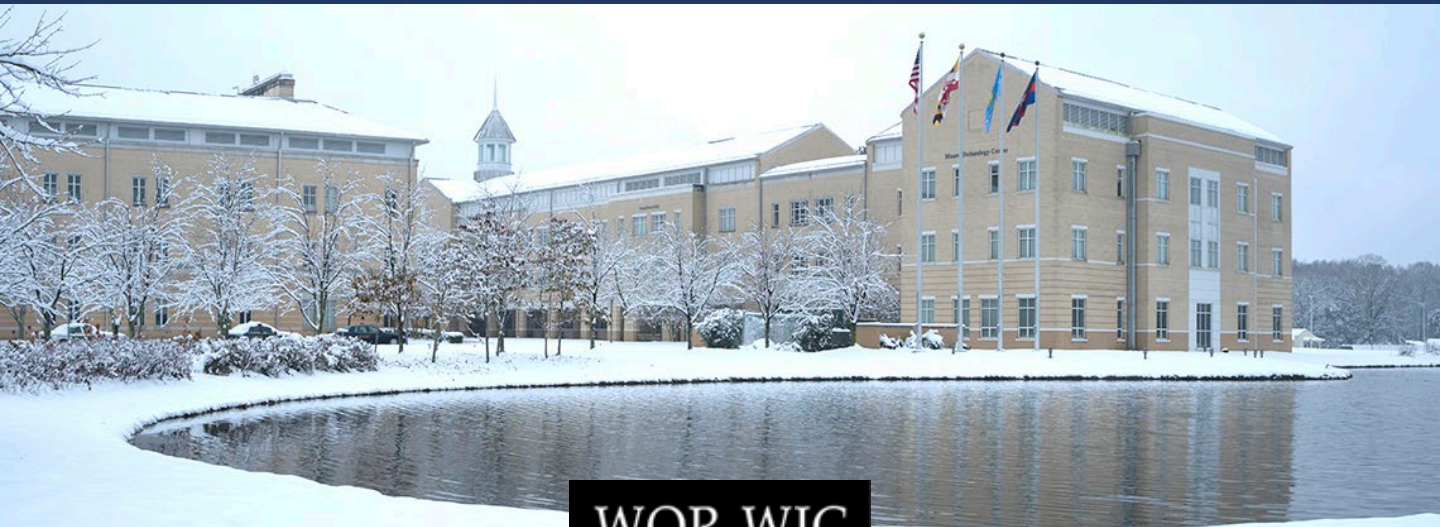




Board of Trustees Policies FY25

Updated August 27, 2024



WOR-WIC
COMMUNITY COLLEGE

Attendance

Excerpt from: Annotated Code of Maryland, Article 41, Section 1-203:

"Any member of any State Board or Commission appointed by the Governor who shall fail to attend 50 percent of the meetings of the Board or Commission of which he is a member during any period of twelve consecutive months shall be considered to have resigned and the Chairman of said Board or Commission shall forward or cause to be forwarded to the Governor, not later than January 15 of the year following such nonattendance with the statement of such nonattendance, and the Governor shall thereupon appoint his successor for the remainder of the term. If the member has been unable to attend meetings as required by this section for reasons satisfactory to the Governor, the Governor may waive such resignation if such reasons are made public."

LINKS

[Annotated Code of Maryland](#)

Attorney

The board of trustees designates the individual who will furnish the college's professional legal services. The performance of the attorney is reviewed each year. All employee requests for legal services are directed to the president, who consults with the board of trustees or the board chairperson prior to contacting the attorney for any item that is not of an ongoing or routine nature.

The primary duties and responsibilities of the college attorney include:

- Being available to the trustees and president for immediate consultation;
- Serving as a legal resource in the development and interpretation of college policies and procedures;
- Serving as a legal resource on all contractual relationships involving the college or college personnel;
- Responding to requests for assistance with the interpretation of federal, state and local laws that apply to the college;
- Advising the board of trustees and president on court cases, legal proceedings or other legal matters that may impact the board or college employees;
- Reviewing board agendas, supporting materials and official board minutes when necessary, providing appropriate legal advice before meetings or final adoption of the board minutes; and
- Serving as the college's primary legal resource and advisor to the board and the president. This does not restrict the board from seeking or obtaining other legal services when it deems necessary.

Auditor

Formal bid procedures are used to select an independent certified public accounting firm to perform the college's annual audit. The president provides a recommendation to the board of trustees on the initial three-year bid award at the February board meeting. At the end of the initial three-year bid award, the college has the option of renewing auditing services with the same firm for an additional three years. If an auditing firm provides auditing services for more than six consecutive years, the college requires the firm to rotate its reviewing partner and lead auditor. More information on the audit can be found in Maryland laws and regulations.

Committee Membership

A member of the board cannot serve as a member of any standing committee at the college unless such participation is required by an external federal, state or accrediting agency or it is deemed necessary by the board of trustees as being in the best interest of the college. Since some committee memberships could result in a conflict of interest, when a member of the board of trustees must also serve as a member of a college committee, the appointment is made by the chairman of the board for a specific term for a maximum of one year before that member is replaced with another representative from the board of trustees. This policy does not include board representation on a program advisory committee when a board member's business or occupation is directly related to a program of study at the college, the board member is personally interested in the program and their expertise is needed for the future growth and development of that program at Wor-Wic.

Communications

The president is the official liaison between the board of trustees, college employees and the public. The president is responsible for presenting all views to the board.

WITH THE PUBLIC

The board recognizes the right of the public to information concerning all of its actions and policies. Therefore, copies of the agenda and attachments for regular and special meetings are furnished to all interested individuals and organizations who make such a request to the president of the college. Requests are sent to the executive assistant to the president at 32000 Campus Drive, Salisbury, MD 21804.

The public can attend and observe any open meeting of the board of trustees. Except when public participation is invited or authorized by law, the public is not allowed to participate. The chairman can remove anyone who disrupts or interferes with the session, requesting police assistance and calling a recess if necessary. Recording, photographing, videotaping, broadcasting or televising any open session is permitted as long as the equipment used does not disturb the board or others attending the session. The chairman can also restrict the movement of anyone using such equipment if it is necessary to maintain order.

Requests for public comments to the board are made in writing to the office of the president at least 48 hours in advance of the regular monthly meeting or any special meeting of the board. Time for this purpose will be set aside near the end of the meeting and each speaker is limited to five minutes. The board of trustees reserves the right to establish further time limits at the beginning of any meeting.

WITH EMPLOYEES

When a member of the board of trustees provides advice or makes a suggestion to an employee of the college, that board member is speaking as an individual and not for the entire board of trustees. The advice or suggestion should be regarded with no more or no less importance than if that advice or suggestion was received from any other individual in the community.

When there is a substantial difference between the recommendation of the president and the point of view of a group of employees, the president invites a representative of the involved organization to speak at the board meeting when the particular item has been placed on the agenda for this purpose. Expressed in writing, such points of view are distributed to the board through the president of the college.

WITH FACULTY

The faculty council can forward proposals for new policies or modifications to existing policies that require board action through channels that ultimately lead to the board of

trustees. Policies proposed by individuals who are not members of the faculty council that would directly impact on the council's area of concern are reviewed by the council for its recommendation and the same procedures are followed to move these proposals to the board. The council's proposal is discussed with the vice president for academic affairs, who forwards the proposal with their recommendation to the college president. The president can place the proposal on the agenda of an executive leadership team meeting or a college council meeting, or the president can discuss it with one or more individuals at the college. All policy proposals are forwarded by the president, with the president's recommendation, to the board of trustees. Positions of support or nonsupport and the rationale of each of the groups reviewing the proposal can also be forwarded to the board. The faculty representative may attend the board meeting to present the position of the faculty and to respond to specific questions that may arise.

WITH STUDENTS

Students and their organizations may communicate with the board in writing through the college president, who arranges with the board chairperson, for such items to be placed on the agenda.

Conflict of Interest

A member of the board cannot participate in any board proceeding from which the result would accrue, to the best of their knowledge, to the direct or indirect benefit of the board member or their family. When a board member has a personal or legal status that may be in conflict with the interests of the college, the board member excludes themselves from attending any discussion or decision session on the matter. When the board is involved in awarding a contract, a board member declares when they have a possible conflict of interest and abstains from voting. The minutes reflect this abstention and the reason for it.

Contracts

The board of trustees has authorized the president to execute contracts for which budgetary approval has been granted or for emergency repairs. Contracts that require the approval of the board of trustees are forwarded to the president to obtain the signature of the board chairperson. In the absence of the chairperson, the vice chairperson is authorized to sign contracts on the college's behalf.

Duties and Responsibilities

Appointed by the Governor of Maryland, members of the board of trustees are governed by the Maryland laws and regulations as set forth in Education Article, § 16-101-104 and 16-107-108. Information about meetings and duties of officers are covered in the bylaws of the board of trustees as printed here.

ARTICLE I, MEETINGS

Regular Meetings

The board shall meet regularly and, as far as practicable, on a monthly basis but the date for any regular meeting may be changed by the majority of those voting at any previous regular meeting. All regular meetings of the board shall be held in Wicomico or Worcester County.

Special Meetings

A special meeting of the board may be called at any time by the chairman, the vice chairman, or any three members upon request in writing delivered to the secretary-treasurer, who shall forthwith cause written notice thereof to be made in accordance with Section 4 of this Article. Any such special meeting shall be held at such place as may be designated from time to time by the board. The board shall keep full and fair accounts of its transactions, and copies of the minutes of each regular and special meeting shall be made available to the public upon request.

Executive Meetings

An executive meeting may be called at any time by the chairman, vice chairman, or any three members upon request. The board shall keep full and fair accounts of its transactions and copies of the minutes shall be mailed only to board members unless otherwise designated by the board chairman.

Notice of Meetings

Notice of the place, day and hour of each regular and special meeting shall be given in writing to each board member three days (or more) before the meeting by delivering the same to him personally; by telephone; by sending the same to him by telegraph, by leaving the same at his residence or usual place of business; or, in the alternative, by mailing such notice five days (or more) before the meeting, first class postage prepaid, and addressed to him at his last known post office address according to the records of the board. Any meeting of the board, regular, executive, or special, may adjourn from time to time to reconvene at the same or some other place and no notice need be given at any such adjourned meeting other than by announcement at the meeting at which the adjournment takes place.

Quorum

At all meetings of the board, four members shall constitute a quorum for the transaction of business. Except in cases in which it is by law, by these by-laws, or by the rules and regulations adopted by this board in accordance with law, otherwise provided, the affirmative vote of a majority of the members present at a duly constituted meeting shall be sufficient to elect and to pass a measure. In the absence of a quorum, the members present by majority vote and without notice other than by announcement may adjourn the meeting from time to time until a quorum shall attend. At any such adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally provided, noticed or consented to. In the absence of a meeting, at the request of the president and concurrence of the chairman, the board may be polled by telephone or mail for a majority vote.

Agenda

The president shall, in consultation with the board chairman, prepare the agenda for each meeting of the board and distribute it in advance with the notice of the meeting. Items may be added to the agenda at the meeting by a vote of the majority of the board. Persons other than board members wishing to place items on the agenda of the board meeting shall notify the president in writing no later than 48 hours in advance. Agenda items requested by persons other than board members shall be placed on the agenda if approved by the president in consultation with the chairman.

ARTICLE II, OFFICERS

Officers

The board shall choose from among its members a chairman and vice chairman.

Term

Election of the chairman and vice chairman shall take place at the regular meeting in June of each year. Officers shall take office July 1. Any vacancy in any of the above offices may be filled by the board at any regular or special election.

Chairman

The chairman shall preside at all meetings of the board, shall call special meetings of the board as he deems it necessary, and shall sign all necessary legal documents approved by the board. He may appoint committees as he or the board deems necessary.

Vice Chairman

The vice chairman, at the request of the chairman, in his absence or during his inability to act, shall perform the duties and exercise the functions of the chairman and when so acting shall have the powers of the chairman. The vice chairman shall have such powers and perform such other duties as may be assigned to him by the board or the chairman.

Temporary Chairman

In the absence of the chairman and vice chairman, members can select a temporary chairman to conduct a meeting of the board.

Secretary-Treasurer

The president of the college shall hold the position of secretary-treasurer. The secretary-treasurer shall be responsible for keeping the minutes of the meetings of the board. He shall see that all notices are duly given in accordance with the provisions of the by-laws or as required by law; he shall be the custodian of the records of the board; the secretary-treasurer shall have charge of and be responsible for all funds, receipts and disbursements of the board. He shall render to the chairman and the board whenever requested an account of the financial condition of the board; and, in general, he shall perform all the duties incident to the office of secretary-treasurer of a board and any other such duties as may be assigned to him by the board or the chairman. Financial statements shall be rendered by the secretary-treasurer on a periodic basis, as required by the board of trustees.

Removal

Any officer of the board may be removed as an officer of the board, with or without cause, by vote of a majority of the entire board at any regular meeting or any special meeting called for that purpose.

ARTICLE III, AMENDMENTS

Any and all provisions of the by-laws may be altered or repealed and new by-laws may be adopted at any regular meeting of the members or at any special meetings called for that purpose upon the affirmative vote of a majority of the entire board.

ARTICLE IV, INDEMNIFICATION

- In the event a civil or criminal suit is brought against a trustee or employee of the college for acts or omissions by the individual acting in his official capacity, the college shall instruct its attorney to provide a defense for the trustee or employee. If the college's attorney determines that, in doing so, a conflict of interest would likely arise, then the college shall retain independent counsel to provide a defense for the trustee or employee and shall protect such employee or trustee from any financial loss resulting from the litigation, subject to the following limitation. As a condition of receiving such assistance, the trustee or employee shall execute an agreement to repay to the college the cost of his defense if, it is finally adjudicated in a civil proceeding that the trustee or employee did not act in good faith or, in a criminal proceeding, if it is finally adjudicated that the employee or trustee is found guilty and had reasonable cause to believe that such conduct was unlawful.
- Nothing herein shall be construed to prohibit any employee or trustee from seeking additional legal counsel other than that provided by the college. However, nothing herein shall be construed as to require the college to pay any fees or other expenses incurred as a result of employment of such additional counsel.

- The college shall be required to provide relief to a trustee or employee, only to the extent that the college is without insurance coverage for the trustee or employee in regard to the suit or claim in question and to the extent funds are appropriated and available for such purpose, and to the extent (if any) that the state has waived the college's sovereign immunity.

*He, and all derivations thereof, is used generally throughout.

Amended and revised November 1977

Amended and revised April 1982

Amended and revised September 1984

Amended and revised October 1984

Amended and revised September 1986

Amended and revised February 1987

Amended and revised April 1994

Amended and revised September 2004

LINKS

[Annotated Code of Maryland](#)

Naming of Facilities

At the discretion of the board of trustees, a facility or a portion of a facility can be named in honor of one or more individuals or corporations who have made a significant contribution to the college. A significant contribution can include outstanding service to the college or a significant monetary gift.

Retiring Members

Within one year after the departure of a board member, the board of trustees recognizes each retiring member with a resolution plaque citing the member's contributions during their term of appointment.