

**COLORADO MOUNTAIN COLLEGE**  
**THE CMC WAY: OPERATING POLICIES**

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## THE CMC WAY: OPERATING POLICIES

POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY 1.0: *Mission, Vision and Values*

### **Vision:**

**Colorado Mountain College will be First Choice:  
First Choice in Learning, First Choice in Partnerships,  
First Choice in Leadership**

### **Mission:**

**Creating Better Futures:  
Creating better futures for our students, our  
communities, our partners and our team members.**



### **Values:**

**T2R2**

**Truth, Trust, Respect, Responsiveness**

## THE CMC WAY: OPERATING POLICIES

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.0     *Legal Authority***

The Colorado Mountain College Board of Trustees shall operate within the laws of the State of Colorado and the United States of America.

Authority: Consistent with Colorado law, the Board shall have the authority, responsibility, rights, privileges, powers, and duties customarily exercised by governing boards of institutions of higher education. The Board is ultimately responsible for the governance of the College and shall carry out the duties and powers as set forth in the Junior College Organization Act, Article 71 of Title 23 of the Colorado Revised Statutes ("C.R.S."), including the specific powers set forth in C.R.S. 23-71-122 and the duties set forth in C.R.S. 23-71-123. If the Junior College Organization Act is revised or amended in any way inconsistent with this policy, the revised statute shall control over this policy to the extent of such inconsistency, and this policy shall be construed and applied in harmony with the statute to the greatest extent possible.

1.     Definitions
  - A.     "Board" means the board of trustees of the District.
  - B.     "Board President" means the Board President or president of the Board selected from among Board members pursuant to C.R.S. 23-71-118.
  - C.     "College President" means the chief executive officer of the District, employed by the Board pursuant to C.R.S. 23-71-122(1)(f).
  - D.     "District" or "College" means Colorado Mountain Junior College District.
2.     Board Member Elections
  - A.     Board members shall be elected in accordance with the Junior College Organization Act, C.R.S. 23-71-110 through 118, and the Colorado election laws referred therein.
  - B.     Vacancies on the Board shall be filled in accordance with C.R.S. 23-71-121.
  - C.     Board members may be recalled in accordance with C.R.S. 23-71-120.5.
3.     Officers. Pursuant to C.R.S. 23-71-118, within ten days after any board election, the Board shall meet and select from among its members a Board President, a Secretary, and a Treasurer, who shall serve until the first meeting of the Board following the next election of Board members. No Board member shall hold more than one office at a time.
  - A.     The Board President. Pursuant to C.R.S. 23-71-124, the Board President shall preside at all meetings of the Board and shall sign all orders on the county treasurer for the payment of money; but no orders shall be drawn upon the county treasurer except in favor of parties to whom the District has become lawfully indebted. The Board President shall appear in behalf of the District in all suits brought by or against the District, but, if the Board President is individually interested, this duty shall be performed by the Secretary of the Board. In the absence of the Board President, the Secretary shall preside at any meeting of the Board.
  - B.     The Secretary. Pursuant to C.R.S. 23-71-125, the Secretary shall keep an accurate record of the expenses incurred by the District and shall present the same to the Board whenever called upon. The Secretary shall give the required notice of all regular and special meetings. The Secretary shall keep the same records and make the same reports as are required by law. Any of the special duties of the Secretary may be delegated by the Board to a paid secretary who may be appointed by the Board.

## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.0: *Legal Authority*

- C. The Treasurer. Pursuant to C.R.S. 23-71-126, the Treasurer shall countersign all warrants drawn by the Board President and Secretary on the county treasury and shall keep an account of the same. The Treasurer shall take charge of all moneys received by the Board on account of the District. The Treasurer shall render a statement of the finances of the District as shown by the records of his or her office at the close of each fiscal year and at any other time when required by the Board. Financial statements and records of the District shall be in accordance with the provisions of Part 5 of Article 1 of Title 29, Colorado Revised Statutes. The treasurer shall perform such additional duties and be subjected to such additional obligations as are imposed by law.
4. Compensation. Members of the Board shall serve without compensation except for reimbursement of necessary and reasonable expenses incurred in the performance of their official duties, including attendance at Board meetings.
5. Meetings: Pursuant to C.R.S. 23-71-119, the Board shall hold at least four regular meetings each year, and such special meetings as may be called by the Board President or a majority of the Board. Notice of meetings shall be given in accordance with law. All meetings shall be held at locations within the boundaries of the District, within the boundaries of any county in which the District is located in whole or in part, or in any county so long as the meeting location does not exceed twenty miles from the district boundaries. The provisions of this section governing location of a meeting may be waived only if the proposed change of location appears on the agenda of a regular or special meeting of the Board and if a resolution is adopted by the Board stating the reason for which a meeting of the Board is to be held at a location not specific above. All meetings of the Board shall be open to the public, except for executive sessions duly authorized by the Board pursuant to the Colorado Open Meetings Law, C.R.S. 24-6-401 *et seq.*
6. Service Areas: Colorado Mountain College serves Garfield, Eagle, Summit, Pitkin, Lake, Chaffee, Grand and Jackson counties and Routt County school district RE 2 plus other areas which the Board may from time to time elect to serve subject to applicable rules and regulations of the Colorado Department of Higher Education.
7. Board Member Districts: The Board has determined that board member districts are in the best interest of the District and the multi-county population that the District serves. On the basis of geography and population pursuant to C.R.S. 23-71-110(4), the Board establishes the following board member districts:

DISTRICT ONE shall be comprised of all the area within the legal boundaries of Pitkin County less that portion within Roaring Fork School District RE-1 Director District B, (Carbondale through Glenwood Springs) plus all the area within the legal boundaries of Roaring Fork School District RE-1 Director District A (Basalt).

DISTRICT TWO shall be comprised of all the area within the legal boundaries of Roaring Fork School District RE-1 Director Districts B, C, D, and E

DISTRICT THREE shall be comprised of all the area within the legal boundaries of Garfield School District RE-2 and Garfield County School District 16.

DISTRICT FOUR shall be comprised of all the area within the legal boundaries of Summit County School District RE-1.

DISTRICT FIVE shall be comprised of all the area within the legal boundaries of Steamboat Springs School District RE-2.

DISTRICT SIX shall be comprised of all the area within the legal boundaries of Lake County School District RE-1 and Eagle County School District RE-50J Director District A.

DISTRICT SEVEN shall be comprised of all the area within the legal boundaries of Eagle County School District RE-50J Director Districts B, C, D, E, F, and G.

The Board shall at all times include one member from each of the seven (7) Board member districts comprising the District.



## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.0   *Legal Authority***

8.       Additions to the District –Procedure C.R.S. 23-71-128

If any school district or group of districts adjacent to a junior college district desires to be annexed to the existing junior college district, it may do so by the following procedure:

- a. By obtaining approval of the existing junior college district. The approval shall be given only upon a majority vote of the eligible electors of the existing junior college district as expressed by a majority polled at the time of the regular biennial school election held in the junior college district. The election shall be called only upon the affirmative vote of the board of trustees.
- b. By the school district desiring to be annexed voting on the question of annexation at a regular biennial school election. The election shall be called only upon the affirmative vote of the school district board of education. If a single school district desires to be annexed, the annexation shall be effected by a majority vote of the eligible electors of the district. If two or more school districts desire annexation as a group, the annexation shall be effected only by a majority vote in favor thereof in each district desiring annexation. If there is not a majority vote in favor of the annexation in any district comprising the group, then the annexation shall not occur for the group of districts, but any individual district in the group which had a majority vote in favor of the annexation shall be annexed to the junior college district.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.1:   *Culture of CMC***

The Board will honor the values of the College (Truth, Trust, Respect and Responsiveness) in all of its operations. The Board will govern with an emphasis on (a) outward vision rather than an internal preoccupation; (b) integrity and truthfulness in all methods and practices; (c) encouragement of diversity in viewpoints; (d) strategic leadership rather than administrative detail; (e) clear distinction of board and presidential roles; (f) collective rather than individual decisions; (g) creating the future rather than focusing on the past or present; and (h) proactivity rather than reactivity.

Accordingly, the Board will:

1. Not allow any activity or circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.
2. Cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the primary initiator of governing policy, not merely a reactor to staff initiatives. The Board will use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute the individual judgments for the Board's values.
3. Direct, control and inspire the College through the careful establishment of broad written policies reflecting the Board's values and perspectives about the mission, vision and goals of the college.
4. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability.
5. Continue their education regarding national and international issues through attending the Association of Community College Trustees meetings and through bi-annual board retreats. This continued "Learning for Life," along with a commitment to seek input from internal and external constituents, will assist the Board to inspire broad values and perspectives for the College.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.1: *Culture of CMC***

6. Speak with one voice. Expression of individual thoughts, ideas and points of view is to be respected and encouraged as integral to the Board's ability to forge its collective values. However, each member of the Board will support the final determination of the Board concerning any particular matter, regardless of the member's personal position concerning such matter.
7. Make informed decisions on behalf of the ownership. Decisions made by the Board will be a result of analysis and group deliberations. Pertinent information provided by the community and College staff through the College President will form the basis for decision-making. Each trustee has the responsibility to attend Board meetings, work sessions, participate in discussions, and to contribute to the best of his or her ability as a representative of the CMC community. While contributing to informed decisions by bringing forth concerns and issues from their respective communities and/or special interest groups, it is expected that Board members will act on behalf, and in the best interests, of the College District as a whole.
8. Demonstrate commitment to diversity. Colorado Mountain College values quality and is committed to honoring diversity while creating unity. This quality, diversity and unity enrich its curriculum, student body, personnel, and its community information. The College will emphasize quality first in all aspects of its diversity. Diversity addresses many factors, for example: age, gender, persons with disabilities, sexual orientation, culture, race, physical characteristics, learning styles, perceived differences, political differences, religious differences, class, individual differences. Unity involves creating a safe environment for acknowledging and understanding our similarities and differences.
9. Evaluate its own performance. The Board will monitor and discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Board Management Policies and Board/Staff Relationship categories.
10. Build its governing capacity. Continual Board development will include orientation of new Board members in the Board's Board Management Policies and periodic Board discussion of process improvement.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.2: *Policy-Making Principles***

The Board assumes full responsibility for ongoing and rigorous examination, debate and revision of its policies. The establishment and maintenance of these Operating policies from value considerations and Board member perspectives is the essence of the Board's role as an outward-looking and future-oriented governing body. All policies of the Board are contained in this Operating Policies Manual, and they remain in effect, unless amended or deleted by Board action (majority vote of a quorum present at a regular or special meeting).

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.3 : *Board Job Products***

On behalf of the "owners" of Colorado Mountain College, the primary responsibility of the Board is to ensure appropriate performance and fulfillment of the organization's mission. Accordingly, the Board assumes direct responsibility for the following:

1. The Board will provide the link between College and the ownership (the population on whose behalf the Board serves).
  - A. Needs Assessment: The Board will be knowledgeable of the needs of the ownership as they relate to the College's activities and scope of influence, and will use this knowledge as the basis for its

## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.3 : *Board Job Products*

articulation of the vision and goals of the College.

- B. Advocacy: The Board will act as representatives of the College to its ownership, and will inform the ownership of CMC's focus on future results, as well as its present accomplishments.
- 2. The Board will produce written Operating policies that, at the broadest levels, address Executive Limitations.
  - A. BOARD MANAGEMENT POLICIES: Specifies how the Board conceives, carries out and monitors its own task.
  - B. BOARD/STAFF RELATIONSHIP: How authority is delegated and its proper use monitored; the College President role, authority and accountability.
  - C. EXECUTIVE LIMITATIONS: Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
- 3. The Board will assure effective Presidential performance (by monitoring actual performance against the criteria established in Executive Limitations policies) and through the annual evaluation process. The College President (or "chief executive officer") shall be employed pursuant to a written contract (C.R.S. 23-71-122-(1)(f)).
- 4. The Board will seek to bring about appropriate local, state and federal legislation as it deems necessary and/or appropriate for the achievement of the mission, vision and goals of the College.
- 5. The Board will support the College Foundation's efforts to produce additional College funds and adopt the gift acceptance policy.
- 6. The Board will take appropriate action on legal issues.
- 7. The Board will fulfill all applicable statutory requirements.
- 8. Pending demonstration of its compliance with the Board's Financial Planning Policy (*in Executive Limitations*), the Board will approve the College budget (C.R.S. 22-44-101, et seq.)

*Date Adopted/Last Revised: 05/19/09*

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.4: *Agenda Planning*

To accomplish its legal requirements, the Board will establish an annual calendar to assure compliance with these requirements. Additionally, the Board will set appropriate schedules for assuring compliance with its own Operating Policies. The Board will review its policies and orientation manual, taking up sections as needed to complete a biennial review of both documents.

- 1. The Board's annual planning cycle will conclude each year on the last day of December, enabling administrative planning and budgeting to be based on accomplishing a one year segment of the Strategic Plan.
- 2. The Board President will, at the commencement of the Board's annual planning cycle, prepare a tentative agenda for the following year's meetings. A calendar of scheduled meetings, including board activities to occur on a routine schedule, shall be provided to the Board by the Board President.
- 3. The agenda for any particular meeting will be determined by the Board President, although Board members are encouraged to recommend any appropriate matters for Board consideration.
  - A. A Board member wishing to request or recommend any matter for Board discussion will advise the Board President of such matter at least twenty one (21) days prior to the scheduled Board meeting.

## THE CMC WAY: OPERATING POLICIES

- B. The meeting agenda and packet are to be distributed to the Board at least seven (7) days prior to the scheduled Board meeting.
- C. By an affirmative vote of a majority of the members of the Board, or of those present at a meeting, additional matters may be added to the agenda of any Board meeting, or items may be deleted or tabled. However, any items requiring Board action must be on the published agenda prior to consideration.
- D. The Board will attend to consent agenda items (those items delegated to the College President yet required by law or contract to be Board-approved) as expeditiously as possible. Removal of an item from the consent agenda requires a motion and approval by a majority of those in attendance at a given Board meeting.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.5: *Public Notice & Meeting Structure***

Board meetings will be structured in a manner to demonstrate the Board's commitment to effective governance, trusteeship on behalf of the College's constituents, and distinction of the role of the Board from the role of the chief executive officer (president).

This policy summarizes certain provisions of state law and is not a complete restatement of the law. If the statutes are revised or amended in any way inconsistent with this policy, the revised statute shall control over this policy to the extent of such inconsistency, and this policy shall be construed and applied in harmony with the statute to the greatest extent possible.

Open Meetings Law (OML). The underlying principal of the OML, also known as the Colorado Sunshine Law, is that the formation of public policy is public business, and therefore cannot be conducted in secret. The OML imposes open meeting, notice, and minutes requirements for "meetings" of "local public bodies". A local public body includes any board of a political subdivision of the state, which includes CMC. A meeting is defined as "any kind of gathering, convened to discuss public business, in person, by telephone, electronically, or by other means of communication." C.R.S. §24-6-402(1)(a).

Whenever three or more members of the Board get together and public business is discussed or formal action may be taken, the gathering is a "meeting" and open to the public. If the meeting is open, full and timely notice must be provided to the public and minutes must be taken. Any action taken at a meeting that does not comply with the OML requirements is void.

Accordingly:

#### 1. Meetings Of The Board

- A. **REGULAR MEETINGS:** Regular meetings of the Board shall be held a minimum of four (4) times per year. C.R.S. 23-71-119.
- B. **SPECIAL MEETINGS:** Special meetings of the Board may be called by the Board President or a majority of the entire Board at any time. C.R.S. 23-71-119. At any special meetings, no business other than that stated in the notice of such meeting shall be transacted unless a majority of the entire Board is present and a majority of those present shall consent to consider, and transact such other business.
- C. **NOTICE OF MEETINGS TO BOARD MEMBERS:** The Secretary or the Secretary's designee shall give notice of every meeting, whether special or regular, in person or by telephone, mail, e-mail or FAX to each member of the Board. C.R.S. 23-71-119. Notice of each special meeting shall include the date, time, place, and purpose of the meeting, and such notice shall be given to the Board members no later than twenty four (24) hours prior to the meeting.

**PUBLIC NOTICE OF MEETINGS:** Full and timely public notice shall be given prior to all meetings at which the adoption of any proposed policy, position, resolution, rule, regulation, or formal action occurs or may occur, or at which a majority

## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.5: *Public Notice & Meeting Structure*

or quorum of the Board is in attendance or is expected to be in attendance.

- A. Public notices of all Board of Trustees meetings will be posted in designated public areas at each of CMC's locations no less than 24 hours prior to the holding of the meeting. The places for posting such notices shall be designated annually at the Board's first regular meeting of each calendar year. The posting shall include specific agenda information where possible. C.R.S. 24-6-402(2)
2. Quorum. Unless otherwise provided by law, a majority of the entire Board shall constitute a quorum for the transaction of business of any meeting.
3. Manner of Voting.
  - A. Any member of the board at any meeting shall be entitled to make motions, to vote on any motion or question, or to second any motion, except if a board member has a conflict of interest. Participation by proxy is not allowed.
  - B. All voting at any meeting shall be by voice vote. Voting may be by roll call, if requested by a Board member, with favorable votes, dissenting votes and/or abstentions recorded in the minutes. Abstentions will be considered appropriate when a Board member has a conflict of interest or if circumstances have precluded that Board member from having sufficient knowledge about the information on which the Board is acting. Unless otherwise provided by law, all motions or questions shall be decided based upon the vote of the majority of the members present.
4. Minutes. Minutes of any meeting at which the adoption of any proposed policy, position, resolution, rule, regulation, or formal action occurs or could occur shall be taken and promptly recorded, and shall be open to public inspection after Board approval. The minutes of a meeting in which an executive session is held shall reflect the topic of the discussion at the executive session. Discussions that occur in an executive session shall be recorded digitally. C.R.S. 24-6-402(2).
5. Executive Session (C.R.S. 24-6-402)
  - A. It is the policy of Colorado Mountain College that the formation of public policy is public business and may not be conducted in secret.
  - B. All meetings of three or more members the Board at which any public business is discussed or at which any formal action may be taken are declared to be public meetings open to the public at all times, except that the Board may convene into executive session as permitted by state law. C.R.S. 24-6-402(2)(a).
  - C. The Board, upon (1) the announcement to the public of the topic for discussion in executive session including (a) specific citation to the statutory provisions authorizing the Board to meet in executive session and (b) identification of the particular matter to be discussed in as much detail as possible without compromising the purpose for which the executive session is authorized, and (2) the affirmative vote of two-thirds of the quorum present, may hold an executive session at any regular or special meeting for the sole purpose of considering any of the matters listed in section 4.D below. However, the Board shall not adopt any proposed policy, position, resolution, rule or regulation, or take any formal action during executive session, except for the review, approval, and amendment of minutes of a previous executive session.
  - D. The matters which may be considered in executive session are summarized below from C.R.S. 24-6-402(4):

## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.5: *Public Notice & Meeting Structure*

- 1) The purchase, acquisition, lease, transfer, or sale of any real, personal, or other property interest; except that no executive session shall be held for the purpose of concealing the fact that a member of the Board has a personal interest in such purchase, acquisition, lease, transfer, or sale.
- 2) Conferences with an attorney for purposes of receiving legal advice on specific legal questions, provided that the mere presence or participation of an attorney at an executive session is not sufficient to satisfy the requirements of this section.
- 3) Matters required to be kept confidential by federal or state law or rules and regulations, provided that the Board shall announce the specific statutes or rules that are the basis for such confidentiality before holding the executive session.
- 4) Specialized details of security arrangements or investigations, including defenses against terrorism, both domestic and foreign, and including where disclosure of the matters discussed might reveal information that could be used for the purpose of committing, or avoid prosecution for, a violation of the law.
- 5) Determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators.
- 6) Personnel matters except if the employee who is the subject of the session has requested an open meeting, or if the personnel matter involves more than one employee, all of the employees have requested an open meeting; provided that this section shall not apply to discussions concerning any member of the Board, any elected official, or the appointment of a person to fill the office of a member of the Board or an elected official, or to discussions of personnel policies that do not require the discussion of matters personal to particular employees.
- 7) Consideration of any documents protected by the mandatory nondisclosure provisions of the "Open Records Act"; except that all consideration of documents or records that are work product as defined in the Open Records Act or that are subject to the governmental or deliberative process privilege shall occur in a public meeting unless an executive session is otherwise allowed pursuant to this section.
- 8) Discussion of individual students where public disclosure would adversely affect the person or persons involved.

*Date Adopted/Last Revised: 05/19/09*

### POLICY TYPE: BOARD MANAGEMENT POLICIES

#### POLICY 2.6: *Officers' Role*

The officers of the Board are to contribute to the wholeness of the Board's role, with specific responsibilities assigned to help assure the appropriate fulfillment of the Board's job on behalf of the ownership.

Accordingly:

1. The Board President is to assure the integrity of the Board's process and, secondarily, represent the Board to outside parties.
  - A. The job result of the Board President is that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
    - i. Meeting discussion content will be only those issues that, according to Board policy, clearly belong to the Board to decide, not the President.
    - ii. Deliberation will be fair, open, and thorough, but also timely, orderly, and kept to the point.
  - B. The Board President is authorized to make decisions within topics covered by Board policies on Board Management Policies and Board/Staff Relationship, except for employment/termination of the College President, or where the Board specifically delegates portions of this authority to others. The Board President is authorized to use any reasonable interpretation of these policies.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.6: *Officers' Role***

- i. The Board President shall preside over Board meetings with all of the commonly accepted power of that position (e.g. ruling, recognizing).
  - ii. The Board President has no authority to make decisions about policies created by the Executive Limitations policy areas. Therefore, the Board President has no authority to supervise, direct, hire or terminate the College President.
  - iii. The Board President may represent the Board to outside parties in announcing Board-stated positions and in stating Board President decisions and interpretations within the area delegated to her or him. The Board President may delegate this authority but remains accountable for its use.
  - iv. The Board President may appoint members and a Board President for each Board committee or task force, unless otherwise stipulated by Board policies.
2. The Secretary — Keeps or causes to be kept, minutes of meetings and Executive Sessions of the Board of Trustees; Board Presidents Board meetings in the absence or incapacity of the Board President; and assures that the Governing Policies of the Board of Trustees are accurately maintained.
  3. The Treasurer – Acts as the Board President of the Audit Committee, which makes recommendations to the Board regarding auditors, procedures, and scope and timing of audits; acts as Board President in the absence or incapacity of the Board President and the Secretary.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.7: *Board of Trustees' Code of Conduct***

The Board commits itself and its members to ethical, businesslike and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

1. Board members will maintain unconflicted loyalty to the interests of the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any Board member acting as a consumer of College services.
2. Members of the Board shall serve without compensation. Board members shall receive reimbursement for actual and necessary expenses incurred in attending Board meetings and in the exercise of their powers and the performance of their official duties, whether within or outside the territorial limits of the District.
3. Board members must avoid conflict of interest with respect to their fiduciary responsibility.
  - A. No member of the Board shall directly or indirectly receive any compensation or remuneration, nor derive any profit or gain, by reason of his or her membership on said Board or by reason of his or her services to the College.
  - B. The Board and the College shall not enter into any contract of employment or contract for services with any trustee, with any members of the immediate family of a trustee, or with any person, firm or organization with which a trustee or immediate family member has a financial interest or business or affiliation.
  - C. Trustees and their immediate families shall not accept any personal gift, gratuity or reward from any person, firm or organization which does business with the College.
  - D. For purposes of this policy, "immediate family" means spouse, children, parents, brothers, sisters, grandparents, grandchildren, stepchildren, stepparents, mother-in-law, and father-in-law.



## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD MANAGEMENT

#### POLICIES POLICY 2.7: *Board of Trustees' Code of Conduct*

Board members must not use their positions to obtain staff employment for themselves, family members or close associates. Should a Board member seek staff or faculty employment, he or she

- A. must first resign from the Board.
  - B. Board members will disclose their involvements with other organizations, with vendors, or any other associations that might produce a conflict.
4. Whenever a potential conflict of interest exists, in fact or appearance, the trustee shall disclose such interest to the Board immediately and in writing, and to the Colorado Secretary of State as may be required by law. All disclosures shall be continuously reported and kept current. Upon disclosure, the Board shall determine by majority vote whether an actual or perceived conflict exists.
  - A. If a trustee has a conflict of interest, he or she shall not vote on, nor participate in discussion regarding, nor attempt to influence the vote on any matter related to the conflict.
5. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
  - A. Board members' interaction with the President or with faculty/staff must recognize the lack of authority vested in individuals except when explicitly Board authorized.
  - B. Board members' interaction with the public, media or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions. When conflict issues arise or in times of crisis, trustees and staff members will work together to create a statement for the public when this is possible. At other times, Board members will simply refer media inquiries to the Public Information Officer.
  - C. Except for Board deliberation about whether reasonable interpretation of Board policy has been achieved by the President and staff, Board members will not express individual judgments of performance of employees or the President.
6. Board members will be properly prepared for board deliberation.
  - A. Board members are obligated to be present, punctual, and prepared for meetings and to participate productively in discussion always within the boundaries of discipline established by the Board.
  - B. After three absences by a Board member in twelve consecutive months, the Board Board President will determine whether the absences require discussion and Board action or are excusable and of a temporary nature (pending legal review of ramifications).
  - C. Board members will participate in educational activities, including state, regional and national meetings, to enhance their ability to serve effectively.
7. Board members will maintain perspective and understanding of the College as a whole.

As Board members are elected by the entire College district, they must be mindful, in talking with individual campus or community leaders that they have a college-wide obligation - not a campus-based obligation. Board members will attend meetings, listen, explain their role, and explain the college-wide representation entrusted to trustees.
8. Board members will maintain appropriate Trustee relations with individual Campus leaders, faculty, and staff.

Board members are to be mindful that all Campus leaders, faculty, and staff work for the College President. In order to maintain the Board's accountability and that of the President, Board members are to avoid any interactions which may be perceived as side-stepping the accountability and line of authority of the staff organization.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT**

#### **POLICIES POLICY 2.7: *Board of Trustees' Code of Conduct***

9. Board members will work carefully to ensure use of normal College procedures for handling community complaints or grievances.
  - A. When individual Board members receive substantive complaints from members of their constituency, the following process will be followed:  
First, the Board member will encourage the complainant to contact the appropriate College person. The trustee will contact the President and the President will contact the appropriate vice president. From there, staff members will address the complaint with the community member. The President will let the Board member know when the College processes have been followed and the complaint has been addressed. The President will keep trustees as informed as possible regarding constituent complaints.
10. Board members will maintain confidentiality regarding discussions which occur at Executive Sessions or any other legally closed meetings of the Board.

*Date Adopted/Last Revised: 04/05/10*

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.8 : *Board Committee Principles***

Board committees, if and when used, have one essential role – to strengthen and support the work of the Board as a whole. Board committees are never to interfere with delegation from Board to the President, or from the President to other staff.

Accordingly:

1. Board committees are to help the Board do its job, not to help or advise the staff (unless requested to do so by the staff). Board committees will most commonly assist the Board by preparing policy alternatives and implications for Board deliberation. Board committees will normally not have direct involvement with current staff operations.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and/or time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the College President.
3. Board committees cannot exercise authority over staff. Because the President works for the full Board, he or she will not be expected to obtain approval of a Board committee before an executive action.
4. Board committees will be used only when needed, and ordinarily in an ad hoc capacity. Each Board committee shall be assigned specific goals to be accomplished, within the limits of its stated authority and timeframe.
5. This policy applies to any group formed by Board action, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to committees formed under the authority of the College President.
6. Per C.R.S. 24-6-402.2(c), notice must be publicized of all Board Committee meetings (with three or more Board members in attendance).

*Date Adopted/Last Revised: 10/12/02*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.9: *Board Committee Structure***

A committee is a Board committee only if its existence and charge come from the Board. Unless otherwise stated, the College President, or his/her staff designee, may serve as a non-voting member of each committee at the request of the Board.

**Legislative Committee:** The members of the Legislative Committee will work with the College President and Lobbyist to ensure productive relationships with state and federal legislators.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.10: *Relationship with CMC Foundation***

The Colorado Mountain College Board of Trustees supports the CMC Foundation's efforts to acquire gifts and otherwise to promote goals of the College. The CMC Board of Trustees recognizes that the CMC Foundation receives restricted and unrestricted gifts, and desires to adopt a policy regarding the receipt and acceptance of such gifts.

Accordingly:

1. The Board of Trustees shall cooperate with and support programs of the CMC Foundation, including but not limited to fundraising activities and its screening of restricted gifts.
2. The Board of Trustees shall accept gifts from the CMC Foundation which are consistent with and contribute to the vision and goals of the College.
3. The Board of Trustees shall retain the right to refuse any gift offered to the College by the CMC Foundation if the Board of Trustees determines such gift is unlawful or inappropriate for College use.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.10: *Relationship with CMC Foundation***

4. The Board of Trustees and the CMC Foundation Board of Directors shall ensure the development, execution and maintenance of a Memorandum of Understanding, articulating the guidelines, operating procedures and financial controls for the working relationship between the parties.

*Date Adopted/Last Revised: 10/12/02*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.11: *Process for Addressing Board Member Policy Violations***

The Board and its members are committed to faithful compliance with the provisions of the Board's policies. In the event of a board member's suspected violation of policy, the Board will seek to resolve the matter by the following process:

1. Conversation in a private setting between the member in question and the Board President acting as the representative of the Board.
2. Report by the Board President, and discussion in a Board meeting between the member in question and the full Board.
3. Public censure of the actions of member in question when a violation is deemed to have occurred by Board vote.
4. If an alleged violation is deemed to be a criminal act, the Board President will refer it to the proper authorities.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.12: *Board Member Development***

The Board will consciously invest in its ability to govern competently and wisely.

Accordingly:

1. Board skills, methods, and supports will be sufficient to assure governing with excellence.
  - A. Training and retraining will be used appropriately and as needed to orient new Board members, as well as to maintain and increase existing Board member skills and understandings.
  - B. Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes, but is not limited to, fiscal audit.
  - C. Outreach mechanisms will be used as needed to ensure the Board's ability to listen to owner viewpoints and values.
  - D. The Board may retain an attorney at law or a legal firm to represent the Board, the District, and its administrative officers, as the Board or College President shall direct, in all legal proceedings on behalf of the District to which they or any of them as such, shall be a party. The College Attorney shall, when requested, advise the Board and the College President on matters pertaining to the business of the Board and the District.
2. Costs will be prudently incurred, but sufficient to ensure the development and maintenance of superior governance, including: board training; attendance at conferences; audit and other third-party monitoring of performance; consultants; ownership outreach/linkage events; memberships in associations, etc.
3. The Board will establish its budget for the next fiscal year each year.

*Date Adopted/Last Revised: 05/19/09*

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.13: *Audit Policy***

Although not currently governed by the Sarbanes-Oxley Act, in an effort to comply with the spirit of the Sarbanes-Oxley Act, the Board of Trustees and the College has adopted the following Audit Policy.

##### **I. Auditor Independence**

- A. The CEO of the College may not contract with the Board's audit firm for other non-audit financial services unless approved by the Board's Audit Committee.
- B. The Board of Trustees requires a review of auditors every five years. At this time, a request for proposal will be done to secure competitive bids for the College's audit. Auditor selection will be conducted by the Board of Trustees.

##### **II. College Responsibility**

- A. The Audit Committee shall be composed of members of the Board and is charged with developing and monitoring the audit process of the Board. The Committee shall recommend audit policies and procedures to the Board for its review and consideration including the following:
  - 1. The appointment, compensation and oversight of the work of any registered public accounting firm employed by the college.
  - 2. Establishment of procedures for:
    - a. The receipt, retention and treatment of complaints received by the college regarding accounting, internal controls and auditing matters.
    - b. The confidential, anonymous submission by employees regarding questionable accounting or auditing matters.
  - 3. The appointment, compensation and oversight of independent counsel or other advisors as deemed necessary to carry out the Board's audit duties.
- B. The CEO of the College may not fail to provide the following certifications to the Board and the Auditor upon the completion of an audit:
  - 1. He/she has reviewed the annual audit report;
  - 2. Based on his/her knowledge, the annual audit report does not contain any untrue statement of a material fact or omission of a material fact necessary in order to make the statements misleading;
  - 3. Based on his/her knowledge, the financial statements present in all material respects the financial condition and results of operations;
  - 4. He/she has established and maintained internal controls, has designed such internal controls to ensure that material information relating to the college is made known to officers and others within those entities; has evaluated the effectiveness of internal controls and has presented in the report his/her conclusions about the effectiveness of his/her internal controls based on his/her evaluation;
  - 5. He/she has disclosed to the auditors and the Board (Audit Committee) all significant deficiencies in the design or operation of internal controls that could adversely affect the company's ability to record, process, summarize and report financial data and have identified for the auditors any material weaknesses in internal controls;
  - 6. He/she has indicated in the report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of his/her evaluation, including any corrective actions.
- C. The CEO of the College may not operate without obtaining the same certifications as listed in letter B above from the Chief Financial Officer (CFO).
- D. The CEO of the College shall not fail to develop and enforce a code of ethics that addresses the financial integrity and the financial disclosures of the college.

## THE CMC WAY: OPERATING POLICIES

### **POLICY TYPE: BOARD MANAGEMENT POLICIES**

#### **POLICY 2.13: *Audit Policy***

##### **III. Enhanced Financial Disclosures**

- A. The CEO of the College may not allow for the creation of conflicts of interest or the appearance of conflicts of interest by providing personal loans to senior management.
- B. The Board shall periodically secure an external assessment of the college's internal control structure and procedures for financial reporting. At the minimum, this periodic assessment should occur once every five years.

##### Procedural items:

Direct the audit firm to send engagement and management letter to the Audit Committee.

Require the audit firm to include in their engagement letter a verification that the CEO of the College, CFO, Controller, Chief Accounting Officer or other person in an equivalent position has not been employed by the accounting firm during the one year period preceding the audit.

*Date Adopted/Revised: 05/19/09*

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: BOARD/STAFF RELATIONSHIP**

#### **POLICY 3.0: *Board/College Connection***

The Board's primary connection to the College will be through its President. The Board will be the decision making body on final approval of the budget, the acquisition of real estate, determination of tuition and fees, and hiring, evaluations and if necessary, termination of the President.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD/STAFF RELATIONSHIP**

#### **POLICY 3.1: *Unity of Control***

Decisions of the Board, by majority vote, are binding on the College.

Accordingly:

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the College President except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the College President can refuse such requests that require, in his/her opinion, a material amount of staff time or funds or are disruptive.
3. Board members requesting non-routine or substantive information shall route such requests through the President of the Board of Trustees.
4. Upon decision by the Board by Majority vote, the Board shall speak with one voice in support of the majority view.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: BOARD/STAFF RELATIONSHIP**

#### **POLICY 3.2: *Accountability of the College President***

The College President is the Board's only link to operational achievement and conduct, so that all authority and accountability of the College administration and faculty (staff), as far as the Board is concerned, is considered the authority and accountability of the College President.

Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the College President.
2. The Board will not evaluate, either formally or informally, any staff other than the President.
3. The Board will view Presidential performance as identical to organizational performance, so that organizational accomplishment of Board stated Ends and operation within Executive Limitations will be viewed as successful Presidential performance.

*Date Adopted/Last Revised: 5/19/09*

### **POLICY TYPE: BOARD/STAFF RELATIONSHIP**

#### **POLICY 3.3: *Delegation to the President***

The Board will instruct the College President through written policies that prescribe the goals to be achieved, and describe organizational situations and actions to be avoided, allowing the College President to use any reasonable interpretation of these policies. The Board will utilize the Alignment model to delegate to the College President The development and implementation of the Strategic Plan and goals under that plan. The Board authorizes the College president to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities in furtherance of the mission, vision, values and strategic plan of the College. The Board has delegated authority to the College President over proposals for use of CMC land from internal and external entities. The College President can screen such proposals and deny any further consideration of those he/she deems inappropriate and/or not in line with the College's Mission, Vision and Goals.

*Date Adopted/Last Revised: 05/19/09*



## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: BOARD/STAFF RELATIONSHIP

#### POLICY 3.3: *Monitoring Presidential Performance*

The Board will systematically and rigorously monitor Presidential job performance. The sole criteria used will be the only expected Presidential job outputs: organizational accomplishment of the mission, vision and goals of the College and organizational operation within the boundaries established in the Board's Executive Limitations policies.

Accordingly:

1. Monitoring will be to determine the degree to which Board policies are being met. The Board will acquire monitoring data by one or more of three methods:
  - a. by internal report, in which the College President discloses compliance information to the Board
  - b. by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies
  - c. by direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.
2. In every case, the standard for compliance shall be *any reasonable Presidential interpretation* of the Board policy being monitored. Reasonableness shall be defined as "what a normally prudent college president would do in similar circumstance."
3. All policies instructing the President will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule.

<b><i>Policy</i></b>	<b><i>Method</i></b>	<b><i>Frequency</i></b>	<b><i>Schedule (Mtg. Packet)</i></b>
4.1 <i>General Executive Constraint</i>	<i>Internal</i>	<i>Annually</i>	<i>Feb.</i>
4.2 <i>Treatment of Students</i>	<i>Internal</i>	<i>Annually</i>	<i>April</i>
4.3 <i>Treatment of the Public</i>	<i>Internal</i>	<i>Annually</i>	<i>April</i>
4.4 <i>Treatment of Faculty and Staff</i>	<i>Internal</i>	<i>Annually</i>	<i>May</i>
4.5 <i>Financial Planning/Budgeting</i>	<i>Internal</i>	<i>Annually</i>	<i>June</i>
4.6 <i>Financial Condition and Activities</i>	<i>Internal</i>	<i>Quarterly</i>	<i>Feb, May, Sept, Nov</i>
	<i>External</i>	<i>Annually</i>	<i>November</i>
4.7 <i>Asset Protection</i>	<i>Internal</i>	<i>Annually</i>	<i>August or Sept</i>
4.8 <i>Emergency Presidential Succession</i>	<i>Internal</i>	<i>Annually</i>	<i>September</i>
4.9 <i>Compensation and Benefits</i>	<i>Internal</i>	<i>Annually</i>	<i>December</i>
4.10 <i>Board Awareness &amp; Support</i>	<i>Internal</i>	<i>Annually</i>	<i>During Performance Evaluation</i>
4.11 <i>Land Use</i>	<i>Internal</i>	<i>Annually</i>	<i>November</i>
4.12 <i>Environmental Responsibility</i>	<i>Internal</i>	<i>Annually</i>	<i>December</i>

*Date Adopted/Last Revised: 05/19/09*

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.1: *General Executive Constraint***

The College President shall not cause or allow any practice, activity, decision or organizational circumstance which is illegal, imprudent, or in violation of commonly accepted business and professional ethics.

*Date Adopted/Last Revised: 08/04/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.2: *Treatment of Students***

With respect to interactions with students or those applying to enroll as students, the President shall not cause or allow conditions which are unfair, unsafe, untimely, undignified, unnecessarily intrusive, which fail to provide appropriate confidentiality or privacy or not in alignment with the College's values. (Truth, Trust Respect and Responsiveness

Accordingly, the College President shall not:

1. Operate without policies and/or procedures which set forth rules for students and provide for effective handling of grievances and appeals.
2. Fail to acquaint students with their rights, College policies and procedures, and responsibilities.
3. Use methods of collecting, reviewing, transmitting, storing or destroying student information that fail to protect against improper access to the material elicited.
4. Fail to offer a curriculum that reflects the Board's values regarding diversity, or fail to examine, curing program reviews, how diversity may be better incorporated into the curriculum.
5. Fail to provide a classroom environment that reflects an acceptance of individuals' ideas, concepts, and differences.

*Date Adopted/Last Revised: 8/16/02*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.3: *Treatment of the Public***

With respect to the College's interactions with constituents in its respective communities, the College President shall not cause or allow procedures or decisions which are unfair, undignified or unresponsive. With regard to treatment of the public, the College President will keep within the guidelines of Colorado Mountain College's values, Truth, Trust, Respect and Responsiveness

*Date Adopted/Last Revised: 8/16/02*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.4: *Treatment of Faculty and Staff***

With respect to the treatment of faculty and staff, the President may not cause or allow conditions or procedures that are unsafe, undignified or do not align with the College's values, Truth, Trust, Respect and Responsiveness.

Accordingly, the College President shall not:

2. Operate without written personnel policies, which clarify personnel rules for faculty and staff, provide for effective handling of grievances, and protect against wrongful conditions.
3. Fail to demonstrate commitment to diversity in the area of personnel, including hiring, training, promotion and all other management practices.
4. Retaliate against any faculty or staff member for non-disruptive expression of dissent.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.4: *Treatment of Faculty and Staff***

5. Prevent faculty and staff from using established grievance and/or due process procedures. May not prevent bringing a grievance to the Board of Trustees when: a) internal grievance procedures have been exhausted, and b) the employee alleges that a Board of Trustees' policy has been violated or does not adequately protect his or her rights.
6. Fail to acquaint faculty and staff with their rights under this policy.

*Date Adopted/Last Revised: 5/19/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.5: *Financial Planning & Budgeting***

Budgeting for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the mission, vision and goals of the college, risk fiscal jeopardy or fail to be derived from a multi-year plan.

Accordingly, the College President may not:

1. Present a budget with too little information to enable credible projection of revenues and expenses, separation of capital and operational items, cash flow projections, and disclosure of planning assumptions.
2. Plan the expenditure in any fiscal year of more funds than are conservatively projected to be received during that period.
3. Fail to maintain reserves as determined by the Board of Trustees
4. Present a budget which does not provide funds for Board prerogatives as set forth in the Board Development policy (in Board Management Policies).
5. Present a budget without a broad base of input.
6. Fail to present a budget in a timely manner for Board approval in compliance with State requirements.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.6: *Financial Condition and Activities***

With respect to actual, ongoing financial condition and activities, the College President shall not cause or allow the development of fiscal jeopardy, or a material deviation of actual expenditures from the mission, vision and goals of the college.

Therefore, the President of College shall not, without Board approval:

1. Allow expenditures to exceed income or operate with a negative balance.
2. Indebt the College.
3. Use any Board-designated long-term reserves.
4. Buy or sell real property, or lease real property for a period of more than three years. (C.R.S. 23-71-122(1)(c) & (d)).
5. Expend funds in restricted accounts for unspecified purposes, e.g., a special levy for facilities.
6. Pledge any of the assets of the college as security within any contracts.

Also, the College President shall not:

7. Fail to settle payroll and payables in a timely manner.
8. Allow tax payments or other government ordered payments or filings to be overdue or inaccurately filed.
9. Fail to aggressively pursue material receivables after a reasonable grace period.
10. Fail to exercise adequate internal controls over disbursements to avoid unauthorized payments or material dissipation of assets.
11. Allow there to be any loans, unauditable transactions, or secret funds.

## THE CMC WAY: OPERATING POLICIES

### POLICY TYPE: EXECUTIVE LIMITATIONS

#### POLICY 4.6: *Financial Condition and Activities*

Allow any purchase:

- a. wherein normally prudent protection has not been given against conflict of interest;
- b. of \$5,000 or more without having obtained comparative prices and quality

12. Conduct interfund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain, otherwise unencumbered revenues by fiscal year-end.
13. Fail to account for FTE's to the State for purposes of receiving state reimbursement.

*Date Adopted/Last Revised: 5/19/09*

### POLICY TYPE: EXECUTIVE LIMITATIONS

#### POLICY 4.7: *Asset Protection*

The President shall not allow the assets of the College to be unprotected, inadequately maintained or unnecessarily risked.

Accordingly, the College President shall not, without Board approval:

1. Risk the College's assets.
2. Allow inadequate insurance to protect the College's assets, including but not limited to coverages for theft and casualty, institutional liability, and Directors & Officers liability.
3. Fail to protect physical assets from undue wear and tear or insufficient maintenance.
4. Invest or hold operating capital in insecure instruments, or in non interest-bearing accounts except where necessary to facilitate ease in operational transactions.

Also, the President shall not:

5. Fail to adequately bond or conduct necessary background checks on persons who have access to significant amounts of College money, or fail to provide adequate insurance to protect against employee theft and dishonesty.
6. Allow College personnel to engage in imprudent spending.
7. Fail to respect and protect intellectual property rights including but not limited to textbooks, patents and software.
8. Fail to protect intellectual property, information and files from misuse, loss or significant damage.
9. Fail to inventory assets on a systematic basis.
10. Receive, process or disburse funds under controls insufficient to meet the Board-appointed auditor's standards (as set forth in Management Letter and/or other correspondence).
11. Endanger the College's public image or credibility.

*Date Adopted/Last Revised: 05/19/09*

### POLICY TYPE: EXECUTIVE LIMITATIONS

#### POLICY 4.8: *Emergency Presidential Succession*

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In order to protect the Board from sudden loss of the College President's services, the President may have no fewer than two (2) other members of the senior management team familiar with Board and Presidential issues and processes. These individuals should be identified to the Board of Trustees.

*Date Adopted/Last Revised: 05/19/09*

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.9: *Compensation and Benefits***

With respect to employment, compensation and benefits to College employees, consultants and contract workers, the College President may not jeopardize fiscal integrity, or public image.

Accordingly, the President shall not:

1. Grant or change his or her own compensation and benefits.
2. Provide for or change the compensation of other College employees that deviate significantly from the geographic or professional market for the skills employed.
3. Promise or imply permanent or guaranteed employment.
4. Employ administrators under a contract for longer than one fiscal year's duration.
5. Provide or change personnel policies and/or benefits for which State statutes require Board approval (C.R.S. 23-5-117) or for which has not been delegated to the College President.
6. Hire employees/vendors that create a conflict of interest, nor pay fees that are unreasonable or inappropriate for the circumstances.
7. The Board has determined that its duties with regard to personnel matters set forth in Section 23-71-123, Colorado Revised Statutes, would be more efficiently administered if delegated to the College President and other officers of the College as authorized by Section 23-5-117, Colorado Revised Statutes. Accordingly, the Board hereby designates to the President all of its power over personnel matters, including the power to hire or to fire employees. In addition, the President is expressly authorized to delegate any such power to any Executive Vice College President, Vice President any Campus CEO, or the Chief Human Resource Officer. The Board retains the authority, after consultation with faculty representatives chosen by the faculty, to prepare, enact, promulgate, administer, and maintain in place policies and practices which afford due process procedures for those faculty members who are terminated, including termination resulting from reductions in force.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.10: *Board Awareness & Support***

The President may not permit the Board to be inadequately informed or unsupported in its work.

Accordingly, the College President shall:

1. Report in a timely manner any actual or anticipated non-compliance with any policy of the Board.
2. Submit monitoring data required by the Board (see policy on Monitoring Presidential Performance) in a timely, accurate and understandable fashion, directly addressing provisions of the Board policies being monitored.
3. Make the Board aware of relevant trends, individual community concerns, anticipated adverse coverage, actual or anticipated legal actions, or material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
4. Advise the Board if, in the President's opinion, the Board is not in compliance with its own policies on Board Management Policies and Board-Staff Relationship, particularly in the case of Board behavior which is detrimental to the working relationship between the Board and the President.
5. Generate for the Board as many staff and external points of view, issues and options as needed for fully informed Board choices.
6. Provide a mechanism/support for official Board, officer or committee communications and functions by employing an Executive Assistant to the Board, who shall provide administrative support for Board functions in addition to other duties as assigned.
7. Supply for the agenda all items delegated to the President of the Board yet required by law or contract to be Board-approved.

## **THE CMC WAY: OPERATING POLICIES**

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.10: *Board Awareness & Support***

8. Fail to advise the Board promptly of any apparent fiscal emergency. "Fiscal emergency" is defined as any fiscal condition which significantly jeopardizes the ability of the College to meet its budgeted expenses, which threatens the ability of the College to maintain its role and mission, or which exposes the College to undue financial risk, including any condition which may require Board action pursuant to the School District Law (CRS 22-44-115.5) or any other State Statute.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.11: *Land Use***

With respect to the lands owned by the College, the College President may not fail to manage and maintain these resources in a manner providing the greatest benefit to our students and communities.

*Date Adopted/Last Revised: 05/19/09*

### **POLICY TYPE: EXECUTIVE LIMITATIONS**

#### **POLICY 4.12: *Environmental Responsibility***

The College President shall not fail to incorporate sound environmental practices into College operations, unless evaluation of a specific case demonstrates that the costs or difficulties outweigh the potential benefits.

*Date Adopted/Last Revised: 05/03/04*