

## COMMUNITY COLLEGE SYSTEM OF NEW HAMPSHIRE

Section: BOT 100 – Statutory Authority/ By-Laws	Date Approved: December 20, 2007 Effective Date: January 1, 2008 Amended Date: July 10, 2008
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### **110 Statutory Authority** (RSA 188-F)

188-F:1 Community College System of New Hampshire Established. The Community College System of New Hampshire is hereby established and made a body politic and corporate, the main purpose of which shall be to provide a well-coordinated system of public community college education offering, as a primary mission, technical programs to prepare students for technical careers as well as general, professional, and transfer programs, and certificate and short term training programs which serve the needs of the state and the nation. The colleges of the Community College System of New Hampshire are authorized to grant and confer in the name of the colleges all such degrees, literary titles, honors, and distinctions as other community colleges may of right do. The Community College System of New Hampshire shall include, but is not limited to, colleges in Berlin, Claremont, Concord, Laconia, Manchester, Nashua, and Stratham/Portsmouth.

188-F:2 Governance. The Community College System of New Hampshire shall be governed by a single board of trustees which shall be its policy-making and operational authority. The board of trustees shall be responsible for ensuring that the colleges operate as a well coordinated system of public community college education.

### **120 By-Laws**

#### ARTICLE I

##### Name, Purpose, Location and Seal

Section 1. Name. The name of the Organization shall be the Community College System of New Hampshire (hereinafter referred to as the Organization), under which name its business and affairs shall be conducted in accordance with its articles.

Section 2. Purposes. The Organization shall be established and made a body politic and corporate, the main purpose of which shall be to provide a well-coordinated system of public community college education

offering as a primary mission, technical programs to prepare students for technical careers as well as general, professional, and transfer programs, and certificate and short term training programs which serve the needs of the state and the nation. (RSA 188-F:1)

Section 3. Location. The location of the principal office of the Organization shall be 26 College Dr., Concord, NH 03031, unless otherwise designated by the Organization Board of Trustees.

Section 4. Seal. The Seal of the Organization shall be in a form determined by the Board of Trustees and may be changed from time to time at pleasure, but shall always include the words: "Community College System of New Hampshire."

## **ARTICLE II**

Organization of the Board of Trustees (RSA 188-F:4)  
(36 members: 13 non-voting, 2 voting students,  
21 voting appointed by Governor/Council)

Section 1. Membership and Terms

188-F:4 Board of Trustees; Community College System of New Hampshire. The governance of the Community College System of New Hampshire shall be vested in a single board of trustees composed as follows:

I. The governor, the chancellor and the vice-chancellor of the Community College System, the president of each college within the Community College System, and the commissioners of the departments of resources and economic development, employment security, and education, all of whom shall be nonvoting members.

II. The following voting members who shall be appointed by the governor with the advice and consent of the council:

(a) Four members from the fields of business and industry.

(b) One member who shall be a high school vocational/technical education director.

(c) One member who shall be an alumnus of one of the colleges within the Community College System.

(d) One member from the field of education.

(e) One member from the health care profession.

(f) Two members from the building or mechanical trades who represent labor.

(g) One member from the community service sector.

(h) One member from the law enforcement community.

(i) Eight members from the general public.

(j) Two members who shall be New Hampshire residents and who are full-time students enrolled in one of the colleges within the Community College System. The student trustees shall be voted from the colleges within the Community College System of New Hampshire locations proceeding in alphabetical order and shall be elected by the student body of the campus responsible for providing the student trustee. The student trustees shall serve a one-year term commencing June 1 of the year for which the student was elected and ending May 31 of the next year. In the event that a student trustee ceases for any reason to attend the school from which the student was elected, the chancellor of the Community College System of New Hampshire shall declare a vacancy in that student trustee position, and the next school in order shall elect the student trustee who shall serve for the remainder of the predecessor's term and an additional one-year term immediately thereafter.

(k) One member from the technology sector.

III.(a) The terms of office for appointed and elected members, except for the student members, shall be 4 years unless otherwise specified in this section, and shall end on June 30, except for the student members.

(b) In cases where the terms of office of the members of the board of trustees do not expire in successive years, the governor, with the advice and consent of the council may, in making any appointment or filling any vacancy to such office, appoint any person for a period less than the full term or up to one year greater than the full term in order to adjust the terms of each member so that terms of office of no more than 5 members per year will expire.

IV. At least one voting member shall be from each executive council district.

V. Each member, except the student member, shall hold office until a successor is appointed and qualified. Vacancies shall be filled for the unexpired term only, except as provided in RSA 188- F:4, II(j) and subparagraph III(b). The appointment of successors for the filling of vacancies for unexpired terms shall be by appointment or election in the same manner as the original appointment.

VI. All board members shall be New Hampshire residents.

VII. Except for the governor and locally elected municipal officials, no person who holds elected public office shall serve on the board.

### **ARTICLE III**

#### **Operation of the Board of Trustees**

##### **Section 1. Election of Officers.**

- A. The Chairperson of the Board shall charge the Governance Committee to submit a list of nominees annually, normally at the April meeting, at which time the officers of the Board shall be elected. Officers elected shall hold their respected offices until their successors are chosen. Vacancies may be filled by the Chairperson at any time, on a pro-tem basis, subject to the approval of the Board at a subsequent meeting.
- B. All officers shall be elected annually.

##### **Section 2. Officers of the Board.**

- A. The Board shall elect its own Chairperson and Vice Chairperson annually. (RSA 188-F:5 I)
  - 1. The Chairperson of the Board shall preside at all meetings of the Board and shall appoint all Committee members and all Committee Chairpersons.
  - 2. The Vice Chairperson of the Board shall act for the Chairperson of the Board at the discretion or in the absence of the Chairperson, and shall perform other duties as may be assigned by the Chairperson.
- B. The Board shall elect a Treasurer, who, normally, shall also be the Chairperson of the Finance and Audit Committee. The Board shall choose a Treasurer, who shall give a bond satisfactory to the trustees for the faithful discharge of duties as Treasurer. The Trustees may, in their discretion, require a bond for any other persons employed by or administering the affairs of the Community College System. Said Trustees shall determine the amount and sufficiency of the surety of said Treasurer's bond or any other bonds required under this section (RSA 188-F5 II).
- C. The Board shall choose a Secretary, who shall keep a record of Proceedings.

The Board of Trustees may, from time to time, designate one or more persons who may or may not be Trustees, to be an Assistant Secretary. The duties of the Assistant shall be the same as those of the Secretary, with the Assistant being empowered to perform the duties of the Secretary during the absence of the Secretary or in such other circumstances as may apply. An Assistant Secretary shall have such other duties and powers as the Board of Trustees shall determine.

D. The Immediate Past Chairperson of the Board, provided he or she remains as an appointed member, shall be an officer of the Board, shall serve on the Executive Committee, and may perform other duties as mutually agreed with the Chairperson.

Section 3. Removal of Officers. An officer of the Board may be removed from office at any time by a vote of two-thirds majority of the Board members eligible to vote. A vacancy thus created will be filled as prescribed in Article III, Section 1.

Section 4. Resignation of Officers. Any Trustee may resign at any time by submitting a written statement of resignation to the Chairperson of the Board.

Section 5. Quorum. Twelve voting members shall constitute a quorum for the transaction of business, but not less than 12 affirmative votes shall be required to elect the Chancellor of the Community College System (RSA 188-F: 5 III).

Section 6. Meetings. The Board shall meet at such times and places as it may determine, but shall hold regular meetings no less than once every 3 months. The Chairperson shall call special meetings upon the written request of any 5 Board members or upon the Chairperson's own motion (RSA 188-F:5 IV).

Section 7. Compensation. Members shall receive no compensation for their services but shall be reimbursed for expenses reasonably incurred by them in the performance of their duties (RSA 188-F: 15 V).

#### **ARTICLE IV**

##### **Committees of the Board of Trustees**

Section 1. Membership. The Governor of the State, the Chancellor, and Vice-Chancellor of the Community College System shall be ex officio members of all committees.

The Chancellor, Vice-Chancellor and Presidents shall not be voting members of any committee.

Any Trustee may attend any committee meeting.

Each committee shall act within the authority delegated to it; shall keep the Board informed of its activities; and shall submit recommendations to the Board whenever the issues or proposals before it require Board action.

## Section 2. Standing Committees

### A. Executive Committee

There shall be an Executive Committee, which shall consist of the Board Chairperson, Vice Chairperson, Secretary, Treasurer, Immediate Past Chair and the Chairpersons of each active Standing Committee of the Board. The Chairperson of the Board shall be the Chairperson of the Committee.

The Executive Committee is authorized and empowered to act on behalf of and in the name of the Board of Trustees in all matters requiring Board action between regular Board meetings, except that it may not take action against an expressed policy of the Board.

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

In addition, the Executive Committee shall have the responsibility to:

- Annually evaluating the Chancellor, and reviewing the performance evaluations of the Presidents and principal administrators who report directly to the Chancellor;
- Recommend the appointment and compensation of the Chancellor to the Board;
- Address the visibility, state-wide awareness and reputation of the System and guide marketing priorities;
- Lead and conduct periodic strategic planning, including review of the Mission, and Board development initiatives;

- Review the congruence of College strategic plans with the Board's strategic plan;
- Provide direction and leadership of fund raising and related institutional advancement initiatives.
- Assume responsibility for those activities that may arise which are not assigned to another standing committee

All Board members will be notified and invited to all Executive Committee meetings. The Chair shall notify each member of the Board of all actions taken by the Executive Committee not later than one week after any the meeting of the committee, and all actions shall be reported at the next regular meeting of the Board.

#### B. Finance and Audit Committee

There shall be a Finance and Audit Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Finance and Audit Committee, in accord with Board policies, shall have the responsibility to:

- Monitor financial planning and reporting
- Review and recommend proposed capital and operating budgets to the Board
- Approval of annual operating budgets and certain budget transfers and special expenditures
- Approval of contracts and purchasing
- Manage the investment of operating and reserve funds
- Oversee internal and external audit and compliance matters.

#### C. Academic and Student Affairs Committee

There shall be an Academic and Student Affairs Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Academic and Student Affairs Committee, in accord with Board policies, shall have the responsibility to:

- Approve admission standards and graduation requirements.

- Approve proposals for new academic programs or substantial revisions to existing programs, including the phase out of programs.
- Review periodically status of individual college accreditations, including library information resource, outcomes assessment, and strategic planning.
- Understand initiatives for community education, business, industry and workforce training, and educational collaborations with high schools, educational organizations and institutions of higher education.
- Review and approve programs related to student governance, student responsibility and student services.

#### D. Personnel Committee

There shall be a Personnel Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Personnel Committee, in accord with Board policies, shall have the responsibility to:

- Review and recommend employment policies to the Board
- Prepare and recommend policies regarding compensation and benefits to the Board
- Monitor and report on matters of equal employment opportunity, and related employment initiatives
- Review and approve professional development and training programs
- Recommend approaches and parameters associated with employee and labor relations
- Review and recommend initiatives in the arena of campus safety and security.

#### E. Facilities and Capital Budget Committee

There shall be a Facilities and Capital Budget Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Facilities and Capital Budget Committee, in accord with Board policies, shall have the responsibility to:

- Establish the guidelines for the preparation of the biennial capital budget, reviewing capital budget requests and recommending the capital budget to the Finance and Audit Committee
- Review and approve campus master plans and the six-year capital project plans
- Review and approve maintenance and construction contracts and making recommendations, when appropriate, to the Finance and Audit Committee
- Review other special projects that relate to the expansion and improvement of the CCSNH including but not limited to capital leases and grant funded facilities.
- Review, approve and recommend- to the full Board the acquisition and disposition of land and buildings.

F. Legislative and Government Relations Committee

There shall be a Legislative and Government Relations Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Legislative and Government Relations Committee shall have the responsibility to:

- Consult with the Chancellor and staff on legislative strategies and seek approval from the Board of Trustees.
- Provide guidance to the System Office to develop grassroots support through a network of Presidents, faculty, alumni and business partners.
- Work with the Executive Committee and the Chancellor and staff to develop a proactive legislative agenda that meets the needs of the CCSNH.

## G. Governance Committee

There shall be a Governance Committee whose members and chairperson shall be appointed by the Chairperson of the Board.

The Governance Committee, in accord with Board policies, shall have the responsibility to:

- Periodically review bylaws and Board policies.
- Develop expectations for Board membership.
- Interview and evaluate potential Board members after the Board Chairperson discusses with the Governor.
- Evaluate member participation and make recommendations to the full Board on term renewal.
- Annually nominate a slate of Board Officers.
- Coordinate the orientation for new Board members and conduct periodic education for Board members regarding their duties and responsibilities.
- Assess Board effectiveness through periodic evaluation.
- Oversee compliance with legal responsibilities, such as the filing of annual reports and conflict of interest reporting (typically done in January).

**ARTICLE V**  
Authority of the Board of Trustees  
(RSA 188-F:6)

The Trustees shall have the management and control of all the property and affairs of the Community College System, all of its colleges, divisions, and departments. In addition to this authority, the trustees are authorized to:

I. Develop and adopt bylaws for the regulation of its affairs and the conduct of business and to adopt an official seal and alter it as necessary or convenient.

II. Oversee the administration of the Community College System of New Hampshire and its colleges, divisions, and departments, and to determine the organizational structure and operational policies and procedures for the Community College System.

III.(a) Appoint and fix the compensation of a chancellor of the Community College System of New Hampshire who shall serve as the chief executive officer of the Community College System, as the Community College System's primary liaison with the general court and other elements of state government, and as chief spokesperson for the Community College System. The chancellor shall be qualified by education and experience and shall serve at the pleasure of the board.

(b) Approve the nomination by the chancellor, and fix the compensation of a vice-chancellor who shall be qualified by education and experience and who shall serve at the pleasure of the chancellor.

(c) Approve the nomination by the chancellor, and fix the compensation of a president of each Community College System of New Hampshire college, who shall be the chief academic and administrative officer of his or her institution. The president, who shall report to the chancellor, shall be the chief executive officer of his or her college, and shall have the authority for and be responsible for the general administration and supervision of all operations of that college, and shall have such other duties as the board of trustees may determine. The president shall be qualified by education and experience and shall serve at the pleasure of the board.

(d) Appoint and fix the compensation and duties of such other Community College System of New Hampshire administrators as are needed to provide a well-coordinated system of public higher education.

(e) Employ and prescribe the duties of personnel as may be necessary to carry out the purposes for which the Community College System of New Hampshire has been created.

IV. Accept legacies and other gifts to or for the benefit of the Community College System.

V. Accept any moneys accruing to the Community College System and its colleges, or moneys appropriated by or received from the United States government or the state of New Hampshire, including federal financial aid, and any grant moneys from state or federal governmental agencies, public or private corporations, foundations or organizations for the benefit and support of the Community College System.

VI. Prepare and adopt a biennial operating budget for presentation to the governor and the general court. Each college within the Community College System of New Hampshire and the chancellor's office shall be considered a separate budgetary unit. The Community College System of New Hampshire shall submit its budget in the same format and at the same time as other state agencies. All claims to be presented for the issuance of warrants submitted by the colleges and the system office of the Community College System of New Hampshire shall be pre-audited by the Community College System of New Hampshire, and such certification shall be sufficient evidence for the director of the division of accounting services to fulfill such responsibilities relative to the debt incurred by the Community College System of New Hampshire.

VII. Prepare and adopt a biennial capital improvements budget for presentation to the governor and the general court.

VIII. Receive, expend, allocate, and transfer funds within the Community College System of New Hampshire as necessary to fulfill the purposes of the Community College System. The Community College System of New Hampshire shall report the amount and purpose of all transfers from one program appropriation unit of the budget to a different program appropriation unit to the fiscal committee of the general court by November 1 of each year. Copies of such reports shall be sent to the house education committee and the senate education committee. The trustees shall have no authority over funds in the police standards and training council training fund established in RSA 188-F:30, or any other funds appropriated to the police standards and training council or to the Christa McAuliffe Planetarium, which shall not be commingled with any funds of the Community College System of New Hampshire.

IX. Invest any funds not needed for immediate use, including any funds held in reserve, in property and securities in which fiduciaries in the state may legally invest funds.

X. Establish and collect tuition, room and board, and fees, and to set policies related to these and other charges, including fees for the reasonable use of Community College System of New Hampshire facilities.

XI. Enter into any contracts, leases, and any other instruments or arrangements that are necessary, incidental, or convenient to the performance of its duties and responsibilities.

XII. Acquire consumable supplies, materials, and services through cash purchases, sole-source purchase orders, bids, or contracts as necessary to fulfill the purposes of this chapter.

XIII. Acquire by purchase, gift, lease, or rent any property, lands, buildings, structures, facilities, or equipment necessary to fulfill the purposes of this chapter.

XIV. Grant or otherwise transfer utility easements.

XV. Authorize and enter any contracts, leases, and any other instruments or arrangements that are necessary, incidental, or related to the construction, maintenance, renovation, reconstruction, or other necessary improvements of Community College System of New Hampshire buildings, structures, and facilities.

XVI. Develop and adopt personnel policies and procedures for the community colleges. The board of trustees shall determine the qualifications, duties, and compensation of its employees and shall allocate and transfer personnel within the Community College System of New Hampshire as necessary to fulfill the purposes of this chapter.

XVII. Appoint or identify college or program advisory committees to advise the community colleges with respect to strategic directions, general, professional, career, and training policies and programs and their modification to meet the needs of the state's economy and the changing job market.

XVIII. Adopt principles of effective self-governance and to assess board processes, policies, and operations in light of such principles.

XIX. Delegate duties and responsibilities as necessary for the efficient operation of the Community College System of New Hampshire and to do other acts or things necessary or convenient to carry out the powers and duties set forth in this chapter.

XX. By and with the consent of the governor and council, borrow on the credit of the Community College System of New Hampshire in anticipation of income for the purpose of forwarding its building program, not exceeding \$500,000 in any one fiscal year. All amounts so obtained in any fiscal year shall be repaid from the income of the next succeeding year.

XXI. Oversee the administration of the CCSNH and its institutions, including determining the organizational and administrative structure of the Community College System, excluding the planetarium as defined in RSA 12-L:1, III, the Police Standards and Training Council as established in RSA 188-F:24, and any other agency administratively attached to the CCSNH.

XXII. Notwithstanding RSA 4:15, the Chancellor in consultation with the chairperson of the Board of Trustees, shall be authorized to enter into educational service agreements and contracts, and accept and expend funds associated with such contracts and agreements within current and available appropriations, for the purpose of delivering education, customized training or retraining, technical assistance and services, and managerial consulting services to New Hampshire businesses, non-profit organizations, professional associations, communities, state and local governmental agencies, and any other interested parties.

XXIII. Exercise any other authority established by statute.

## **ARTICLE VI**

### Conflict of Interest

It shall be the policy of the CCSNH that conflicts of interest between the CCSNH and its Trustees, officers and employees be avoided and that pecuniary benefit transactions be disclosed and approved by the Board. The CCSNH shall follow all statutory requirements of the federal and state laws which apply to the CCSNH, including the provisions of RSA 7:19, 11 and 292:6a and all such laws are incorporated in full into and made part of this Article. All potential conflicts or pecuniary benefit transactions as defined by said statute shall be reported to the Board and acted upon by it as required by law and no person shall vote or be present for the action by the Board in relation to any such matter involving that person.

## **ARTICLE VII**

### Non-discrimination

The CCSNH shall not discriminate on the basis of race, color, creed, sex, age, national origin, handicap or sexual orientation in the recruitment admission of students, the recruitment of employment of faculty and staff, and the operation of any of its programs and activities and shall maintain rules and regulations to implement this policy.

## **ARTICLE VIII**

### **Amendment**

These bylaws may be amended by a two-thirds vote of the Trustees present at a meeting duly called or at which due notice of such action has been given for that purpose.

Notice of proposed amendments to these bylaws shall be made to all members at least 14 calendar days before any duly called meeting to consider such amendments.

12/14/07

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