



**FACCC Board of Governors and
FACCC Education Institute Board of Directors
Policy Manual**

Updated for 2020-21

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Introduction

The mission of the Faculty Association of California Community Colleges is to inform, educate, empower, and advocate for faculty in service to students and the communities of California.

The FACCC Board of Governors has the responsibility to provide oversight and direction to fulfil the mission and vision of the association by setting direction, providing financial oversight, establishing policy, and supporting generation of revenues.

The FACCC Policy Manual is created to facilitate active and accountable governance as well as compliance.

FACCC is governed by comprehensive bylaws that have guided the creation of the policy manual. The FACCC Board Policy Manual does not supplant the bylaws; instead, it serves as a compliment to them by focusing specifically on board practice and procedures not covered in the bylaws.

The FACCC Board will regularly review the bylaws and the policy manual to best reflect the current board practices.

FACCC Board Policies

Open Meetings Policy

As a private membership organization, FACCC is not subject to open meetings laws such as the Ralph M. Brown Act or the Bagley-Keene Act. However, as a matter of good practice, FACCC observes open meeting policies to the greatest extent practical. Meetings of the FACCC Board of Governors are open to attendance by FACCC members and guests unless a closed session is called to address a specific issue.

Participation by guests at meetings may be allowed at the discretion of the meeting chair. Guest participation or commentary may be permitted, but the opportunity for such participation is in no case guaranteed. Guest participation may be limited due to time constraints, sensitivity of issues, or other reasons within the judgement of the meeting chair. The chair is not required to provide an explanation for limiting or excluding guest participation.

Meeting agendas are typically posted online approximately one week prior to board meetings. Agendas will be made available to the public on the FACCC website at the time that they are published for board members. Because FACCC is not bound by open meeting laws, posted agendas will remain subject to revision.

Closed Session Policy

All board discussions of a confidential nature, including, but not limited to personnel, litigation, or removal of a governor shall be conducted in closed session as outlined in the FACCC Bylaws. Business conducted in the closed session must pertain directly to the stated purpose for closing the meeting. Matters discussed in closed session shall remain confidential unless the sharing of information is authorized by a majority of the board. Only voting members of the FACCC Board of Governors can join closed session; however, the board will invite the executive director if appropriate when the agenda is created.

Development and Management of Meeting Agendas

Any member of the Board of Governors may submit an item to be added to the agenda of a board meeting. Such items must be submitted on the Agenda Item Submission Form at least two weeks in advance of the meeting. Any materials that accompany the agenda item, especially for items that require action, should be submitted with the Agenda Item Submission Form. Any materials not submitted with the agenda item should, with the approval of the executive director, be

distributed to board members electronically for review as far in advance of the meeting as possible. The board will be notified of any additions after the agenda is published. The FACCC President, in consultation with the executive director, may approve the distribution of materials at the time of a board meeting.

Development of the agenda for each meeting of the Board of Governors is the responsibility of the FACCC President in coordination with the FACCC Executive Director. The president and the executive director must have the discretion to manage the agenda in terms of prioritizing items and ensuring that the length of the agenda does not exceed the established meeting time. Therefore, the president and the executive director are not bound to add any item submitted by a board member to a specific meeting agenda. If an item is not accepted for an upcoming agenda, the board member submitting the item will receive an explanation from the president or the executive director. Items may be added to the agenda at the beginning of a meeting of the Board of Governors by consensus or by a two-thirds vote of the board members present.

However, members should refrain from proposing such additions to the agenda unless the item proposed involves an exigent situation that requires action prior to the next meeting of the board. Board meeting agenda items will be marked as action or information. An item marked as information may be acted upon after a motion to take action. Because such a motion is an alteration of the agenda, it requires a two-thirds vote of the board members present or consensus in order to pass. Motions to take action on agenda items that have been agendized as information only should be made and passed only when the proposed action involves an exigent situation that requires action prior to the next meeting of the board.

First and Second Readings

Agenda items will generally require only one reading before the board takes action. Exceptions to this practice are the creation of interest-based councils, as indicated in the FACCC Bylaws, and proposals for changes to the FACCC Bylaws, both of which must be considered in a minimum of two readings.

However, any board member may request that any specific agenda item be considered for readings at more than one meeting. The FACCC President and FACCC Executive Director may also determine that any agenda item should be marked for two readings and indicate such a decision on the agenda. Items marked for first reading only on a meeting agenda may be considered for action at that meeting only after a motion to take action is approved by a two-thirds vote of the board members present or by consensus.

Quorum for Governing Board Meetings

A quorum for meetings of the FACCC Board of Governors is a majority of the voting members.

Conduct of Governing Board Meetings

Meetings of the FACCC Board of Governors will generally be conducted in accordance with Robert's Rules of Order as indicated in the FACCC Bylaws. However, the board is not bound by the processes contained in Robert's Rules. The meeting chair—the president or, in the absence of the president, of the individual conducting the meeting—may deviate from Robert's Rules in any given instance in order to facilitate meeting efficiency. A decision by the chair to deviate from Robert's Rules is subject to a challenge to the chair's ruling.

The FACCC Board of Governors may also choose to suspend and deviate from its own approved meeting policies and procedures. A decision to suspend approved procedures must be authorized by a two-thirds vote of the board members present and applies only for the immediate given instance. A decision to suspend approved procedures should take place only when following the procedures would significantly impede the timely completion of the board's objectives or business.

Challenges to the Chair

The meeting chair will make decisions regarding interpretation of policy or procedural matters during meetings. Any procedural decision or interpretation of policy by the meeting chair during a meeting may be challenged and overridden by a motion and majority vote of the board members present.

Voting During Governing Board Meetings

Each member of the FACCC Board of Governors is entitled to one vote in any single instance of a decision-making process during a meeting. Members must be in attendance at the meeting in order to vote; proxy votes are not permitted.

Voting Procedures During Governing Board Meetings

As a standard practice, the governing board shall decide questions by voice vote. However, the meeting chair may on any question ask to approve by consensus. Consensus is reached when no board member voices opposition to the motion. If no member objects to approval of the question by consensus, no vote is required.

In the case of a voice vote, the chair will call for those in favor and those against; no call for abstentions is necessary. On any question, the chair or any member of the board may ask for a roll call vote. In such a case, members will state their votes individually, and all votes in favor of and against the motion as well as abstentions will be recorded.

Definition of Unanimous Vote

Robert's Rules of Order Online (Revised, 4th Edition) indicates that “One negative vote defeats a motion to make a vote unanimous.” Thus, a vote in which no member of the board votes in the negative is considered unanimous. Abstentions do not prevent a decision from being recorded as unanimous, as they are not negative votes. However, if any single member of the Board of Governors objects to recording the decision as unanimous, the decision may not be recorded as unanimous.

Meeting Minutes

Minutes will be taken at each meeting of the FACCC Board of Governors and will be submitted for amendment and approval at the next meeting of the board or at the next available opportunity. Minutes may normally be approved by consensus, even after amendment. A formal motion and vote to approve minutes is required only if a board member objects to approval by consensus.

To promote the recording of meaningful and accurate minutes, meetings of the Board of Governors may be recorded by the organization's staff. Individual board members or guests may not record meetings without the approval of the executive director.

Changes to Board Policy Manual

The FACCC and FACCC EI Board of Governors policy manual may be amended by majority vote of the board at a regularly scheduled meeting.

Officers

Composition

The officers of FACCC shall be comprised of the president (sitting), president-elect or past president, vice president, secretary, treasurer, and part-time representative.

Terms

Officers shall serve their terms of office as follows:

- a) The term of office of the president shall be two years. These two years as sitting president shall be preceded by a one-year term of service as president-elect and followed by a one-year term as past president. The president shall be precluded from serving successive terms, except in the case of a vacancy as outlined in Article VI, Section 5 of the FACCC Bylaws.
- b) The terms of office of the vice president, secretary, treasurer, and part-time representative shall be two years, with election of the vice president scheduled in the

same years as the president-elect. The election of the secretary, treasurer, and part-time representative shall be scheduled in those years in which the president-elect and vice president elections are not held. The vice president, secretary, treasurer, and part-time representative shall be limited to a maximum of two successive terms, except in the case of a vacancy as outlined in Article VI, Section 5 of the FACCC Bylaws.

- c) All terms of office shall begin on June 15.

Duties

Each officer serves on the executive committee, serves as a liaison to at least one standing committee, represents the views of FACCC as appropriate, and is responsible for the duties customary to each office. The four-year presidential cycle allows for one year during which the president-elect assists the sitting president and has the opportunity to gain experience. Then, during the two years as sitting president, this individual has the benefit of the assistance of the past president in the first year and the president-elect in the second year. In the final year of the cycle, the sitting president becomes the past president in order to provide assistance to the incoming seated president.

Duties that fall within the purview of each officer are inclusive of but not limited to the following responsibilities:

President as Ex-Officio Member

The president shall serve as ex-officio, non-voting member of all standing and special committees and task forces. However, the president may designate any member of the Board of Governors to act in the president's stead.

President

The president provides leadership to the board of governors and partners with the executive director to achieve FACCC's mission.

- Presides over meetings of the FACCC Board of Governors and Executive Committee; fosters a sense of team spirit; and facilitates decision-making
- In consultation with the executive committee, appoints members and chairs (except FACCC PAC) to all committees and task forces, except the executive committee, with the approval of the board of governors
- Works closely with the executive director to foster clear communications between the board of governors and staff
- Acts as FACCC official spokesperson for the board of governors, including meetings of the Consultation Council and the Council of Faculty Organizations
- Executes relationship-building with system partners & external advocacy groups
- Delivers public comment at relevant policy, department, and agency hearings

- FACCC liaison at ASCCC Executive Committee meetings
- Ex-officio non-voting member of all standing and special committees and task forces
- Executive Committee Liaison to Policy and Legislation & Advocacy Committees
- Co-chair of Advocacy & Policy Conference planning committee
- Participates in committees and task forces executing the work of FACCC including relevant legislative committees, membership recruitment, student engagement work, and professional development work
- Participate in drafting communications—articles, policy statements, briefings etc. Develop board agendas with executive director
- Leadership role during FACCC Events
- Coordinates and participates along with the executive committee in the performance evaluation of the executive director
- Be familiar with FACCC governance documents

President-Elect

- Take a leadership role in the annual board retreat
- Take a leadership role in Advocacy & Policy Conference
- Work with the sitting president and executive director to prepare for service as president by participating in regular transition meetings.
- Partner with president and executive director to develop statements and strategy for CCCBOG meetings, legislative hearings, and stakeholder meetings.
- As appropriate, shadow the president
- As necessary, fill in for the president

Vice President

The vice president advises the president and serves as president in their absence. The vice president also chairs at least one committee.

Secretary

The secretary partners with staff to ensure that board of governor meeting minutes are recorded, draft minutes are edited and presented to the board for approval. The secretary circulates and collects the board attendance sheet during board of governor meetings.

Treasurer

The treasurer provides leadership on FACCC finances and presents financial information to the board of governors. The treasurer ensures the board's financial policies are being followed, works with the executive director and staff to prepare financial information, assists in the preparation of FACCC's annual budget, and reviews financial reviews and audits of the association.

Part-Time Officer

The part-time officer serves as the chief part-time faculty volunteer on the board of governors. The officer represents the voice and perspective of part-time faculty within the executive committee and board of governors.

- Serve as liaison to the FACCC Part Time Committee and advises the part-time governors to fulfill mission and vision of the association
- Participate in or host seminars, workshops, etc. focused on part-time faculty needs and concerns

Past President

The past president serves as a mentor for the incoming president as needed, assists in continuing relationships with leaders of other stakeholder groups, and shares experiences and advice with FACCC leadership.

Executive Director Leadership

The executive director serves on behalf of FACCC and the FACCC EI. In this capacity, the executive director performs services necessary or advisable to manage and conduct the business of FACCC, subject at all times to the policies set by the board of governors. The executive director is responsible for communicating effectively with the board of governors and providing, in a timely and accurate manner, all information necessary for the board to function properly and to make informed decisions.

The Executive Director is responsible for all operations of FACCC, including the following:

- Implementation of strategy, programs, services, and tasks necessary to fulfil FACCC's mission
- Conducting day-to-day operation management of the association
- Hiring, promotion, training, discipline, and termination of staff
- Maintaining the business organization and structure to efficiently conduct management functions
- Managing assets and expenditures and accordance with the FACCC budget
- Signing agreements made and entered into and on behalf of the organization
- Recruiting members and raising revenue in partnership with board of governors and staff
- Developing board agendas in partnership with the president
- Staffing the executive committee
- Developing and implementing strategic planning in partnership with board of governors
- Other duties as assigned by the FACCC Board

The FACCC Board of Governors is responsible for the following with guidance from the FACCC Executive Director:

- Ensure that the executive director's contract is reviewed at the end of each contract period
- Ensure the executive director is evaluated
- Represent the association at his/her campus, district, and other campuses when requested.
- Promote membership in this association, and assist in maintaining accurate membership records on his/her campus
- Attend board meetings, read material in advance, ask questions, and make informed decisions
- Serve as an active member of a standing committee of the board
- Responsible for ensuring that regular written communication is provided to members about the activities of the Association
- Responsible for identifying and responding to member interests.
- Salary and benefits changes shall be determined by the board of governors within the context of the overall FACCC budget
- The board of governors provides direction through policy to the executive director, who is responsible for executing such direction
- Members of the board of governors have no authority over FACCC staff. Any requests to the FACCC staff must be made through the FACCC Executive Director

FACCC Committees

FACCC Standing Committees

- Executive
- Communications
- Legislation & Advocacy
- Membership & Leadership
- Part-Time Faculty
- People of Color
- Political Action Committee
- Policy
- Professional Development
- Retirement

Operating Standards

- FACCC standing committees exist at the pleasure of the FACCC Board of Governors and have no independent authority other than making recommendations to the board and implementing board decisions.
- The role of committees is to execute the mission and vision to achieve the goals of FACCC.

- In order to gain a broader understanding of the association, board members should rotate through the different committees.
- To focus on an area and develop expertise that can further the work of the association, board members should typically limit service to one committee.
- To be effective and to avoid burnout, board members should not serve on more than two committees except in special circumstances as approved by the president.
- Each committee should conduct a minimum of two conference calls per semester or four per year.
- An online orientation for members of all committees will occur in late June before the summer break.
- Each committee will meet in person at All Committee Day before the A&P conference.
- FACCC PAC has its own operating standards included in the FACCC Bylaws.

Selection of Chair

- The president in consultation with the Executive Committee will select the chair for each committee.
- In selecting committee chairs, the president and Executive Committee will solicit input from the FACCC staff.

Structural Standards

- The functional size of each committee should typically be no more than 10 members.
- Each committee should have a chair, a board liaison, and a staff member.
- The term for each committee member is two years.
- Committee member terms begin July 1.

First Committee Meeting of the Year

- Based on discussion with the chair and committee members, the staff will create an annual calendar listing all the meetings for the year with the flexibility of changing meetings as necessary.
- Tasks for the first committee meeting of the year will include the following:
 - Review responsibilities for the staff, chair, and committee members.
 - Set annual committee goals.
 - Review the function and expectations of the committee.
 - Exchange committee contact information to facilitate member communication.
 - Review the terms of committee members.

Role of Committee Chair

- Lead the work of the committee and run meetings.
- Translate the organization's goals into meeting agendas and work plans.
- Work with staff as appropriate to prepare background materials for committee meetings, schedule committee meetings, review minutes, and otherwise keep the committee functioning.
- Encourage collaboration among committee members.

- Follow up with committee members after absences from meetings.
- Maintain collegiality in the committee and address behaviors that are disruptive to the committee's work.
- Assign note-taker for committee meetings.

Role of Staff Members

- Schedule meetings and create draft agendas for the chair.
- Draft meeting notes for the committee to review.
- Maintain a record of the committee documents.

Role of Executive Committee Liaison

- Prepare board reports and report out on the work of the committee to the Executive Committee. The liaison will also have the responsibility of reporting out the board if the committee chair does not serve on the board.