are made. Should the selection of a Trustee not be made by the agency having the authority to do so within sixty days after the date on which a vacancy occurs, whether by creation or expiration of a term or for any other reason, the Governor shall fill the vacancy by appointment for the remainder of the unexpired term.

Section Two. Responsibilities

- a. The Board of Trustees shall be a body corporate with all powers usually conferred upon such bodies to enable it to acquire, hold, and transfer real and personal

property, to enter into contracts, to institute and defend legal actions and suits, and to exercise such other rights and privileges as may be necessary for the management and administration of the institution and for carrying out the provisions and purposes of the institution.

- b. The official title of the Board shall be The Trustees of Caldwell Community College and Technical Institute. Caldwell Community College and Technical Institute shall be the official name of the institution.
- c. The Board of Trustees has the responsibility for the development and operation of Caldwell Community College and Technical Institute, within the framework of the enabling law and the standards of the State Board of Community Colleges.

### Section Three. Removal of Trustees

- a. The Board of Trustees may declare the office of any member of the Board of Trustees vacant if such member is not discharging the duties of his/her office as required by law or lawful regulation or is guilty of immoral or disreputable conduct. The unexcused absence from three consecutive Board meetings or failure to participate in required orientation and education sessions may also be construed as not discharging the duties of a Trustee.

In all cases, the Board of Trustees will provide notice to the offending member of his/her possible removal from the Board. Rights to due process are guaranteed in that offending members will be provided a hearing with the Board of Trustees prior to an official action by the Board to remove the Trustee from membership. Action to declare the office vacant of an offending board member requires two-third's vote of the remaining Trustees.

## ARTICLE II. OFFICERS AND THEIR DUTIES

### Section One. Election and Term of Office

- a. Officers of the Board of Trustees shall consist of a Chairman, a Vice-Chairman, a Secretary, and a Treasurer.
- b. The Chairman, Vice-Chairman, Secretary, and Treasurer shall be elected by the Trustees from its membership.
- c. The Chairman, Vice-Chairman, Secretary, and Treasurer shall be elected for a period of one year and shall be eligible for re-election by the Board. Election of officers shall be held at the first meeting after July 1 of each year.
- d. The President of the college shall be the executive officer of the Board, and he/she shall serve on appointment by and at the pleasure of the Board.

### Section Two. The Chairman of the Board of Trustees

The Chairman shall appoint the members of the committees and serve as ex-officio voting member of all committees of the Board, execute all contracts and other documents on authority by and in the name of the Board, preside at all meetings of the Board, call special or emergency meetings of the Board, and discharge all other functions delegated to him/her by the Board.

### Section Three. The Vice-Chairman of the Board of Trustees

The Vice-Chairman of the Board shall preside in the absence of the Chairman, shall perform all duties of the Chairman with full authority during the absence or disability of the Chairman, and shall discharge any other functions delegated to him/her by the Board.

### Section Four. The Secretary of the Board of Trustees

The Secretary shall keep an accurate record of the proceedings of the Board. The Secretary shall have custody of the corporate seal of the Board, affix it to official documents, and attest same by his/her signature. The Secretary shall have custody of all official records and documents of the Board and shall prepare or have prepared and maintained an indexed compilation of all bylaws and amendments thereto, a copy of all policies, procedures, and regulations of the Board and all amendments thereto. Under the direction of the Chairman and/or the President, the Secretary shall issue or have issued notices of all meetings of the board to members and to the President of the college.

### Section Five. The Treasurer of the Board of Trustees

The Treasurer shall consult with college officials on matters pertaining to budget and college finance.

### Section Six. The President of the College

- a. The President shall be qualified by training, experience, habits, and philosophy to develop and maintain a comprehensive college of high quality in accordance with state laws and regulations, board policies, and sound public educational theory and practice.
- b. The President shall be responsible for all administrative and managerial aspects of the development and operation of the college. He/she shall be fully responsible for the selection and employment of all personnel. He/she shall attend and participate, without vote, in all meetings of the Board of Trustees, except where his/her absence is expressly desired or preapproved by the Board or Board Chair.
- c. The President shall submit recommended policies and public policy decisions to the Board when requested to do so by the Board or when he/she deems it to be in the best interests of the college to do so. Specifically, he/she should recommend educational programs which he/she deems to be in the best interests of the citizens of Caldwell County, Watauga County, and the service area of this institution, which are educationally and financially feasible and which are not in conflict with Board requirements and standards or those of the State Board of Community Colleges. This includes: (1) organized curricula for the preparation of technicians and technical specialists; (2) courses and curricula in vocational areas; (3) courses and programs in general adult education; and (4) college parallel (transfer) program.

- d. The President shall appoint all lay advisory committees organized in the institution.
- e. In conjunction with the appropriate Board committees, the President shall be responsible for determining budgetary requirements for the college from local and state sources. He/she, along with the Chairman of the Finance Committee, will submit proposed budgets to the full Board and proper state and local fiscal agencies.
- f. The President shall have authority, along with the Chairman of the Board, to convene the Board of Trustees in regular, special, or emergency sessions.
- g. The President shall discharge any other functions which the Board of Trustees may delegate to him/her.
- h. All salary increases or decreases, except the salary of the President, shall be authorized by the President.

### ARTICLE III. POWER AND DUTIES OF THE BOARD OF TRUSTEES

#### A. The Board of Trustees shall:

- 1. Establish the basic qualifications for and appoint a President for such term and under such conditions as it may fix, subject to the approval of the State Board of Community Colleges.
- 2. Be informed of the employment of the personnel required for the operation of the college by the President, subject to standards established by the State Board of Community Colleges, the President and the Board of Trustees.
- 3. Purchase all land and right-of-ways required for the college site which shall be necessary for the proper operation of the college, when such site has been approved by the State Board of Community Colleges and, if necessary, to acquire land by condemnation in the same manner and under the same procedures as provided in North Carolina General Statutes. For the purpose of condemnation, the determination of the Board as the amount of land to be taken and the necessity for condemnation shall be conclusive.
- 4. Apply the standards and requirements for admission and graduation of students and other standards established by the State Board of Community Colleges, upon recommendation of the President.
- 5. Receive and accept private donations, gifts, and bequests to the college and use such funds for the purpose and upon the terms which the donor may prescribe and which are consistent with state law and the regulations and standards adopted by the State Board of Community Colleges and the Board of Trustees.
- 6. Approve the establishment and elimination of curricula in the institution. Both the establishment and elimination of programs should be based on studies and information collected from the service area to insure that the programs being offered

are those which are most needful and feasible in light of the resources available to the institution.

7. Perform such other acts and do such other things as may be necessary or proper for the exercise of the foregoing specific powers, including the adoption and enforcement of all reasonable rules, regulations, and bylaws for the government and operation of the college under the law and for the discipline of students.

#### B. Committees of the Board of Trustees

1. The Board may establish such standing committees and such ad hoc committees as it deems necessary to secure and protect the college's welfare. The Chairman shall appoint the members of all committees except the Executive Committee of the Board. The authority delegated to Board committees shall be specified at the time of appointment.
2. If the Board in regular or special meeting authorizes a committee to act on a matter referred to it, the chairman of the committee shall report within a reasonable time to the Board in writing the actions taken, and the action of the committee shall be final; otherwise, committee action shall be reported as a recommendation for consideration and action by the Board at a regular or special meeting.

#### **The Executive Committee of the Board of Trustees**

The Executive Committee shall consist of the chairman of the Board, the vice-chairman of the Board, the secretary of the Board and the treasurer of the Board. In the event that one of the officers is not from Watauga County, the chairman of the Board shall appoint a trustee from Watauga County. The chairman of the Board of Trustees shall serve as chairman of the Executive Committee.

The Executive Committee, during the intervals between the meetings of the Board shall have and exercise all powers, privileges, and prerogatives of the Board in regular or special meetings. All of the acts of the Executive Committee made in accordance with these bylaws shall be considered by the full Board and, if approved, made a part of the Board records. During the interval between meetings of the Board, the Executive Committee shall have control and direction of all officers and committees of the Board and of the college.

The Chairman of the Executive Committee may call meetings of the committee at any time with reasonable notice. All reports, requests, and accounting prepared by the President for the Board shall be submitted to the Executive Committee unless otherwise stipulated.

At each meeting of the Board, the Executive Committee shall submit a full report of its activities since the last meeting of the Trustees, with such suggestions and recommendations as it shall deem expedient for the best interests of the college. The Executive Committee may at any time request the counsel of the member of the Board before making a decision even if the committee is authorized to act.

#### **The Buildings and Grounds Committee of the Board of Trustees**

The Buildings and Grounds Committee's primary responsibilities rest in the broad areas of long-range planning, buildings and grounds. The committee studies major activities, concerns, or developments in these broad categories and makes recommendations as necessary to the full board. Specific tasks of this committee include:

- Review formative and summative long-range plans of the institution and facilitate input by the full board into the long-range planning process.
- Work closely with the Caldwell Community College and Technical Institute Foundation to facilitate their efforts on the college's behalf and to maintain the working relationship between the Foundation and the Board of Trustees as specified in the Foundation By-Laws.
- Review facility needs of the institution and make recommendations to the full board concerning employment of architects, development of or modification to master site plans, new building projects, and major modifications to the existing physical plant.

### **Curriculum Committee of the Board of Trustees**

The Curriculum Committee studies and reviews major policy considerations necessary for the provision of a broad range of curriculum and continuing education programs. Specific tasks of the committee include the following:

- Study the establishment or elimination of curricula in the institution and make recommendations to the full board;
- Review program evaluations as conducted by college staff;
- On request from the college president, study major curriculum modifications or new opportunities for serving service area citizens through existing programs.

### **Finance Committee of the Board of Trustees**

The Finance Committee is primarily responsible for staying abreast of the college's overall financial matters that require board attention. Specific tasks of the committee include:

- Review proposed state and local budget prior to submission to and during consideration by state and/or local officials and recommend appropriate actions to the full board regarding those budget proposals.
- Review periodic budget reports prepared by the college and make recommendations to the full board.
- Develop plans to finance facilities needs of the institution that will be acceptable to the board, the county commissioners, and the voters of Caldwell and Watauga Counties.

- Identify potential sources of funds from federal, state, local or private sectors and assist the college administration in securing such funds when help is needed. (This responsibility may be done in conjunction with the Foundation or may be independent of the Foundation's activities.)

### **Policy and Legislative Committee of the Board of Trustees**

The Policy and Legislative Committee is primarily responsible for staying abreast of matters of institutional policy and legislative concerns that require board attention. Specific tasks of the committee include:

- Study general statutes, state policies, and proposed actions of agencies, groups, or political bodies that affect the college's operation and development and make recommendations to the full board.
- Work with the president to clarify distinctions between the board policy-making responsibility of the board and the administrative responsibilities and prerogatives vested with the college in implementing policies of the board.
- Periodically review current and proposed policies and make appropriate recommendations for action to the full board.

### **Personnel Committee of the Board of Trustees**

The Personnel Committee's primary responsibility centers around policy matters pertaining to college employees. The committee will be responsible for ensuring the policy matters pertaining to employees are current and that the full board is abreast of personnel concerns requiring board consideration and/or attention. Specific tasks of the committee include:

- Review personnel policies and recommend appropriate changes to the full board for action.
- Review personnel concerns that require full board attention or consideration.
- Review and make recommendations to the board regarding any personnel matters that require board action.

### **Athletics Committee of the Board of Trustees**

The Athletics Committee's primary responsibility is to stay abreast of the current athletic opportunities offered by the college. Specific tasks of the committee include the following:

- Study the establishment or elimination of sports teams and make recommendations to the full board.



- Consider facility needs associated with athletic offerings. Work with Building and Grounds Committee to ensure facilities are adequate for athletic program. Make recommendations to the full board when appropriate.
- Identify potential sources of non-state funds to assist with athletic program operations.
- Periodically review current and proposed policies regarding athletics and make recommendations to the full board.

### C. Guidelines for the Naming of Campus Facilities

The naming of a facility should recognize significant service or a major financial contribution to the college and must reflect the judgment of a majority of the Board of Trustees. The Board of Trustees of Caldwell Community College and Technical Institute has sole responsibility and authority for naming rights on the campus. Naming procedures should follow these guidelines:

1. Facilities may be named to recognize individuals or organizations that have made a significant contribution to the college or its mission. This contribution may be in the form of donations of significant financial or capital resources or through outstanding service to the college or dedication and commitment to its goals. The Board shall also consider the impact on the image and reputation of the college by its association with the person or organization selected for this recognition.
2. The President or the Board Chairman will submit names and the rationale to the Executive Committee for consideration and recommendation to the Board.
3. After considering naming requests, with staff support, the Executive Committee will present its recommendation to the full Board of Trustees for consideration *in executive session*.
4. After receiving the recommendation in executive session, the board will take final action in open session.
5. Following final Board action, college administration will prepare the facility for a dedication or recognition ceremony.

## ARTICLE IV. MEETINGS

### Section One. Regular Meetings

The regular meetings of the Board shall be held in the board room of Caldwell Community College and Technical Institute and the Chairman shall determine the date, time, and place of the meeting. While the Board may, from time to time, cancel an upcoming meeting of the Board due to holiday schedules, light agendas, and other reasons, the Board shall meet at least six times per year.

## Section Two. Special Meetings

The time, place, and purpose or purposes of special meetings may be fixed by the Chairman or by the President. The business to be transacted at any special meeting of the Board shall be confined to such matters as have been specified in the agenda noticed to members and officers of the Board.

## Section Three. Notices of Meetings

Members and officers of the Board and the President shall be notified in writing by the Secretary or a person designated by the Secretary of the time and place of all meetings and purpose or purposes of special meetings at least 48 hours in advance of meetings; however, the Chairman shall have authority to call meetings without such notice for what he/she deems to be an emergency meeting. Notices of all Board meetings shall be in compliance with the North Carolina Open Meetings Law.

## Section Four. Quorum

Eight voting members of the Board of Trustees in actual attendance at meetings shall constitute a quorum for the transaction of business. However, no business shall be transacted without an affirmative vote of at least seven members of the Board on the following matters:

- (a) determination of policy
- (b) making rules and regulations
- (c) election of a President
- (d) the establishment of or elimination of curricula or services of the college

## Section Five. Agenda

The President of the College shall provide the Chairman with a list of those items to be presented to the Board with his/her recommendations, and where appropriate, with fifteen copies of any document to be presented as information or action by the Board. The Chairman shall receive agenda items from the President, Board members, and from all other sources at least one week prior to the meeting for which they were prepared.

In emergencies, the Chairman, upon request of the President or members of the Board, may add items to the regular meeting agenda regardless of the date he/she receives such items.

## Section Six. Order of Business

The regular order of business at meetings of the Board shall be:

1. Invocation
2. Ethics Statement
3. Employee Introductions
4. Consideration and disposition of the minutes
5. Committee Reports
6. Report from SGA
7. President's Comments

8. Chairman's Comments
9. Unfinished business
10. New business (as allowed by law)

#### Section Seven. Parliamentary Rules

Robert's Rules of Order shall be followed in conducting meetings of the Board (unless otherwise provided by the Board).

#### Section Eight. Individual or Group Hearings

Any individual or organized group desiring to appear before the Board 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 Chairman at least two days prior to the meeting at which the hearing is to be held.

#### Section Nine. Amendment of Bylaws

These Bylaws may be amended after furnishing 48 hours written notice of the proposed amendment to the board members and upon an affirmative vote of two-thirds of board members.

## ARTICLE V. CALDWELL COMMUNITY COLLEGE AND TECHNICAL INSTITUTE

### **Institutional Mission**

#### **Caldwell Community College and Technical Institute**

#### *Purpose*

Caldwell Community College and Technical Institute is a public, comprehensive post-secondary institution whose primary service area is Caldwell and Watauga counties. Operating under the legal framework of the State of North Carolina and in partnership with the North Carolina Community College System, we are an open door institution that values the diversity of its constituencies and offers equal opportunities.

#### *Philosophy*

Caldwell Community College and Technical Institute is committed to providing an environment conducive to student success through institutional integrity, ethical practices, and an expectation of excellence. The institution provides leadership during social, economic, and cultural transitions through teaching, promoting lifelong learning, improving the quality of life, and fostering academic and civic enrichment.

#### *Mission*

The mission of Caldwell Community College and Technical Institute is to

- **provide** accessible, quality instruction to enhance student learning;
- **support** economic development through comprehensive resources to business, industry, and agencies; and
- **offer** diverse services and opportunities which improve the quality of life.

### **Core Values**

Caldwell Community College and Technical Institute’s core values represent our shared beliefs within the institution. These values define the character or essence of the institution, describe expectations, set standards, and drive our organization’s priorities.

As an institution, we value:

- **Teaching and Learning**—Through excellence in teaching, we foster an educational climate that promotes lifelong learning, intellectual growth, and scholarship.
- **Student Success**—We foster environments and opportunities that are conducive to student learning, development, and success.
- **Academic Excellence**—We are committed to providing exemplary educational experiences.
- **Innovation**—We aspire to improve the college environment through critical and creative thinking.
- **Integrity**—We foster an environment of fairness and honesty by upholding the highest ethical standards throughout the college.
- **Communication**—We recognize that effective communication is essential to establishing a culture that fosters collaboration, strengthens relationships with others, and promotes the mission of the college.
- **Community**—We are committed to creating a positive working and learning environment where we honor relationships and take responsibility for fostering trust, respect, and goodwill. We value active and vital participation in our college community, region, state, and global community.

### **Institutional Vision**

As an institution of the community and for the community, Caldwell Community College and Technical Institute is committed to creating a supportive learning-centered environment that encourages innovation and creativity and acts as a catalyst for growth in the intellectual, cultural, and economic life of the community. We are responsive to the educational needs of a diverse population and are dedicated to student success by opening doors to educational potential. As we look to the future, Caldwell Community College and Technical Institute will continue to build and maintain academic excellence and economic vitality in the region it serves.

### **Vision Statement**

Caldwell Community College and Technical Institute will continue to be a state, national, and global community college model for student-centered higher learning. Toward these ends, we will:

- Provide diverse educational opportunities that broaden knowledge and enhance skills;
- Offer progressive and flexible programs and services responsive to student and community needs;
- Promote educational, personal, social, and economic growth and development;
- Provide student-centered lifelong learning experiences;
- Partner with the broader community to enhance the quality of life through education; and
- Model exemplary standards of higher education, integrity and academic and administrative excellence.

#### Section One. Administration of the College

- a. The President shall have full authority and responsibility for the operation of the college under the policies and rules and regulations of the Board and of the State Board. The President shall be elected by the Board of Trustees and shall hold office at the pleasure of the Board.
- b. The Board of Trustees shall at all times exercise its control of the college through the President.
- c. The President shall employ all professional, administrative and instructional personnel subject to standards established by the State Board of Community Colleges.

- d. The President shall exercise the initiative in shaping and maintaining the educational policies of and the character of the college, and he/she shall recommend changes to be made in the programs and services to be provided.
- e. The President shall recommend to the Board the items to be included in the current expense and capital outlay budget.
- f. The President shall make a report to the full Board of Trustees as needed on the development and operation of the college.

### Section Two. College Personnel

It shall be the purpose of the Board of Trustees of Caldwell Community College and Technical Institute at all times to insure that all employees of all classifications in the college shall be of such character, habits, philosophy, and competence that their influence upon the students, upon each other, and upon the various publics of the institute is wholesome and constructive.

### Section Three. Academic Freedom and Responsibility

Caldwell Community College and Technical Institute is dedicated to the exchange of knowledge, to the development of skills, to confidence and understandings, and to the nurture of those personal and intellectual habits and attitude which are peculiar to responsible individuals in a free, open and democratic society. The Board of Trustees, therefore, shall insure and protect academic freedom in the college. The board shall also require the exercise of responsible judgment on the part of personnel of the college as they exercise academic freedom in accomplishing the objectives of the college.

### Section Four. Conflict of Interest

In compliance with G.S. 115-D-26, all local trustees and employees of Caldwell Community College and Technical Institute will adhere to the conflict of interest provisions as stated in G.S. 14-234 which prohibits public officials and firms in which they have a financial interest from conducting business with the College.

## ARTICLE VI. POLICIES, RULES, AND REGULATIONS

### Section One. General Provisions

By an affirmative vote of a majority of the members of the Board, the Board may make or amend policies, rules, and regulations as may be authorized by the law and as may be required in its judgment for the effective discharge of its responsibilities and for the effective operation

of the college. Policies, rules, and regulations of the Board generally will be made under one of the following headings:

1. Rules of Organizations
2. The Community College System
3. Organization and Operation
4. Budgeting, Accounting Fiscal Management
5. Educational Programs

#### Section Two. Notification and Publication

The Secretary of the Board of Trustees shall be responsible for providing each member of the Board and the President a copy of all current Board bylaws, policies, rules, and regulations.