

SCHOOLCRAFT COLLEGE

18600 Haggerty Road, Livonia, Michigan 48152-2696

<p>BYLAWS OF THE BOARD OF TRUSTEES SCHOOLCRAFT COMMUNITY COLLEGE DISTRICT</p>
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ARTICLE 1—BOARD OF TRUSTEES

SECTION A—NUMBER AND SELECTION OF TRUSTEES

Board of Trustees Members shall be selected as prescribed by the Public Acts of the State of Michigan.

SECTION B—ELECTION OF OFFICERS

The Trustees shall elect a Chairperson, a Vice Chairperson, a Secretary, and a Treasurer as prescribed by the Public Acts of the State of Michigan. No officers other than the Chairperson and the Vice Chairperson need be a member of the Board. These officers shall be elected for a term of two years, subject to change of officers by resolution adopted by a two-thirds vote of the Board.

SECTION C—ELECTION OF TEMPORARY CHAIRPERSON

At the first regular meeting or at a special meeting called for this purpose following the date of the regular community college election, and prior to the next organizational meeting, the Board by resolution will elect a temporary Chairperson to preside at the organizational meeting to the Board.

When both the Chairperson and Vice Chairperson are absent from any regular or special meeting of the Board, the Secretary shall call the meeting to order. The Board members in attendance will immediately, as a first order, select a temporary Chairperson from the Trustees present to preside at such meeting.

SECTION D—VACANCIES

Vacancies on the Board of Trustees shall be filled by the Board as prescribed by the Public Acts of the State of Michigan.

SECTION E—AUTHORITY OF MEMBERS

The Board Members have authority only when acting as a Board of Trustees legally in session. No member or employee of the Board of Trustees shall have the power to act in the name of the Board outside of Board meetings unless authorized to do so by the Board of Trustees.

SECTION F—DUTIES OF THE BOARD

The duties of the Board of Trustees are as prescribed by the Public Acts of the State of Michigan, and include, but are not limited to the following:

- 1) To establish policies, bylaws, rules, and regulations for its own governance and for control and governance of the Schoolcraft Community College District.
- 2) To select and appoint a President of the Community College District, prescribe duties and responsibilities, and assess performance of the President.
- 3) To authorize the President to recommend, employ, or dismiss all contractual and other employees of the College subject to policies developed by this Board which will govern the hiring and dismissal of employees, subject also to any current master personnel contract currently in force and approved by the Board.
 - a) To assure the long-range health of the institution by directing that planning be accomplished and periodically reviewed.
 - b) To review and pass on financial matters including the annual budget, capital expenditures relative to additional facilities or major repairs, modifications, or replacement to established facilities.
 - c) To review and pass on the establishment or discontinuance of all curricula.

ARTICLE 2—DUTIES OF OFFICERS

SECTION A—THE CHAIRPERSON

The Chairperson of the Board of Trustees will be responsible for the following:

- 1) Presiding at all meetings of the Board of Trustees.
- 2) Calling special meetings when required.
- 3) Performing all duties prescribed by law or requested by action of the Board of Trustees.
- 4) Reviewing and approving the agenda for all regular meetings.
- 5) Recommending establishment of Board committees for approval by the Board.
- 6) Serving as an ex officio member of all committees.
- 7) Acting as reviewing officer of expense reports for the President of the College and Trustees.

SECTION B—THE VICE CHAIRPERSON

The Vice Chairperson of the Board of Trustees shall perform the duties of the Chairperson in the absence of the Chairperson. The Vice Chairperson shall succeed to the office of the Chairperson upon the death or resignation of the Chairperson.

SECTION C—THE SECRETARY

The Secretary of the Board of Trustees will be responsible for the following:

- 1) Filing of the Oath of Office and the Acceptance of Office by members of the Board of Trustees as provided by law.
- 2) Filing certified copies of annexation resolutions and approval with the official specified by law.
- 3) Filing copies of Board resolutions calling for special elections with the official designated by law.

- 4) Minutes of closed sessions of the Board of Trustees shall be recorded by the Secretary, Associate Secretary, or a Recording Secretary.
- 5) When both the Chairperson and Vice Chairperson are absent from any regular or special meeting of the Board, the Secretary shall call the meeting to order and preside during the selection of a temporary chairperson for such meeting.
- 6) Performing such other duties as the Board may direct.

SECTION D—THE TREASURER

The Treasurer of the Board of Trustees will be responsible for the following:

- 1) Determining that receipt and disbursement of all cash and negotiable securities in possession of the Board of Trustees is managed in accordance with Board policy.
- 2) Assuring that the College has blanket employee fidelity and faithful performance coverage for the Board of Trustees.
- 3) Ascertaining that complete and accurate financial records of the College District are maintained.
- 4) Signing legal documents when required by law.
- 5) Acting as reviewing officer of expense reports for the Chairperson of the Board of Trustees.
- 6) Performing such other duties as the Board may direct.

ARTICLE 3—ASSOCIATE SECRETARY

SECTION A—APPOINTMENT

When the Board determines that the services of an Associate Secretary to the Board of Trustees is necessary, such a person will be nominated by the Chairperson and confirmed by the Board of Trustees. Appointment of the Associate Secretary shall be made at the organizational meeting of the Board, or at such time as there is a vacancy.

SECTION B—DUTIES OF THE ASSOCIATE SECRETARY

The Associate Secretary assists the Secretary of the Board in fulfilling his/her responsibilities as defined. In addition, the Associate Secretary will perform the following duties:

- 1) Provide for the posting of all legal notices, including notices of meetings and special meetings, and the availability of the minutes of meetings as required by Michigan law.
- 2) Prepare and distribute agendas for all meetings prior to the meeting as provided for in these Bylaws.
- 3) Keep unofficial and official minutes of all regular and special meetings of the Board and make such minutes available as provided for by law.
- 4) Sign legal documents of the Board unless contrary to law.
- 5) Notify members of the Board of all special meetings of the Board.
- 6) Send to each member of the Board, prior to the next regular meeting, a copy of the minutes of the preceding meeting of the Board.
- 7) Maintain all official records of the Board.
- 8) Arrange for Board travel, including registration, lodging, transportation, and coordinate expense accounts.
- 9) Schedule facilities, make arrangements, and facilitate special events of the Board.
- 10) Respond to individual requests by Board members.
- 11) Perform such other duties as the Board may direct.

ARTICLE 4—MEETINGS

SECTION A—REGULAR MEETINGS OF THE BOARD

Regular Meetings of the Board of Trustees shall be held in the Jeffress Center Boardroom, Schoolcraft College, Livonia, Michigan, on the fourth Wednesday of each month, except when meetings are held on alternate dates as established by the Board. There will be no regular meetings in July and December. No further notice of such meetings shall be required to be given to the members of said Board.

SECTION B—SPECIAL MEETINGS OF THE BOARD

Special Meetings of the Board may be called by the Chairperson or any three members thereof by serving on the other members a written notice of the day, time and place of such Special Meeting. Service of the notice shall be by:

- 1) Sending the notice to the members via email or electronically at least 48 hours before such meetings take place;
- 2) Or depositing the same in a government mail receptacle, enclosed in a sealed envelope plainly addressed to such member at his/her last known address at least 72 hours before such meeting is to take place.
- 3) Notice of such Special Meeting of the Board of Trustees shall be posted at least 18 hours before the meeting in such manner and in those places as required by Michigan Law. This will include posting on the College website.
- 4) Service as prescribed may be made by a member of the Board, a Secretary of the Board, or an employee of the Board.

SECTION C—ORGANIZATIONAL MEETINGS OF THE BOARD

Act 331 (of the Community College Act of 1966), states the Organizational Board Meeting needs to be held at the first regular Board meeting in January following an election of a member of the Board.

SECTION D—EMERGENCY SESSION OF THE BOARD

In the event of a severe and imminent threat to the health, safety, or welfare of the public, any member of the Board may call an emergency session providing two-thirds of the members of the Board concur that a delay would be detrimental to efforts to lessen or respond to the threat. No public notice shall be required for an emergency session but specific explanation of the "severe and imminent threat to the health, safety or welfare of the public" believed to justify proceeding on an emergency basis must be disclosed.

SECTION E—MEETINGS OPEN TO THE PUBLIC—CLOSED SESSIONS OF THE BOARD

All meetings of the Board of Trustees will be open to the public except those permitted to be closed under Section 15.261 of the Michigan Compiled Laws. The motion to call a closed session requires a 2/3 roll call vote except for the closed session permitted under section 8 (a), (b), and (c) involving collective bargaining or to consider the dismissal, suspension, or discipline of an employee or student only when requested by the employee or student.

A separate set of minutes shall be taken at a closed session of the Board, are not available to the public, and shall only be disclosed if required by a civil action filed in accordance with this Act. These minutes may be destroyed 1 year and 1 day after approval of the minutes of the regular meeting at which the closed session was approved.

Notes taken during closed session by individual Board members are to be part of the official minutes and must be given to the Board Secretary. Electronic notes will be transferred and deleted by the Board Secretary.

Revealing closed session meeting minutes to a member of the public may give rise to both criminal and civil liability on the part of the person who reveals the minutes. Disclosure is prohibited unless such disclosure is ordered by a court in an appropriate action.

SECTION F—METHOD OF VOTING

The vote of each Trustee can be taken by voice vote, show of hands, roll call vote, or written ballot as long as the public record made of the meeting reflects the vote cast by each individual member.

SECTION G—BOARD AGENDA

Any member of the Board may place items on the agenda by notifying the Chairperson prior to the time when the agenda is reviewed and approved. The final agenda for regular and special meetings shall be sent electronically to each Board Member, at least 48 hours prior to the time of the meeting.

SECTION H—AMENDING BOARD AGENDA

Once an agenda has been sent to the Board of Trustees pursuant to Section G of this Article, additional items can be added either at the recommendation of the administration or at the request of a member of the Board of Trustees, each requiring an amending resolution adopted by a two-thirds vote of the members of the Board.

The order of the agenda can be modified by unanimous consent. Should there be objection(s), then a resolution adopted by a two-thirds vote of the members of the Board is required.

ARTICLE 5—COMMITTEES

SECTION A—COMMITTEES

The Board of Trustees may establish committees as necessary. The Board Chair shall appoint committee members. The committees shall report any recommendations to the Board for appropriate action.

SECTION B—TERM OF COMMITTEES

The term of a committee shall cease at the end of the fiscal year in which it is appointed or as specified by the Board of Trustees.

ARTICLE 6—BOARD MEMBER ATTENDANCE AT MEETINGS

Trustees are expected to attend all scheduled meetings of the Board of Trustees. Attendance is defined as being physically present in the meeting.

- It is understood that Board members may miss occasional meetings due to personal reasons.
- On occasion, a member due to illness or an event not under the control of the member, may result in a request to attend and participate via electronic means such as Skype, or other viable electronic technology.
- Per the Open Meetings Act, the technology must allow the member to be seen and heard by the remaining Trustees and any audience present. The communication must be two-way. The attendance or absence of a member must be noted, by name, in the minutes of each meeting. The minutes also note if electronic attendance was utilized.
- Per these Bylaws, remote participation will be discussed with the Board Chair, who will make the final determination.

ARTICLE 7—QUORUM

Unless required by these Bylaws, a majority of the members of the Board of Trustees shall constitute a quorum at any meeting of the Board.

ARTICLE 8—RULES OF ORDER

All business of the Board shall be conducted in accordance with the *Robert's Rules of Order, Newly Revised*, unless otherwise modified by these Bylaws or by special rules of order adopted by the Board.

ARTICLE 9—LEGAL COUNSEL

SECTION A—INFORMATION REQUESTS

Generally, all legal assistance requested by Board members should be obtained through the President of the College at the request of the Chairperson of the Board or by any three (3) members thereof by serving on the Chairperson a written request.

If necessary, the Chairperson, either at the written request of three (3) Board members or on his/her own, may seek legal assistance directly.

SECTION B—BOARD/PRESIDENT

On legal issues involving the Board's relationship with the President, the Chairperson or any three board members may request legal assistance directly from the College's counsel.

ARTICLE 10—AMENDMENT TO BYLAWS

These Bylaws may be amended and/or repealed by the affirmative vote of two-thirds of the members, provided written notice is given each Trustee at least thirty (30) days in advance of voting on the Bylaws under discussion. The proposed amendments must be discussed at one meeting of the Board prior to the meeting of the Board at which they are voted upon.

ARTICLE 11—EMPLOYMENT BY SCHOOLCRAFT COLLEGE OF BOARD MEMBERS—PAST AND/OR PRESENT

No member of the Board of Trustees shall be eligible for employment at Schoolcraft College until one year after leaving office.

Revised—March 22, 2006
(2006-30)
Revised—May 23, 2007
(2007-54)
Revised - September 24, 2008
(2008-69)
Revised - August 26, 2009
(2009-81)
Revised – January 27, 2010
(2010-6)
Revised—February 27, 2013
(2013-12)
Revised—October 28, 2015
(2015-75)
Reviewed—President and Board Chair—No Changes
June 26, 2019