



**1 Ends**

Rev Date : 6/8/2006    Rev No : 1    Ref No 1079

Yavapai College exists so communities within Yavapai County are equipped with the vision and skills to create a sustainable economic environment. The college will fulfill this role at a justifiable cost.

This is further interpreted to include but not be limited to:

**1.1 Economic Ends**

Rev Date : 10/30/2006    Rev No : 3    Ref No 15917

Communities have the leadership and educational resources to generate and sustain economic-base jobs.

**1.2 Job Seekers Ends**

Rev Date : 10/31/2006    Rev No : 3    Ref No 15927

Job seekers have the qualifications, skills and abilities to make a successful transition into the career markets, or move to the next career or educational level of their choice.

**1.3 Life-long Learning Adult Ends**

Rev Date : 10/31/2006    Rev No : 2    Ref No 15928

Life-long learning adults have affordable access to a variety of high quality learning opportunities and instructional formats.

**1.4 Communities Ends**

Rev Date : 1/14/2009    Rev No : 3    Ref No 12766

Communities throughout Yavapai County have the leadership and educational resource opportunities, including access to technology, to generate and sustain a vibrant social and cultural life.

**1.5 Student Ends**

Rev Date : 11/30/2007    Rev No : 2    Ref No 68986

Students seeking transfer to universities have the qualifications to make a successful transition.

**2 Executive Limitations**

Rev Date : 2/11/2008    Rev No : 2    Ref No 73408

The President shall not cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful, imprudent, or in violation of commonly accepted business, professional ethics and college policies.

**2.1 Treatment of Consumers**

Rev Date : 11/28/2005    Rev No : 4    Ref No 4180

The President shall not cause or allow to exist any condition, decision, or operating procedure that is unsafe, undignified, unnecessarily intrusive, or unnecessarily inconvenient to college Consumers.

**2.1.1 Consumer Communication**

Rev Date : 11/8/2006    Rev No : 3    Ref No 3875

The President shall not fail to communicate clearly to Consumers what may and may not be expected of them during their interactions with the College.

**2.1.2 Informing Consumers**

11/8/2006 4 5007

The President shall not fail to inform Consumers of this policy, or fail to provide a clear and timely method for persons to be heard if they believe they have not been accorded a reasonable interpretation of their protections under this policy.

**2.2 Treatment of Employees (Staff & Faculty)**

11/28/2005 4 4179

The President shall not cause or allow processes and procedures that are unfair, undignified, disorganized, or unclear in the treatment of either employees or volunteers.

**2.2.1 Written Personnel Rules**

11/8/2006 3 3878

The President shall not operate without written personnel rules that are consistent, provide for effective handling of grievances, protect against unacceptable or illegal conditions such as grossly preferential treatment for personal reasons, and clearly define employee discipline or discharge procedures in the event of behavior that is disruptive or damaging to the institution.

**2.2.2 Discrimination Against Employee Dissent**

11/8/2006 3 3879

The President shall not discriminate against any employee for non-disruptive or non-damaging expressions of dissent.

**2.2.3 Employee Grievances to the Board**

11/8/2006 4 3880

The President shall not prevent employees from grieving to the Board when (a) internal grievance procedures have been exhausted and (b) the employee alleges that College policy has been violated to his or her detriment.

**2.2.4 Inform Employees of Protections**

11/8/2006 3 3881

The President shall not fail to educate employees regarding the President's interpretation of the protections afforded by this policy.

**2.3 Compensation and Benefits**

11/8/2006 2 1808

The President will not allow employment, compensation, or benefit practices for employees, consultants, or contract workers that cause or allow damage to the public image or fiscal integrity of the College.

**2.3.1 Change President's Compensation**

11/8/2006 3 3882

The President shall not change the President's compensation package without explicit District Governing Board review and approval.

**2.3.2 Promise of Employment**

11/8/2006 3 3907

The President shall not allow processes or procedures that promise or imply permanent or guaranteed employment.

**2.3.3 Market Deviation**

11/8/2006 3 3908

The President shall not establish compensation or benefit plans that deviate materially from the geographic and professional market for the skills employed.

## 2.3.4 Employment and Revenue Projection

Rev Date : Rev No : Ref No

11/8/2006 4 16019

The President shall not allow processes or procedures that promise or imply employment obligations for longer than one year and in all events subject to loss of revenue.

### 2.3.4.1 Term of Employment

Rev Date : Rev No : Ref No

11/17/2005 3 3911

Shall not award employment contracts for terms of longer than one year.

### 2.3.4.2 Employment Subject To

Rev Date : Rev No : Ref No

11/17/2005 3 3912

In all cases, employment shall be subject to the needs of the College and subject to cuts due to losses in revenue, or changes in College employment requirements.

## 2.3.5 Retirement Benefits

Rev Date : Rev No : Ref No

11/8/2006 3 3910

The President shall not establish or change retirement benefits so as to cause unpredictable or inequitable situations such as:

### 2.3.5.1 Unfunded Liabilities

Rev Date : Rev No : Ref No

11/17/2005 3 3913

Shall not incur unfunded liabilities.

### 2.3.5.2 Previous Benefits

Rev Date : Rev No : Ref No

11/17/2005 3 3914

Shall not cause or allow employees to lose benefits already earned from any previous Yavapai College retirement plan.

### 2.3.5.3 Basic Benefits

Rev Date : Rev No : Ref No

11/17/2005 3 3915

Shall not provide less than a basic level of benefits to all full-time employees.

### 2.3.5.4 President

Rev Date : Rev No : Ref No

11/17/2005 3 3916

Shall not treat the President differently from other key employees.

## 2.4 Financial Planning and Budgeting

Rev Date : Rev No : Ref No

11/19/2008 5 11829

The President shall not allow annual financial planning and budgeting that deviates materially from the Board's Ends priorities, jeopardizes financial solvency or fails to be part of a multi-year strategic management plan or violates applicable statutes.

### 2.4.1 Annual Budget Inclusions

Rev Date : Rev No : Ref No

11/19/2008 4 11829

The President shall not fail to include in the annual budget credible projections of revenues and expenses, or fail to separate capital from operational items, cash flows, or disclosure of planning assumptions or fail to have the Board approve a budget that complies with all board policies and acceptable accounting practices.

## 2.4.2 Expenditures

Rev Date : Rev No : Ref No

11/8/2006 3 16022

The President shall not risk incurring situations or conditions described as unacceptable in the board's financial condition and expenditures policy.

### 2.4.2.1 Sustainability of College Infrastructure

Rev Date : Rev No : Ref No

11/14/2009 1 12767

The President shall not neglect the replacement of critical equipment nor unnecessarily defer maintenance and repairs on the facilities and infrastructure throughout the District.

## 2.4.3 Board Initiatives

Rev Date : Rev No : Ref No

11/8/2006 2 1760

The President shall not underfund District Governing Board initiatives during the year as set forth in the "Cost of Governance" policy.

## 2.5 Financial Condition and Activities

Rev Date : Rev No : Ref No

11/8/2006 3 16023

The President shall not cause or allow the development of fiscal jeopardy, material deviations of actual expenditures from Board-approved priorities established in the approved annual budget, or its Ends policies.

### 2.5.1 Fund Expenditure

Rev Date : Rev No : Ref No

11/8/2006 2 1762

The President shall not expend more funds than have been received during the fiscal year to date unless:

(a) the indebtedness incurred is in an amount that can be repaid with certain, otherwise unencumbered revenues to be received within 60 days; or,

(b) the funds have been paid by interfund shifting in an amount not greater than that which can be restored to a condition of discrete fund balances certain, otherwise unencumbered revenues within 30 days.

### 2.5.2 Restricted or Long-Term Accounts

Rev Date : Rev No : Ref No

11/8/2006 2 1763

The President shall not expend funds in restricted or long-term reserve accounts for unspecified purposes.

### 2.5.3 Reserve Levels

Rev Date : Rev No : Ref No

11/8/2006 3 2682

The President shall not reduce the Board-mandated reserve levels without specific authorization from the Board and a realistic plan of recovering the reserve balances within one fiscal year.

#### 2.5.3.1 General Fund Reserves

Rev Date : Rev No : Ref No

11/8/2006 2 1765

The President shall not allow General Fund reserves to drop below 10 percent of the operating budgets beyond any reasonable period of time.

#### 2.5.3.2 Plant Fund Reserves

Rev Date : Rev No : Ref No

11/8/2006 2 1766

The President shall not allow plant fund reserves to drop below \$1 million beyond any reasonable period of time.

### 2.5.4 Real Property

Rev Date : Rev No : Ref No

11/8/2006 2 1717

The President shall not acquire, encumber or dispose of real property.

**2.5.4.1 Lease Limits and Delegation of Lease Authority**

9/12/2007 2 59033

The President shall not enter into any lease agreement more than one year in duration or that exceeds \$100,000 per year.

Pursuant to A.R.S. § 15-1444(B)(2), the Governing Board hereby delegates to the College President the authority to enter into leases for real property either as lessor or lessee on behalf of the College without the need for the Board to approve such leases before they are effective. The College President may designate others serving under the President to assist with this duty; however, the College President shall continue to be responsible to the Governing Board for the satisfactory execution of the delegated duty. This delegation may be rescinded in whole or in part at any time by the Governing Board.

Rev Date : Rev No : Ref No

**2.5.4.2 Improvements to Leased Property**

5/13/2009 1 15280

The President shall not make improvements to any real property, structure, or land, leased by the District, regardless of the monetary value, without the District Governing Board's approval.

Rev Date : Rev No : Ref No

**2.5.5 Pursuit of Receivables**

11/8/2006 2 1770

The President shall not fail to aggressively pursue receivables after a reasonable grace period.

Rev Date : Rev No : Ref No

**2.5.6 Purchasing Guidelines**

11/8/2006 3 16024

The President shall not make any single purchase without having taken normally prudent steps to protect the Association from poor quality, poor value for money or accusations of conflict of interest or conflict with purchasing guidelines established by State Statute.

Rev Date : Rev No : Ref No

**2.5.7 Personal Loans to Employees**

11/14/2009 3 12767

The President shall not provide personal loans to any employee outside of the established "computer loan" or "tuition loan" program.

Rev Date : Rev No : Ref No

**2.5.8 Audit Firm**

11/8/2006 2 1716

The President shall not contract with the College's audit firm for other non-audit financial services.

Rev Date : Rev No : Ref No

**2.6 Asset Protection**

11/8/2006 2 1772

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

Rev Date : Rev No : Ref No

**2.6.1 Insurance**

11/8/2006 3 3917

The President shall not fail to insure against fire, theft and casualty losses to the full extent of current replacement value and against liability losses incurred by the College itself, its Board members, and its employees, consultants and agents in an amount usually carried by comparable organizations.

Rev Date : Rev No : Ref No

**2.6.2 Liability**

11/8/2006 3 3920

The President shall not unnecessarily or willfully expose the College, its Board or staff to claims of liability.

### 2.6.3 Intellectual Property

Rev Date : Rev No : Ref No

11/8/2006 3 3921

The President shall not fail to protect intellectual property, information and files from loss or significant damage or willfully violate the intellectual property rights of others.

### 2.6.4 Controls

Rev Date : Rev No : Ref No

11/8/2006 3 3922

The President shall not receive, process or disburse funds under controls which are insufficient to meet Board-approved auditing standards.

### 2.6.5 Operating Capital

Rev Date : Rev No : Ref No

11/8/2006 3 3923

The President shall not invest or hold operating capital in unsecured instruments, including uninsured checking or saving accounts or bonds having less than an AA rating at any time, or in non-interest bearing accounts except when necessary to facilitate ease in operational transactions.

### 2.6.6 Public Image

Rev Date : Rev No : Ref No

11/8/2006 3 3924

The President shall not endanger the College's public image or credibility, particularly in ways that would hinder the accomplishment of its Ends and Mission.

### 2.6.7 Code of Ethics

Rev Date : Rev No : Ref No

11/8/2006 4 16025

The President shall not fail to communicate and uphold clear ethical standards that address financial integrity and disclosure and follow all guidelines outlined in the State Administrative Code.

## 2.7 President Succession

Rev Date : Rev No : Ref No

8/22/2007 2 56038

In order to protect from sudden loss of Presidential services, the President shall not operate without at least one other senior staff person familiar with Board and Presidential issues and processes.

## 2.8 Communication and Support to the District Governing Board

Rev Date : Rev No : Ref No

11/8/2006 2 1786

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

### 2.8.1 Monitoring Reports

Rev Date : Rev No : Ref No

11/8/2006 3 3967

The President shall not fail to submit monitoring reports and data required by the Board in a timely, accurate, and understandable fashion which directly addresses the provisions of Board policies being monitored.

### 2.8.2 Relevant Information

Rev Date : Rev No : Ref No

11/8/2006 4 5008

The President shall not permit the Board to be unaware of relevant trends, anticipated adverse media coverage, threatened or pending lawsuits or threats there from, material external or internal changes, including in particular any changes in the assumptions upon which a Board policy has previously been established or the President shall let the Board member know when the College processes have been followed and the complaint has been addressed.

### 2.8.3 Compliance

Rev Date : Rev No : Ref No

11/8/2006 3 3977

The President shall not fail to advise the Board if, in the President's opinion, the Board is not in compliance with one or more of its own policies particularly in cases where Board behavior is detrimental to the work relationship between the Board and the President.

#### **2.8.4 Points of View**

Rev Date : Rev No : Ref No

11/8/2006 3 3978

The President shall not fail to marshal for the Board as many staff and external points of view (including conflicting views), issues and options as needed for fully informed Board choices and decisions

#### **2.8.5 Presenting of Information**

Rev Date : Rev No : Ref No

11/8/2006 3 3979

The President shall not present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other information.

#### **2.8.6 Mechanism for Communications**

Rev Date : Rev No : Ref No

11/8/2006 3 3980

The President shall not fail to provide a mechanism for official Board, officer or committee communications.

#### **2.8.7 Individual Requests**

Rev Date : Rev No : Ref No

11/8/2006 3 3981

The President shall not fail to deal with the Board as a whole except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Board.

#### **2.8.8 Timely Reporting**

Rev Date : Rev No : Ref No

11/8/2006 3 3994

The President shall not fail to report in a timely manner any actual or anticipated noncompliance with any Board Policy.

##### **2.8.8.1 Budget Deviations**

Rev Date : Rev No : Ref No

11/8/2006 4 3995

The President shall not fail to promptly inform the Board of Governors when there are materially significant deviations from the budget.

#### **2.8.9 Consent Agenda**

Rev Date : Rev No : Ref No

11/8/2006 4 5006

The President shall not fail to supply for the Consent Agenda all items delegated to the President but be required by law or contract to be approved by the Board along with the monitoring assurances pertaining thereto.

#### **2.8.10 Certification Financial Records**

Rev Date : Rev No : Ref No

10/3/2007 3 60326

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

### **3 Governance Process**

Rev Date : Rev No : Ref No

3/14/2007 4 25344

The purpose of the Yavapai College District Governing Board, the Board, on behalf of the taxpayers of Yavapai County and the State of Arizona, shall be to ensure that Yavapai College (a) achieves appropriate results for appropriate persons at an appropriate cost, and (b) avoids unacceptable actions and situations.

### 3.1 Governing Focus and Style

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

- outward vision rather than an internal preoccupation
- diversity in viewpoints
- strategic leadership derived from future rather than past or present thinking
- clear distinction of Board and staff roles
- collective rather than individual decisions

More specifically, the Board shall:

#### 3.1.1 Trustee Obligation

Shall operate in all ways mindful of its civic trusteeship obligation to all the owners of its district and its lawful obligation in compliance with Title 15, Chapter 12 – Community Colleges, of the Arizona Revised Statutes and all other appropriate federal and state statutory regulations.

##### 3.1.1.1 E-Mail

###### 3.1.1.1 E-Mail

To protect Board members from inadvertent violation of the law, the Board has adopted a more conservative and restrictive policy on use of e-mail than is required by statute or the Arizona Attorney General's current interpretation of the law.

I. E-mails from College Administration to Board Members.

College Administration, including the President, may only use e-mail subject to i) and ii) and in order to:

A. Send Board members information regarding Board meetings that are also available to members of the public.

B. Communicate with Board members about College or Board business as long as the opinion of any Board member regarding the subject matter(s) is not addressed.

C. Respond to Board member inquiries made by any means of communication and copy the response to all other Board members as long as the opinion of any Board member regarding the subject matter(s) is not addressed.

i. The above messages must conclude with the following disclaimer: "To ensure compliance with the Open Meeting Law, recipients of this message should not forward it to other Board members. Members of the Board may reply to this message, but they should not send a copy of the reply to other Board members."

ii. A copy of the above message and any attachments thereto, must be provided to the President or his or her designee for placement in a public records file that shall be maintained by the College, except that any information or documents that contain information that is confidential or otherwise exempt from public disclosure shall be excised, redacted or removed from the e-mail message prior to public disclosure.

II. E-mails from Board Members to College Administration and Other Board Members.

Board members may only use email subject to i) and ii) and in order to:

A. Communicate with College administration about College or Board business, including requests for factual information, as long as no other Board members are copied on such e-mail messages.

B. Send other Board members and/or College administration newspaper or other public media reports or articles, other public documents, or other informational items that are publicly available, provided that the following conditions are met:

i. The opinion of any Board member regarding the subject matter(s) is not addressed except as may be set forth in the body of the public document, article or report, and,

ii. The document, article or report attached or referred to is included in the public documents provided at the next Board meeting.

C. Forward communications received from any constituent to other Board members excluding any personal comments or response to such constituent.

D. Communicate a request to the Board Chairman that a matter be placed on a future Board agenda.

iii. The above messages must conclude with the following disclaimer:

"To ensure compliance with the Open Meeting Law, recipients of this message should not forward it to other Board members and Board members should not reply to this message."

iv. A copy of the above messages and any attachments thereto, must be provided to the President or his or her designee for placement in a public records file that shall be maintained by the College, except that any information or documents that contain information that is confidential or otherwise exempt from public disclosure shall be excised, redacted or removed from the e-mail message prior to public disclosure.

**3.1.2 Values and Perspectives**

Shall direct, control, and inspire the organization through the careful establishment of the broadest organizational values and perspectives through written policies.

**3.1.3 Focus**

Shall focus chiefly on intended long-term impacts on the communities, not on the administrative or programmatic means of attaining those effects.

**3.1.4 Member Expertise**

Shall use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute his/her individual values for the group's values.

**3.1.5 Self-Evaluation**

Shall monitor and regularly discuss the Board's own process and performance through:

- a) the appointment of a meeting evaluator, excluding the Chair, to evaluate a Board meeting at least quarterly
- b) regular self-evaluation by the full Board in comparison with all its Governance Process and Board-President Linkage policies led by the Chair under policy 3.5.

**3.1.6 Continuity**

Continual development of governance capability shall include orientation of new Board members in the Board's governance process and periodic Board training and discussion of process improvement.

**3.1.7 Hindrance**

Shall not allow an officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments.

**3.2 Board Job Description**

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

Accordingly, the Board has direct responsibility to create:

**3.2.1 Ownership Linkage**

Shall be the link between the organization and its "ownership" – the taxpayers of Yavapai County and of the State of Arizona.

**3.2.1.1 Commitment to Arizona Community Colleges**

3/26/2007 5 25867

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

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

**3.2.1.2 Governing Policies**

3/26/2007 5 25868

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

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

**3.2.1.3 Assurance**

3/26/2007 5 25869

Shall assure successful President's performance.

**3.2.1.4 Other Activities**

5/4/2007 6 27504

Shall also produce:

- a) A positive legislative environment for achievement of the College's Ends
- b) Financial resources
- c) Names for District real property that meet the President's criteria
- d) Appropriate procedures for handling the receipt, retention and treatment of internal and external complaints regarding the College's operations including accounting, internal control and auditing matters.
  - i. Procedures will provide appropriate confidentiality.
  - ii. Procedures will not substitute for the President's compliance with Executive Limitations 2.1.2, 2.2.1, and 2.2.3.
- e) Appropriately qualified, compensated and directed advisors as deemed necessary to carry out its duties.

**3.3 Board Member Code of Conduct and Ethics**

5/25/2006 2 4081

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

**3.3.1 Discipline Needed to Govern**

3/26/2007 3 25889

The Board shall enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as policy-making principles, respect of roles, speaking with one voice, and adherence to ethical practices.

**3.3.2 Conflict of Interest**

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

**3.3.2.1 Self-Dealing**

There must be no self dealing or any conduct of private business or personal services between any Board member and the organization, except as procedurally controlled, to ensure openness, competitive opportunity, and equal access to information.

**3.3.2.2 Employment**

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

**3.3.2.3 Acceptance of Employment**

Should a Board member be considered for employment, he/she must withdraw from deliberation and voting on any matter that pertains to such employment consideration, and shall have no access to applicable Board information. A Board member accepting employment from the College must resign his/her Board position in accordance with Arizona statute.

**3.3.2.4 Personal Gain**

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

**3.3.2.5 Voting**

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

**3.3.2.6 Representing the College**

As representatives of the College, Board members shall act with honesty, integrity and openness in all dealings, internal and external, and if new knowledge is received after the Board makes a decision, the President and the Chair shall be informed. Each Board member shall ensure that the organization promotes a working environment that values respect, fairness and integrity.

**3.3.2.7 Conflict of Interest Agreement**

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

### 3.3.3 Individual Authority

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

#### 3.3.3.1 Interaction with President or Staff

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

#### 3.3.3.2 Interaction with Public, Press or other Entities

Board members' interaction with the public, press, or other entities must recognize the same limitation and the similar inability of any Board member or Board members to speak for the Board.

#### 3.3.3.3 Judgments of President or Staff Performance

Board members will make no public judgments of President or staff performance except as that performance is assessed against explicit Board policies by the official process.

#### 3.3.3.4 Board Operates with One Voice

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

### 3.3.4 Understanding the College as a Whole

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

#### 3.3.4.1 Contact for Complaints

Board members will work carefully with the public to ensure use of standard College procedures for handling community complaints or grievances. When individual Board members receive complaints from members of their constituency, the following process shall be followed:

The Board member will encourage the individual(s) to contact an appropriate College staff member, and the Board member will also contact the President. The President will let the Board member know when the College processes have been followed and the complaint has been addressed.

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

### 3.4 Agenda Planning

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

#### 3.4.1 End of Year Cycle

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

#### 3.4.2 Start of Annual Cycle

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

##### 3.4.2.1 Calendar for Owner Input

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

##### 3.4.2.2 Calendar for Education and Ends

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

##### 3.4.2.2.1 Board Member Orientation Process

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

a) An existing Board member will be appointed in advance of the November elections to mentor each new Board member and ensure their completion of the orientation process.

b) Board members will be familiarized with:

- a) Title 15, Chapter 12 – Community Colleges, of the Arizona Revised Statutes and Open Meeting Law
- b) The Board's Policy Manual
- c) The principles and practice of Policy Governance® (through relevant reading and/or workshop attendance).
- d) The responsibilities of all staff engaged in Board support (including a meeting with the President)
- e) Use of OurBoardroom™ to access and organize all Board documents, agendas, minutes, as well as submission of agenda items and monitoring report assessments.

**3.4.3 All Meeting Agendas**

The Board shall plan its agenda around the specific job products of the Board, set out in the Board's Job Description Policy GP 3.2. All meeting agendas shall therefore clearly distinguish between items for the purposes of:

- a) Ownership Linkage
- b) Policy Development
- c) Monitoring of President Performance
- e) Fulfillment of Items under Board Policy 3.2.3.4 as well as items that are:
  - f) Procedural
  - g) For Information Only
  - h) For Board Education
  - i) For Monitoring of Board Performance

Board agendas will also distinguish between items for discussion and items for decision and items on the Board's Consent Agenda (see Policy 3.4.3.4)

Rev Date : Rev No : Ref No

3/27/2007 1 26045

**3.4.3.1 Referencing Existing Board Policy**

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

Rev Date : Rev No : Ref No

3/27/2007 1 26046

**3.4.3.2 Distinguishing Between Matters for the Board or President**

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

Rev Date : Rev No : Ref No

3/27/2007 1 26047

**3.4.3.3 Process for Placing Items on the Agenda**

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

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

Rev Date : Rev No : Ref No

3/27/2007 1 26048

**3.4.3.4 Consent Agenda**

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

Therefore, the Consent Agenda will be used to:

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

**3.4.4 President Monitoring**

President Monitoring Reports are produced in accordance with Appendix A attached to Board-President Linkage policy 4.4.4. Board members shall be given the opportunity for individual review of the reports in advance of the relevant Board meeting before formal review at the next available meeting when there shall be the opportunity to collectively discuss what is being evaluated and share comments.

**3.4.5 Elections/Appointments**

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

**3.4.6 Items for Action**

Board members and the President shall present items for action or discussion at a Board meeting only when on the agenda.

**3.5 Board Chair and Other Officer Roles**

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

**3.5.1 Job Output**

The job output of the Chair shall be to see that the Board behaves consistent with its own policies and those legitimately imposed upon it from outside the organization.

**3.5.1.1 Meeting Discussion Content**

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

**3.5.1.2 Deliberation**

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

**3.5.1.3 Behavior**

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

**3.5.2 Chair Decision Authority**

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

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

**3.5.2.1 Chairing Meetings**

1/17/2008 3 71125

The Chair is empowered to chair Board meetings with all of the commonly accepted power of that position (e.g., ruling, recognizing) using the Roberts Rules of Order as a guide for running meetings.

**3.5.2.2 Outside Parties**

3/27/2007 3 26057

The Chair shall represent the Board to outside parties in announcing Board-stated positions and in stating Chair decisions and interpretations within the area delegated to her or him.

**3.5.2.3 Delegation of Authority**

1/17/2008 5 71126

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

**3.5.3 Board Self-Evaluation**

12/3/2008 3 12310

The Chair shall ensure the conduct of Board self-evaluation using the following procedure:

The Chair shall provide a monitoring report for every Governance Process and Board-President Linkage policy using the following language or similar:

**Interpretation and Rationale**

The interpretation of this policy is reserved to me as Chair of the Board. Policy Ref: GP 3.5.2. Chair Decision Authority

**Supporting Data**

The data will be the summation of Board members' assessments of this monitoring report.

**Compliance Conclusion**

The compliance conclusion will be as shown by the summation of Board members' assessments of this monitoring report. Any assessments that suggest non-compliance or raise questions will be discussed at the next regular Board meeting.

This report to be automatically distributed to all Board members for assessment at the appropriate time for each Governance Process and Board-President Linkage policy as set out in the Board's Annual Calendar. The number of Board member assessments reporting compliance/noncompliance/other will be reported to the next Board meeting with any other supporting data as well as any other information used to deliver these assessments to have on hand when discussing exceptions.

**3.5.4 Secretary**

1/17/2008 2 71127

Unless the Chair has delegated his or her authority otherwise pursuant to Policy 3.5.2.3, the Secretary fulfills the duties of the Chair in the absence of the Chair, including chairing Board meetings and signing documents on behalf of the Board and/or Yavapai College. The Secretary assures the accuracy of Board documents. The Board has its own documents so the accuracy of Board records are critical for historical purposes. The Secretary attests to the Board's adoption of policy.

**3.5.5 Board Liaisons**

12/3/2008 2 12311

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

Foundation Liaison  
AADGB Representative  
Yavapai Combined Benefits Trust Representative  
Board Spokesperson

Rev Date : Rev No : Ref No

**3.5.5.1 Board Spokesperson**

4/23/2008 2 82594

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

Rev Date : Rev No : Ref No

**3.6 Board Committee Principles**

4/2/2007 3 26236

Board committees, when used, shall be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to President.

Rev Date : Rev No : Ref No

**3.6.1 Committee Purpose**

12/6/2005 3 4355

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

Rev Date : Rev No : Ref No

**3.6.2 May Not Speak or Act for the Board**

4/2/2007 4 26237

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

Rev Date : Rev No : Ref No

**3.6.3 No Authority Over Staff**

12/6/2005 3 4357

Board committees shall not exercise authority over staff. Because the President works for the full Board, he or she shall not be required to obtain approval of a Board committee before an executive action.

Rev Date : Rev No : Ref No

**3.6.4 Prohibition on Monitoring Organizational Performance**

12/6/2005 3 4374

Board committees shall be established to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee which has helped the Board create policy on some topic shall not be used to monitor organizational performance on that same subject.

### 3.6.5 Ad Hoc Capacity

Rev Date : Rev No : Ref No  
12/6/2005 3 4375

Committees shall be used sparingly and ordinarily in an ad hoc capacity.

### 3.6.6 Group Formed By Board Action

Rev Date : Rev No : Ref No  
12/6/2005 3 4376

This policy shall apply to any group which is formed by Board action, whether or not it is called a committee and regardless of whether the group includes Board members. It shall not apply to committees formed under the authority of the President.

### 3.7 Cost of Governance

Rev Date : Rev No : Ref No  
12/6/2005 2 4377

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

Accordingly:

#### 3.7.1 Budget

Rev Date : Rev No : Ref No  
4/2/2007 4 26238

Costs shall be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability. The Board shall develop its budget by April each year to ensure its inclusion in the overall district budget and shall include allowances for:

##### 3.7.1.1 Support and Training

Rev Date : Rev No : Ref No  
4/2/2007 4 26239

Support and training shall include consulting and technical services, orientation, training and retraining, attendance at conferences and workshops.

##### 3.7.1.2 Audit and other External Monitoring

Rev Date : Rev No : Ref No  
4/2/2007 1 26251

Audit and other third-party monitoring of organizational performance.

##### 3.7.1.3 Ownership Linkage and Other Costs

Rev Date : Rev No : Ref No  
4/2/2007 1 26254

Outreach mechanisms (e.g. surveys, focus groups, and opinion analyses), and all other costs associated with the conduct of Board meetings and business.

##### 3.7.1.4 Board Reimbursement

Rev Date : Rev No : Ref No  
4/2/2007 2 26260

Board members shall be eligible to be reimbursed for all Board/College-related travel in accordance with College policy.

### 4 Board - President Linkage

Rev Date : Rev No : Ref No  
12/6/2005 2 4396

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

**4.1 Unity of Control**

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

Accordingly:

**4.1.1 Decisions or Instructions of Individual Board Members**

Decisions or instructions of individual Board members, officers, or committees shall not be binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.

**4.1.2 Requests from Board Members and Board Committees**

In the case of Board members or Board committees requesting information or assistance without Board authorization, the President shall refuse such requests that require, in the President's opinion, a material amount of staff time or funds or are disruptive.

**4.2 Accountability of the President**

The President shall be the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, shall be considered the authority and accountability of the President.

Accordingly:

**4.2.1 Delegation of Employment Contract Authority**

Pursuant to A.R.S. § 15-1444(B)(4), the Governing Board hereby delegates to the College President the authority to enter into all employment contracts on behalf of the College, without the need for the Board to approve such contracts before they are effective, except for any contract of employment for the position of College President. The College President may designate others serving under the President to assist with this duty; however, the College President shall continue to be responsible to the Governing Board for the satisfactory execution of the delegated duty. This delegation may be rescinded in whole or in part at any time by the Governing Board.

**4.2.2 President Performance**

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

**4.2.3 Other Staff Performance**

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

**4.3 Delegation to the President**

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

Accordingly:

**4.3.1 Ends Policies**

12/6/2005 2 4414

The Board shall develop policies instructing the President to achieve certain results for certain recipients at a specified cost. These policies shall be developed systematically from the broadest, most general level to more defined levels, and shall be called Ends policies.

**4.3.2 Executive Limitations Policies**

4/2/2007 3 26275

The Board shall develop policies which limit the latitude the President may exercise in choosing appropriate organizational means. These policies shall be developed systematically from the broadest, most general level to more defined levels, and they shall be called Executive Limitations policies.

**4.3.2.1 Scope Not Limited**

11/8/2006 1 16026

Single limitations below the global level do not limit the scope of the foregoing level.

**4.3.2.2 Sum Of Limitations**

4/2/2007 2 26278

The sum of limitations at any level may be interpreted to define the scope of any foregoing level, but only if justified by the President to the Board's satisfaction.

**4.3.3 President's Authority**

12/6/2005 2 4416

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

**4.3.4 Change in Policies**

12/6/2005 2 4437

The Board shall change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and President domains. By doing so, the Board changes the latitude of choice given to the President. But as long as any particular delegation is in place, the Board shall respect and support the President's choices.

**4.4 Monitoring President Performance**

12/6/2005 3 4438

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

Accordingly:

**4.4.1 Parameters of Monitoring**

12/6/2005 3 4439

Monitoring shall be simply to determine the degree to which Board policies are being met. Data which does not do this shall not be considered to be monitoring data.

**4.4.2 Methods**

4/2/2007 4 26281

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

#### **4.4.3 Standard for Compliance**

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

#### **4.4.4 Schedule**

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

#### **4.5 President Compensation and Benefits**

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

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