



POLICY 1200

BOARD OF TRUSTEES RULES OF PROCEDURE

Policy Category: Governance

Area of Administrative Responsibility: Board of Trustees

Board of Trustees Approval Date: [date Board passes resolution adopting the policy]

Effective Date: [initial effective date of policy]

Last Updated: [latest revision date, if applicable]

ARTICLE I: NAME, LOCATION AND SPONSORSHIP

- A. Name: The official name of the College shall be Nassau Community College (NCC).
- B. Location: The official location of the College is One Education Drive, Garden City, New York 11530.
- C. Sponsorship: The College is sponsored by Nassau County (the County).

ARTICLE II: COMPOSITION OF BOARD OF TRUSTEES

The Nassau Community College Board of Trustees (the Board of Trustees or the Board) consists of ten members who are appointed in compliance with Section 6306 of the New York State Education Law (Appendix I of this document).

ARTICLE III: RESPONSIBILITIES AND DUTIES OF THE BOARD OF TRUSTEES

The Board of Trustees as the policy making body has the responsibility to establish, review periodically and evaluate the policies and procedures of the College, and amend the same when appropriate.

The duties and responsibilities of the Board of Trustees are set forth in New York State Education Law, Section 6306, subdivision 2 through 8-a (Appendix I) and 8NYCRR, Section 604.2 (Appendix II).

ARTICLE IV: RESPONSIBILITIES AND OBLIGATIONS OF THE INDIVIDUAL TRUSTEE

It is the responsibility of individual Trustees:

- A. To understand that the Board acts through resolution and no trustee can act or bind the College;
- B. To refer immediately to the Office of the President for consideration and possible action any important inquiries or complaints that are raised directly with an individual Trustee regarding the operation of the College;
- C. To attend all Board Meetings. If a board member is absent from three (3) or more consecutive board meetings, Public Officers Law, section 30, paragraph 3 will be invoked, (Appendix III), except where other state or local law may be applicable. If a board member is going to be absent, it is his/her responsibility to notify the Chairperson of the Board his/her absence and such absence will be noted as excused in the minutes.

ARTICLE V: CODE OF ETHICS

The Board of Trustees shall comply with all applicable state and local laws and regulations dealing with ethics and conflicts of interest, set forth in General Municipal Law Sections 800-805, the Nassau County Code of Ethics, and the Code of Ethics adopted by the Board of Trustees as part of the Board of Trustees Rules of Procedure, which is attached to this document as Appendix V.

ARTICLE VI: INDEMNIFICATION

Indemnification is provided to Board members pursuant to Section 6308 of the Education Law (Appendix I).

ARTICLE VII: OFFICERS

- A. Designation of Officers:
 - 1. The Board of Trustees shall designate, from among its voting membership, officers who shall serve as Chairperson, Vice Chairperson and Secretary.
 - 2. The Chairperson, Vice Chairperson and Secretary shall be elected, by ballot, at the meeting of the Board of Trustees in September of each year, or when vacancies occur, and shall take office immediately upon the adjournment of the meeting at which such election was conducted. Such office shall be held until elected successors take office, except in instances where immediate vacating of board membership occurs. A majority vote of the total membership of the Board shall be necessary for election, and vacancies in any office shall be filled by the Board.
- B. Chairperson Duties:
 - 1. Preside at all meetings of the Board.
 - 2. Decide all questions of order, subject to appeal to the members present.
 - 3. Be an ex-officio voting member of all committees.

4. Be entitled to vote at all meetings of the Board.
5. Appoint the membership of all standing and special committees and designate the Chairperson thereof. However, by a majority vote of the total membership of the Board of Trustees a Chairperson of a special committee may be designated by the Board of Trustees.
6. Be entitled to appoint on ad hoc basis, from the membership of the Board, substitute members for the standing and special committees when, in the Chairperson's judgment, such substitution is necessary for the timely consideration of resolutions and other items of business by the committees and the Board.

C. Vice Chairperson Duties:

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

D. Secretary Duties:

1. At a meeting of the Board, the Secretary shall call the roll and declare the presence or lack of a quorum. The Secretary, or his/her designee, shall be responsible for the minutes of the Board meetings and shall prepare and submit same to each member of the Board prior to the next regular meeting of the Board.
2. The Secretary, or his/her designee, shall give notice of all meetings of the Board; have charge, under direction of the Board, of all official records and papers belonging to the Board; and shall perform such duties as may be assigned from time to time by the Chairperson or the Board of Trustees.
3. In keeping the minutes of each regular meeting and special meetings, the Secretary, or his/her designee, in accordance with applicable law, shall have such minutes and proceedings retained on public file as the record of the Board of Trustees. The Secretary, or his/her designee, shall also cause verbatim minutes to be taken at all open meetings of the Board. At executive sessions of the Board at which action is taken regarding a matter discussed during executive session, the Secretary, or his/her designee, shall cause to be taken minutes consisting of a record or summary of the final determination and the date and vote thereon. Such verbatim minutes as herein provided need not be transcribed unless specific request therefore is made by a member of the Board for a designated portion, and, upon such request, a verbatim transcript of said designated portion shall be furnished without charge to a member of the Board. Verbatim transcripts of such proceedings may be made available to any person requesting same provided that the fee authorized by the Public Officers Law or other applicable law is paid in full at the time such request is made.

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

ARTICLE VIII: MEETINGS

A. Schedule:

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

B. Quorum:

A majority of the total membership of the Board of Trustees shall constitute a quorum. A smaller number of members may call the roll, record the names of the absentees, set the date, time and place of the next meeting and shall adjourn without transacting business.

C. Calendar:

1. All resolutions and other items of business to be considered and acted upon at regular Board meetings shall be proposed by any member of the Board by submitting same to the Secretary of the Board or his/her designee. The Secretary, or his/her designee, shall forward such items to the relevant committee or committees of the Board for consideration and the items may, after all backup information has been provided and considered, be submitted to the Board for action at a regular meeting of the Board upon recommendation of the Chairperson or Chairpersons of said committees.
2. The Secretary of the Board, or his/her designee, may refuse to place on a calendar any proposed resolution or other items which have not been delivered to the Secretary, or his/her designee, by Thursday at 12 o'clock Noon, 5 days before a regular meeting of the Board on which consideration and action is sought. The Secretary of the Board, or his/her designee, shall cause to be published a calendar on Friday of that week, 4 days prior to the proposed meeting of the Board, and said calendar shall include all duly presented calendar items complete in form and received by the Secretary, or his/her designee, pursuant to these Rules of Procedure.

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

D. Notification:

1. Four (4) days before each regular meeting of the Board, the Secretary, or his/her designee, shall cause a copy of the calendar for such meeting to be distributed to the members of the Board and to be posted on a bulletin board in the following locations:
 - a. Lower Level of the Administrative Tower
 - b. College Library
 - c. College website at the following URL:

http://www.ncc.edu/aboutncc/ourpeople/board_of_trustees/bot_minutes.shtml

- The bulletin boards referred to above shall be maintained for the Board of Trustees' purposes and contain the Board of Trustees' calendar and such other notices as the Secretary shall authorize.
2. Four (4) days before each regular meeting of the Board of Trustees, the Secretary of the Board, or his/her designee, shall deliver a copy of the calendar for said regular meeting to the County Attorney, the County Executive and the Clerk of the County Legislature.

E. Order:

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

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

Notwithstanding the foregoing, should the agenda of the Board call for the immediate consideration of a motion to enter into executive session for a purpose permitted by the law of the State of New York, items one through eight (1-8) above shall be undertaken following the Board's completion of its executive session upon its return to public session.

F. Public Comment:

1. The public may comment on any calendar item or on any matter, provided that the public shall register on a form prescribed by the Secretary of the Board, or his/her designee, and such form shall contain, among other things, the name and address of the person desiring to comment, the constituency such person may represent, and the subject of the comment sought to be made to the Board.
2. The Chairperson of the Board of Trustees shall designate the order of the speakers.
3. All oral statements shall be no longer than three (3) minutes in duration and the Vice Chairperson of the Board of Trustees shall keep the time of the speaker, and he/she shall inform each speaker thirty (30) seconds prior to the conclusion of said three (3) minutes as well as when three (3) minutes have passed.
4. The Board of Trustees shall accept any written statements submitted by the public whether made relative to a calendar item or other matter.

G. Voting:

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

H. Executive Sessions:

The Board shall go into executive session upon the majority vote of its members on matters permitted by Public Officers Law, Article 7, Section 105 (Appendix IV). The Board may vote during a properly convened executive session; however, any vote to appropriate public

monies must be taken in public. Board members are obligated to maintain the confidentiality of matters discussed during executive session and of any confidential or privileged documents.

I. Parliamentary Procedure:

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

ARTICLE IX: COMMITTEES

A. Standing Committees:

1. The Board of Trustees shall, by resolution, establish standing committees of the Board. The standing committees shall include:
 - a. Finance and Capital
 - b. Personnel, Affirmative Action and Labor
 - c. Intergovernmental and Intercollegiate Affairs and Advancement
 - d. Enrollment Management and Student Affairs
 - e. Academic Affairs
 - f. Policy & Planning
2. The standing committees and the Board of Trustees shall have such powers and responsibilities as authorized by these Rules of Procedure or by other action of the Board, including those powers reasonably incidental to the implementation of the powers so delegated.
3. All standing committees shall be reconstituted by the Board from its membership at the annual meeting of the Board in September of each year. Members of standing committees shall be appointed by the Chairperson of the Board and for terms effective for the current fiscal year. A majority of the total membership of the committee, exclusive of the ex-officio member, shall constitute a quorum. Resolutions and any other item of business before the committee shall be approved only by a majority of the total membership of the committee. Vacancies in unexpired terms may be filled by the Chairperson at the next regular meeting.
4. The Chairperson of the Board shall be a voting ex-officio member of all standing

committees.

5. The standing committees shall hold regular meetings throughout the year pursuant to schedule or on call, as may be determined. Special meetings may be called by the committee chairperson, by the Chairperson of the Board, or by the President of the College. Such committees may take action without a meeting when all committee members consent in writing to the adoption of a resolution authorizing such action. Committee meetings may be held by means of videoconference that allows all members participating in the meeting to see each other at the same time. Participation by such means shall constitute presence in person at a meeting.
6. Each standing committee shall appoint a secretary who shall maintain minutes of each of its meetings.
7. In the discretion of the Board Chairperson, standing committees may be required to file written reports with the Board at least annually, and such reports shall be circulated to Board members within seven (7) business days after their being filed.
8. At every regular meeting of the Board, the agenda shall provide the chair of each standing committee an opportunity to make an oral report.
9. Special committees may be established from time to time by the Board Chairperson or by the Board of Trustees.

B. Finance and Capital Committee:

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

C. Personnel, Affirmative Action and Labor Committee:

The Personnel, Affirmative Action and Labor Committee shall provide oversight regarding policies and procedures involving hiring, promotion, tenure, retention, affirmative action programs, compensation, fringe benefits, grievances and similar employment practices for College personnel.

D. Intergovernmental and Intercollegiate Affairs and Advancement Committee:

1. The Intergovernmental and Intercollegiate Affairs Committee shall advise the Board on the College's relationships with federal, state, and local governmental entities and their subdivisions.
2. The Intergovernmental and Intercollegiate Affairs and Advancement Committee shall consist of the Chairperson of the Board, the President of the College (ex-officio), and the Chairperson of the Nassau Community College Foundation (ex-officio), together with such number of trustees as may be appointed to the Committee by the Board from time to time. The Intergovernmental and Intercollegiate Affairs and Advancement Committee shall provide policy guidance to the administration with respect to alumni activities, the College's fund raising activities and related public affairs matters.

E. Enrollment Management and Student Affairs Committee:

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

F. Academic Affairs Committee:

It shall be the responsibility of the Academic Affairs Committee to advise the Board on educational policy and the academic programs of the College.

G. Policy and Planning Committee:

The Policy & Planning Committee will advise the College President on matters related to the long-range planning of the College and consider principles and policy matters which relate to the mission of the College and are reflected in the budget and the long-range implications of the physical facilities.

H. Advisory Commission:

1. The Board may establish an Advisory Commission for each major instructional area of the College curriculum and such Commission or Commissions shall assist the

instructional departments, the President and the Board of Trustees in the development and evaluation of curricula, in the development of cooperative training programs and placement of graduates, and in the securing of qualified applicants for positions on the instructional staff.



2. Membership on Advisory Commissions shall be by appointment and at the pleasure of the Board of Trustees and individuals serving on such Commissions shall do so voluntarily and without compensation.

ARTICLE X: AMMENDMENT AND SUSPENSION OF BY-LAWS

An amendment to the Rules of Procedure may be adopted at any regular or special meeting of the Board following the meeting at which such amendment was proposed, and provided that the members of the Board shall have been notified in advance of the meeting as to the substance of the amendments to be presented. No proposed amendment shall be adopted except upon the affirmative vote of a majority of the total membership of the Board.

The Rules of Procedure may be suspended for good cause and specific purposes at any meeting of the Board upon the affirmative vote of a majority of the total membership of the Board.

ARTICLE XI: ORIENTATION OF BOARD MEMBERS

- A. Upon appointment to the Board of Trustees, each new Trustee shall be apprised of the policy on new Board member orientation by the Chairperson of the Board.
- B. The orientation shall include sessions with the President, the Chairperson of the Board and representatives of the College. During the orientation sessions the following topics should be addressed:
 1. Trustee roles and responsibilities;
 2. Policy making/administration;
 3. President, Board and staff relations;
 4. Communication procedures;
 5. Resources for Trustee education;
 6. Personnel and collective bargaining;
 7. SUNY, Legislative and government relations;
 8. Open Meetings Law;
 9. Board structure and organization;
 10. Board protocol, norms and ethics standards or conduct;
 11. Legal and fiscal responsibilities; and
 12. HR practices.

- C. It is recommended that within six (6) months of appointment, each new Trustee is to participate in a Board orientation and training workshop/activity offered by one of the following organizations:
1. New York Community College Trustees, Inc.;
 2. American Association of Community Colleges;
 3. Association of Community College Trustees; or
 4. Association of Governing Boards.
- D. The President will coordinate a Campus orientation for each new Trustee, including the Student Trustee, within two (2) months of the appointment to the Board. The orientation should include a tour of the campus and satellite locations as appropriate.

ARTICLE XII: COMMUNICATIONS

- A. Inquiries from the media should, whenever possible, be referred to the President or Chairperson for an official response. Individual Board members are not authorized to speak on behalf of the Board or the College unless specifically directed by Board action.
- B. Board members who are seeking data, records or other material or information from the College administration are to do so by preparing in writing a request to the Board Chairperson.
- C. Inquiries received by Board members from College employees, students or members of the public shall be referred to the President.
- D. All communications between and among Board members should comply with the New York State Open Meetings Law (Public Officers Law, Article 7), the purpose of which is to facilitate public access to official decision-making. In furtherance thereof, neither Board of Trustees as a group, nor its individual members, may engage in electronic communications, which includes text messaging, email, and cell and telephone calls, for the purpose of making a decision or deliberating towards a decision which the Board, as a public body, is authorized to render. This would include sequential communications forwarded to or among Board members with respect to deliberations, opinions or matters which could result in a Board decision.

APPENDIX I

New York State Education Law

Section 6306-6308

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

1. Each community college, except in the city of New York, shall be administered by a board of trustees of ten members, nine of whom shall be appointed for terms of seven years in annual rotation, and one member elected as herein provided, except that initial appointments shall be made for terms of one to nine years respectively. Five members shall be appointed by the local legislative body or board, or other appropriate governing agency, one of whom may be a member of such local legislative body or board, or other appropriate governing agency, four, from among persons residing in the sponsoring community, by the governor and one member elected by and from among the students of the college who shall serve as a member of the board for a one-year term, provided, however, that the term of the student member first elected shall be nine months commencing October first, nineteen hundred seventy-five. The student member shall be afforded the same parliamentary privileges as are conferred upon voting members, including but not limited to the right to make and second motions and to place items on the agenda. Such student member shall be subject to every provision of any general, special or local law, ordinance, charter, code, rule or regulation applying to the members of such board with respect to the discharge of their duties including, but not limited to, those provisions setting forth codes of ethics, disclosure requirements and prohibiting business and professional activities. The election of the student member shall be conducted in accordance with rules and regulations promulgated by the respective representative campus student association in accordance with guidelines established by the state university trustees. In the event that the student member ceases to be a student at the institution, he shall be required to resign. The governor's initial appointments shall be for terms of two, four, six and eight years respectively and those by local authorities for terms of one, three, five, seven and nine years respectively. Vacancies shall be filled for unexpired terms in the same manner as original selections by the authority responsible for the original selection. The board shall select its own chairman from among its voting membership. Where two or more local sponsors join in the establishment of a community college, the apportionment of the appointments among them shall be made by the state university trustees. Trustees shall receive no compensation for their services but shall be reimbursed for their expenses actually and necessarily incurred by them in the performance of their duties under this article. Members initially appointed or elected under this subdivision to the board of trustees of any community college hereafter established shall take office

immediately upon their selection and qualification, but for purposes of determining the expiration of their respective terms and the commencement of the terms of their successors, the term of office of each such initial member shall be deemed to have commenced on the first day of July of the year in which such college was established. The terms of office of all members of the boards of trustees of community colleges heretofore established, appointed or elected as provided in this subdivision, shall terminate on the thirtieth day of June of the calendar year within which such terms expire under the provisions of this subdivision as hereby amended. For the purpose of determining such year all initial terms of office of appointed members of the boards of trustees of community colleges heretofore established shall be deemed to have commenced on the first day of July of the year in which such colleges were established and the terms of their successors for full terms, if any, shall be deemed to have commenced upon the expiration of the number of years from such date for which such initial appointments were made.

The one member elected by and from among the students of the college may be removed by such students in accordance with rules and regulations promulgated by the respective representative campus student association in accordance with guidelines promulgated by the state university trustees.

In the case of community colleges in the city of New York the year in which any such college was established for the purposes of this subdivision shall mean the year in which it was or may be determined that its board of trustees be appointed and serve in the manner provided by this subdivision.

The provisions of this subdivision shall not apply to community college regional boards of trustees.

1-a. Notwithstanding the provisions of subdivision one of this section, the term of office of a member of the board of trustees of Nassau Community College appointed by the local legislative body or board shall be five years.

2. The board of trustees of each community college shall appoint a president for the college, subject to approval by the state university trustees, and it shall appoint or delegate to the president the appointment of other members of the staff. The staff of a community college shall consist of the professional service and the non-professional service. The professional service shall include positions requiring the performance of educational functions in agriculture, home economics, liberal and applied arts and sciences, engineering, technical skills, crafts, business education, medicine, dentistry, nursing, academic administration, library service, student activities, student personnel services, and other professions required to carry on the work of the community colleges. The non-professional service shall consist of all

positions not in the professional service. The board of trustees of each community college shall adopt curricula, subject to the approval of the state university trustees, prepare a budget and, with the exception of community college regional boards of trustees, submit such budget for approval by the local legislative body or board, or other appropriate governing agency and, subject to the general supervision of the state university trustees, discharge such other duties as may be appropriate or necessary for the effective operation of the college. Where the city of New York is the local sponsor of a community college, salaries fixed by the board of trustees of such college shall be in accordance with salary schedules approved by the mayor of that city.

3. In the city of New York, upon the establishment of a community college sponsored by the board of education, the sponsoring board shall be the trustees and shall be vested with the powers of a board of trustees of a community college, or upon the application of the sponsoring board, approved by the state university trustees, the board of trustees of such community college may be appointed and serve in the manner provided by subdivision one of this section; and upon the establishment and continuance of a community college sponsored by the city of New York, the local sponsor may designate the board of education in that city as the trustee to be vested with the powers of a board of trustees of a community college, or the local sponsor may provide that the board of trustees of such community college shall be appointed and serve in the manner provided by subdivision one of this section. In the event that the board of education serves as the board of trustees of a community college in the city of New York, its powers and duties in relation thereto shall be as prescribed in this article for boards of trustees of community colleges. In the city of New York, the board of trustees of the fashion institute of technology shall, under such by-laws as such board deems appropriate, provide for the eligibility for sabbatical leaves of absence to members of its permanent instructional staff; provided, however, that when such leaves are for one-half year, they shall be at full pay, and when such leaves are for one year, they shall be at half pay.

4. The board of trustees of each community college may acquire by deed, gift, devise, bequest or lease, real or personal property suitable for carrying out the program and purposes of the college, and pursuant to regulations prescribed by the state university trustees may apply any income that may be derived therefrom to the maintenance thereof; but no lands, grounds, buildings, facilities or equipment shall be purchased or leased unless an appropriation has been made, therefor, or unless otherwise authorized by law. Title to personal property so acquired shall vest in such board of trustees in its own name and such property shall be held and used by such board for college purposes. Title to real property so acquired shall vest in and be held by the local sponsor in trust for the uses and purposes of the community college. Where a community college region is the local sponsor of a community college, title to real and personal property shall vest in the community college regional board of trustees. The use of

real or personal property given to the board of trustees of any community college, or of the income therefrom, to provide any part of the local sponsor's share of capital or operating costs shall be subject to the consent of the state university trustees and such regulations as they may prescribe.

5. The board of trustees shall have the care, custody, control and management of the lands, grounds, buildings, facilities and equipment used for the purposes of such college and of all other property belonging to such college and used for carrying out its purposes, and it shall have power to protect, preserve and improve the same.

6. The board of trustees shall have such other powers and perform such other duties as may be provided by law or prescribed by the state university trustees.

7. Subject to the approval of the local sponsor acting through its local legislative body or board, or other appropriate governing agency, and pursuant to such regulations and limitations as may be established and prescribed by the state university trustees, the board of trustees of each community college may enter into any contract or agreement deemed necessary or appropriate for the effective operation of the college, (1) including contracts or agreements entered into with the federal government to enable participation in federal student loan programs, including any and all instruments required thereunder; provided, however, that the sponsor shall not be liable for any portion of any defaults which it has agreed to assume pursuant to any such agreement in an amount in excess of money appropriated or otherwise lawfully available therefor at the time the liability for payment arises, and (2) including contracts with nonprofit corporations organized by officers, employees, alumni or students of the college for the furtherance of its objects and purposes. Notwithstanding the provisions of any other law, general, special or local, such contracts entered into with such non-profit corporation shall not be subject to any requirement that contracts be let to the lowest responsible bidder after advertisement for bids. Nothing contained in this subdivision shall be deemed to diminish or impair any powers or authority otherwise vested in the board of trustees of any community college. The provisions of this subdivision shall not apply to community college regional boards of trustees.

8. Subject to the approval of the local sponsor acting through its local legislative body or board, or other appropriate governing agency, and pursuant to such regulations and limitations as may be established and prescribed by the state university trustees with the approval of the director of the budget, the board of trustees of each community college may participate in cooperative educational programs, services and arrangements with colleges, universities, school districts, boards of cooperative educational services, libraries, museums and join any cooperative association of such educational institutions formed as a corporation pursuant to

section two hundred sixteen of this chapter. The provisions of this subdivision shall not apply to community college regional boards of trustees.

8-a. a. The board of trustees shall, on or before January first, two thousand, adopt and implement a plan providing for the investigation of any violent felony offense occurring at or on the grounds of each such institution, and providing for the investigation of a report of any missing student. Such plans shall provide for the coordination of the investigation of such crimes and reports with local law enforcement agencies. Such plans shall include, but not be limited to, written agreements with appropriate local law enforcement agencies providing for the prompt investigation of such crimes and reports.

b. As used in this subdivision; the following terms shall have the following meanings:

(i) "Local law enforcement agencies" means any agency or agencies employing peace

officers or police officers for the enforcement of the laws of the state, and which has or have jurisdiction under provisions of the criminal procedure law over offenses occurring at or on the grounds of any institution subject to the provisions of this subdivision.

(ii) "Missing student" means any student of an institution subject to the provisions of this subdivision, who resides in a facility owned or operated by such institution and who is reported to such institution as missing from his or her residence.

(iii) "Violent felony offense" means a violent felony offense as defined in subdivision one of section 70.02 of the penal law.

9. In the case of colleges sponsored by community college regions, references in subdivisions two, four, five, six and eight-a of this section to the board of trustees of a community college shall mean the community college regional board of trustees.

§6307. Establishment of state-aided four-year colleges.

1. Upon recommendation of the state university trustees, counties or adjoining cities not now adequately served by any four-year college programs, may be empowered singly or jointly to establish and operate four-year college programs. Such colleges shall be financed and administered in a manner similar to that provided for community colleges herein.

§6308. Defense and indemnification of community college trustees, Officers and employees.

1. As used in this section, the term "employee" shall mean any person holding a position by appointment or employment in the service of a community college, whether or not compensated, or a volunteer expressly authorized to participate in a community college sponsored volunteer program, but shall not include an independent contractor. The term employee shall include a former employee, his estate or judicially appointed personal representative.

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

(b) Subject to the conditions set forth in paragraph (a) of this subdivision, the employee shall be entitled to be represented by the local sponsor provided, however, that the employee shall be entitled to representation by private counsel of his choice in any civil judicial proceeding whenever the local sponsor determines based upon its investigation and review of the facts and circumstances of the case that representation by the local sponsor would be inappropriate, or whenever a court of competent jurisdiction, upon appropriate motion or otherwise by a special proceeding, determines that a conflict of interest exists and that the employee is entitled to be represented by private counsel of his choice. The local sponsor shall notify the employee in writing of such determination that the employee is entitled to be represented by private counsel. The local sponsor may require, as a condition to payment of the fees and expenses of such representation, that appropriate groups of such employees be represented by the same counsel. The local sponsor shall certify to its chief fiscal officer that the employee or group of employees is entitled to representation by private counsel under the provisions of this section. Reasonable attorneys' fees and litigation expenses shall be paid by the local sponsor to such private counsel from time to time during the pendency of the civil action or proceeding subject to certification that the employee is entitled to representation under the terms and conditions of this section by the board of trustees of the community college at which such employee is employed and upon the audit and warrant of the chief fiscal officer of the sponsor. Any dispute with respect to representation of multiple employees by a single counsel or the amount of litigation expenses or the reasonableness of attorneys' fees shall be resolved by the court upon motion or by way of a special proceeding.

(c) Where the employee delivers process and a request for a defense to the local sponsor as required by subdivision four of this section, the sponsor shall take the necessary steps including the retention of private counsel under the terms and conditions provided in paragraph (b) of this subdivision on behalf of the employee to avoid entry of a default judgment pending resolution of any question pertaining to the obligation to provide for a defense.

3. (a) The local sponsor shall indemnify and save harmless its employees in the amount of any judgment obtained against such employees in any state or federal court, or in the amount of any settlement of a claim, or shall pay such judgment or settlement; provided, that the act or omission from which such judgment or settlement arose occurred while the employee was acting within the scope of his public employment or duties; the duty to indemnify and save harmless or pay prescribed by this subdivision shall not arise where the injury or damage resulted from intentional wrongdoing or recklessness on the part of the employee.

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

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

(d) Upon entry of a final judgment against the employee, or upon the settlement of the claim, the employee shall cause to be served a copy of such judgment or settlement, personally or by certified or registered mail within thirty days of the date of entry or settlement, upon the board

of trustees of the community college at which he is employed; and if not inconsistent with the provisions of this section, such judgment or settlement shall be certified for payment by such board. If the local sponsor concurs in such certification, the judgment or settlement shall be paid upon the audit and warrant of the chief fiscal officer of the local sponsor.

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

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

6. The provisions of this section shall not in any way affect the obligation of any claimant to give notice to the local sponsor under any provision of law.

7. The provisions of this section shall not be construed to impair, alter, limit or modify the rights and obligations of any insurer under any policy of insurance.

8. The provisions of this section shall apply to all actions and proceedings pending upon the effective date thereof or thereafter instituted.

9. Except as otherwise specifically provided in this section, the provisions of this section shall not be construed in any way to impair, alter, limit, modify, abrogate or restrict any immunity available to or conferred upon any unit, entity, officer or employee of the sponsor or any other level of government, or any right to defense and/or indemnification provided for any governmental officer or employee by, in accordance with, or by reason of, any other provision of state or federal statutory or common law.

10. If any provision of this section or the application thereof to any person or circumstance be held unconstitutional or invalid in whole or in part by any court of competent jurisdiction, such holding of unconstitutionality or invalidity shall in no way affect or impair any other provision of this section or the application of any such provision to any other person or circumstance.

11. In the case of colleges sponsored by community college regions, references in this section to the board of trustees of a community college shall mean the president of colleges sponsored by such regions.

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APPENDIX II

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Section 604.2

PART 604

ADMINISTRATION OF THE COLLEGE (Statutory authority: Education Law, § 355 (1) (e))

§604.1 Responsibilities and duties of the local sponsor.

(a) Establishment of the college. It is the responsibility of the sponsor to formulate a plan for the establishment of a community college in accordance with article 126 of the New York State Education Law.

(b) Financing of the college. The sponsor, in approving the college budget shall provide one half (50%), or so much as may be necessary, of the amount of the capital costs, and at least one third (33.3%) or, in the case of a college implementing an approved plan of full opportunity, four fifteenths (26.7%), or so much as may be necessary, of the annual operating costs. Approval of the college budgets shall be in accordance with provisions of the standards and regulations of the State University trustees. The expenditure of budgeted funds shall be in accordance with the alternative auditing plans described in article 126 of the New York State Education Law. In addition, upon approval of the college's budget, the sponsor's governing body shall direct that payment of all sponsor appropriations for the community college be made within the college's fiscal year to the college's board of trustees for expenditure by the board and without further pre-audit by the sponsor.

(c) College property. The local board of trustees may acquire and shall control all real and personal property; however, title to all real property shall vest in and be held by the local sponsor in trust for the exclusive use and purposes of the college, as determined by the local board of trustees. Title to all personal property shall vest in the local board of trustees and shall be held and used by the board for college purposes, as determined by the local board of trustees

§604.2 Responsibilities and duties of the college trustees.

Under the time-honored practice of American colleges, trustees of colleges, as legal official bodies corporate, concentrate on establishing policies governing the college, and delegate responsibility for the administration and execution of those policies to their employed professional administrators. The college trustees, subject to the approval of the State University trustees, shall appoint a president

(whether permanent, acting, or interim), approve curricula, prepare, approve and implement budgets, establish tuition and fees (within legal limits), approve sites and temporary and permanent facilities. Approval or disapproval of the appointment of a president by the State University trustees shall be made in accordance with the State University trustees guidelines for the selection and approval of such appointments. The guidelines shall include a procedure for the State University trustees to receive the recommendation of the Chancellor concerning such appointment. The college trustees shall provide for the awarding of certificates and diplomas, and the conferring of appropriate degrees on the recommendation of the president and the faculty. In addition, the college trustees upon the recommendation of the president shall appoint personnel, determine and implement salary and employee benefits schedules, and approve the organizational pattern of the college.

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

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

(1) personnel policies, including the following:

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

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

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

(iv) statements regarding academic freedom; and

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

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

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

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

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

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- (6) use of college facilities for outside organizations;
- (7) admission of students;
- (8) preparation of a budget for operation of the college for submission to and approval by the local sponsor and the State University trustees;
- (9) preparation of capital equipment and capital construction budgets;
- (10) use of college facilities for research, consultation or other contractual services pursuant to the educational purposes of the college, in accordance with regulations of the college trustees and upon reimbursement to the college on a fair and equitable basis for the use of facilities or equipment; and
- (11) make available for inspection all college policies and procedures at the college for the convenience and information of members of the college constituency.

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APPENDIX III

PUBLIC OFFICERS LAW

Section 30, Paragraph 3

3. When any member of a board, commission, committee or authority, holding office by appointment of the governor, fails to attend three consecutive regular meetings of such board, commission, committee or authority, unless such absence is for good cause and is excused by the chairman or other presiding officer thereof or in the case of such chairman or other presiding officer, by the governor, the office may be deemed vacant for purposes of the nomination and appointment of a successor.

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APPENDIX IV

PUBLIC OFFICERS LAW

Article 7, Section 105

§ 105. Conduct of executive sessions

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

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

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

APPENDIX V**NASSAU COMMUNITY COLLEGE
BOARD OF TRUSTEES
CODE OF ETHICS****Enacted by Resolution [insert date]****ARTICLE I: PURPOSE**

The purpose of the Code of Ethics is 1) to protect the interest of Nassau Community College (“College”); 2) to provide guidance to the members of the Board of Trustees in the exercise of their fiduciary duties; 3) to provide a procedure for disclosure of potential conflicts of interest; and 4) to establish minimum standards of conduct. This policy is intended to supplement, but not replace, any applicable state laws governing conflicts of interest applicable to Trustees of Community Colleges in New York State, including, but not limited to, New York State Public Officers Law (“POL”) and New York State General Municipal Law (“GML”). For a Student Trustee, this policy supplements the Student Code of Conduct.

ARTICLE II: DEFINITIONS

- A. Acceptable Reasons: Shall include only medical issues/illness, family emergencies, or other circumstances deemed extraordinary by the Board.
- B. Attend or Attendance: Shall mean the presence throughout the meeting in person or by videoconferencing. While videoconferencing is an acceptable means of attendance, Board members are strongly encouraged to attend all meetings in person whenever possible.
- C. Conflict of Interest: Shall mean that a member of the Board of Trustees has existing or potential financial or other interests which impair or might reasonably appear to impair such Trustee’s independent, unbiased judgment in the discharge of his/her responsibilities to the College, or such Trustee is aware that a member of his/her family or any organization in which such Trustee (or member of his/her family) is an officer, director, employee, member, partner, trustee, or controlling stockholder, has such existing or potential financial or other interest.
- D. Fiscal Year: Shall mean each year commencing on September 1 and ending the following August 31.

- E. Member of family: Shall mean a spouse, domestic partner, parents, siblings, children, and any other relative or person who resides in the same household as the Trustee.
- F. Prohibited Activity: Shall mean and include the following:
1. No Trustee shall accept employment which will impair his/her independence of judgment in the exercise of his/her official duties. [POL §74 3(a)]
 2. No Trustee shall accept employment or engage in any business or professional activity which will require the Trustee to disclose confidential information which he/she has gained by reason of their official position or authority at the College. [POL §74 3 (b)]
 3. No Trustee shall disclose confidential information acquired by him/her in the course of official duties, and no Trustee shall use such information to further his or her personal interests. [POL §74 3(c)] [GML §805-a (b)]
 4. No Trustee shall use or attempt to use his/her official position to secure unwarranted privileges or exemptions for himself/herself or others, including employment opportunities at the College. [POL §74 3(d)]
 5. No Trustee shall engage in any transaction as representative or agent of the College with any business entity in which he/she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of official duties. [POL §73 3(e)]
 6. No Trustee shall by his/her conduct give reasonable basis for the impression that any person can improperly influence the Trustee or unduly enjoy his/her favor in the performance of official duties, or that he/she is affected by the kinship, rank, position or influence of any party or person. [POL §74 3(f)]
 7. A Trustee shall abstain from making personal investments in enterprises which he/she has reason to believe may be directly involved in decisions to be made by the Trustee or which will otherwise create substantial conflict between the Trustee's duty in the public interest and his/her private interest. [POL §74 3(g)]

8. A Trustee shall endeavor to pursue a course of conduct which shall not raise suspicion among the public that he/she is likely to be engaged in acts that are in violation of trust. [POL §74 3(h)]
9. No Trustee shall directly or indirectly solicit any gift, or accept or receive any gift having a value of seventy-five (\$75.00) dollars or more, whether in the form of money, service, loan, travel, entertainment, hospitality, thing or promise, or in any other form, under circumstances in which it could reasonably be expected to influence him/her in the performance of official duties, or was intended as a reward for any official action on his/her part. [GML §805-a(1) (a)]
10. No Trustee shall receive or enter into an agreement, express or implied, for compensation for services to be rendered in relation to any matter before the Board of Trustees or the College. [GML §805-a(1) (c)]
11. No Trustee shall receive or enter into any agreement, express or implied, for compensation for services rendered in relation to any matter before the Board of Trustees or the College whereby the Trustee's compensation is to be dependent or contingent upon any action with respect to such matter. [GML §805-a(1) (d)]
12. No Trustee shall allow his/her outside position or profession to influence or interfere with such officer's fiduciary obligations to the College.

ARTICLE III: ATTENDANCE

- A. A Trustee who intends to attend by videoconferencing shall notify the Board Secretary or his/her designee at least seven (7) days prior to the meeting to allow arrangements to be made to comply with Article 7 of POL. The Secretary of the Board or his/her designee shall keep an annual attendance record for each Trustee. If a member will be unable to attend a meeting, he/she shall notify the Secretary of the Board or his/her designee that he/she will be unavailable and the reason for such unavailability as soon as possible. The Secretary of the Board shall note the reason for unavailability in the attendance record.
- B. The Chair of the Board of Trustees and the Secretary of the Board of Trustees shall notify the Appointing Authority in September of each year of the name of any Trustees who have not attended at least three (3) of the regular and special meetings during the preceding Fiscal Year, and the reasons therefore if the Trustee provided Acceptable Reasons.

ARTICLE IV: STANDARD OF CONDUCT AND PROCEDURES

- A. No Trustee shall engage in Prohibited Activity.
- B. A Trustee shall disclose any Conflict of Interest and all material facts at a meeting of the Board of Trustees. After disclosure of any such Conflict of Interest and material facts, the Trustee shall leave the meeting at which the disclosure is made, and the Board shall determine, by vote of those present, whether a Conflict of Interest exists. If the Board determines that a Conflict of Interest exists, it may approve the transaction or arrangement if, after any further investigation, it appears that the transaction or arrangement is in the best interests of the College. The interested Trustee shall not be present during the discussion nor participate in the vote.
- C. Any Trustee who has, will have, or later acquires an interest in any actual or proposed contract with the College shall publicly disclose the nature and extent of such interest in writing to the Board of Trustees as soon as he/she has knowledge of such actual or prospective interest. Such written disclosure shall be made by such Trustee with respect to additional contracts with the same party during the remainder of the fiscal year. [GML §803(i)]

ARTICLE V: NEPOTISM

- A. No Trustee may participate in any decision specifically to appoint, hire, promote, grant tenure to, discipline or discharge a family member for any position at, for or within the College.
- B. No Trustee may supervise a family member in the performance of the family member's official powers or duties.
- C. In the event a Trustee's family member is appointed, hired, promoted or granted tenure by the College, such circumstances shall be publicly disclosed at a meeting of the Board of Trustees.

ARTICLE VI: PENALTIES

- A. Any Trustee who willfully and knowingly violates the provisions of this Code of Ethics shall be subject to the penalties described in GML §805, where applicable.
- B. The President shall notify the Chair of the Board if he/she believes that a Trustee has violated this Code of Ethics. The Board of Trustees shall notify any Trustee it believes has violated the provisions of this Code of Ethics. The notification shall be in writing and specify the section of the Code of Ethics alleged to have been violated and the facts

and circumstances surrounding such allegations. The Trustee shall have an opportunity to present information, including documents and written and other oral statements to refute the allegations. The Trustees shall then determine by a majority vote whether the Board believes the violation occurred and may ask for the resignation of such Trustee, and such other relief as it may deem appropriate under the circumstances. If deemed appropriate under the circumstances, the Board shall make a recommendation to the Trustee's Appointing Authority that such Trustee be suspended or removed from the Board of Trustees, or make such other recommendation for a penalty as the Board may deem appropriate under the circumstances.

- C. If a Student Trustee has willingly and knowingly violated any provision of this Code of Ethics, the Board of Trustees shall make a recommendation to the Dean of Students that such Student Trustee be suspended or removed from the Board of Trustees, or make such other recommendation for a penalty as the Board may deem appropriate under the circumstances.
- D. The Board of Trustees may refer to the appropriate prosecutor any matter that, in the judgment of the Board, might involve criminal misconduct. If such a referral is made, the Board shall defer taking any further action in the matter pending a determination by the prosecutor that the matter will or will not result in a prosecution.