

Baltimore City Community College



Changing Lives...Building Communities

**Bylaws of the
Board of Trustees
Baltimore City Community College**

Approved July 9, 2009

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Baltimore City Community College

BYLAWS OF THE BOARD OF TRUSTEES

I. Legal Structure

Baltimore City Community College is a public institution of higher education, authorized by statute to operate as an independent unit of State government under Title 16, Subtitle 5 of the Education Article, Annotated Code of Maryland. The Board of Trustees is authorized to adopt these bylaws under §16-505(c)(1) of the Education Article, Annotated Code of Maryland.

A. Establishment

1. Authority for Establishment

The government of the College is vested in the Board of Trustees of the College.

2. Name

The Board of Trustees shall be styled "The Board of Trustees of Baltimore City Community College."

B. Composition and Appointment

1. Composition

The Baltimore City Community College Board of Trustees consists of nine members appointed by the governor with the advice and consent of the Senate. Of the members:

- a. Each shall be a resident of the State;
- b. A majority shall be residents of Baltimore City; and
- c. One shall be a regularly enrolled student in good standing at

the College.

2. Appointment

Members are appointed by the governor as set forth in § 16-504, Education Article, Annotated Code of Maryland.

3. Reappointment

A member may be reappointed but may not serve more than two consecutive full terms.

4. Appointment of President

The Board of Trustees shall appoint a President of the College who shall be the Chief Executive Officer of the College and the Chief of Staff for the Board of Trustees.

C. Term of Office and Vacancies

1. Term of Office

Except for the student member, each Board member serves for a term of six years from July 1 of the year of the appointment and until a successor is appointed and qualifies.

- a. The student member serves for a term of one year, beginning July 1 and ending June 30.
- b. Board members serving on July 1, 1992, were reappointed for additional terms commencing July 1, 1992, which were staggered, as required by the terms provided for members of the Board on July 1, 1992.

2. Vacancies

A member appointed by the governor to fill a vacancy in an unexpired term serves only for the remainder of that term and until a successor is appointed by the governor and qualifies.

D. Officers

1. Each year at its annual organizational meeting, the Board of Trustees:
 - a. shall select one of its non-student members as its chair;
 - b. shall select one of its members as its vice chair; and
 - c. may elect any other officer it requires.
2. Each Board officers shall be elected for a one-year term. They may be elected for additional one year terms thereafter, at the Board’s discretion.

E. Meetings

The Board of Trustees shall determine the time and place of its meetings and may adopt rules for the conduct of its meetings and for the transaction of business.

F. Quorum

A majority of the members shall constitute a quorum for the transaction of business.

G. Powers and Duties

1. General Statement of Powers and Duties

In addition to the other powers granted and duties imposed by State laws and regulations, and subject to the authority of the Maryland Higher Education Commission, the Board of Trustees has the powers and duties set forth in §16-505 of the Education Article, Annotated Code of Maryland, as amended. .

2. Authority to Exercise General Control and Management

The responsibility of the Board of Trustees is overall supervision of the College President with the intent to ensure that he or she is properly and adequately performing their duties and responsibilities

as Chief Executive Officer of the College.

Additionally, the Board of Trustees shall exercise general control over the College and establish broad policy and long-range planning to ensure the meeting of strategic objectives to effect the efficient operation of the College, keep separate records and minutes, and adopt reasonable rules, regulations, and bylaws to carry out the provisions of Title 16 and Sections 204 and 210 of Title 10 of the Education Article of the Annotated Code of Maryland. The Board of Trustees may not participate in the day-to-day operations of the College.

3. Salaries and Terms of Employment

The Board of Trustees may fix the salary and terms of employment of the President. The Board may delegate the authority to the President to fix the salaries of the faculty, administrators, staff, and the officers of the College with the advice and consent of the Board.

4. Acquisition of Property

The Board of Trustees may receive, purchase, lease, or otherwise acquire real property, subject to appropriations and the prior approval of the Board of Public Works.

The Board of Trustees may acquire other types of property, subject to compliance with Division II of the State Finance and Procurement Article and the regulations issued pursuant thereto.

5. Disposition of Property

The Board of Trustees may sell, lease, encumber, or otherwise dispose of College assets or property, other than any real property, improvement to real property, or license; and, all proceeds and income from any such sale, lease, disposition, or encumbrance shall be used for the benefit of the College and may not revert to the general funds of the State or be applied to the Annuity Bond Fund of the State.

The Board of Trustees may sell, lease, encumber, or otherwise

dispose of any real property, improvement to real property, or license of the College so long as:

- a. the Board of Public Works approves the disposition;
- b. the proceeds and income from any sale are deposited in a special fund to be used for capital expenditures; and
- c. transactions involving real property and improvements at the Harbor Campus are performed in such a way that the revenue producing potential of that campus is maximized without jeopardizing the educational mission of the College.

6. Gifts and Grants

The Board of Trustees may apply for, accept, and spend any gift or grant from any government, foundation, or person.

7. Entrance Requirements

Subject to the authority of the Maryland Higher Education Commission, the Board of Trustees may determine entrance requirements.

8. Curriculum

Subject to the authority of the Maryland Higher Education Commission, the Board of Trustees may:

- a. approve courses and programs;
- b. adopt and change curricula;
- c. establish and change requirements for the awarding of credits and degrees and for graduation;
- d. work with the Maryland Higher Education Commission to establish cooperative program agreements that qualify as statewide programs in accordance with provisions in the Education Article;

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- e. develop effective relationships and cooperative programs with the Baltimore City Public School System and assure that students are encouraged to enroll in the College.
 - f. develop effective relationships and cooperative programs with other Maryland public and private school systems and employers seeking trained workers.

9. Tuition and Fees

The Board of Trustees shall fix the tuition and fee charges that are to be paid by students and shall do so with the intent of making college education affordable for all qualified individuals desiring to attend the College. As important, the Board must also endeavor to balance its desired goal of providing affordable education with its mission as an institution of higher education. Thus, the Board has the right and duty to maintain the College tuition and fee charges at a level sufficient to maintain the College's fiscal health and strength far into the foreseeable future which may mean the Board may have to, when and if necessary from time to time, raise the tuition and fee charges but shall do so only up to the level minimally required for institutional sustainability.

10. Contracts and Agreements

The Board of Trustees has the sole authority to enter into contracts and agreements on behalf of the College and may, from time to time, delegate that authority to the President, in whole or in part.

11. Appointment of the President and Creation of Officers

The Board of Trustees shall appoint the President of the College, and may create other offices in the College and provide for the appointment of qualified persons to those offices. The Board of Trustees shall appoint an Interim President, who may not be a member of the Board of Trustees, within fourteen (14) days after the office of the President becomes vacant.

12. Budgetary Preparation and Approval

Each fiscal year the President of the College shall prepare and the Board of Trustees shall review, modify, as necessary, and approve;

- a. an operating budget; and
- b. a capital budget

13. Performance Evaluations

The Board of Trustees shall ensure that the performance of the President, administrators, faculty, and staff of the College is evaluated on a yearly basis. The President's evaluation shall be done so by the Board in accordance with guidance from its Board Presidential Evaluation Committee. The President as Chief Executive Officer of the College shall be responsible for the timely and accurate annual performance evaluation of College administrators, faculty, and staff based on a process developed in consultation with the appropriate stakeholders.

14. Affiliated Foundations

a. Recognition of Affiliated Foundations

The Board of Trustees may recognize as an affiliated foundation an organization that is created and operated in support of the interests of Baltimore City Community College and that otherwise complies with the Policy on Affiliated Foundations, the written agreement establishing the relationship between the foundation and the College, applicable federal and State laws, rules and regulations, College policies, and the College's mission. The Board of Trustees may revoke its recognition of a foundation, in which case the foundation will no longer be entitled to use the name or facilities of the College.

b. Nomination of Two Members to BCCC Foundation Board

The Board of Trustees shall nominate two of its members to

serve three (3) year terms each on the Baltimore City Community College Foundation. Two directors' positions shall be occupied by members of the Board of Trustees of Baltimore City Community College who shall serve three-year terms. One shall be initially elected for two-year term and another shall be initially elected for a three-year term. As each initial term expires, the successor directors shall be elected for three-year terms. Upon a vacancy on the Board of Directors, the new Board member either elected or appointed to fill such vacancy shall meet the same qualifications for election or appointment as the Board member being succeeded and shall serve for the remainder of the unexpired term.

to fill a vacancy on the Foundation Board shall serve the remainder of the unexpired term.

II. Operating Rules

A. General

There are a number of responsibilities and obligations of the Board of Trustees, which are the foundation of trusteeship. Some of these responsibilities and obligations must be observed by Board members from the standpoint of the Board as a whole and others must be observed from the standpoint of Board members as individuals.

1. Board Responsibilities and Obligations

The Board of Trustees shall:

- a. define the role and mission of the College and establish institutional goals, strategic priorities, objectives, and student learning outcomes;
- b. select, evaluate, set compensation levels and, if necessary, terminate the President;
- c. monitor the instructional programs, including academic policy and the evaluation of current curricular offerings, and consider recommendations for the addition of new programs and termination or major modification of existing programs;
- d. encourage comprehensive and continuous short- and long-range planning;
- e. ensure that the College maintains its academic accreditation and is managed in a safe, professional, businesslike manner, collegial and fiscally sound manner;
- f. ensure that programs of the College requiring professional accreditations maintain such

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- g. engage in positive public relations for the College;
 - h. preserve institutional independence from encroachment of that independence from whatever source it might come;
 - i. evaluate the institution periodically on how well it is performing in relationship to the established role and mission of the College;
 - j. maintain an atmosphere that encourages innovation and change;
 - k. regularly engage in Board self-evaluation;
 - l. establish policies for the conduct of the activities of the institution; and
 - m. be informed about the key issues facing the College.

2. Individual Trustee Responsibilities and Obligations

Each Board member shall:

- a. adequately prepare for Board meetings by reviewing all materials furnished in advance of the meeting;
- b. communicate recommended Board agenda items to the Board chair in advance of the agenda being published and give thoughtful consideration before raising matters at the Board meeting which are not on the agenda;
- c. maintain confidentiality on all matters discussed at closed meetings of the Board;
- d. participate in continuing education functions throughout his/her trusteeship as well as trustee education conferences held by various professional organizations;
- e. refrain from engaging in any activity that is or could give the

appearance of being a conflict of interest;

- f. refrain from representing political or special interests;
- g. request Board approval (through the Board chair) before engaging in any individual activity (other than local travel) that will result in expenditure of College funds;
- h. refrain from engaging members of the College staff in Board, College, or other College-related activities without consultation with the College President and the Board chair;
- i. refrain from interfering in the administration of the institution;
- j. understand that individual members have no authority; and
- k. speak and act only in the best interests of the institution.

B. Officers

1. Officers of the Board

The elected officers of the Board of Trustees are the chair and the vice chair.

2. Term of Office

The officers are elected for a term of one year. An officer may be elected for ~~one~~ additional one-year terms.¹

3. Qualifying Service Requirement

Prior to election as chair of the Board, a member shall have served a

¹ Amended June 16, 1999. Prior language called for biannual election of board chair and limited officers to two successive two-year terms. The amendment brings the bylaws into conformance with Section 16-504(e) of the Education Article requiring annual election of a chair and gives the Board flexibility to retain its officers.

minimum of one year on the Board.² Prior to election as a vice chair of the Board, a member shall have served a minimum of one year on the Board.

4. Duties of Officers

a. Chair:

The Board chair presides at all meetings, signs authorized or approved contracts and other documents on behalf of the Board when required, has the right to vote on all questions, and performs such other duties as are prescribed by law or by the Board.

b. Vice Chair:

In the absence of the chair, the vice chair performs the duties of the chair including the signing of various documents on behalf of the chair. If the Chair position becomes vacant, the Vice Chair will assume all duties of the Chair. A new Vice Chair will be elected by the next scheduled meeting.

c. In the absence of the Chair and Vice Chair at a Board meeting, the Chair shall designate one of the Trustees, other than the student trustee, to chair the meeting.

C. President of the College

The President:

1. attends meetings of the Board;
2. maintains a record of the proceedings of each meeting of the Board and of all actions taken;

² Amended July 20, 2000. Prior language called for a member to serve a minimum of two years on the Board prior to election as chair.

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3. in consultation with the Board chair or with the designated vice chair, in the chair's absence, prepares an agenda for each meeting and distributes it in advance to each member of the Board;
 4. is general custodian of Board funds, signs checks as appropriate, and periodically reports to the Board on the financial standing of the College;
 5. submits to the Board, for its consideration and approval, in the late spring of each year, a calendar of meeting dates and major items of business for the ensuing College year to serve as a framework for planning Board agendas throughout the year. Other matters are scheduled during the year when monthly agendas are prepared;
 6. provides administrative assistance for official Board business;
 7. performs other duties as assigned.

D. Meetings

1. Organizational Meeting

The annual organizational meeting of the Board is normally held at its regular meeting in June. Officers are elected for the year beginning on July 1.

2. Regular Meetings

The dates for regular meetings shall be set by a majority vote of the members. Dates for special meetings shall be set by the Chairperson of the Board. Each member of the Board shall receive an agenda and such other materials as may be appropriate, which the President shall prepare in consultation with the Board Chair, at least seven days before the scheduled date of the meeting.

3. Notice of Open Meetings

The Board shall give reasonable advance notice of its open meetings. The notice shall be in writing and shall include the date, time, and

place of the meeting and shall be publicized by posting and any other method reasonably designed to give public notice.

4. Location of Meetings

The Board holds its regularly scheduled monthly meetings at one of its campuses, the location to be announced in the Notice of Open Meeting. It may from time to time hold meetings at off campus locations, to be announced in the Notice of Open Meetings.

5. Special Meetings

The Board may hold additional meetings and special meetings, which provide an opportunity for the Board to take the required action on unanticipated, important items or to address special circumstances. The need for special meetings is determined by the Board or by the Board chair. Whenever possible, at least 24 hours public notice of a special meeting will be given.

6. Administrative Sessions

The purpose of an administrative session is to discuss the implementation of established law or policy, or to obtain general background information of interest to the Board. No official action is taken by the Board during these sessions. Administrative sessions shall be called by the Board chair at the request of any member or of the President of the College.

7. Closed Sessions

The purpose of closed session is to discuss items such as personnel matters, protection of privacy or reputation of individuals in matters not related to public business, consideration of real property acquisition, consultation with legal counsel, consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation, public security and other matters as permitted by law. Closed sessions are attended only by the Trustees, the President of the College, and other persons invited to attend.

Closed sessions shall be called by the Board chair at the request of

any Board member or of the President of the College. Advance written notice must be given that includes the date, time, and place of the meeting along with a statement that a part or all of it may be closed.

A statement of the time, place, and purpose of such closed session, the record of the vote of each Trustee by which such meeting was closed, and the authority under the provisions of the Annotated Code of Maryland for closing such meeting shall be included in the minutes of the next public meeting of the Board of Trustees.

8. Record of Meetings

The Board shall keep accurate minutes of its proceedings. When requested by any member of the Board, the recorded resolutions in the minutes will reflect the name of the Board member and his/her vote on a proposal. The minutes are maintained by the President and the minutes of the public session are considered a public record of the Board's actions.

If the Board meets to carry out an administrative function, as defined in §10-503, State Government Article, Annotated Code of Maryland, in a meeting that is not open to the public, a statement of the time, place and persons present as well as a phrase or sentence describing the subject matter discussed, shall be included in the minutes for the next public meeting.

9. Conduct of Meetings

Except as otherwise specifically provided by Board resolution or by statute, the Board shall conduct its meetings in accordance with Robert's Rules of Order, Revised.

10. Compliance with Open Meetings Law

All Board meetings shall be conducted in accordance with the Open Meetings Act, Title 10, Subtitle 5 of the State Government Article, Annotated Code of Maryland, as amended.

11. Public and College Personnel Attendance at Meetings

All regular, additional, and special meetings are by law open to the public. Members of the staff, faculty, student body, and community are invited and encouraged to attend these meetings of the Board. The process to address the Board or its committees at a scheduled meeting, requires that the individual or group submit a written request to the President at least 48 hours before the scheduled meeting. The request shall be acted upon by the Chair, who may at his or her discretion deny it, grant it, or grant it subject to limitations on the scope of time of presentation. No individual or group shall be entitled to address the Board or its Committees unless the subject is deemed appropriate by the Chair and the duration of the presentation does not exceed limits imposed by the Chair. The Chair may refer the request to the President or a standing committee for follow-up and recommendations.

E. Committees

1. Committee of the Whole

With the exception of committees set forth below, the Board of Trustees shall operate as a committee of the whole. However, committees may be established from time to time to consider and report to the committee of the whole on particular issues. A quorum shall consist of a majority of the members of the committee.

2. Standing Committees

Standing committees shall be comprised solely of Board members; and established by vote of the Board. The role of Committees is to review existing policies and, where appropriate, recommend new or revised policies.

- a. The Chair of the Committee is appointed by the Chairperson of the Board.
- b. Standing Committee members are appointed by the Board at its annual organizational meeting, for a term of one year.
- c. Committees will meet as necessary or as charged by the

Board. They will report the next scheduled meeting of the Board.

- d. The Standing Committees of the Board shall be: the Committee on Audit, the Committee on Bylaws, the Committee on Instructional Affairs; the Committee on Finance, and the Committee on the President's Evaluation.

1) Committee on Audit.

The Board shall meet as a committee of the whole to perform the duties of the Audit Committee. The Committee on Audit shall have the following duties:

- a) The Committee on Audit shall render advice and assistance to the President in fulfilling the Board of Trustees' fiduciary responsibilities or overseeing adequacy of and compliance with the internal controls of Baltimore City Community College and the sufficiency and appropriateness of its financial reporting.
- b) This Committee shall review independent audit proposals, including the scope of examination, services to be provided, reports to be rendered and fees to be charged, recommend to the Board the selection and scope of work of the independent external auditors of the College, meet with them prior to initiation of the audit, review findings received from the external auditors and require appropriate reports.
- c) This Committee shall review the legislative audit of the College and institutional responses thereto, and provide the Board with appropriate reports.
- d) This Committee shall review and approve the College's internal audit policy and the scope of the internal audit function. The Committee

shall review the annual plan of work of the Office of Internal Audit, its reports and administrative actions taken regarding its recommendations, and its annual report of significant audit items;

- e) This Committee shall monitor the Board's observance of the State Ethics Code as it pertains to possible conflict of interest with matters of the College.
 - f) In fulfillment of the above responsibilities this Committee shall foster direct communications with the external auditors, and shall assure direct access from the Office of the Internal Auditor, including meeting privately, at least on an annual basis, with the Director of Internal Audit.
- 2) The Committee on Bylaws shall have the following duties:
- a) The Committee on Bylaws shall consider, and recommend for consideration by the Board, amendments to the Board's Bylaws.
 - b) The Committee shall meet at least once a year.
- 3) The Committee on Instructional Affairs shall have the following duties:
- a) The Committee on Instructional Affairs shall consider and report to the Board on all matters relating to education policies and programs for all institutions and major units. The Committee shall also consider and report to the Board on matters pertaining to the faculty, including conditions affecting recruitment and retention of faculty members, adequacy of instructional facilities, proposal of new degrees and

educational programs by the President and other such matters relating to the education policies and programs as may be brought before it by the President or referred to it by the Board.

- b) It shall be the responsibility of the Committee on Instructional Affairs to concern itself with the following matters: Student recruitment and retention, student learning outcomes, graduate placements, alumni cooperation, curriculum development, - including cooperation with affiliated organizations. The Committee shall make recommendations to the Board relative to the foregoing and other matters as appropriate.
 - c) The Committee on Instructional Affairs shall also maintain a familiarity with student conduct issues and extracurricular activities at the College, including but not limited to athletic activities. It shall consider policy matters relating thereto and make its recommendations to the Board.
- 4) The Committee on Finance shall have the following duties:
- a) The Committee on Finance shall consider and report or recommend to the Board on all matters related to financial affairs (including the affiliated foundation and alumni association). The Committee shall consider and recommend the annual operating and capital budgets and amendments thereto. The Committee shall also consider and recommend human resources and risk management policies for all employees.
 - b) This Committee shall consider and report or recommend to the Board on matters pertaining but not limited to purchase and sale of real estate, the need for capital improvements, and

the physical infrastructure of the College.

5) The Committee on the President's Evaluation

The Board shall meet as a committee of the whole to perform the duties of the President's Evaluation Committee. The Committee on the President's Evaluation is responsible for conducting the annual performance evaluation of the President, setting the President's goals, and making recommendations for his/her compensation package.

3. Special Committees (Ad Hoc)

The Board may authorize Special (Ad Hoc) Committees to study an issue that arises outside the scope of the Standing Committees. Members of such committees shall be appointed by the Chairperson of the Board with the approval of the Board. Such appointments are effective for no more than one year and, may continue thereafter at the discretion of the Board. Special Committees may be reappointed by the Board Chair for one additional term of one year. Meetings of Special Committees are not subject to the Open Meetings Act.

4. Authority of Committees

Unless otherwise specifically delegated by appropriate resolution, authority to act on all matters is reserved to the Board and the duty of each Standing or Special Committee shall be only to consider and to report or recommend to the Board on appropriate matters. In cases where specific power or authority to act is granted, a report of final action by any Committee shall be made at the next regular meeting of the Board and, if confirmation is required, shall be confirmed and approved by the Board at that time. Any delegation to a Committee of authority or power to commit the Board shall be reviewed by the Board at the annual meeting each year, at which time it may be modified or rescinded by a majority of the members voting.

5. Committee Meetings

a. Regular Committee Meetings

All regular committee meetings shall be called by the President at the request of the Committee Chairperson, who shall determine the time and place of the meeting. A majority of the members of any Standing or Special Committee of the Board may request the Chairperson of the Committee to call a meeting of the Committee. The Chairperson shall, upon receipt of such a request, have the President call a meeting.

b. Notice of Committee Meetings

Calls for meetings of Standing Committees shall be in writing and, along with an agenda and such other materials as may be appropriate which the President shall prepare in consultation with the Committee Chairperson, shall be mailed to each member of the Committee at least five days before the scheduled date of the meeting. The President shall give such other notice as may be deemed appropriate and shall make available upon request a copy of such notice through the Office of the President.

c. Special or Emergency Meetings

Special or emergency meetings of any Committee may be called at any time by the Chairperson of the Board or by the President, who shall designate the time and place for such meetings. The call and notice required in Section a and b above shall not be applicable to the call for such meetings.

6. Records

The transactions of every public committee meeting of the Board shall be recorded in summary, and the minutes thereof shall be made available to the public within seven days after approval by the Committee Chairperson. Minutes of closed or administrative sessions shall not be available to public inspection.

7. Open Meetings

All meetings of Standing Committees established by these By-laws shall be conducted in accordance with the Open Meetings Act, Title 10, Subtitle 5 of the State Government Article, Maryland Annotated Code, as amended.

F. Preparation and Dissemination of Agendas

1. Preparation of Agendas

Agendas are prepared by the President after consultation with the Chair and other members of the Board as appropriate.

2. Regular Agenda

The regular agenda for each Board meeting includes items for discussion and action and material related thereto. Normally, the President of the College develops recommendations for the regular agenda by consulting with appropriate persons at the College. Each member of the Board shall receive an agenda and such materials as may be appropriate, which the President shall prepare in consultation with the Board Chair, at least seven days before the scheduled date of the meeting.

3. Distribution of Agenda

The public agenda for regular and special meetings is distributed to the press, posted on the College's web site, distributed electronically to all administrators of the College, chairpersons of the College, campus advisory groups, the president of each student government, the editors of the campus newspapers, and others as may be appropriate. The agenda is also furnished to all interested persons and organizations upon request to the President.

G. Ethics and Conflict of Interest

1. Background and Purpose

The Board of Trustees recognizes that the continued excellence of educational programs and services at Baltimore City Community College is dependent, in part, upon continued public trust and faith in the individuals who administer and operate the institution. The Board thus supports fully, as a general policy, the concept that no member of the Board of Trustees nor any employee of the Board of Trustees, shall engage in or have a financial interest, directly or indirectly, in any activity that conflicts, or which raises a reasonable question of conflict, with his or her public duties and responsibilities. The policies and procedures contained in this paragraph are intended:

- a. to provide detailed guidelines for the implementation of this policy to Board members and Board employees;
- b. to increase individual consciousness of the possibility of present as well as future conflicts between private interests and public responsibilities and actions; and
- c. to promote continued public trust and confidence in the integrity of Board members and Board employees.

2. Guidelines

- a. In cases where the Board of Trustees is involved in awarding a contract, the College staff will follow the standard state procurement requirements for bidding and purchasing. A Board member who has a possible conflict of interest shall so declare and abstain from voting. The Board minutes will reflect this abstention and the reason therefore.
- b. A member of the Board of Trustees shall not participate in any Board proceedings the result of which proceedings could accrue, to the best of his/her knowledge to the direct or indirect benefit of the Board member or the members of his/her immediate family. This policy shall not act to disqualify the student member of the Board of Trustees for activities arising out of his/her status as a student at Baltimore City Community College. Furthermore, this policy shall not act to disqualify non-student members of the Board of

Trustees in their capacity as occasional students at the College, in accordance with the aforementioned opinion.

- c. In any instance when an individual Board member has a personal or legal status that may be in conflict with the interests of the College, the Board member shall exclude himself/herself from attending any executive discussion or decision sessions on this matter.
- d. Baltimore City Community College has been held to be an executive agency of the State of Maryland for purposes of the public ethics law and the Board of Trustees and its employees are subject to that law.
- e. A Board member, upon applying for a position at the College, must resign from the Board.
- f. An employee of the College, upon appointment to a position on the Board, must resign from their position at the College.

H. Amendments to the Bylaws

These Bylaws may be amended by majority vote of the members of the Board at any regular meeting, provided that the proposed amendment or amendments have been sent to each member at least fourteen days before the meeting. These by-laws may be suspended by a majority vote of the Trustees.

I. Other Board References

There are numerous other materials pertaining to Board of Trustees operations that can be found in the Annotated Code of the State of Maryland and in various documents promulgated by the Maryland Higher Education Commission, other State Agencies, the College's policies and procedures manual, and as part of various College office operation manuals and procedures. Information on any of these matters can be provided through the College President's office.