



## **REGULAR MEETING AGENDA ITEM**

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September 11, 2013

Discussion    Action (Resolution 13-09-48)

### **Topic**

Approval of State Board Bylaws Revisions

### **Description**

At the June State Board meeting, Board members appointed a committee to review and suggest changes to their bylaws related to the election of officers and the Board's Executive Committee. At the Board's request, the bylaw committee drafted language (**Attachment A**) to amend the bylaws.

### **Key Questions**

- Does the draft amended bylaw language accurately reflect the requests of the Board?

### **Changes**

The amendments:

- Provided that a nominating committee for the next chair and vice-chair will be established at the March meeting
- Limit officers' to two successive terms
- Clarify that officers terms begin after the June meeting
- Establish an executive committee
- Clarify language concerning meeting locations
- Make technical change to the attendance policy

### **Background Information**

#### **Attachment A – State Board Bylaws**

### **Recommendation/Outcomes**

It is recommended that the State Board amend its current bylaws as outlined in Tab 2, **Attachment A**, by adopting Resolution 13-09-48.

**Prepared by:** Wayne Martin, State Board Member

**Tab 2**

**STATE OF WASHINGTON**

**STATE BOARD FOR COMMUNITY AND TECHNICAL COLLEGES**

**RESOLUTION 13-09-48**

A resolution relating to the amendment of the State Board bylaws.

**WHEREAS**, the State Board wishes to define the roll of a nominating committee to submit from among its members a chair and vice chair for nomination at its annual meeting, and;

**WHEREAS**, at its annual June meeting the Board shall elect a chair and vice-chair who, following the June meeting, shall serve for one year until successors are elected, and;

**WHEREAS**, officers may be elected not more than twice in succession, and;

**WHEREAS**, the chair, vice chair, and the immediate past chair shall serve as an "Executive Committee" to assist the director with planning Board agendas and activities between Board meetings;

**THEREFORE BE IT RESOLVED** that the State Board for Community and Technical Colleges approves the amendments to its bylaws as outlined in **Attachment A** to this resolution.

**APPROVED AND ADOPTED** on September 11, 2013

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Elizabeth Willis, Chair

**ATTEST:**

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Marty Brown, Secretary

**BYLAWS OF THE  
STATE BOARD FOR COMMUNITY AND TECHNICAL COLLEGES**

**Name**

The name of this organization shall be the State Board for Community and Technical Colleges.

**Legal Basis**

The legal basis for education in the community and technical college system is vested in the will of the people as expressed in the constitution of the State and the statutes pertaining to community and technical college education.

**Authority**

The State Board for Community and Technical Colleges shall act as the agent of the State in exercising general supervision and control over the state system of community and technical colleges. It shall be responsible for carrying out the responsibilities and duties imposed upon it within the confines of the authority, power, and discretion granted to it by law (see [RCW 28B.50](#)).

The Board shall appoint and fix the salary of a director who, under its supervision, shall administer the provisions of law and the rules and regulations established thereunder (see [RCW 28B.50.060](#)).

The Board shall authorize such special or standing committees as are deemed necessary. Special committees shall report recommendations to the Board for appropriate action. A special committee shall serve at the discretion of the Board.

**Membership**

Nine members shall be appointed by the Governor, by and with the advice and consent of the Senate (see [RCW 28B.50.050](#)).

All members shall be citizens and residents of the state.

The term of office of members of the State Board for Community and Technical Colleges shall be four years and members shall continue to serve until the appointment and qualification of their respective successors. Each appointee to the Board shall have full authority to act following appointment, pending the confirmation or rejection by the Senate.

Whenever there shall be a vacancy, the Governor shall fill such vacancy by appointment and the person appointed shall remain in the office only for the remainder of the unexpired term.

Members may be removed by the Governor for inefficiency, neglect of duty, or malfeasance in office.

### **Officers**

At its annual March meeting the Board shall appoint a nominating committee to submit from among its members a chair and vice chair for nomination at its annual June meeting.

At its annual June meeting the Board shall elect from among its members a chair and a vice-chair who, following the June meeting, shall serve for one year until successors are elected (see [RCW 28B.50.070](#)). Officers may be elected not more than twice in succession.

The chair shall preside at all meetings of the Board, shall sign all legal and official documents recording actions of the Board, and together with the director, execute contracts entered into by the Board. While presiding, the chair shall have full right of discussion and vote.

In the absence of the chair, the duties of the chair will be assumed by the vice chair who shall act as chair pro tempore. The vice chair ~~shall~~ may serve as the successor to the chair.

The chair, vice chair, and the immediate past chair shall serve as an “Executive Committee” to assist the director with planning Board agendas and activities between Board meetings. No formal actions shall be taken by the Executive Committee on behalf of the Board.

The director shall be the executive officer and secretary of the Board and shall attend all meetings of the Board but shall not be entitled to vote in its proceedings. The director shall keep records of proceedings of all meetings, be responsible for the distribution of minutes of the meetings and other official actions of the Board. The director shall also post all legal notices and perform such other duties as are prescribed by the Board and by law (see [RCW 28B.50.060](#)).

### **Meetings**

Regular meetings, of which there shall be a minimum of one per quarter, shall be held at the Board's established offices in Olympia or wherever the convenience of the public or of the ~~members~~ community and technical colleges may be promoted, or delay or expense may be prevented. The annual meeting of the Board shall be held in the month of June (see [RCW 28B.50.070](#)).

Five members shall constitute a quorum, and no meeting shall be held with less than quorum present. The concurrence of at least five members is necessary to authorize any official board action. All members present at a public meeting must either cast a vote or indicate a desire to abstain from voting upon any question or motion properly before the Board and no member shall vote by proxy, or by secret ballot, except in the case of elections for chair.

No member of the Board shall have power to independently act in behalf of or bind the Board except the chair when directed and authorized by the Board to execute contracts entered into by the Board ([RCW 28B.50.060](#)).

All press releases and answers to official and public requests regarding Board activities shall be provided by or in conjunction with the State Board office.

Members of the State Board for Community and Technical Colleges shall receive compensation not to exceed \$50 and per diem in the sum provided by law for each day attending meetings of the Board and also for each day spent fulfilling duties as a Board Member. Members shall also receive mileage and other travel reimbursed as authorized under Office of Financial Management travel regulations ([RCW 28B.50.050](#)).

All State Board meetings will be held in compliance with the Open Public Meetings Act and the Administrative Procedures Act.

### **Agenda**

An agenda for each regular meeting shall be prepared by the director and mailed to Board members no later than four days prior to the meeting. The agenda shall be amended at the time of the meeting upon the request of either the chair or director.

### **Minutes**

Minutes of the proceedings of the Board of the previous meeting shall be prepared by the Secretary and mailed to the members with the next meeting's agenda.

A copy of all motions shall be recorded in full in the minutes. The names of those who make and second motions, and those who vote aye, nay or abstain shall be recorded. The official minutes shall be bound and kept in the office of the director.

### **Parliamentary Authority**

The rules contained in Robert's Rules of Order, Revised, shall govern the Board in all cases to which they are applicable, and in which they are not inconsistent with the bylaws of this Board or the laws of the state.

### **Amendments**

These bylaws may be amended by a majority of the entire Board provided the amendment was submitted at the previous meeting.

### **Fiscal Year of the State Board**

The fiscal year of the State Board for Community and Technical Colleges shall conform to the fiscal year of the State of Washington and shall be from July 1 - June 30, inclusive.

### **Member Attendance Policy**

Each member of the Board is expected to attend regular meetings of the Board and to be an active member of at least one committee ~~connected with~~ established by the Board.

In the event a member is unable to attend a Board or committee meeting, the State Board office should be notified as soon as possible.

Each new member of the State Board shall, upon appointment, be furnished with a copy of this policy.

In March of each year, a report of the attendance record shall be sent to the Governor.

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*NOTE: Bylaws initially adopted June 22, 1967; Amended July 9, 1970, September 11, 1970, November 4, 1971, June 28, 1973, September 10, 1975, December 1, 1977, June 27, 1979, August 21, 1980, February 23, 1984, March 12, 1992, May 1996, and October 21, 2004. Draft Changes as of July 12, 2013.*