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Part 1. AACC Constitution

Preamble

We believe education is essential for realizing the fullest potential of each member of our society and that appropriate higher education should be available to all who can benefit from it. Though diverse in purpose, in type, in control, in size, and in geographic location, members of the Association share a singleness of concern and dedication to this educational mission.

Article I. Name

The name of this organization will be "American Association of Community Colleges."

Article II. Purposes

The Association is organized and shall be operated exclusively for charitable and educational purposes and shall not engage in any activity that is not permitted by an organization exempt from taxation under Section 501(a) and described in Section 501(c)(3) of the Internal Revenue Code. No part of its net earnings shall inure to the benefit of any private individual except that reasonable compensation may be paid for services actually rendered. No substantial part of its activities shall be for carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Pursuant to these purposes, the Association shall promote the sound growth of community and junior colleges and shall help create in them an atmosphere conducive to learning. It shall contribute in every practical way to the development of a better human environment in America by working for the extension of full educational opportunity to all Americans on an equitable basis, qualitatively and quantitatively, striving for the elimination of all forms of discrimination.

Article III. Membership

Section 1. The members of this organization shall be limited to community, junior, and technical colleges, and similar postsecondary institutions that are not private foundations by reasons of Section 509(a) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future U.S. Internal Revenue law). The membership shall consist of two categories: full and provisional. All members shall be approved by the Board of Directors (the Board). Membership dues shall be paid in full in order for an institution to participate as a member institution.

Section 2. Full Institutional Members: Institutional membership is open to community, junior, and technical colleges and similar postsecondary institutions that offer an associate degree and are accredited by a regional accrediting association recognized by the Council for Higher Education Accreditation (CHEA); to the colleges and campuses of multicollege and multicampus institutions eligible for institutional membership; and to district offices and state administrative offices of state systems of community, technical, and junior colleges. Each institutional member is entitled to one vote. Institutions
outside the United States will be considered eligible if they are accredited by their state or national
government.

**Section 3.** Provisional Institutional Members: Provisional institutional membership may be granted to
newly organized community, junior, and technical colleges and other similar postsecondary institutions
that have not yet secured the necessary accreditation for institutional membership. Representatives of
provisional institutional members are entitled to all privileges of the full institutional member of the
Association except that they are ineligible to hold elective office. Provisional institutional members may
hold this classification for 3 years.

**Section 4.** The CEO or top administrator of any full institutional member shall be considered the
institutional member CEO and, as such, may vote or hold elective or appointed office.

**Section 5.** The Association may have affiliated organizations to advise and inform the Association.

**Article IV. Associates**

**Section 1.** Individual Associates: Any person interested in the work of the Association and acceptable to
the Board may become an individual associate. Individual associates may not vote or hold elective office
except as otherwise provided in this constitution.

**Section 2.** Educational Associates: Any foundation, corporation, or other organization that wishes to
support the objectives of the Association may become an educational associate upon approval of the
Board. Representatives of educational associates may not vote or hold elective office except as
otherwise provided in this constitution.

**Section 3.** Honorary Associates: Individuals who have performed outstanding service in community and
junior college work, upon nomination by the Board, may be elected honorary associates of the
Association. Honorary associates may not vote or hold elective office except as otherwise provided in
this constitution.

**Article V. Dues**

Dues of members shall be fixed annually by the Board. Institutional dues may not be increased for a
given year by a percentage greater than the national average percentage increase of members'
educational and general expenditures for the preceding year, without approval of the institutional
membership at the annual business meeting or by mail ballot. Institutional dues for campuses of
member multicampus institutions will be the minimum institutional dues for colleges. Institutional dues
for district offices and administrative offices of state systems of community, technical, and junior
colleges will be set at the minimum institutional dues for colleges. Dues of associates shall be fixed by
the Board.

**Article VI. Board of Directors**

**Section 1.** The governing body of the Association shall be the Board of Directors (the Board).
Section 2. The Board shall have authority to establish bylaws and policies for the Association that are not inconsistent with the constitution. The Board shall have authority to establish an executive committee.

Section 3. The Board shall consist of 32 directors. Eighteen of the directors shall be representatives of the institutional members, of which at least 15 shall be chief executive officers of member institutions; 3 of the directors shall be elected at large by the Board from individuals employed by member institutions; 3 directors shall be elected at large by the Board from the general public; 6 directors shall be elected by the institutional membership from the recognized councils; 1 director shall be the chair; and 1 director shall be the immediate past chair of the Board.

Section 4. A majority of the members of the Board shall constitute a quorum for the transaction of business provided that a majority of those present are institutional representatives.

Article VII. Officers

Section 1. The officers of the Association shall be a chair and a chair-elect of the Board, the president of the Association, and such other officers as from time to time may be elected by the Board.

Section 2. The president shall be appointed by the Board for a term not to exceed 3 years at such salary as the Board may determine. At the discretion of the Board, the president may be reappointed for additional terms, no one of which shall exceed 3 years, or on a rolling contract basis.

Article VIII. Duties of Officers

Section 1. The chair and chair-elect shall perform duties pertaining to their offices as may be defined by the Board. The chair shall preside at meetings of the Board.

Section 2. The president shall be the chief executive officer of the Association.

Article IX. Elections

Section 1. The chair-elect shall be elected annually by the Board for a 1-year term. The chair-elect shall assume the office of chair at the end of his or her term as chair-elect. Any board member may be elected chair-elect who has at least 1 full year remaining in his or her term as a member of the Board.

Section 2. Six directors representing the institutional members shall be elected each year by the institutional membership to serve for terms of 3 years each. Two directors representing the recognized councils shall be elected each year by the institutional membership to serve for terms of 3 years each. One director at large representing the total institutional membership shall be elected by the Board each year to serve for a term of 3 years. One director at large representing the public shall be elected by the Board each year to serve for a term of 3 years. One director, the immediate past chair of the Board, shall be elected by the Board each year to serve a term of 1 year.

Section 3. Directors representing institutional members shall be elected by a vote of the official institutional representatives of members responding by mail ballot or by electronic mail ballot.
Section 4. Directors shall take office on July 1 of the year of their election and shall serve until their successors are designated in accordance with provisions of the constitution.

Section 5. In the event of a vacancy in the office of the chair, the chair-elect shall become chair and serve the unexpired term. If there is a vacancy in both the office of chair and chair-elect, the Board shall elect one of the members of the Board to serve as chair for the unexpired term. In the event of a vacancy among the directors from the institutional member representatives or from the recognized councils, the Board may appoint a new director to serve the unexpired term. In the event of a vacancy among the directors at large, the Board shall elect a new director to serve for the unexpired term.

Article X. Meetings of the Association

Section 1. There shall be an annual meeting of the Association at such time and place as the Board may determine. Special meetings may be called by the Board.

Section 2. A minimum of 10% of the designated representatives of institutional members present in person or by proxy at any meeting of which written notice has been duly given shall constitute a quorum for transaction of business.

Section 3. Each member institution shall be entitled to one vote by its designated representative.

Article XI. Finance

At each annual meeting, the Board shall present a statement of financial condition of the Association and shall report on financial operations of the preceding year and financial plans for the succeeding year. No financial obligations shall be incurred by any officer or committee except as authorized within annual budgets, or under authority of special interim action, approved by the Board or its Executive Committee in interim action. The fiscal year of the Association shall be fixed by the bylaws policies.

Article XII. Amendments

Section 1. This constitution may be amended at an annual meeting of the Association by an affirmative vote of two thirds of the designated representatives of institutional and provisional institutional members present and voting. Amendments shall not alter the purposes of this Association to operate exclusively for charitable and educational purposes and in a manner that makes this Association tax exempt and the donations to it deductible from taxable income to the extent allowed by the Internal Revenue Code. Written notice of any proposed amendment in the constitution shall be sent to all members of the Association at least 30 days prior to the date of the annual meeting.

Section 2. A referendum to the constitution may be authorized by an affirmative vote of two thirds of the designated representatives of institutional and provisional institutional members present and voting at an annual meeting. An affirmative vote of two thirds of the institutional and provisional institutional members shall be necessary to amend the constitution through a referendum, provided that at least two thirds of the institutional and provisional institutional members respond to such a referendum. The Board shall be responsible for conducting a referendum.
Section 3. The bylaws may be amended by a majority vote of all members of the Board at a meeting of the Board or, alternatively, by the unanimous written consent of all members of the Board.

Article XIII. Provision for Dissolution and Reference to Sections

Upon dissolution of this corporation if such ever should occur, the directors shall distribute all assets of the Association remaining after payment of debts and liabilities to such institution or institutions or association or associations as the majority of the Board shall elect, which are exempt from taxation under Section 501(a), are organized and operated exclusively for educational or charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and have purposes similar to the purposes of this Association. All references to sections of the Internal Revenue Code are to those sections as they are now enacted or hereafter amended.

Article XIV. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with this constitution, the bylaws, and any special rules of order the Association may adopt.

Adoption and Amendments

Adopted March 4, 1965

Amendments:

March 4, 1971
March 1, 1972
April 15, 1975
May 1, 1979
April 6, 1982
April 3, 1984
April 25, 1988
February 21, 1990
March 25, 1991
July 8, 1992
April 6, 2001
September 30, 2008
March 19, 2012
Part 2. Bylaws and 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. The American Association of Community Colleges (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.

F. Offering leadership and career development opportunities.

II. Mission Statement

“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, higher education associations and organizations, corporate centers, and businesses
that will ensure 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.

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 and Inclusivity: 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 ensuring inclusivity.

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 Plan

In order to implement its mission and achieve its vision, AACC will have a strategic plan. It is the role of AACC’s president and CEO to engage the AACC Board of Directors (the board) in strategic planning, resulting in a plan to guide the future of the organization.

Governance Process Policies

I. Governance Commitment and Membership

A. The board governs on behalf of the members of 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 multicampus college; each college of a multicollege 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 multicampus college is an institution with multiple campuses and a single regional accreditation. A multicollege district is a unit containing an administrative office and autonomously accredited colleges. When all colleges of a multicollege district hold 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, district office, 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. AACC’s fiscal and membership year begins on January 1 and ends on December 31 of each calendar year.

4. AACC membership dues invoices are sent from the AACC 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. Nonmember 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 AACC 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 CEO of the member institution shall be recognized as its official, designated representative unless the institution’s CEO 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 on 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.
5. A focus on outcomes.

B. The board will encourage

1. Diversity in viewpoints.
2. Collective rather than individual decision.
3. A clear distinction between the roles of the board and the CEO.

C. The rules contained in 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 Roles and Responsibilities

The board acts on behalf of the institutional members to create and recreate a vision for AACC and to determine and ensure 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 and the president’s role, authority, and accountability are delegated and monitored.
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. Ensuring 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).

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 18 institutional representatives—including the chair-elect, 6 representatives of affiliated councils, 3 institutional at-large members, 3 public at-large members, and the chair and immediate past chair. 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 3 years; however, a term of at least 2 years shall be considered a complete term. Board members 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 CEO position may retain eligibility to continue as a member of the board if employment as a CEO of a member institution occurs within 9 months of the last date of active service.

B. Nominations, Elections, and Appointments: The Committee on Directors and Membership Services shall accept nominations for institutional representative positions on the board and shall review membership services. At its fall meeting, the Committee on Directors and Membership Services shall establish a slate of board candidates, taking into consideration factors such 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. AACC always supports diversity and inclusion. At each meeting, the Committee on Directors and Membership Services will review membership as well as the services available to members.
C. Board Vacancies: In cases of vacancies, replacements are to be made for the remainder of the membership term by board appointment.

VI. Getting on the Ballot

A. There are three methods of getting on the AACC ballot.

1. Method 1: Institutional members may be nominated by committee or may self-nominate for membership on the board. The deadline for committee and self-nominations is the first Friday in October. The Committee on Directors and Membership Services finalizes a slate of institutional member candidates at its meeting in November and presents this slate to the full board, along with nominees from the affiliated councils in the council category, for approval at the board meeting in November. The slate is presented to the board for approval. Once the slate is approved, there is a second method for an institutional member to add his or her name to the slate.

2. Method 2: Those nominated but not selected by the committee may have their names added to the slate via the petition process: They must submit 50 letters of endorsement from AACC member CEOs by December 31. Those nominated by the first Friday in October can be added to the slate by submitting 50 letters of endorsement from AACC member CEOs by December 31 as well.

3. Method 3: Members interested in being nominated but who did not nominate themselves or were not nominated by the first Friday in October can be added to the slate by submitting 50 letters of endorsement from AACC member CEOs by December 31.

B. 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 and Membership Services.

1. Council nominations from each council shall be made in accordance with procedures established by that council.

2. 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.

C. Nominations for the six institutional representatives and two council representatives to be elected annually, which include biographical statements about nominees, shall constitute a mail ballot to be sent to the official institutional representatives by February 15 of each year.

D. In the event of a tie in either the institutional or council representative categories that affects 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.

E. The board shall appoint its institutional at-large and public at-large members from nominations made by the Committee on Directors and Membership Services, with results announced to the membership at the earliest practical date following appointment.
VII. Board Officers

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

A. AACC board officers shall be chair, chair-elect, past chair. The president, secretary, and treasurer are staff who serve as officers.

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, 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

      i. Preside at meetings of the AACC membership, board, and Executive Committee.

      ii. Act as the official spokesperson for the board.

      iii. Perform all duties incident to the office of chair and others as may be prescribed from time to time by the board.

      iv. Appoint the chair-elect nominating committee.

   b. The chair-elect of the board shall

      i. Perform the duties of the chair in the event of absence or inability or refusal to act.

      ii. Report executive committee actions to the board.

      iii. Make appointments to commissions and committees except for the chair-elect nominating committee.

      iv. Perform other duties as may be assigned by the chair or the board.

      v. Assume the position of chair beginning July 1 of the year following election.

   c. The past chair shall conduct the annual review of 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 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 1 year, beginning July 1 of the year of election. Election shall be in accordance with rules adopted by the board and shall be by a majority of those board members present and voting.

1. A Chair-Elect Nominating Committee consisting of three board members shall be appointed by the chair of the board with the approval of the board at the fall meeting. After having solicited suggestions from the members of the board, the nominating committee shall recommend one or more nominees for the position of chair-elect; such recommendations are to be communicated to all members of the board no less than 60 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 accordance with rules adopted by the board and shall be by majority of those board members present and voting. These rules are provided as follows.

2. The chair will appoint a board member to serve as parliamentarian during the election. The names of the nominees will be announced. Following the announcement, additional nominations of eligible nominees will be entertained from the floor. These nominees must agree to accept the nomination. The candidates will then make a brief speech (up to 3 minutes). After the speeches, the full board will vote, using preprinted ballots that list the names of candidates in alphabetical order. Space will be provided on the ballots to write in the names of candidates nominated from the floor. The voting procedure used will be the preference or transferable ballot system, with an instant run-off option. This system requires board members to vote once, indicating their choices in rank order. Board members will vote for one fewer candidate than the total nominated. Ballots not completed in accordance with these rules will not be considered in processing the ballots. No proxies are allowed. The nominating committee will examine the ballots, using the following decision-making rules:

a. If one candidate receives a majority of first-choice votes (50% + one), this person is elected.

b. If no candidate receives a majority of first-choice votes, the candidate with the fewest first-choice votes will be dropped from the ballot and the second-choice votes of those
who had voted for this candidate as a first choice will be reallocated to the remaining
candidates as first-choice votes.

c. If action in step b does not produce a winner, the candidate among those remaining
with the fewest first-choice votes will be dropped from the ballot and the second-choice
votes of those who had voted for this candidate as a first choice will be redistributed in
the same manner.

d. If action in step c does not produce a winner, this process will be repeated with the
remaining candidates.

e. In the unlikely situation that this process yields a first-place tie between two or more
candidates, with no candidate receiving a majority vote, a new ballot will be used to
vote on the tied candidates. If no candidate receives a majority vote, another ballot will
be used to vote on the tied candidates. If no candidate receives a majority vote after the
second such ballot, the decision will be made by using the technique of drawing a name
from among the tied candidates. This person will be declared the winner of the election.

f. If on the ballot one candidate has more first-place votes and two candidates are tied for
the second place, the first-place candidate will be declared the winner of the election.

g. To be declared a winner, a candidate must have a majority vote of all board members
present and voting, except in the case of step f. No proxies are allowed.

XIII. 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 the authority of 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. 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 and
Membership Services, Program Initiatives and Workforce Training, 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.

   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. The current chair-elect serves as parliamentarian.

4. The Committee on Directors and Membership Services 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. The committee also reviews membership services.

5. The Committee on Community College Advancement advises on membership communications, marketing strategies, media relations, and 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 and Workforce Training 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 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. Officers are elected annually by the institutional representatives in a manner prescribed by the constitution and bylaws of the Presidents Academy. The Presidents Academy will serve in an advisory capacity to the AACC president in planning the Presidents Academy Summer Institute.

IX. Affiliated Councils

A. The board may 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 purpose, membership criteria, governance, and financial structure. Approval of the board and written notification to the council constitute official recognition and affiliation with AACC.

C. 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.

D. Councils must pay annual membership dues to AACC at a rate approved by the board. Dues are payable to AACC in accordance with its fiscal year.

E. Councils must report annually to AACC. The written report must include a description of the council’s activities and financial statements for the past year.

F. The board may withdraw formal affiliation of a council with a written, 90-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 45 days after such notice is mailed by the board.

X. Board 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 2 weeks in advance.

B. All board meetings 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 30 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.
XI. Board Planning Cycle

The board’s annual activities include, but are not limited to, the following:

A. Reviewing the strategic plan and setting annual priorities at the summer retreat.

B. Reviewing recommendations of the past chair for any proposed changes in board policies and making changes as necessary at the spring meeting.

C. Approving the annual budget and membership dues at the fall meeting.

XII. Board Member Conduct

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

A. Prepare for and attend board meetings.

B. Actively and civilly participate in board deliberations.

C. Support and advocate for the purposes 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 AACC’s president and CEO as the sole employee of the board with the authority to direct AACC activities.

G. Respect the role of the 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.

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

XIII. Board Education

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

XIV. Board Expenses

A. Whenever possible, the board member’s college or organization shall pay all costs of travel related to membership on the board. Exceptions maybe made by AACC’s president and CEO.
B. Exceptions approved by the president must follow the guidelines set forth in AACC’s procedural documents: “AACC Rules Governing Travel and Expenses” and “Travel Expense Report for Staff and Other Official AACC Travelers.”

Board–President Relationship Policies

I. President’s Roles and Responsibilities

A. The president is the CEO 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 3 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 ensure progress toward AACC’s outcomes policies, as set forth in this manual. 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 AACC’s executive limitations policies, as set forth in this manual.

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 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’s core values as are specified in Part 2, Section IV, of this manual, which defines 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.

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 that 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.

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.

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.

C. Allow operating and categorical reserves to drop below a 6-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.

L. Fail to meet obligations of grants administered by AACC.

VII. Asset Protection

The president may not allow AACC assets to be unprotected, inadequately maintained, or unnecessarily risked. Accordingly, the president may not

A. Fail to insure adequately against theft and casualty losses.

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.

E. Knowingly undertake programs or activities or enter into relationships that adversely affect or reflect upon the image of AACC 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.

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.

Adoption and Amendments

Adopted by the AACC Board of Directors on November 9, 2001.

Amendments:

August 2, 2002
April 5, 2003
November 13, 2004
August 5, 2005
August 4, 2006
November 15, 2007
April 5, 2008
August 7, 2009
Part 3. Board Procedures

I. Background

The AACC Board of Directors is made up of 18 representatives in the institutional member category; 6 in the council representative category; 3 in the institutional at-large category; and 3 in the public at-large category. Each serves a staggered 3-year term. Each year, 6 persons are elected by the membership to the institutional category and 2 in the council category. At its April meeting, the board appoints 1 person each to the institutional at-large and public-at-large categories. The entire board consists of 32 members, including the chair-elect and the immediate past chair.

A. Institutional Category: Six persons are elected from the ballot presented to member institutions. Each serves a staggered 3-year term.

B. Council Category: Two persons are elected from the ballot presented to member institutions. Each serves a staggered 3-year term. Councils that do not currently have representation on the board may automatically place a name on the ballot in this category. It is within the purview of each council to decide whether it will place a name on the ballot and who that person will be. (If a council representative becomes the chair of the board, the chair is no longer considered a council representative, and that council may again place a name on the ballot.)

C. Institutional At-Large and Public At-Large Categories: One person is appointed by the board at its April meeting in each category. Each serves a staggered 3-year term.

II. Getting on the Ballot

A. There are three methods of getting on the AACC ballot.

1. Method 1: Institutional members may be nominated by committee or may self-nominate for membership on the board. The deadline for committee and self-nominations is the first Friday in October. The Committee on Directors and Membership Services finalizes a slate of institutional member candidates at its meeting in November and presents this slate to the full board, along with nominees from the affiliated councils in the council category, for approval at the board meeting in November. The slate is presented to the board for approval. Once the slate is approved, there is a second method for an institutional member to add his or her name to the slate.

2. Method 2: Those nominated but not selected by the committee may have their names added to the slate via the petition process: They must submit 50 letters of endorsement from AACC member CEOs by December 31. Those nominated by the first Friday in October can be added to the slate by submitting 50 letters of endorsement from AACC member CEOs by December 31 as well.

3. Method 3: Members interested in being nominated but who did not nominate themselves or were not nominated by the first Friday in October can be added to the slate by submitting 50 letters of endorsement from AACC member CEOs by December 31.
III. Developing the Slate

A. At its August meeting, the Committee on Directors and Membership Services looks at the demographic information of those going off the board, as well as of those who will remain, in order to determine how balance might be maintained. Demographics factors include ethnicity, geographic region, institution type, and gender. The committee develops a preliminary list of member CEOs and contacts them to see if they will allow their names to go forward to the candidate pool.

B. Following the August meeting, AACC solicits nominations, via the AACC Newsletter, from CEOs of member institutions, as well as from all councils eligible to nominate. The nominations are due in the AACC office no later than the first Friday in October.

C. Nominations can be submitted to the committee chair via mail, e-mail, or fax by simply stating the name, job title, college, and state of the nominee. CEOs of member institutions are eligible to be nominated in the institutional category, whereas nominations in the council category do not have to be CEOs but must come from the council’s president or executive director. AACC staff will review nominees to ensure that they are members of AACC in good standing.

D. In November, the Committee on Directors and Membership Services reviews the nominations and develops the slate using demographic information (e.g., ethnicity, geographic region, institution type, and gender) with the intent of presenting a balanced and diverse slate. The committee presents the slate to the full board for approval at the November board meeting.

E. Following the November meeting, AACC contacts the nominees to inform them of the board’s decision. Once a candidate agrees to run and receives confirmation of his or her name appearing on the ballot, he or she must adhere to the AACC’s board election guidelines. If an institutional nominee not selected by the committee still wants to run, or if an institutional member who was neither nominated nor selected by the committee wants to run, he or she may secure a place on the ballot by obtaining 50 letters of endorsement signed by a member CEO. Letters must be mailed or e-mailed to the attention of the associate vice president of leadership development and board relations and must received in the AACC office by December 31.

F. Each confirmed candidate will be asked to submit a full biography, a one-paragraph biography, and a photograph (at least 300 dpi) suitable for the election brochure by mid-January.

G. The election brochures and ballots are mailed out to AACC member CEOs by February 5. Completed ballots must be received in the AACC office by February 28.

IV. AACC Board Election Guidelines

These guidelines clarify the board’s position regarding election campaigning. The intent of these guidelines is to provide equal exposure of the candidates to the electorate.

A. Campaign materials and other solicitation. Campaign materials such as hats, buttons, pins, posters, brochures, flyers, DVDs, etc., are not permitted and should not be created, printed, or distributed by or on behalf of any candidate.
B. **Securing letters of support after being selected for the slate.** Limited letters of support are acceptable (e.g., asking colleagues to speak briefly on a candidate’s behalf at a regional or state presidents’ meeting or e-mailing requests for letters of support). However, widespread attempts to obtain letters of support are not permissible (e.g., mass mailings, blast e-mails, etc.). In recent years, candidates who submit letters of support have had a higher ratio of success in the election. In light of this, the committee strongly encourages each candidate in both the institutional and council categories to obtain letters of support from member CEOs as a means of strengthening their candidacy. A simple letter consisting of two or three sentences is sufficient for this purpose. Letters should be addressed as follows:

American Association of Community Colleges  
Attn: Board Committee on Directors and Membership Services  
One Dupont Circle NW, Suite 410  
Washington, DC 20036

For questions about whether a proposed election activity is within the spirit of the election rules, please contact the associate vice president of leadership development and board relations. The Committee on Directors and Membership Services will respond as quickly as possible.

V. **Rules for Electing the Chair-Elect**

A. The preliminary procedure for electing a board member to serve as chair-elect will be as follows:

1. Board members eligible to run for the chair-elect position are those who have served at least 1 year on the board and who have at least 1 year remaining in their term. The names of these board members will be provided to the board.

2. Nominations are invited from any member of the current board. Board members may submit self-nominations or nominate fellow board members. The Chair-Elect Nominating Committee will set a deadline for receipt of nominations and provide members with instructions for the procedure, which are summarized in the next section.

3. After receipt of nominations, the nominating committee will mail a report to the board announcing the slate of candidates for chair-elect—no later than 60 days prior to the April board meeting.

B. At the April board meeting, the procedure will be as follows:

1. The board chair will appoint a board member to serve as parliamentarian during the election. The names of the nominees will be announced. Following the announcement, additional nominations of eligible nominees will be entertained from the floor. These nominees must agree to accept the nomination.

2. The candidates will then make a brief speech (up to 3 minutes). After the speeches, the full board will vote, using preprinted ballots that list the names of candidates in alphabetical order. Space will be provided on the ballots to write in the names of candidates nominated from the floor.
3. The voting procedure used will be the preference or transferable ballot system, with an instant run-off option. This system requires board members to rank order their candidates and vote once for one fewer candidate than the total nominated.

4. Ballots not completed in accordance with these rules will not be considered in processing the ballots. No proxies are allowed.

C. The nominating committee will examine the ballots, using the following decision making rules:

1. If one candidate receives a majority of first-choice votes (50% + one), this person is elected.

2. If no candidate receives a majority of first-choice votes, the candidate with the fewest first-choice votes will be dropped from the ballot and the second-choice votes of those who had voted for this candidate as a first choice will be reallocated to the remaining candidates as first-choice votes.

3. If action in step 2 does not produce a winner, the candidate among those remaining with the fewest first-choice votes will be dropped from the ballot and the second-choice votes of those who had voted for this candidate as a first choice will be redistributed in the same manner.

4. If action in step 3 does not produce a winner, this process will be repeated with the remaining candidates.

5. In the unlikely situation that this process yields a first-place tie between two or more candidates, with no candidate receiving a majority vote, a new ballot will be used to vote on the tied candidates. If no candidate receives a majority vote, another ballot will be used to vote on the tied candidates. If no candidate receives a majority vote after the second such ballot, the decision will be made by using the technique of drawing a name from among the tied candidates. This person will be declared the winner of the election.

6. If on the ballot one candidate has more first-place votes and two candidates are tied for the second place, the first-place candidate will be declared the winner of the election.

7. To be declared a winner, a candidate must have a majority vote of all board members present and voting, except in the case of step 6. No proxies are allowed.
VI. Board Committee and Council Preference Form

Name:  
(type or print)

1. Preference for board committee assignment (see attached committee descriptions). Please rank your choices 1–5.

   _____ Committee on Audit and Finance
   _____ Committee on Community College Advancement
   _____ Committee on Directors and Membership Services
   _____ Committee on Program Initiatives and Workforce Development
   _____ Committee on Public Policy/Government Relations

2. Preference for board commission assignment (see attached commission descriptions). Please rank your choices 1–5.

   _____ Commission on Academic, Student, and Community Development
   _____ Commission on Communications and Marketing
   _____ Commission on Diversity, Inclusion, and Equity
   _____ Commission on Economic and Workforce Development
   _____ Commission on Global Education
   _____ Commission on Research, Technology, and Emerging Trends

3. Preference for council contact assignment (see attached vacancy list).

   First Choice ______________________________________________________

   Second Choice ____________________________________________________
VI. Commission Guidelines and Responsibilities

A. The Commissions

Six commissions authorized by the AACC Board are covered by these guidelines. Each consists of CEOs from member institutions and additional individuals from organizations who work in areas that are relevant to the specific commission’s charges.

B. Membership Criteria

1. Commission members appointed by the chair-elect must represent institutions that are members of AACC.

2. Commission members appointed by councils and other organizations represent the interests of their organizations.

3. Current board members are not eligible to serve on commissions, except as chair or co-chair.

4. All outgoing board members will be commissioned to serve on one of the AACC commissions. The outgoing board member will serve a full term.

C. Appointment Process

Commission members are appointed by the chair-elect in May prior to the start of each new board (and commission) year on July 1. The appointment process, managed by the associate vice president of leadership development and board relations, is as follows:

1. The field is notified via the AACC Newsletter that commissions are accepting applications for members for the next commission (3-year) term. Those interested in serving submit the official nomination form indicating their interest. The form is located on the AACC website.

2. The associate vice president works with AACC’s policy staff and commission staff liaisons to develop tentative rosters, taking into account geographic regions, racial and ethnic diversity, gender diversity, and institutional size and geographic balance.

3. The associate vice president confirms eligibility by checking institutional membership status of the nominees.

4. The tentative lists are submitted to the chair-elect for approval. The chair-elect determines final appointments.

5. Those selected for membership are notified and asked to formally accept the appointment. Dates of the upcoming meetings are included in this notification from the chair-elect.

6. Councils and other relevant organizations are invited to nominate members for a 1-year term. Those appointed are notified and provided with information on upcoming meetings.
7. The chair-elect appoints one board member to serve as the liaison to the board for each affiliated council. The role of the board member assigned to the committee is to share information as well as bring formation back to the board.

8. Commission chairs and co-chairs are appointed annually by the chair-elect prior to the start of the new board year. Commission chairs and co-chairs are selected from the board.

D. Terms

1. The commission year runs from July 1 through June 30, the same as the board year.

2. Members are appointed for 3-year terms, beginning on July 1 of the year. They are not eligible for a second consecutive term, although a second term is permitted after at least 1 year of inactivity. In extenuating circumstances, exceptions may be made on a case-by-case basis by the AACC president and CEO.

3. Commission chairs and co-chairs are appointed for 1-year terms, beginning on July 1 of the year.

4. When commission members resign midterm or become ineligible for commission membership, they will not be replaced unless it creates an imbalance in representation on the specific commission.

VIII. Annual Evaluation of the President and CEO

A. Procedure

Evaluation of the CEO is to be based upon performance of the duties of the CEO and upon goals and objectives developed by the Executive Committee (EC) and the CEO and reviewed by the board. Instruments used in the evaluation will be reviewed periodically and may be revised by majority action of the board upon recommendation of the EC after discussion with the CEO. The EC shall accept and consider relevant evaluation data submitted by the board members prior to finalizing the annual evaluation.

1. The CEO reviews goals at the EC and board August meeting.

2. The CEO reports progress on goals to the EC at the November meeting. The EC recommends action or changes if necessary. Any changes made to goals will be reported to the board.

3. The CEO recommends goals to the EC at the February meeting. The CEO and the EC shall mutually agree upon the goals and objectives of the CEO annually at the April meeting. The goals shall be shared with the board at the April meeting.

4. The evaluation instrument is to be completed by each individual board member and submitted to the board chair no later than March 31 each year.

5. The board chair shall summarize the individual evaluation forms and share the summary with the EC member and the CEO.
6. The EC shall consider the summary of the individual evaluations and the self-evaluation of the CEO prior to meeting with the CEO at the April meeting.

7. The EC will consider the CEO’s self-evaluation and board’s evaluation input before making recommendation for extension of the CEO’s employment contract and compensation changes at the April meeting.

8. The written evaluation report with contract, compensation, commendations, and recommendations shall be prepared and signed by the board chair and delivered to the CEO by June 10.

**Schedule for the Annual Evaluation of President and CEO**

<table>
<thead>
<tr>
<th>Month</th>
<th>Meetings</th>
<th>Activity</th>
</tr>
</thead>
<tbody>
<tr>
<td>July</td>
<td></td>
<td>• New board of directors seated</td>
</tr>
<tr>
<td>August</td>
<td>Executive Committee and Full Board</td>
<td>• CEO reviews goals for current year with EC and full board</td>
</tr>
<tr>
<td>November</td>
<td>Executive Committee and Full Board</td>
<td>• CEO reports progress on goals to EC</td>
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<td></td>
<td></td>
<td>• EC reviews CEO goals progress and recommends action or changes if necessary</td>
</tr>
<tr>
<td>February</td>
<td>Executive Committee</td>
<td>• CEO recommends goals for next year to EC</td>
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<td></td>
<td></td>
<td>• EC review and discuss new goals</td>
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<tr>
<td>March</td>
<td></td>
<td>• EC solicits input from full board using evaluation survey</td>
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<tr>
<td></td>
<td></td>
<td>• Board chair sends out evaluation survey to full board by 3/1 and survey returned by 3/31 to board chair</td>
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<tr>
<td>April</td>
<td>Executive Committee and Full Board</td>
<td>• EC review evaluation reports from CEO and full board</td>
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<td></td>
<td></td>
<td>• EC finalizes goals for next year with CEO</td>
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<td></td>
<td></td>
<td>• EC decides contract and compensation for next year</td>
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<td></td>
<td></td>
<td>• Board chair and chair-elect inform CEO of evaluation results and preliminary contract and compensation decisions</td>
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<tr>
<td>May</td>
<td></td>
<td>• Board chair prepares written evaluation summary and report to CEO by June 1</td>
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</table>
IX. AACC Board of Directors Annual Self-Evaluation Form

Instructions: Please complete the following evaluation of the functioning of the board as a whole by marking the appropriate response. The form must be received by [insert date].

### A. Board Organization/Leadership — A strong, effective board helps create a strong, effective organization by focusing on its own unique responsibilities.

<table>
<thead>
<tr>
<th>Statement</th>
<th>Strongly Agree</th>
<th>Agree</th>
<th>Neither Agree Nor Disagree</th>
<th>Disagree</th>
<th>Strongly Disagree</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Meeting agenda items contain sufficient background information for the board.</td>
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<td>2. The board adheres to its roles and responsibilities.</td>
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<td>3. The board maintains confidentiality of privileged information.</td>
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<td>4. The board operates ethically without conflict of interest.</td>
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<tr>
<td>5. The board works to achieve AACC’s goals and objectives.</td>
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<td>6. The board reviews and updates AACC’s actions and goals on a regular basis to ensure currency and relevancy.</td>
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</table>

Comments:

### B. Policy — The most important board responsibility is to make good policy that provides guidance for AACC staff.

<table>
<thead>
<tr>
<th>Statement</th>
<th>Strongly Agree</th>
<th>Agree</th>
<th>Neither Agree Nor Disagree</th>
<th>Disagree</th>
<th>Strongly Disagree</th>
</tr>
</thead>
<tbody>
<tr>
<td>7. The board focuses on policy in board discussions and actions.</td>
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<td>8. The board recognizes and values diversity and inclusiveness.</td>
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<td>9. The board supports the annual priorities for the CEO.</td>
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<td>10. The board sets policies that support AACC’s vision, mission, and goals.</td>
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Comments:
C. The board governs and advocates on behalf of the members.

<table>
<thead>
<tr>
<th></th>
<th>Strongly Agree</th>
<th>Agree</th>
<th>Neither Agree Nor Disagree</th>
<th>Disagree</th>
<th>Strongly Disagree</th>
</tr>
</thead>
<tbody>
<tr>
<td>11. The board actively seeks to understand emerging national and regional needs, issues, and policies pertaining to CCs.</td>
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<td>12. The board actively supports the vision, mission and values of AACC.</td>
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<td>13. The board advocates AACC’s interests to regional, state, and national agencies and legislators.</td>
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<td>14. The board works to build a positive image of AACC.</td>
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<td>15. The board seeks maximum benefit for AACC and its members.</td>
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Comments:

D. Board/CEO Relations—The CEO is the primary agent of the board and is supported in carrying out board policies.

<table>
<thead>
<tr>
<th></th>
<th>Strongly Agree</th>
<th>Agree</th>
<th>Neither Agree Nor Disagree</th>
<th>Disagree</th>
<th>Strongly Disagree</th>
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</thead>
<tbody>
<tr>
<td>16. The board and the CEO have a positive, cooperative relationship</td>
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<td>17. The board maintains open communication with the CEO.</td>
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<td>18. The board reviews goals and objectives that are used in the annual evaluation of the CEO.</td>
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Comments:
### E. Standards for AACC Operations and Performance

The board provides appropriate oversight and holds AACC accountable to the members.

<table>
<thead>
<tr>
<th>Item</th>
<th>Strongly Agree</th>
<th>Agree</th>
<th>Neither Agree Nor Disagree</th>
<th>Disagree</th>
<th>Strongly Disagree</th>
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<tbody>
<tr>
<td>19. The board is knowledgeable about AACC’s programs and services.</td>
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<td>20. The board understands the fiscal condition of AACC.</td>
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<td>21. The board ensures the accountability of AACC to its members.</td>
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<tr>
<td><strong>Comments:</strong></td>
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**Overall Comments:**

Please provide any narrative feedback you would like included as part of this self-assessment.

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Board member’s name

Date
X. Hail and Farewell Program Agenda

A. AACC Annual Business Meeting

B. Welcome

C. AACC Recognition of “Hail and Farewell” Honorees

D. Lunch

E. AACC Business Meeting

F. Introduction of AACC Board of Directors, Chair-Elect, and 2012–2013 Chair-Elect

G. Announcement of New AACC Board Members

H. Introduction of President and CEO

I. State of the Association Address

J. Introduction of Luncheon Sponsor

K. Sponsor Remarks

L. Introduction of Presidents Academy Executive Committee Chair

M. Welcome and Introduction of AACC Presidents Academy Executive Committee

N. Presentation of Chair Award

O. Presentation of Slate and Call for Additional Nominations for PAEC Ballot

P. Introduction of Speaker

Q. Keynote Speaker

R. Announcements and Adjourn