

# AMERICAN ASSOCIATION OF COMMUNITY COLLEGES BOARD POLICIES

## OUTCOMES POLICIES

### I. Critical Core Factors

Learning is essential for realizing the fullest potential of each member of our society; therefore, appropriate higher education should be available to all who can benefit from it.

AACC advances this philosophy by:

- A. providing a national voice and advocacy for the community college mission;
- B. serving as a national information resource;
- C. creating opportunities for peer networking at all levels, professional initiatives, dialogue, connectedness, and community building;
- D. facilitating collaboration and teamwork among staff and stakeholders;
- E. engendering a shared commitment to the community college movement; and
- F. offering leadership and career development opportunities.

### II. Mission Statement

The mission of AACC is building a nation of learners by advancing America's community colleges.

### III. Vision Statement

AACC will be a bold leader in creating a nation where all have access to the learning needed to participate productively in their communities and in the economy. Through AACC's leadership, community colleges will increasingly be recognized as the gateway to the American dream—the learning resource needed to sustain America's economic viability and productivity.

AACC will pursue this vision by:

- A. expanding its role as the nation's primary voice for guaranteeing access to and accountability for higher learning;
- B. influencing federal policy decisions relevant to higher learning as well as media coverage that promotes awareness and understanding of the critical factors of student success;
- C. promoting community colleges as the premier workforce development providers in America and influencing government and corporate funding policies to support the colleges in this key role;
- D. fostering partnerships with P-12 schools, other higher education institutions, minority-serving institutions, corporate learning centers, and businesses that will insure that all students have optimal learning opportunities to meet their goals efficiently and effectively;
- E. developing community college leaders at all levels who understand and share a deep commitment to the community college mission and core values;

- F. forging community development and renewal by working to ensure access to lifelong learning to benefit individuals, communities, and society in general;
- G. providing the best and most accessible information to the media, faculty, researchers, policymakers, and the public regarding the community college mission, student learning, trends shaping education, emerging jobs, and exemplary programs;
- H. supporting community colleges to prepare learners to be effective in a global society;
- I. empowering community colleges to grow as a global force for learning by disseminating information and promoting international partnerships between American community colleges and countries seeking collaborative opportunities;
- J. creating a deeper and broader sense of connectedness among community colleges through technology; and
- K. promoting public recognition of the value of community colleges and the opportunities they provide.

#### **IV. Core Values**

- A. Integrity: AACC places fairness and honesty at the center of all of its policies and operations.
- B. Excellence: AACC provides services and support of the highest quality to its member institutions.
- C. Leadership: AACC promotes the development of community college leaders at all levels and creates opportunities for leadership among its staff.
- D. Learning: AACC functions as a learning organization, continuously adapting and improving its services for learning in the field and ensuring that staff have the flexibility to meet a wide variety of member needs.
- E. Diversity: AACC affirms that diversity is crucial to a democratic society, that diversity enriches the educational experience, and that diversity respects and celebrates differences among institutions and individuals alike.
- F. Commitment: AACC advances the community college mission and the success of the students at its member colleges through the dedication of its leadership and staff.
- G. Connectedness: AACC fosters a sense of community and responsiveness that supports the ability of its members to network locally, nationally, and internationally; to learn from each other; and to leverage their resources for action.

#### **V. Strategic Action Areas**

In order to implement its mission and achieve its vision, AACC will concentrate its action initiatives in five areas.

Strategic Action Areas and Goals  
 American Association of Community Colleges  
 2007-2012

- A. Strategic Action Area One: Recognition and Advocacy for Community Colleges

Goal One: AACC serves as the principal source of information about community colleges and is recognized globally for advancing community colleges as a primary resource for post-secondary education and training.

Goal Two: AACC promotes increased access and success for the diverse community college population by securing increased federal and private support.

#### B. Strategic Action Area Two: Student Access, Learning and Success

Goal One: AACC provides opportunities, resources, and information to colleges to improve student access.

Goal Two: AACC provides opportunities, resources, and information to colleges to improve student success, including persistence, retention, program completion, and transfer.

#### C. Strategic Action Area Three: Community College Leadership Development

Goal One: AACC facilitates the development of current and the next generation of diverse, competent leaders at all levels.

Goal Two: AACC collaborates with affiliated councils and other partner organizations to provide information to current and rising leaders about emerging and evolving leadership competencies needed to maintain community college competitiveness.

#### D. Strategic Action Area Four: Economic and Workforce Development

Goal One: AACC leverages the resources of America's community colleges to fulfill the workforce development needs of business, industry, and other sectors.

Goal Two: AACC advances the value of community college credentials as essential to economic development.

#### E. Strategic Action Area Five: Global and Intercultural Education

Goal One: AACC assists community colleges in promoting global awareness, and responsibility, intercultural understanding, and engagement among students, faculty, staff, and decision makers.

Goal Two: AACC raises the recognition of the community college role in global education among key constituencies, nationally and internationally.

## **GOVERNANCE PROCESS POLICIES**

### **I. Governance Commitment and Membership**

- A. The Board of Directors (Board) governs on behalf of the members of the American Association of Community Colleges (AACC) as defined in the AACC Constitution and this Policy. It is committed to guaranteeing the accountability of AACC to the membership.
- B. Single college districts, each campus of a member multi-campus college, each college of a multi-college district, and state administrative offices of state systems of community, technical, and junior colleges shall be eligible to become institutional members of AACC.
  1. For purposes of this Policy, a multi-campus college is an institution with multiple campuses and a single regional accreditation. A multi-college district is a unit containing an administrative office and

autonomously accredited colleges. When every college of a multi-college district holds such membership, the district office shall automatically become an institutional member at no additional cost. District offices may purchase separate institutional membership when the majority of their district colleges are also members.

2. Each campus, college unit, or state administrative office holding institutional membership shall be entitled to all membership privileges, including the right of its representative to vote and hold elective office.
3. The fiscal and membership year of the Association begins on January 1 and ends on December 31 of each calendar year.
4. ACC membership dues invoices are sent from the Association offices by October 1 and are due by January 1 of any given year. If membership dues are not received by AACC by January 15, the institution, district, or system is not considered a member and the CEOs of those institutions are no longer member CEOs and are not eligible to hold elective or appointed office. Non-member CEOs are ineligible to run for elected office, and CEOs who hold elective or appointed office will lose those positions on January 15, if dues are not received by AACC by that date. CEOs who rejoin the Association after January 15 will not be reinstated to the elected or appointed offices they held prior to January 15. However, they are eligible to become candidates for future positions so long as they remain members in good standing.

C. The Chief Executive Officer of the member institution shall be recognized as its official, designated representative unless the institution's Chief Executive Officer has designated, in writing, another individual.

## **II. Governing Style**

A. The Board deliberates with many voices and governs with one. The Board will govern with:

1. an emphasis on outward vision rather than an internal preoccupation;
2. strategic leadership rather than administrative detail;
3. future orientation rather than past or present;
4. a proactive rather than reactive approach; and
5. a focus on outcomes.

B. The Board will encourage:

1. diversity in viewpoints;
2. collective rather than individual decisions; and
3. a clear distinction between Board and Chief Executive roles.

C. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern AACC in all cases to which the rules are applicable and in which they are not inconsistent with the Constitution or any special rules of order that the Board may adopt.

### **III. Board Role and Responsibility**

The Board acts on behalf of the institutional members to create and re-create a vision for AACC and to determine and assure appropriate organizational performance. To distinguish the Board's unique role from the jobs of the staff, the Board will concentrate its efforts on performing the following responsibilities:

- A. Acting as the link between AACC and representatives of the member institutions and affiliated councils in areas of policy;
- B. Maintaining written governing policies that, at the broadest levels, address:
  - 1. Outcomes—what benefits and results are provided and for whom;
  - 2. Governance Process—how the Board conceives, carries out, and monitors its own performance;
  - 3. Board-President Relationships—how power and its proper use are delegated and monitored and the President's role, authority, and accountability; and
  - 4. Executive Limitations—constraints on authority that establish the legal, prudent, and ethical boundaries within which all activity and decisions must take place;
- C. Reviewing the annual goals and expected outcomes established by the President for the following year;
- D. Assuring the President's performance as measured with the Outcomes and Executive Limitations Policies;
- E. Adopting a legislative agenda;
- F. Establishing the fiscal year (January 1 through December 31); and
- G. Fixing the dues of the members in accordance with principles in the Constitution.

### **IV. Policymaking Principles**

- A. The Board's major policy focus will be on the intended long-term impacts of AACC's operations. Policy will represent the Board's determination of the best interests of the member institutions.
- B. Policy is intended to be the primary vehicle to direct AACC operations. It shall express broad intent; statements will be progressively more narrowly defined until the Board will accept any reasonable interpretation of Board policy.
- C. Policies shall be annually reviewed by the Past Chair and updated by the Board as appropriate.

### **V. Board Organization**

The Board is composed of eighteen institutional representatives, six representatives of affiliated councils, three institutional at-large members, three public at-large members, and the Chair and immediate Past Chair of the Board.

The membership, selection, and tenure of Board members shall be in accordance with the Constitution and the following policies:

- A. Board members

Board members shall serve for no more than two complete terms. These terms may not be consecutive. A complete term shall normally be three years; however, a term of at least two years shall be considered a complete term.

Members of the Board shall be considered ineligible to serve in the category in which they were elected if, by reason of change of position, they no longer represent that category. The term of office of such a member shall be terminated effective with the date of change, except that an institutional member who leaves a Chief Executive Officer position may retain eligibility to continue as a member of the Board if employment as a Chief Executive Officer of a member institution occurs within nine months of the last date of active service.

#### B. Nominations, Elections, and Appointments

1. The Committee on Directors shall accept nominations for institutional representative positions on the Board. At its fall meeting, the Committee on Directors shall establish a slate of Board candidates, taking into consideration such factors as a potential candidate's strengths and past involvement in AACC activities, geographic balance of Board members and candidates, rural and urban balance of Board members and candidates, and gender and ethnic balance of Board members and candidates.
2. Each recognized council not represented on the Board, including those councils with terms ending in the current Board year, are eligible to submit a nomination to the Board's Committee on Directors.
  - a. Council nominations from each council shall be made in accordance with procedures established by that council.
  - b. If a council nominee is officially connected with an institution eligible for membership in AACC, that institution must be an institutional member for the nominee to be slated.
3. Nominations for the six institutional representatives and two council representatives to be elected annually, including biographical statements about nominees, shall constitute a mail ballot to be sent to the official institutional representatives by February 15 of each year.
4. In the event of a tie in either the institutional or council representative categories that impacts the outcome of the election results, a run-off election will be held. The run-off election will occur prior to the Board's certification of the election results at the April meeting.
5. The Board shall appoint its institutional at-large and public at-large members from nominations made by the Committee on Directors, with results announced to the membership at the earliest practical date following appointment.

#### C. Vacancy

In cases of vacancies, replacements are to be made for the remainder of the membership term by Board appointment.

#### VI. Officers

Board officers and their election and terms shall be in accordance with the Constitution and the following policies:

- A. Officers of AACC shall be Chair, Chair-Elect, Past Chair, President, Secretary, and Treasurer.

1. The Chair and Chair-Elect shall be elected by members of the Board. The elected Chair and the elected Chair-Elect shall be limited to serving one term in their respective offices. Board members serving in the positions of Chair, Chair-Elect, and Past-Chair will not be counted against the number of institutional, council, or public representatives allocated to serve on the Board by the Constitution.

a. The Chair of the Board shall:

- (1) preside at meetings of the AACC membership, Board, and Executive Committee;
- (2) act as the official spokesperson of the Board;
- (3) perform all duties incident to the office of Chair and others as may be prescribed from time to time by the Board;
- (4) appoint the Chair-Elect Nominating Committee; and
- (5) set meeting agendas in consultation with the President.

b. The Chair-Elect of the Board shall:

- (1) perform the duties of the Chair in the event of absence or inability or refusal to act;
- (2) report Executive Committee actions to the Board;
- (3) make appointments to commissions and committees except for the Chair-Elect Nominating Committee;
- (4) perform other duties as may be assigned by the Chair or the Board; and
- (5) assume the position of Chair beginning July 1 of the year following election.

c. The Past Chair shall conduct the annual review of the Board policies and perform other duties as may be assigned by the Chair or the Board.

2. The Secretary and Treasurer shall be designated by the President with the approval of the Board.

a. The Secretary shall be responsible for keeping an accurate record of all meetings of the Board, shall give or cause to be given all notices in accordance with Board Policy or as required by law, and shall perform all other duties customary to the office of Secretary and such other duties as assigned by the President.

b. The Treasurer shall have custody of and be responsible for all funds and securities of AACC. The Treasurer shall keep or cause to be kept complete and accurate accounts of receipts and disbursements of AACC and shall deposit all monies and other valuable property of AACC in the name and credit of AACC. Whenever required by the President or Board, the Treasurer shall render a statement of accounts. The Treasurer shall, at all reasonable times, exhibit the books and accounts to any officer or Board member and shall perform all duties incident to the office of Treasurer and such other duties as may be assigned by the President.

B. Election of the Chair-Elect shall take place at the spring meeting of the Board, with term of office to be for one year, beginning July 1 of the year of election. Election shall be in accord with rules adopted by the Board and shall be by a majority of those Board members present and voting.

A Chair-Elect Nominating Committee of three Board members shall be appointed by the Chair of the Board with the approval of the Board at the fall Board meeting. After having solicited suggestions from the membership of the Board, the nominating committee shall recommend one or more nominees for the position of Chair-Elect of the Board, such recommendations to be communicated to all members of the Board no less than sixty days prior to the spring Board meeting at which time the election of officers will be held. At that meeting, additional nominations by any Board member shall be accepted from the floor, with permission of the eligible nominee. The election shall be in accord with rules adopted by the Board and shall be by majority of those Board members present and voting.

## **VII. Board Committees and Commissions**

- A. Board committees are intended to support the performance of the Board as a whole. They are neither to substitute their authority for delegation from the Board to the President nor direct the activities of staff.
- B. Members of Board committees, except for the Chair-Elect Nominating Committee, are appointed by the Chair-Elect of the Board. Every Board member, except the incoming Chair, will be appointed to one committee.
- C. The following standing committees are established:
  - 1. The Executive Committee is composed of the Chair, Chair-Elect, Past Chair, and Chairs of the Committees on Audit and Finance, Community College Advancement, Directors, Program Initiatives, and Public Policy/Government Relations.

The Executive Committee:

- a. has the power to act on behalf of the Board between Board meetings;
  - b. recommends the appointment and compensation of the President to the Board; and
  - c. conducts and presents the evaluation of the President to the Board and recommends any compensation changes to the Board.
- 2. The Audit and Finance Committee monitors compliance with fiscal policies, reviews the annual budget and audit, and reports to the Board.
  - 3. The Chair-Elect Nominating Committee is composed of three Board members. It identifies and recommends nominees for the position of Chair-Elect. The Immediate Past Chair serves as the Chair of the Chair-Elect Nominating Committee.
  - 4. The Committee on Directors is responsible for the annual Board election, develops the slate of institutional representative nominees, and nominates institutional and public at-large candidates for election by the Board at its spring meeting.
  - 5. The Committee on Community College Advancement advises on membership communications, marketing strategies, media relations, aspects of fundraising and awards' programs; considers resolutions submitted by commissions, councils and members; and advises on convention, workshop and other programs.
  - 6. The Committee on Public Policy/Government Relations reviews and recommends public policy agendas; considers resolutions submitted by commissions, councils and members; recommends Board positions on policy issues; and advises on legislative strategies.
  - 7. The Committee on Program Initiatives reviews policies on program activities and considers resolutions submitted by commissions, councils and members.

#### D. Commissions, Committees, and Task Forces

The Board may create or discontinue commissions, ad hoc committees, task forces, or similar groups responsible for broad areas of AACC activities that are under the guidance and direction of the Board. Commissions, ad hoc committees, task forces, the Presidents Academy, and other such groups furnish the Board and staff with information to address both long-range and immediate concerns of the membership. These groups provide forums for discussion among community college representatives with special-issue knowledge and skills. They play an important role in identifying issues for consideration by staff in making policy recommendations to the Board.

A commission is an issue-oriented group authorized by the Board. Commission members advise the Board and staff on designated issues of broad, continuing, general concern to AACC.

Commission members appointed by the Chair-Elect must represent AACC member institutions and must be employed by a member institution during their term of office.

A committee or task force is appointed by the Board Chair-Elect to advise the Board and staff on a specific item or task of relatively short-term and/or immediate interest to AACC.

1. The Board shall establish tenure of members of such commissions and committees. The Chair-Elect of the Board shall appoint the members of ad hoc committees, task forces, commissions, and other groups that advise the Board.
2. Recommendations from commissions are forwarded to the appropriate Board committee for consideration at the next Board meeting.

#### E. Presidents Academy

The Presidents Academy, consisting of all institutional member Presidents, is created by the Board to assume major responsibility for planning professional development activities for AACC member Presidents. Officers are elected annually by the institutional representatives in a manner prescribed by the Constitution and Bylaws of the Presidents Academy.

### VIII. Affiliated Councils

- A. The Board may from time to time enter into agreements with councils that are organized and operate for purposes that contribute to and significantly benefit the purposes of AACC. Such an agreement, for a specified period of time, will constitute a formal affiliation with AACC.
- B. A council that wishes to affiliate with AACC must submit a written request to the Board setting forth its purposes, membership criteria, form of governance, and financial structure. Approval of the Board and written notification to the council constitute official recognition and affiliation with AACC.
- C. Council membership shall consist of community colleges or community college-related agencies or individuals either associated with community colleges or who provide service to community colleges.
- D. Council bylaws must state support for the purposes and objectives of AACC. Councils will be guided in their agenda development by the policy agenda of AACC. Bylaws must also state that any financial encumbrance incurred by the council is the sole responsibility of the council.
- E. Councils must pay annual membership dues to AACC at a rate approved by the AACC Board. Dues are payable to AACC in accordance with its fiscal year.
- F. Councils must report annually to AACC. The report must include a description of the council's activities for the past year.

- G. The Board may withdraw formal affiliation of a council with a written, ninety-day notice. Any notice of withdrawal must set forth the reason. A group so affected may be granted a hearing by the Board if an appeal is filed within forty-five days after such notice is mailed by the Board.

## **IX. Meetings**

- A. The annual meeting of AACC shall be held at a time and place determined by the Board. Written notice of all meetings shall be sent to all members at least two weeks in advance.
- B. All meetings of the Board shall be held in accordance with the Constitution and the following policies:
  - 1. The Board shall meet at least three times a year. Written notice of all Board meetings shall be sent to the Board at least thirty days in advance.
  - 2. The Chair will set the meeting agendas in consultation with the President. Agendas will focus on issues related to the Board's policy and strategic roles.

## **X. Board Planning Cycle**

The Board's annual activities include, but are not limited to:

- A. reviewing strategic action areas and setting annual priorities at the summer retreat;
- B. reviewing recommendations of the Past Chair for any proposed changes in the AACC Board Policies and making changes as necessary at the spring meeting; and
- C. approving the annual budget and membership dues at the fall meeting.

## **XI. Board Member Responsibilities**

The Board expects ethical and professional conduct of its members. Board members shall:

- A. attend and prepare for Board meetings;
- B. actively and civilly participate in Board deliberations;
- C. support and advocate for the purpose and goals of AACC;
- D. support the decisions of the Board, while respecting minority opinions;
- E. maintain confidentiality of privileged information;
- F. respect the position of the President as the sole employee of the Board and director of AACC activities;
- G. respect the role of the Board Chair as the spokesperson for the Board and refrain from representing one's self as speaking for the Board;
- H. avoid conflicts of interest and the use of undue influence on AACC activities; and

- I. recognize that their primary responsibility is to represent the entire membership, although there may be an occasional need to advocate the particular interests of the state or organization represented by the Board member.

## **XII. Board Education**

A new-member orientation shall be provided to all new Board members at the summer meeting.

## **XIII. Board Expenses**

- A. Whenever possible, the Board member's college or organization shall pay all costs of travel related to membership on the Board. If full payment is not possible, the costs can be shared by AACC. If neither case is possible, AACC will reimburse Board members for normal expenses incurred while performing services for AACC.
- B. Reimbursement is in accordance with rules contained in the document, "AACC Rules Governing Travel and Expenses" and must be requested by completing the "Travel Expense Report for Staff and Other Official AACC Travelers."

## **BOARD-PRESIDENT RELATIONSHIP POLICIES**

### **I. President Role and Responsibility**

- A. The President is the Chief Executive Officer of AACC. The Board will instruct the President through written policies and plans.
  1. The President shall have general administrative supervision of the affairs of AACC and shall be responsible for the execution of plans and policies that the Board approves.
  2. The President shall be an ex-officio member of all commissions and committees, except for the Chair-Elect Nominating Committee.
- B. The President shall serve a term of office authorized by the Board not to exceed three years. This term of employment may be extended for additional terms by mutual agreement of the Board and the President or as specified in the employment agreement.

### **II. Delegation to the President**

- A. The Board may, at its discretion, delegate portions of its authority (except for approval of the budget) to the President.
- B. The President is expected to assure progress toward the Outcomes of AACC. Authority is delegated to the President to determine the programs, activities, and services of the organization within the bounds of prudence, ethics, the law, the AACC Constitution, and reasonable interpretation of the Executive Limitations Policies.
- C. Any authority that is delegated by the Board shall be delegated to and through the President. Only decisions of the Board acting as a body, or as otherwise provided for in the Constitution and Board Policies are binding on the President.

### **III. Monitoring Executive Performance**

Monitoring executive performance is synonymous with monitoring organizational performance against Board Policies on Outcomes and Executive Limitations. Any evaluation of the President's performance shall be based on execution of Board Policies and progress toward established goals.

- A. Monitoring shall be ongoing and regular.
- B. Performance may be monitored by internal or external reports or by direct observation.
- C. The President shall produce information and data concerning adherence to policy as requested by the Board.
- D. The Executive Committee will conduct an annual evaluation of the President and report to the Board at the fall meeting.

#### **IV. Acting President**

The Board shall not be left without a President. If the position of President becomes vacant or the President will be absent for more than 30 (thirty) days, the Executive Committee will appoint an Acting President.

### **EXECUTIVE LIMITATIONS POLICIES**

#### **I. General Executive Constraint**

The President shall not cause or allow any practice, activity, decision, or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted AACC, business, and professional values and ethics. The President may not violate the constraints defined in these Executive Limitations Policies without Board approval.

Accordingly, the President should not fail to consider AACC core values (as specified in section IV of Outcomes Policies) which define how the organization should operate in accomplishing its work.

#### **II. Treatment of Members and Others**

The President shall not cause or allow conditions, procedures, or decisions that are disrespectful or that fail to provide appropriate confidentiality. Accordingly, the President shall not:

- A. fail to establish systems that solicit and ensure open, appropriate, and secure communication between institutional members and AACC; or
- B. fail to provide relevant and accurate information about AACC programs and services.

#### **III. Treatment of Staff**

The President may not cause or allow conditions that are unlawful, unfair, undignified, or inequitable. Accordingly, the President shall not:

- A. operate without written personnel procedures which include employee evaluation processes and which shall be regularly updated and communicated to staff and which designate staff titles and duties, clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions; or
- B. operate without procedures that support equal opportunity and treatment.

#### **IV. Employment, Compensation, and Benefits**

The President may not cause or allow jeopardy to fiscal integrity or the ability to retain quality employees. Accordingly, the President may not:

- A. establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed, without Board approval;

- B. establish or change benefits so that the benefits cause unfunded liabilities to occur or in any way commit the organization to benefits that incur unpredictable future costs, without Board approval; or
- C. employ personnel or consultants in a manner that would create obligations of revenue that cannot be reasonably projected to exist, without Board approval.

#### **V. Financial Planning and Budgeting**

Financial planning for any fiscal year shall not deviate materially from Board Policies or risk fiscal jeopardy. Accordingly, the President may not, without Board approval:

- A. fail to propose for Board action an annual budget that includes planning assumptions and sufficient information to allow the Board to evaluate projections of revenues and expenses;
- B. plan the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period; or
- C. allow operating and categorical reserves to drop below a six-month cash-flow level.

#### **VI. Financial Condition and Activity**

With respect to the actual, ongoing condition of AACC's financial health, the President may not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from the Board-approved budget. Accordingly, the President may not:

- A. fail to collect dues;
- B. fail to provide for effective custody of AACC funds;
- C. expend more funds than have been received in the fiscal year to date, without Board approval;
- D. fail to settle payroll and debts in a timely manner, without Board approval;
- E. allow tax payments or other government-ordered and regulatory payments or filings to be overdue or inaccurately filed, without Board approval;
- F. acquire, encumber, or dispose of real property, without Board approval;
- G. fail to pursue receivables after a reasonable grace period;
- H. receive, process, or disburse funds under controls that are insufficient to meet the Board-appointed auditor's standards, without Board approval;
- I. fail to bond the President and all employees who handle any part of AACC funds for an amount determined by the Board;
- J. fail to arrange for an annual audit of the financial statements of AACC by a certified public accountant;
- K. fail to respond to annual audit findings; or
- L. fail to meet obligations of grants administered by AACC.

## **VII. Asset Protection**

The President may not allow AACCC assets to be unprotected, inadequately maintained, or unnecessarily risked. Accordingly, the President may not:

- A. fail to insure adequately against theft and casualty losses, without Board approval;
- B. unnecessarily expose the organization, the Board, or staff to claims of liability or fail to insure against such liability;
- C. allow assets and equipment to be maintained improperly or to become out-of-date, subject to budget limitations;
- D. fail to provide reasonable security to protect employees, property, equipment, information, and files from loss or significant harm or damage; or
- E. knowingly undertake programs or activities or enter into relationships that adversely affect or reflect upon the image of AACCC and its members.

## **VIII. Communication and Support to the Board**

The President may not permit the Board to be uninformed. Accordingly, the President may not fail to:

- A. inform the Board of relevant trends, material external and internal changes, and changes in assumptions upon which any Board policy or position previously has been established;
- B. ensure that the Board is informed about contracts, partnerships, major issues, notable activities, and adverse circumstances;
- C. advise the Board if, in the President's opinion, the Board is not in compliance with its policies or positions;
- D. marshal for the Board as many staff and external points of view, issues, and options as needed for fully informed Board choices;
- E. provide a mechanism for official Board communications; or
- F. deal with the Board as a whole except when fulfilling reasonable individual Board member requests for information or responding to officers or committees duly charged by the Board.

Adopted by the Board of Directors on November 9, 2001, to replace the original Bylaws of the American Association of Community Colleges.

Amended Section VII, Board Committees and Commissions, on August 2, 2002.

Amended Section VII.B., Board Committees and Commissions, on April 5, 2003

Amended VII.C.3., Board Committees and Commissions, on November 13, 2004

Amended XI.C., Board Member Responsibilities, on August 5, 2005

Amended V, Strategic Action Areas and Goals, on August 4, 2006

Amended V. B. Nominations, Elections, and Appointments on November 15, 2007

Amended I. B Governance Commitment and Membership on April 5, 2008

Amended Governance Process Policies I.B on August 7, 2009