

COMMUNITY COLLEGE SYSTEM OF NEW HAMPSHIRE

Section: BOT 100 – Statutory Authority/ By-Laws	Date Approved: December 20, 2007 Effective Date: October 4, 2012 Amended Date: April 6, 2017
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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 Portsmouth.

188-F:1-a Transfer. All functions, powers, duties, books, papers, records, and property of every kind, tangible and intangible, real and personal, heretofore possessed, controlled, or used by the former department of regional community-technical colleges are hereby transferred to and vested in the board of trustees of the community college system of New Hampshire established in RSA 188-F:4. Nothing in this section shall transfer property of the McAuliffe-Shepard discovery center or the police standards and training council.

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.
- (l) One member who shall be an employee of the community college system of New Hampshire. Such trustee position shall rotate among the institutions within the community college system of New Hampshire, proceeding in alphabetical order beginning with the college that is first alphabetically. The institutions within the community college system of New Hampshire, through an election at an all-college/institutional forum, shall nominate a slate of 3 employees, that shall not include members of the community college system leadership team (SLT),

whose names shall be forwarded to the governor who shall choose one for the nomination. The employee-trustee shall serve a 2-year term. In the event the employee-trustee is unable for any reason to serve the entire term, the chairman of the board of trustees shall declare a vacancy in that employee-trustee position. Upon expiration or vacancy of such term, the next institution in order shall nominate a slate of 3 employees, not to include a member of the SLT, whose names shall be forwarded to the governor for consideration.

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. Officers and the Election of Officers of the Board.

- A. The officers of the Board of Trustees shall consist of the Chair, Vice Chair, Secretary, Treasurer, and Past Chair who shall be elected from members of the Board.
- B. All officers shall be elected annually. The Chair of the Board shall charge the Governance Committee with recommending a list of

nominees annually, normally at the April meeting, at which time the officers of the Board, including the Chair and Vice Chair, shall be elected. Officers elected shall hold their respective offices until their successors are chosen or their term as a Trustee expires, whichever occurs first.

Officer vacancies through the year may be filled on a pro-tem basis, subject to the approval of the Board at a subsequent meeting.

- C. The Chair of the Board shall preside at all meetings of the Board and shall appoint all Committee Chairs (with the exception of the Finance Chair, who shall be the Treasurer as elected by the Board), Vice Chairs, and Committee members, following the meeting in during which the Officers of the Board are elected.
- D. The Vice Chair of the Board shall act for the Chair at the discretion of, or in the absence of the Chair, and shall perform other duties as may be assigned by the Chair. The Vice Chair is not necessarily expected to assume the position of Chair if a change of Board leadership occurs during the year.
- E. The Board shall elect a Treasurer who shall give a bond or comparable insurance coverage satisfactory to the Trustees for the faithful discharge of duties as Treasurer. The Trustees may, at their discretion, require a bond or comparable insurance coverage 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 or comparable insurance coverage required under this section.
- F. The Board shall elect a Secretary, who shall keep a record of proceedings.

The Board may, from time to time, elect 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 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 shall determine.

G. The Immediate Past Chair 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 Chair.

- Section 2. 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 3. Resignation of Officers. Any Trustee may resign at any time from his or her officer role by submitting a written statement of resignation to the Chair of the Board.
- Section 4. Quorum. Twelve voting members shall constitute a quorum for the transaction of business on behalf of the entire Board, but not less than 12 affirmative votes shall be required to elect the Chancellor of the Community College System.
- Section 5. Meetings. The Board will meet at such times and places as it may determine, but shall hold regular meetings no less than once every three months. The Chair shall call special meetings upon the written request of any five Board members or upon the Chair's own motion.
- Section 6. Compensation. Members shall receive no compensation for their services but will be reimbursed for expenses reasonably incurred by them in the performance of their duties.

ARTICLE IV

Committees of the Board of Trustees

Section 1. Membership.

Each Committee shall consist of a minimum of five Trustees. One member of each Committee shall be a College President, with the exception of the Executive and Audit Committees. Each Committee shall act within the authority delegated to it and shall submit recommendations to the Board whenever the issues or proposals before it require Board action.

The Executive Committee consists of the Officers of the Board, the Chairs of each of the standing Committees of the Board, and two

additional voting Trustees to serve as members-at-large selected by the Board Chair. The Board Chair is the Chair of the Committee.

The Chairs of the following Committees may recommend to the Chair of the Board a maximum of two College Advisory Board members to serve as additional non-voting members for a one-year term:

- Academic and Student Affairs & Workforce Development Committee
- Facilities & Capital Budget Committee
- Marketing Committee
- Safety & Risk Management Committee

The Chancellor or designee shall participate in Committee meetings or activities in order to promote the exchange of information and timely response.

Meetings

Each Committee will meet at least three times per calendar year, with the exception of the Finance Committee (which meets quarterly) and the Executive Committee (which meets as circumstances dictate). Committees may also meet at the call of the Committee Chair, Committee Vice Chair, the Chair of the Board, or the Chancellor. Also, any Committee member may request that the Committee Chair or Vice Chair call a meeting of the Committee of which they are a member.

At any Committee meeting, a majority of the voting committee members shall constitute a quorum and the affirmative vote necessary to move a recommendation forward to the full Board of Trustees or authorize action by the Committee.

Ex-Officio Trustees assigned to the Committees shall be voting members.

Minutes of all Committee meetings shall be recorded and approved by the Committee.

Approved minutes shall be distributed to the entire Board.

Any Trustee may attend any Committee meeting. Other Trustees and guests may attend meetings and participate as allowed by the Committee Chair in discussions but may not present motions, seconds, or votes.

Committee Responsibilities

Each Committee shall establish a calendar and annual goals and report them to the Chair of the Board.

In order to effectively carry out its responsibilities, each Committee shall be authorized to access internal and external information. This authority includes the ability to utilize CCSNH staff and external resources as needed to fulfill the Committee's responsibilities.

The Committee will be respectful of the managerial functions of the administrative staff and mindful of adhering to Board guidelines regarding the proper degree of involvement.

Section 2. Standing Committees

A. Executive Committee

Statement of Purpose

The purpose of the Executive Committee is to make decisions on behalf of the Board if required, as appropriate. The Executive Committee shall exercise the powers and authority of the Board of Directors relative to matters that arise between regularly scheduled Board meetings or when it is not practical or feasible for the Board to meet. The Committee is delegated the authority to act as the full Board when exercising the powers and authority, subject to the limitations listed below.

Responsibilities

To fulfill its purposes, the Committee shall act on behalf of the Board regarding matters of urgency that arise between scheduled Board meetings or when it is not practical or feasible for the Board to meet. However, the Executive Committee shall not have the power or authority to act on behalf of the Board with respect to the following matters:

- Adopting, amending or repealing any provision of the by-laws;
- Amending the organization's mission;
- Filling Board vacancies;
- Changing the membership of, or filling vacancies in, the Executive Committee;
- Appointing or terminating the appointment of the Chancellor or a College President; and

- The amendment or repeal of any resolution of the Board which by its terms shall not be so amended or repealed. The Executive Committee may call special meetings of the Board when required; and regularly report to the full Board relative to Committee findings, recommendations, and actions, and any other matters the Committee deems appropriate or the Board requests.

B. Finance Committee

Statement of Purpose

The role of the Finance Committee is to monitor the fiscal affairs of the Community College System of New Hampshire (CCSNH) and to advise the Board of Trustees and System Office and Colleges regarding fiscal policies. The Committee shall assist the Board in fulfilling its financial oversight responsibilities for CCSNH and the respective community colleges.

Responsibilities

The Finance Committee, in accordance with Board policies, shall have the responsibility to:

- Monitor financial planning and reporting.
- Review in depth the proposed biennial operating and capital budgets and make recommendations to the full Board.
- Approve certain budget transfers and special expenditures as outlined in the Board and System policies.
- Approve contracts and purchasing as outlined in the Board and System policies.
- Monitor the management the investment of operating and reserve funds.

C. Audit Committee

Statement of Purpose

The role of the Audit Committee is to ensure integrity of financial statements, effectiveness of internal controls and compliance with legal and ethical requirements.

Responsibilities

The Audit Committee shall have the responsibility to oversee all material aspects of the CCSNH's financial reporting, internal controls and audit functions, including:

Financial Reporting

- Discuss, review and assess the annual financial statements with management and the auditors before they are released to the public or filed with funders or regulators.
- Discuss, review and assess the key financial statement issues and risks, their impact or potential effect on reported financial information, the processes used by management to address such matters, related auditors' views and the basis for audit conclusions.
- Approve changes in important accounting principles and the application thereof in both interim and annual financial reports.
- Advise financial management and external auditors that they are expected to provide a timely analysis of significant current financial reporting issues and practices.

Risks and Controls

- Meet and review with the external auditors CCSNH's operational and financial risk management process, including the adequacy of the overall control environment and controls in selected areas representing significant risk. Ensure appropriate action is taken as warranted.
- Meet and review with the external auditors CCSNH's system of internal controls for detecting accounting and financial reporting errors, fraud and defalcations, and legal and tax code violations. Ensure appropriate action is taken as warranted.
- Review with legal counsel any matters that may have a material impact on the financial statements.

External and Internal Auditors

- Ensure that an external auditing firm performs a yearly audit under the generally accepted auditing standards for colleges and universities as adopted by the American Institute of Certified Public Accountants
- Recommend the selection of the external auditors for approval by the Board of Trustees.
- Instruct the external auditors that they are responsible to the Board and the Audit Committee as representatives of the CCSNH. In that regard, confirm that the external auditors will report all relevant issues to the Committee in response to agreed-upon expectations.

- Assess the independence of the external auditor on an annual basis by reviewing the written communication from the external audit required by professional auditing standards and discussing any relationships disclosed that may impact auditor objectivity and independence. Consider, in consultation with the external and internal auditors, their audit scopes and plans to ensure completeness of coverage, reduction of redundant efforts and the effective use of audit resources.
- Review and approve requests for any audit-related or permitted non-audit services to be performed by the external auditors, and be advised of any other study undertaken at the request of management that is beyond the scope of the audit engagement letter.
- Review with management and the external auditors the results of the annual audit and related comments in consultation with other Committees as deemed appropriate, including any difficulties or disputes with management, any significant changes in the audit plans, the rationale behind adoptions and changes in accounting principles, and accounting estimates requiring significant judgments.
- Provide a medium for the external auditors to discuss with the Audit Committee their judgments about the quality, not just the acceptability, of accounting principles and financial disclosure practices used or proposed to be adopted by the CCSNH.
- Discuss the significant findings of the audit including:
 - Critical accounting policies and practices used by the CCSNH
 - Alternative accounting treatments within generally accepted accounting principles related to material items that have been discussed with management
 - Other material written communications between the accounting firm and management (e.g., management representation letters, engagement letters, etc.)
- Approve changes in the employment of individuals charged with the internal audit function.
- Instruct the internal auditors that they are ultimately responsible to the Board through the Committee.
- Review with the internal auditors any changes in the scope of their plans, if applicable.
- Review with the internal auditors the results of their monitoring of compliance with CCSNH's code of conduct.

Other

- Establish and monitor procedures for the receipt, retention and treatment of complaints received by the CCSNH regarding accounting, internal accounting controls or auditing matters, including procedures for the confidential, anonymous submission by employees of the CCSNH of concerns regarding questionable accounting, financial reporting, fraud, defalcation or auditing matters.
- Conduct or authorize investigations into any matter within the Committee's scope of responsibilities. The Committee is empowered to retain independent counsel and other professionals to assist in conducting any such investigation.
- The Committee shall establish (and review annually) an operating charter that describes in detail how the Committee will undertake its work, an annual calendar, and clearly presents the content and timing of communications to the Board.

Special Authorities

In order to effectively carry out its responsibilities, the Audit Committee shall be authorized to access internal and external information relevant to audit functions. This authority includes the ability to hire and terminate internal and external auditors and advisors and to approve services and fees to such resources. This authority includes the power to secure independent counsel and other professionals to assist in the conduct of the Committee's responsibilities.

D. Academic and Student Affairs and Workforce Development Committee

Statement of Purpose

The role of the Academic and Student Affairs and Workforce Development Committee is to provide oversight and to monitor all CCSNH academic programs and policies to ensure: (1) consistency with the system's mission, priorities and strategic plan; (2) that the quality, effectiveness and outcomes of academic programs are regularly assessed; and (3) that the student interests and workforce needs of the community and business are aligned and met. The Committee shall advance a campus environment that promotes students' well-being and academic success where students can achieve their fullest potential.

Responsibilities

The Academic and Student Affairs and Workforce Development Committee shall have the responsibility to:

- Review and recommend, as appropriate, to the Board of Trustees admission standards and graduation requirements;
- Review and recommend, as appropriate, to the Board, new Associate degree programs and fundamental revisions including phasing out of existing Associate degree programs;
- Inquire into and report to the Board on existing programs, assessment of effectiveness and achievement of strategic objectives;
- Inquire into and report to the Board on status of individual college accreditations, college-level strategic planning for alignment with system-wide established strategic plan, and key student outcomes (*i.e.*, graduation, retention and transferability rates);
- Inquire into and report to the Board on collaborative and joint programs including credit transfer agreements and effectiveness among CCSNH colleges and achievement of strategic objectives;
- Inquire into and report to the Board on dual enrollment, articulation agreements and transfer programs with high schools and other institutions of higher education;
- Review and recommend, as appropriate, to the Board, strategic initiatives and programs related to workforce training, economic development, and industry engagement;
- Review and recommend, as appropriate, to the Board, strategic initiatives and programs related to student governance, student responsibility and student services;

E. Human Resources Committee

Statement of Purpose

The role of the Human Resources Committee is to ensure integrity and effectiveness of human resources policies, programs and systems; to facilitate effective employee engagement and organizational development; and ensure compliance with legal and regulatory requirements.

Responsibilities

The Human Resources Committee acts on behalf of the Board of Trustees to oversee employment policies, collective bargaining, compensation and benefit programs, employee and labor relations, employee engagement and organizational development, recruitment and retention, and regulatory compliance. Its role includes:

- Approving and recommending policies and compensation and benefit programs for personnel exempt from the collective bargaining process;
- Overseeing collective bargaining efforts; reviewing and recommending human resources system enhancements and organizational development and employee engagement initiatives; and
- Monitoring compliance with legal, ethical, and regulatory requirements.

F. Facilities and Capital Budget Committee

Statement of Purpose

In the broadest sense, the role of the Facilities and Capital Budget Committee is to:

- Help guide Facilities and Capital Budget planning, including buildings, grounds and infrastructure;
- Monitor the state of the institution's physical plant, budgets and expenses for capital assets, and major project milestones; and
- Offer specialized expertise in areas such as engineering, architecture and real-estate development.

Within the context of oversight, the Facilities and Capital Budget Committee shall work with system facilities staff, administration, and college leadership on:

- Long-range asset preservation;
- Capital-asset preservation and renewal;
- Major capital projects;
- Plant operations and maintenance;
- Facilities issues related to safety and risk management;
- Facilities-related policies and procedures.

The Facilities and Capital Budget Committee reviews recommendations from facilities staff, administration, and college leadership, monitoring current physical-plant related issues, and informing future planning.

Responsibilities

The Facilities and Capital Budget Committee 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 Committee;
- Review and approve campus master plans and the six-year capital project plans;
- Review and approve maintenance and construction contracts and make recommendations, when appropriate, to the Finance 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.

G. Governance Committee

Statement of Purpose

The role of the Governance Committee is to seek out, assess, and recommend to the Governor of New Hampshire qualified individuals for positions on the CCSNH Board of Trustees; annually recommend to the full Board the slate of Officers; review the overall effectiveness and performance of the Board and its members; support Board education and development and review and consider other matters of governance such as Board succession planning, conflicts of interest, and other matters referred to the Committee by the CCSNH Board, its Chair, or Chancellor.

Responsibilities

The Governance Committee shall have the responsibility to:

- Seek out, assess, and recommend qualified candidates for the CCSNH Board. In doing so, the Committee will be mindful of the need to attract diverse and talented candidates with a breadth of experience and capabilities, consistent with the area of competency and geography as designated in the Board By-Laws;
- Review and recommend changes to, as necessary, the CCSNH code of conduct;
- Review completed Conflict of Interest statements annually for existing members and upon appointment for new members;

- Annually survey individual Board members regarding their interests in Board leadership opportunities and preferences related to serving on Committees. Prior to the annual meeting of the Board, the Committee will identify and recommend a slate of Officers to be voted upon by the full Board;
- Survey its members biannually and recommend any needed changes to help increase the overall effectiveness and performance of the Board;
- Annually survey the Board to support the Chair with his/her Committee assignments;
- Spearhead an annual process of peer evaluation;
- Recommend resources and development opportunities, including the annual Board retreat, in order to educate, inform and update Board members about trends and topics in higher education with an emphasis on community colleges;
- Support and conduct orientation sessions, and facilitate mentoring resources and opportunities for Trustees;
- Perform other assignments as delegated by the Chair, Chancellor, and/or Board.

H. Marketing Committee

Statement of Purpose

The role of the Marketing Committee is to monitor and provide insight relative to the marketing and promotion activities of the Community Colleges.

Responsibilities

The Marketing Committee shall have the responsibility to:

- Review and analyze data, develop recommendations to strengthen the brand, increase awareness of the Community Colleges, and improve understanding of services provided by the Colleges;
- Review and analyze data and make recommendations to the Board concerning marketing initiatives to ensure alignment with strategic initiatives, consistent messaging and coordination between the system, colleges and Board;
- Review and analyze survey data to determine changes in target audience awareness and perception over time;
- Develop and implement programs to raise awareness among the Trustees of the role they play as ambassadors for the community colleges.

I. Safety and Risk Management Committee

Statement of Purpose

The role of the Safety and Risk Management Committee is to provide oversight and monitor CCSNH safety initiatives and to advise the Board of Trustees and CCSNH administration regarding safety and risk management policies to promote a safe and healthy working and learning environment.

Responsibilities

The Safety and Risk Management Committee shall have the responsibility to:

- Develop a system-wide organization risk philosophy and approach to promote a safe and healthy working and learning environment.
- Monitor all enterprise risks, recognizing the risk-related responsibilities delegated to other Board Committees, including Finance, Personnel and Audit, acknowledging that other Committees may monitor specific risk management activities related to their purpose;
- Recommend strategy setting across the system designed to identify potential events that may affect the organization, and evaluate processes to provide reasonable assurance that objectives will be achieved and assess the system's strategies related to risk exposures;
- Review risk management programs, policies and procedures and periodically perform a gap analysis to identify any risks that may have been overlooked or risks that should be assessed for future consideration;
- Encourage and promote system-wide education and compliance with health- and safety-related regulatory standards as well as related best practices and process improvement opportunities including communication and training;
- Encourage and promote system-wide networking opportunities to facilitate the free exchange of information, reporting and resolution of issues of mutual concern; and
- Report regularly to the Board to keep it fully informed and focused on risk-related issues to assure proactive management and provide any recommendations to ensure adequacy of risk management programs and resources.

- Recommend annually to the Board the amount and sufficiency of the Treasurer's bond or comparable insurance coverage for the faithful discharge of duties as Treasurer in compliance with NH RSA 188-F: 5, II. The committee may recommend, in their discretion, a bond or comparable insurance coverage for any other persons employed by or administering the affairs of the Community College System.

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 by-laws 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, departments, and regional academic centers, to determine the organizational structure and operational policies and procedures for the Community College System, and to render the final decision on the closure of any college or regional academic center.

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 accordance with RSA 9:4-e 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 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 McAuliffe-Shepard discovery center, 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.

XIII-.a. Enter into a contract for the sale of real property with the prior approval of the long range capital planning and utilization committee and governor and council, provided that the state shall retain the right of first refusal in any proposed sale of real property. This paragraph shall not apply to real property acquired by the community college system of New Hampshire after the effective date of this paragraph.

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. Enter into program and service relationships with state departments, divisions, and other state entities through memoranda of understanding.

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. (See Board Policy Section 223)

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 by-laws 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 by-laws shall be made to all members at least 14 calendar days before any duly called meeting to consider such amendments.

ARTICLE IX
Dissolution Clause

In the event of dissolution of the Community College System of New Hampshire (the "System"), the Board of Trustees shall, after paying or making provision for payment of all the liabilities of the System, return all funds to the State of New Hampshire for use for community colleges or similar educational purposes as directed by the Legislature of the State of New Hampshire, provided the funds are used exclusively for charitable, educational, or scientific purposes, as shall at the time qualify as exempt uses pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as amended or superseded.

12/14/07
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Revised 10/1/09
Revised 12/9/10
Revised 2/11/11
Revised 7/7/11
Revised 7/25/12
Revised 2/23/13 (reflecting 10/4/12 vote)
Revised 12/3/15
Revised 5/5/17 (reflecting 4/6/17 vote)