

3354:1-10-03 Board of trustees: committees.

(A) The standing committees of the board shall be:

- (1) Executive committee
- (2) Access, Learning and Success
- (3) Management committee
- (4) Community affairs committee
- (5) Investment committee
- (6) Audit committee

(B) Special committees.

The board may by resolution establish special committees and subcommittees which shall be temporary and expire when determined by the establishing (or any subsequent) resolution, or if not determined by any such resolution, at the end of the fiscal year in which they were created unless renewed by a majority vote of a quorum present and voting at a regular meeting.

(C) Membership, voting, and terms of board committees.

(1) Membership.

- (a) The access, learning and success, community affairs, management, investment and audit committees shall have at least three trustees with the committee chairperson being a trustee appointed by the board chairperson. The executive committee shall consist of the board chairperson, the board vice-chairperson, and the chairs of the access, learning and success, community affairs, and management committees. The chairperson of the board of trustees shall be the chairperson of the executive committee.
- (b) Each special committee shall have from one to nine trustees, with the committee chairperson being a trustee appointed by the board chairperson.

- (c) Each standing committee or special committee may have advisory (nonvoting) members who may be appointed by the board chairperson at the request of the committee

chairperson. It is intended that this will enable non-trustees with some expertise, civic interest, or identification to contribute to the work of the college on a limited yet formal basis.

- (2) Voting.

Only committee members who are trustees shall be entitled to vote on matters before the committee. Actions may be taken by an affirmative vote of a majority of committee members present. A member of the executive committee serving in more than one of the committee membership positions, shall represent each position without need for additional executive committee members, but shall have only one vote.

- (3) Terms of office.

The terms of office for each committee chairperson, each trustee on a committee, and each advisory member on a committee shall be the shortest of (a) one year from appointment, (b) the duration of the committee, or (c) such term as may be identified by the chairperson of the board at the time the chairperson makes the appointment or thereafter. This section shall not apply to members of the executive committee.

- (D) Functions of the standing and special committees are as follows:

- (1) The board may assign to all committees such duties as it sees fit. The board may issue guidelines for committee operations, in addition to any rules the board may set forth.

- (2) Generally, committees shall function with the aid of college employees so as to evaluate assigned policies, issues, plans, proposals, and goals by ascertaining facts, studying questions, seeking alternatives, gaining the benefit of the experience and insights of interested or affected people in the community, and advising the board of its findings.
 - (a) Committees shall be responsible for formulating policies, plans, and goals in their assigned areas of responsibility and, to that end, shall review employee reports and communications duly submitted to the board, so as to benefit from such information in drawing up final recommendations for action to be considered by the board.
 - (b) Within the limit of their charge, committees shall function as extensions of the board with the right to call meetings, discuss policies and proposals, draft and submit reports for the consideration of the board, and engage in such other activities necessary and proper to fulfilling their charges.
 - (c) Such subcommittees as may be created shall function with the aid of college employees as the agents of their respective parent committees. Within the limit of their charge from the parent committee, subcommittees shall have the right to call meetings, discuss relevant matters, and draft and submit reports for the consideration of the parent committee. Each subcommittee shall include at least one trustee and may include advisory members. The committee chairperson shall make all appointments to subcommittees, shall determine the duration of subcommittees (which shall not be longer than the duration of the committee), and shall determine the terms of service of all subcommittee members.
- (E) Charges of standing committees.
 - (1) The access, learning and success committee is hereby charged to advise the board concerning:

- (a) Educational needs.
 - (i) Studying the nature and extent of educational needs and wants of the target population,
 - (ii) Reviewing periodically the educational programs of the college and identifying the gaps between what is needed and what is currently being provided,
 - (iii) Identifying educational program goals and formulating courses of action to coordinate the fulfillment of these unmet needs,
 - (iv) Establishing the order in which educational program needs are to be met.
- (b) Official plan of the college.
 - (i) Overseeing the process of updating the college's official plan, and
 - (ii) Overseeing the annual detailed planning process that flows from the official plan (including the annual budget preparation process insofar as program content is concerned).
- (c) Assessment of educational program effectiveness.
 - (i) Assessing, on the basis of periodical college employee reports and direct observation, the effectiveness of the educational programs of the college, and
 - (ii) Overseeing the establishment and operation of a program evaluation process and ensuring that such process is integrated with the planning processes of the college.

- (2) The management committee is hereby charged to advise the board concerning:
- (a) Financial operations.
 - (i) Monitoring and reporting to the board on the monthly financial reports of the college and taking appropriate action, if warranted, to preserve the financial position of the college, and
 - (ii) Reviewing the budget planning process of the district and the college, ensuring that it is sound technically and in terms of program needs.
 - (b) Personnel operations.
 - (i) Periodically examining and improving the college's human resources systems, including without limitation recruitment practices, salary comparability, and compensation plans,
 - (ii) Considering, as appropriate, revisions of and modifications to current human resources policies, procedures, and practices,
 - (iii) Promoting professional development and personal growth among all employees of the college and providing the leadership to monitor employee progress, and
 - (iv) Serving, as required, to support the recruitment effort for specified staff personnel.
 - (c) Contract administration.
 - (i) Reviewing periodically the contracting practices of the college to ensure that the system effectively and efficiently supports the college's mission, vision, values, plans, and goals,

- (ii) Ensuring that the college provides adequate monitoring of contract performance of the college itself, and of the parties with whom the college has contracted.
- (d) Facilities management.
 - (i) Reviewing all plans for new buildings or major renovations of existing buildings to ensure that the needs of the college are being met adequately and economically, and
 - (ii) Reviewing all proposals to buy land or buildings, and proposals for major leases.
- (e) General administration.
 - (i) Periodically reviewing the organization chart of the college to ensure that it corresponds to actual practice and that its structure promotes effective and efficient management of the college, and
 - (ii) Ensuring that the policies and procedures of the college promote accountability, effectiveness, efficiency, and economy in operations.
- (3) The community affairs committee is hereby charged to advise the board concerning:
 - (a) Communication with constituencies of the college.
 - (i) Inviting, soliciting, receiving and considering suggestions, criticisms and other communications from students and Cuyahoga county residents, and
 - (ii) Determining the most practical and meaningful ways to strengthen communications to and from students and community residents.

- (b) Relations with educational and other groups and organizations.
 - (i) Promoting direct communication with organizations sharing or impacting any part of the college mission and recommending joint meetings and common programs where practical and useful, and
 - (ii) Exploring ways of generating financial and other support for the college from the Cuyahoga county community.
- (c) Proposals for grants.
 - (i) Receiving and studying proposals for grants in aid from the federal or state government, national or local foundations, and other funds sources, to ensure that no duplication of service or effort is contained therein,
 - (ii) Ensuring that such proposals incorporate the best available ideas at a reasonable cost, and
 - (iii) Ensuring that proposals are consistent with the articulated mission, vision, values, and goals of the college.
- (4) The executive committee is hereby charged as follows:
 - (a) To address such matters as may be referred to it by the board of trustees or the board chairperson.
 - (b) To exercise the authority of the board of trustees consistent with the policies of the board or with any action taken earlier by the board, but only in those emergency circumstances that do not permit the handling of a matter in the normally prescribed manner by the board; and further

provided that any action taken by the committee under this subdivision (b) shall be subject to ratification by the board of trustees at its next meeting.

- (c) To make recommendations to the board regarding the selection, evaluation and contract of the president of the college.
- (5) The investment committee is hereby charged as follows:
- (a) Call a meeting of the committee at least quarterly.
 - (b) Review and recommend revisions to the investment policy.
 - (c) Advise the board on its investments to assist it in meeting its fiduciary obligations.
 - (d) Consider the use of advisory committee members as may be authorized under this rule and the investment policy.
 - (e) Retain an investment advisor meeting the requirements of applicable law and the investment policy and review the performance of the investment advisor.
 - (f) Make such other recommendations to the board regarding investments and the investment committee as it may deem advisable.
 - (g) Take such actions or make such recommendations to the board as may be required or authorized and deemed advisable under the investment policy.
- (6) The audit committee is hereby charged as follows:
- (a) Call a meeting of the committee at least bi-annually with an additional entrance and exit conference with the external audit firm.
 - (b) Oversee all external audits.

- (c) Determine that the accounting system is efficient and effective, within the legal requirements structure.
 - (d) Ensure that the proper financial systems are maintained, reports issued, audits periodically performed and audit findings compiled expeditiously.
 - (e) Review annual financial statements (and such other financial statements or reports deemed advisable), internal controls, compliance as it relates to financial reporting and other accounting issues of the college.
 - (f) Consider the use of advisory committee members as may be authorized under this rule.
- (F) Management of meetings of board committees and subcommittees.
- (1) The chairperson of a committee and subcommittee shall notify the secretary or the secretary's designee as early as possible regarding the scheduling of meetings. The secretary or the secretary's designee shall be responsible for making the appropriate arrangements (securing a meeting place, notifying the committee or subcommittee members, having the minutes of the meeting taken) and rendering such technical assistance and consultation as is necessary to facilitate the business of the committee and subcommittee.
 - (2) Regular meetings shall be established by the decision of the majority of the members, and shall be as frequent as necessary to efficiently transact the business of the committee or subcommittee. Generally, there should be one meeting per month held at least one week prior to the scheduled regular board meeting, unless a different schedule is identified in this rule. This subsection shall not require regular meetings of the executive committee. The executive committee shall meet upon the call of the chairperson of the executive committee.

- (3) Special meetings may be called by the committee or subcommittee chairperson. The notice of meeting shall contain a statement of the agenda items to be considered at such a meeting.
- (4) Joint committee and/or subcommittee meetings may be called for the consideration of matters of common interest and with the consent of the majority of each joining body. The voting rights of trustees at joint meetings shall be the same as at an individual meeting.
- (5) Minutes of meetings shall be kept as a matter of record. College employees shall be provided by the assigned college representatives to ensure this is done. The following shall be recorded: the attendance, the nature and extent of participation in the policy making processes, and a summary of the actions taken and recommendations transmitted to the board.
- (6) Reports of a committee shall be scheduled to be heard as agenda items at each regular board meeting. (Subcommittees shall report to committees.) Committee chairpersons are expected to report to the board at that time regarding the progress of committee work. Moreover, chairpersons are expected to make certain that any resolution recommendations made by the committee to the board are transmitted by the secretary to each trustee at least three calendar days prior to the board meeting at which such will be considered.
- (7) Quorum is fifty percent of the total voting membership of any committee or subcommittee.

The parliamentary authority for the conduct of meetings shall be the most current edition of "Robert's Rules of Order, Revised" except when it is inconsistent with Ohio law or previously adopted board policy.

- (8) Public meetings will be held for the conduct of all committee business, with the exception being those matters reserved under division (G) of section 121.22 of the Revised Code for board executive session consideration. Executive sessions may be called for such matters; however, no policies or specific decisions will be acted upon in executive session. All other sessions shall be open to the public.

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Certification

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