

**Adopted**

HARTNELL COMMUNITY COLLEGE DISTRICT

MINUTES  
March 15, 2011

Board of Trustees – Study Session  
CALL 208, Training Room  
411 Central Avenue  
Salinas, California

- OPEN SESSION** The Board’s Study Session was called to order at 5:00 p.m. by Trustee Padilla-Chavez.
- PLEDGE OF ALLEGIANCE** Trustee Taylor led the Pledge of Allegiance.
- ROLL CALL** Erica Padilla Chavez, President  
Kevin Healy, Vice President  
Candi DePauw  
Patricia Donohue  
Bill Freeman  
Elia Gonzalez-Castro
- Phoebe K. Helm, Board Secretary
- ABSENT** Ray Montemayor
- PUBLIC COMMENTS** Paul Casey, student services administrator, announced the Student Senate is collecting donations by placing containers in offices throughout the campus. All monies collected will be given to the Red Cross and is designated to support those affected in the recent disaster in Japan.
- A.C.E. PRESENTATION** The Board received a presentation on the Academy for College Excellence (ACE) Program that addressed the components of the program, a summary of the 2009 Cohort, a snapshot of later cohorts, and what’s next. The students spoke about their experience with the program and the positive impact it has made in their lives. The program has been offered over the last four semesters and two students are ready to transfer. Also, the Board received a presentation on racial profiling. The Board complimented the faculty and students for attending the meeting and for their presentation.
- Those representing the program were faculty, Hermelinda Rocha-Tabera, Liz Estrella, Warren Edmonds, Roberto Unzueta, and Tara McCabe. Students present were Lucia Vera, Saul Donate, Jennifer Chaidez, and Joaquin Tabera.
- BOARD ETHICS AND BROWN ACT** The Board received a presentation (Appendix A) on Board Ethics and the Brown Act by Alison Neufeld, legal counsel. Ms. Neufeld defined the roles and responsibilities of the Board of Trustees, Superintendent/President, and the members of the public. She reviewed Board Policy 1055, Ethical Conduct of the Governing Board and process for ensuring ethical conduct.
- Ms. Neufeld reviewed the general principles of the Brown Act and how they apply to legislative bodies.

Throughout the presentation, the Board asked several questions to which Ms. Neufeld responded. The Board thanked Ms. Neufeld for the informative presentation.

**BOARD  
COMMENTS**

Trustee Gonzalez-Castro thanked everyone for the evening's presentations.

Trustee Freeman thanked the staff for giving his brother a tour of the Alisal Campus - that his brother recently got a job with NASA; that Williams College made the final four (for small colleges) and the coach, Mike Maker, is a former student/athlete of Hartnell; that he would like to see the Alisal Campus make electronic cars – this would help the college move forward in helping to save the planet; that he is saddened by the recent disasters happening in Japan. Trustee Freeman requested that someone look into increasing the Board's stipends because the Board is attending more meetings. He believes that members should not be penalized if they don't attend the study session meetings because as elected officials they only need to attend the regular meetings and he asked if Farm Day is more important than the recent passing of an honor student. In closing, he stated that he was proud of the students who presented this evening.

Trustee DePauw thanked both Trustee Padilla-Chavez and Paulette Bumbalough for their recent participation in Farm Day – they both were guides and she agreed with Trustee Freeman by stating that, while Farm Day is important, it is not more important than the passing of a student.

Trustee Healy announced the birth of his son, Collin; he encouraged the Board to attend the Monterey County School Boards Association Annual Celebration Dinner and he thanked those who presented on the ACE. Program.

Trustee Padilla-Chavez reported that she was a guide for Farm Day – that it was a great learning experience and of course in no way would it compare to the passing of a student; she thanked everyone for attending this evening and stated that the purpose of these sessions are to help members become more effective as a Board; that the Board's stipends is not a local decision – that stipends are determined by and prorated in compliance with the Education Code.

**PRESIDENT'S  
REPORT**

Dr. Helm announced that Bob Maffei, faculty and advisor of the Students in Free Enterprise (SIFE) had led the team to win the regional competition for the fifth year in a row. They will compete in the Nationals again this spring, where they have placed in the low teens for the past four years. In each case, the Hartnell team has beat out their University and Community College competitors.

**ADJOURNMENT** The Board adjourned the meeting at 7:17 p.m.

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Erica Padilla-Chavez  
Board of Trustees President

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Phoebe K. Helm  
Board Secretary

## HARTNELL COLLEGE BOARD OF TRUSTEES: Effective and Ethical Governance

*Presented by:*

**Alison Neufeld**

**March 15, 2011**





# Agenda

- Defining Roles and Responsibilities
  - Board of Trustees
  - President/Superintendent
  - Members of the Public
  - Hartnell College Board Policies
- Brown Act Requirements
  - Related Board Policies



# **PART ONE: ROLES AND RESPONSIBILITIES**

**BOARD**



**POLICY**

**CEO**



**COLLEGE**

**SHARED GOV.**



**(AB1725)**



# Roles and Responsibilities

- Board of Trustees
  - The Board is charged with establishing policies that ensure the quality, integrity and effectiveness of student learning programs and services and the financial stability of the institution.
    - Official actions must be formally approved or ratified by majority of the Board members
    - Board acts as a whole once a decision has been made and focuses allegiance toward the College and the community
  - The College's mission is achieved by providing service using the best and highest ethics



# Roles and Responsibilities

- Board of Trustees
  - Board's activities and deliberations are governed by eight tenets:
    - commitment
    - allegiance
    - teamwork
    - confidentiality
    - power
    - relationship
    - conflict of interest
    - growth



# Roles and Responsibilities

- Commitment

- Demonstrate commitment to improving student learning and institutional processes
- Attend all Board of Trustees meetings and workshops
  - Review agenda and materials prior to meetings
- Devote sufficient time to understand district issues, particularly budgetary issues
- Attend relevant community events



# Roles and Responsibilities

- Allegiance
  - Do not undermine decisions of the Board
    - Trustees are required to abide by decisions of the Board even if an individual member feels that the Board's decision is wrong
  - Make no commitments on behalf of the Board to constituents
    - The District is not bound by any statement or action on the part of any individual Board member or employee, except when such statement or action is in pursuance of specific instructions by the Governing Board



# Roles and Responsibilities

- Teamwork

- Maintain collegial relationships with other Trustees, administrators and staff
- Work effectively with Chair of the Board and Superintendent/President
  - Communicate with the Chair and President/Superintendent regarding district business
  - Alert Chair and President/Superintendent about concerns before going public with them
  - Direct communications from students, employees and public to President/Superintendent
- Comply with all legal and ethical mandates



# Roles and Responsibilities

- Confidentiality
  - Disclosure of confidential information is illegal
    - An individual who, without board authorization, discloses confidential personnel information from a closed board session is subject to an injunction, referral to a grand jury and/or criminal prosecution.
    - Disclosing information discussed during an authorized closed session also constitutes a misdemeanor under Government Code section 1222 for a public officer's "willful omission to perform any duty enjoined by law."
    - A Trustee may be removed from office for disclosure of confidential information under the Brown Act upon accusation by the grand jury of "willful or corrupt misconduct in office"



# Roles and Responsibilities

- Power

- Authority to act rests with the Board, not with individual Trustees
- Trustees may not:
  - make/participate/use position to influence decision if knows or should know of disqualifying conflict of interest
  - use their position for private benefit
  - seek to advance personal political interests over the interests of the District
  - communicate with faculty or individual employees directly rather than work through the president

A photograph showing three business professionals in a meeting. A man in a suit is leaning over a table, gesturing with his hands as he speaks to a woman and another man who are looking at him attentively.

# Roles and Responsibilities

- Growth

- Pursue training opportunities
- Attend conferences
- Consider ways to assure the quality, integrity, and effectiveness of the student learning programs and financial stability of the College
- Model ethical behavior and collegiality for college employees
- Refer to WASC Manuals and Guidelines and Hartnell College Accreditation Documents

A photograph showing three business professionals in a meeting. A man in a suit is leaning over a table, gesturing with his hands as if explaining something. A woman in a brown jacket is looking at him, and another man is partially visible in the foreground, also looking towards the man in the suit.

# Roles and Responsibilities

- Relationship

- The Board is a corporate body. It governs as a unit, with one voice.
- Trustees must work together as a team, toward common goals.
- The power of governance is expressed through one voice. As individuals, Trustees make no commitments on behalf of the Board to constituents, nor do they criticize or work against Board decisions.
- To be effective, Trustees must:
  - Integrate multiple perspectives into Board decision-making
  - Establish and abide by rules for conducting Board business
  - Speak with one voice; support the decision of the Board once it is made
  - Recognize that power rests with the Board, not individual Trustees



# Roles and Responsibilities

- Superintendent/President
  - Executive Officer of the Board
    - Possesses executive responsibility for administering Board policies and for executing all decisions of the Governing Board requiring administrative action
    - Acts as the professional advisor to the Governing Board in the initiation and formulation of District policies
    - Where Governing Board has provided no policy for administrative action, the Superintendent/President shall have the power to act subject to the review of the Governing Board
  - May delegate any powers and duties entrusted to the office by the Governing Board
  - Makes available any information and gives any report requested by the Governing Board



# Roles and Responsibilities

- The Public

- The public has constitutional and statutory rights *vis a vis* the College and Board of Trustees
  - Attendance at meetings
  - Recording meetings
  - Broadcast meetings
  - Inspect documents & recordings
  - Address board on agenda items *before* voting



# Roles and Responsibilities

- Individual Trustees – Board Policy 1055

- **Honor in Conduct**

- I will tell the truth.
- I will share my views while working for consensus.
- I will respect and uphold the majority decision as the decision of the Board.
- I will base my decisions on fact rather than supposition, opinion, or pulse of the group.

- **Integrity of Character**

- I will refuse to surrender judgment to any individual or group at the expense of the College as a whole.
- I will consistently uphold all applicable laws, rules, policies and governmental procedures.
- I will keep confidential information that is privileged by law, closed session, and/or that which will cause harm to the College if disclosed.



# Roles and Responsibilities

- Individual Trustees – Board Policy 1055

- **Equity in Attitude:**

- I will be fair, just, and impartial in all my decisions and actions.
- I will accord others the respect I wish for myself.
- I will encourage expression of different opinions and listen with an open mind to others' ideas.

- **Trustworthiness in Stewardship:**

- I will be accountable to the public by representing the College policies, program priorities, and progress accurately.
- I will be responsive to the community by seeking its involvement in College activities and by communicating priorities and concerns.
- I will work to ensure prudent and accountable use of College resources.
- I will make no personal promise or take private action that may compromise performance of my responsibilities.



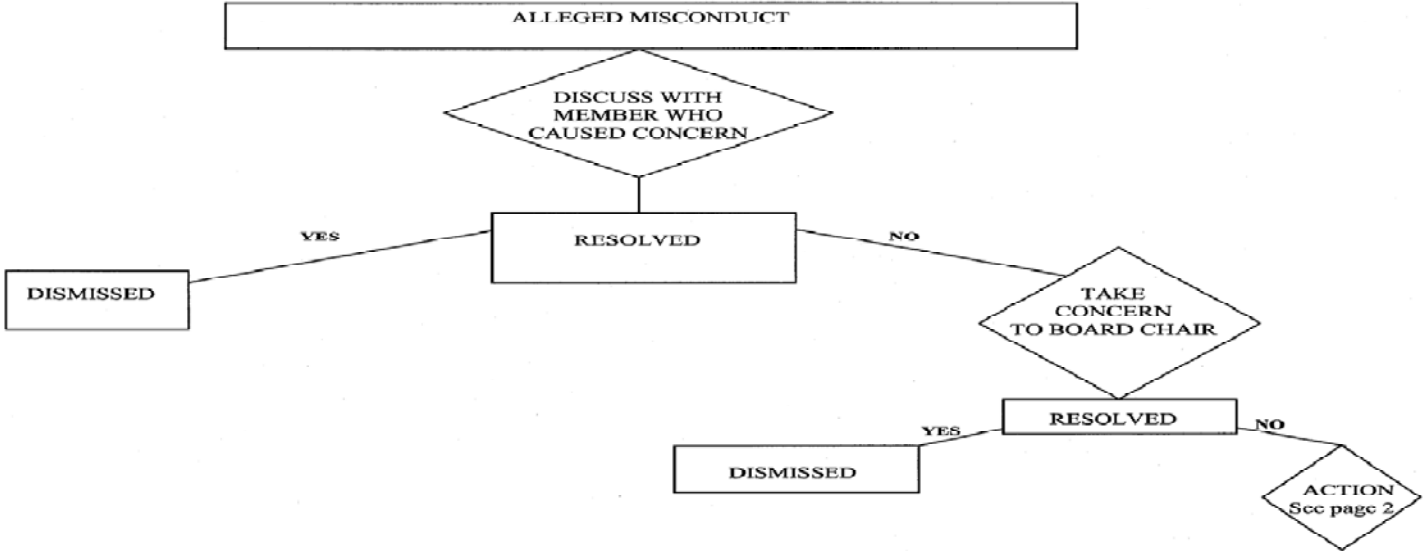
# Roles and Responsibilities

- Individual Trustees – Board Policy 1055
  - **Commitment to Service:**
    - I will focus my attention on fulfilling the College’s responsibilities of goal setting, policymaking, and evaluation.
    - I will diligently prepare for and attend College Trustee meetings.
    - I will avoid personal involvement in activities delegated to the Office of the President.
    - I will seek continuing education that will enhance my ability to fulfill my responsibilities effectively.

# Sanctions

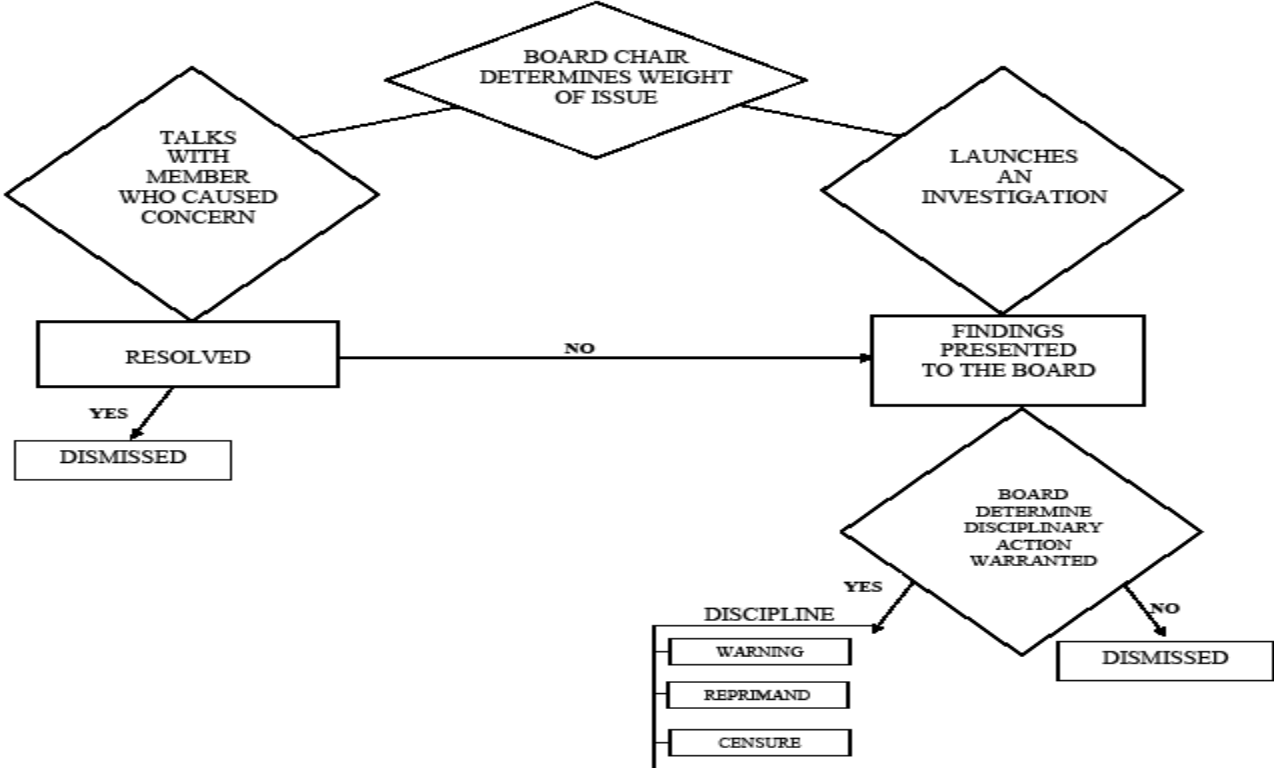
## PROCESSES FOR ENSURING ETHICAL CONDUCT

(Stewardship vs Whistle Blowing)



# Sanctions

1055 Ethical Conduct of the Governing Board





# PART TWO: BROWN ACT



# BROWN ACT

- General Principles

- Trustees must follow rules for operating that ensure they conduct their business effectively, efficiently and legally
- “The people in delegating authority, do not give their public servants the right to decide what is good for the people to know and what is not good for them to know.”
- Requires actions by legislative bodies to “be taken openly and that their deliberations be conducted openly.”



# BROWN ACT

- Applies to legislative bodies:
  - a governing body
  - any board, commission, committee or other body of a local agency created by charter, ordinance, resolution or formal action.
  - An advisory committee consisting of less than a quorum of the legislative body that created the advisory body is not a legislative body unless it is a standing committee.
- Legislative bodies include:
  - Academic Senate
  - Standing committees which have continuing subject matter jurisdiction (e.g., budget or finance committee)
  - Bond Oversight Committee



# BROWN ACT

- Agenda Requirement
  - Must post agenda at least 72 hours before a “regular” meeting.
  - Must specify time/location of meeting.
  - Brief general description of each item.
  - Include items to be discussed in closed session.
- No action/discussion may be taken on any item not appearing on the posted agenda  
(Accidental public daisy chain)



# BROWN ACT

- A meeting is:
  - Any congregation of a majority of the members of the legislative body in the same time and place to hear, discuss or deliberate upon any item within the subject matter jurisdiction.
- Includes:
  - Informal sessions or conferences
  - Telephone conversations for the purpose of making a decision
  - E-mails
  - “Serial meetings”



# BROWN ACT

- A meeting is not:
  - Individual contacts or conversations, although serial meetings are prohibited
  - Attendance of a majority of the members at conferences to discuss issues of general interest
  - Attendance of a majority of the members of the legislative body at purely social or ceremonial occasions
  - Administrators may meet with individual members to convey information, but must not act as intermediaries between board members



# BROWN ACT

- Closed Session
  - Permissible only if specifically allowed by statute, *e.g.*,
    - Pending litigation
    - Personnel matters – “Employee discipline, dismissal, release”
    - Conference w/Labor Negotiator
    - Real property transactions
    - Student discipline/complaints
  - Disclosure is generally illegal
  - Collective bargaining issues



# BOARD POLICY

- Board Policy 1025: Conduct of Board Meetings
  - Governing Board meetings are business meetings and will be conducted in an orderly, efficient manner which balances the objectives of ensuring public participation and completing the work before the Board
  - The President of the Governing Board shall preside as Chairperson at all Governing Board meetings, except that the Vice-President shall chair any meetings which the President is unable to attend
  - Governing Board meetings shall be guided, but not bound, by Robert's Rules of Order