



Pierpont Board of Governors Retreat

Friday, December 7, 2018

8:30 AM

NCWV Advanced Technology Center, Room 216 A

AGENDA

- 8:30 – 9:00 **Welcome Breakfast (BOG & President’s Cabinet)**
Remarks from President Moore
- 9:00 – 9:15 **Review of Established Board of Governors Bylaws** *(BOG & President’s Cabinet)*
Facilitators – Vice Chair, Sharon Shaffer and Secretary, Brian Bozarth
- 9:15 – 9:45 **Review of Established Board of Governors Members Goals** *(BOG & President’s Cabinet)*
Facilitators – Vice Chair, Sharon Shaffer and Secretary, Brian Bozarth
- 9:45 – 10:15 **HLC Accreditation Report Update**
Facilitator – Nancy Parks
- 10:15 – 10:30 **Break**
- 10:30 – 11:00 **Pierpont’s Legislative Agenda, Strategic Priorities** *(BOG, President’s Cabinet)*
Facilitators – Johnny M. Moore and Steve Leach
- 11:00 – 12:00 **Fostering Relationships with Business & Educational Partners** *(BOG & President’s Cabinet)*
- 12:00 – 12:30 **Lunch (BOG, President’s Cabinet & Council)**
- 12:30 – 1:30 **Breakout Session – BOG Committees Working Groups** *(BOG, President’s Council, Staff Liaisons)*
Facilitators – Committee Chairs
- Academic and Student Affairs Committee
 - Chair – Sharon Shaffer
 - Members – Thomas Barlow
 - Staff Liaisons – Provost, VP Enrollment Management & Student Services, Ex. Dir. Institutional Advancement & Accreditation, Academic Deans
 - Ex-Officio – President

- Finance/Audit and Administration Committee
 - Chair – Brian Bozarth
 - Members – Rick Pruitte, Larry Puccio, Jr., Eugene Weaver
 - Staff Liaisons – CFO, VP Organization & Development
 - Ex-Officio – President

- Enrollment Management and Communications Committee
 - Chair – Linda King
 - Members – Randy Travis Crigger, Memori Dobbs, Natalie Stone
 - Staff Liaisons – VP Enrollment Management & Student Services, CIO & VP Information Systems, PR & Marketing Director, Academic Deans
 - Ex-Officio – President

1:30 – 2:00 **Discussion from Breakout Session on BOG Committees**
 Facilitators – Committee Chairs

2:00 – 2:30 **Quarterly Advanced Technology Center Advisory Board Meeting** (*BOG, Public*)
 Facilitator – Chair, Sharon Shaffer

- Facility (Dale Bradley)
- Industry Relationships/Partnerships (Travis Miller)

Dismiss Cabinet and Council

2:30 – 3:00 **President’s Evaluation Committee** (*BOG Evaluation Committee*)
 Facilitators – Larry Puccio, Jr. and Committee Members (Holly Kauffman – Chair, Thomas Barlow, Linda King, Larry Puccio, Jr., Sharon Shaffer, Natalie Stone)

3:00 – 4:00 **President and the Board Only – President’s Goals and Targets**

Total CEU’s for the BOG members = 6.25 hours

The Mission of Pierpont Community & Technical College is to provide opportunities for learning, training, and further education that enrich the lives of individuals and promote the economic growth of our service region and state.

Pierpont Community & Technical College strives to enhance the quality of life for people of north-central West Virginia through accessible, affordable, comprehensive, responsive, workforce-related training, and quality higher education opportunities.

**PIERPONT COMMUNITY & TECHNICAL COLLEGE
BOARD OF GOVERNORS**

BYLAWS

I. Composition, Role and Scope

The composition, appointment, powers, duties and obligations of the Pierpont Community & Technical College Board of Governors (Board) shall be in accord with the provisions of the West Virginia Code, Chapter 18B, Article 2A. The Code provides that the Institutional Governing Board shall “determine, control, supervise and manage the financial business and education policies and affairs of the institution.”

II. Officers

The Board shall have the following officers: Chairperson, Vice-Chairperson, and Secretary.

1. All officers shall be elected in June, 2007 for the first year, thereafter at the June meeting of each year and take office on July 1. The Chairperson must be elected from among the laypersons appointed by the Governor.
2. A majority vote of the members of the Board shall be required for election of Board officers.
3. Occupancy of vacant offices, should they occur between the yearly elections, require a majority vote of the board.

III. Duties of Officers

1. The Chairperson shall preside at all meetings of the Board and Executive Committee and shall be deemed an ex-officio member of any committees of the Board. The Chairperson has full voting power at all Board meetings and also as a committee member.
2. The Chairperson shall appoint all members to special committees, and name the Chairperson of each committee.

3. The Vice-Chairperson shall undertake the duties of the Chairperson whenever the Chairperson is absent.
4. The Secretary shall be appointed by the members of the Board and duties are requested by the Chairperson.

IV. Special Committees

A. Appointment of Special Committees of the Board

The Chairperson of the Board may appoint members to serve on special committees from time to time and to appoint a Chairperson of each committee. Committee Chairs, or a designee, are responsible for reporting recommendations of the committee to the full Board during regularly scheduled meetings. Special committees may not act unilaterally for the Board. Committee members may conduct meetings via electronic conferencing.

V. Meetings

A. Place of Meetings

The Board shall hold meetings, have an office and keep the books of the college (except as may otherwise be provided by law) at such place or places as the Board shall determine from time to time by resolution of the Board, or as may be designated in any notice of the meeting.

B. Frequency of Meetings

The Board shall hold at least 6 meetings in every fiscal year, including an annual meeting.

1. Due notice of time, place and date of each meeting shall be given to all Board member and the public at large.
2. Special meetings may be scheduled, with notice, by the Chairperson.
3. Of the twelve voting members of the Board at regular or special meetings, seven members shall constitute a quorum. In the event of vacancies, a majority of the Board will constitute the quorum.
4. For each regular meeting, the President of the college shall provide an agenda which will be distributed to the Board in a timely fashion. In addition, the Board may, at its own option, raise additional informational or action items.

5. Board meetings shall be operated according to Roberts Rules of Order. The presiding officer shall be charged with deciding all questions of order.

C. Attendance

It is the duty of each Board member to attend all regular scheduled meetings of the Board. Board members shall be permitted to attend via electronic means.

VI. Order of Business

The order of business at any regular meeting of the Board shall be as follows:

1. Call to Order
2. Last Call for Public Comment Sign Up
3. Special Recognitions/Updates
4. President's Report
5. Operation Reports
6. Committee of the Whole
7. Committee Reports
8. New Business
9. Old Business
10. Adjournment

VII. Fiduciary Relationship to the Institution

The members of the Board shall be in fiduciary relationship to the institution and shall not directly or indirectly act adversely to the interest of the college. In the event of any such adverse interest or condition shall arise prior to or after appointment, the Board member(s) shall immediately inform the Board and shall refrain from any consideration of the matters involving the conflict of interest.

VIII. Standard of Care; Justifiable Reliance; Indemnification

- A. A Board member shall perform his or her duties, including duties as a member of any committee of the Board, in good faith, in a manner the member reasonably believes to be in the best interests of the community college and with such care,

including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, a Board member shall be entitled to rely on good faith of information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by any of the following:

1. One or more officers or employees of the community college whom the Board member reasonably believes to be reliable and competent in the matters presented.
 2. Counsel, public accountants or other persons as to matters which the Board member reasonably believes to be within the professional or expert competence of such person.
 3. A committee of the Board upon which the member does not serve.
- B. In discharging the duties of their respective positions, the Board, committees of the Board and individual members may, in considering the best interest of the community college, consider the effects of any action upon employees, upon suppliers and customers of the community college, and upon communities in which offices or other establishments of the community college are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of Section VIII-A.
- C. Board members are insured through the State Board of Risk and Insurance Management for any official actions they take.

IX. Duties and Powers

Pierpont Community & Technical College Governing Board accepts the following duties and powers for the purpose of establishing, operating and maintaining the community college:

1. Appoint and fix the salary of, and adopt a Charter of Responsibility for the President, who shall serve at the pleasure of the Board; and evaluate the President consistent with State rules with the advice and consent of the Higher Education Policy.
2. Employ through the Office of the President such personnel as may be needed, establish policies governing their employment and dismissal and fix the amount of their compensation and benefits. In the employment, establishment of policies and fixing of compensation and benefits, the President and the Board may make no discrimination on account of sex, race, creed, color, or national origin.

3. Submit a Community College Master Plan and Compact to the Higher Education Policy Commission for its approval, submit proposed amendments to the Master Plan, and update and meet goals of the Compact.
4. Submit to the Higher Education Policy Commission each year an annual report on the institution's performance in relation to the Master Plan/Compact.
5. Approve the mission and program of the community college, and make policies providing for the admission and expulsion of students and the periodic review of the curriculum and courses of instruction, including developmental education and workforce training, in relation to the Master Plan/Compact.
6. Submit an annual budget for consideration and approval of the Higher Education Policy Commission, the approval of such submission to constitute a "formal act" under Open Meetings Law.
7. Analyze student costs and adopt tuition and fees schedule in accordance with policy and guidelines of the Higher Education Policy Commission.
8. Approve an administrative table of organization for the community college, as recommended by the President.
9. Accept and receive gifts of real and personal property and Federal, State and local moneys and grant, and expend the same.
10. Enter into contracts for services to high schools of member districts to provide area vocational-technical education and adult basic education services.
11. Determine the academic calendar for the community college.
12. Maintain records to substantiate all claims for State apportionment in accordance with regulations prescribed by the Higher Education Policy Commission and retain such records for a period of five years.
13. Review and approve monthly financial statements.
14. Cause an audit to be made as of the end of each fiscal year by an accountant licensed to practice public accounting in West Virginia, and publish annually a financial statement.
15. Recommend capital projects to the Higher Education Policy Commission for purchase or improvement of land, buildings and equipment.

16. Enter into agreements regarding the deposit, investment or withdrawal of the community college funds, in accordance with the rules and regulations of the Higher Education Policy Commission.
17. Award contracts for purchase of supplies, materials or services, subject to competitive bid requirements and other rules and regulations of the Higher Education Policy Commission and West Virginia statutes.
18. Approve and award associate degrees and certificates to graduates of the community college, upon certification of their completion of requirements by the President and faculty.
19. Form, join and provide for the expenses of associations of West Virginia Community College Boards, for the purpose of conducting community college board institutes and workshops and otherwise disseminating and exchanging information regarding community college Board duties, problems and common agendas of development.

X. Amendments to Bylaws

After the adoption of the by-laws by a two-thirds majority vote of the Board, the by-laws may be amended or repealed at a regular or special meeting of the Board. Copies of any proposed amendments must be mailed to each member of the Board at least seven (7) calendar days before it is voted upon, together with a statement of the name of the introducer and the meeting at which it is to be acted upon. Any proposed amendments must be adopted by a two-thirds majority vote of the Board.

BOARD OF GOVERNORS GOALS

1. Advocacy Outreach
2. Enhance Financial Literacy
3. Student Demand and Faculty Alignment
4. Foundation Investment
5. Professional Development Attendance at National Level