

Board of Trustees

# BOARD POLICIES

*“A policy governance approach to leadership”*

Developed 9-1-99



*The Smart Choice!*

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**POLICY TYPE:** OUTCOMES  
**POLICY TITLE:** Mission Statement

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## **Mission**

The mission of Lower Columbia College is to ensure each learner's personal and professional success, and influence lives in ways that are local, global, traditional, and innovative.

**POLICY TYPE:** OUTCOMES  
**POLICY TITLE:** Vision

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## **Vision**

Our vision is to be a powerful force for improving the quality of life in our community.

## **Section 1.2**

**POLICY TYPE:** OUTCOMES  
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### **Our Value System**

Our campus community expects an environment of integrity, respect, collaboration, cooperation, inclusion, and innovation that fosters personal growth, academic excellence, and accountability.

**POLICY TYPE: OUTCOMES**  
**POLICY TITLE: EXPECTED COLLEGE OUTCOMES (CORE THEMES)**

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**ACCESS and COMPLETION**

*We invite the community to participate in the full array of programs, services, and activities at Lower Columbia College. We support student success and completion in all areas of the College.*

**TRANSFER**

*We offer courses and support for students to meet the requirements for transfer from Lower Columbia College and to pursue successfully upper division college and university programs.*

**PROFESSIONAL/TECHNICAL**

*We provide opportunities for students to receive quality professional/technical training for employment, skills enhancement, and career development.*

**BASIC SKILLS**

*We ensure that all learners who are under prepared for college level studies have the opportunity to receive basic skills instruction for literacy development, diploma completion, English as a Second Language, and preparation for higher education.*

**CUSTOMIZED EDUCATION**

*We are an enthusiastic partner with business and community groups to create customized programs and services.*

**INSTITUTIONAL EXCELLENCE**

*We enrich the community through diverse cultural, artistic, athletic, social activities and programs for personal enrichment.*

**COMMUNITY ENRICHMENT**

*We are committed to institutional integrity, responsible stewardship, and excellence in meeting the educational, cultural, and service needs of the community.*

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: Governance Commitment**

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The Board of Trustees will govern Lower Columbia College in accordance with the Constitution and the Community and Technical College Act of the State of Washington. The Board will always act in the best interest of the College and the community as a whole. The Board is committed to excellence in educational programs and other services of the College and availability to all people.

**POLICY TYPE: GOVERNANCE PROCESS****POLICY TITLE: Governing Style**

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The Board will govern with a style that emphasizes outward vision rather than an internal preoccupation, encouragement of diversity in viewpoints, strategic leadership rather than administrative detail, clear distinction of Board and presidential roles, collective rather than individual decisions, future rather than past or present, and proactive rather than reactive.

**More specifically, the Board will:**

1. Operate in all ways mindful of its trusteeship obligation to the public. It will allow no officer, individual, trustee, or committee of the Board to prevent its fulfilling this commitment.
2. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, policy-making principles, respect of roles, speaking with one voice, and ensuring the continuity of governance capability. Continual development will include orientation of new members in the Board's governance process and periodic Board discussion of process improvement.
3. Direct, control and inspire the organization through the careful establishment of the broadest organizational policies reflecting the Board's values and perspectives. The Board's major focus will be on the intended long-term impacts outside the operating organization (Expected Outcomes), not on the administrative or programmatic means of attaining those effects (Means).
4. Cultivate a sense of group responsibility. Ultimately, the Board will be responsible for excellence in governing. The Board will be an initiator of policy, not merely a reactor to staff initiatives. The Board will use the expertise of individual trustees to enhance the work of the Board as a body, rather than substitute their individual judgments for those of the Board as a whole.
5. Monitor and discuss the Board's process and performance regularly. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Staff Relationship categories.
6. Obtain input from staff, students, alumni, employers, and other community members on Board policies.
7. Board decisions will be made, to the extent possible, on a consensus basis.

**Section 2.2**

**POLICY TYPE: GOVERNANCE PROCESS**  
**POLICY TITLE: Board Job Description**

The Board shall set the direction of the College and shall represent the public in determining and demanding appropriate organizational performance. To distinguish the Board's own unique job from the jobs of its staff, the Board will concentrate its efforts on the following responsibilities:

1. Serving as the link between the College and the public.
2. Enacting written governing policies, which address:
  - a. **EXPECTED COLLEGE OUTCOMES:** College services, impacts, benefits, outcomes, recipients, and their relative worth (what good for which needs at what cost). Expected Outcomes include College mission, values, vision, goals and priorities.
  - b. **GOVERNANCE PROCESS:** Specification of how the Board conceives, carries out, and monitors its own tasks.
  - c. **BOARD-PRESIDENT RELATIONSHIP:** How power is delegated and its proper use monitored; the President's authority and accountability.
  - d. **EXECUTIVE LIMITATIONS:** Constraints on executive authority, which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
3. Monitoring institutional performance and the President's performance (against Board policies on Expected Outcomes and Executive Limitations).
4. Promoting a positive image for the College.
5. Serving as a link between the College and the Lower Columbia College Foundation to ensure alignment of Foundation activities with Board policies and priorities.
6. Naming all campus facilities (buildings, parts of buildings, structures and other key campus areas) based on staff recommendations using the following guidelines:
  - a. All recommendations will be in compliance with building naming and/or numbering regulations as may be directed by the State or local governments.
  - b. Recommendations may consider the location, function, or intended use of campus facilities.
  - c. Recommendations may consider individuals or groups to be recognized for significant accomplishment and/or substantial economic donations.Board decisions will be based on compliance with the above guidelines, consistent application of staff policies, and campus/community demonstrated support. The Board of Trustees reserves the right to rename any facility using the above guidelines.
7. Ensuring institutional compliance with all applicable laws and regulations.
8. Executing all other appropriate Board business.

**POLICY TYPE: GOVERNANCE PROCESS**  
**POLICY TITLE: Chair's Role**

The responsibilities of the Chair are, primarily, the integrity of the Board's process and, secondarily, occasional representation of the Board to outside parties. The Chair is the only Board member authorized to speak for the Board (beyond simply reporting Board decisions) other than in rare and specifically authorized instances.

1. The Chair shall ensure the Board and individual Board members act consistently with the Board's own rules and policies and those legitimately imposed upon the Board from outside the College.
  - a. The Chair shall preside at Board meetings in an efficient and effective manner and shall set the general tone for each meeting through positive leadership.
  - b. The Chair will lead discussion at the Board meetings on those issues, which, according to Board policy, belong to the Board to decide.
  - c. Deliberation will be fair, open, and thorough but also efficient, timely, orderly, and to the point.
  - d. The Chair will attempt to arrive at a consensus by the Board members on Board decisions. The Chair will stimulate discussion among the Board members.
2. In setting the agenda, the authority of the Chair consists of making decisions that fall within the topics covered by Board policies on Governance Process and Board-Staff Relationship, except where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
3. The Chair has no authority to make decisions about policies created by the Board within Expected Outcomes and Executive Limitations policy areas.
4. The Chair has no individual authority to supervise or direct the President.
5. The Chair shall ensure the other Board members are informed of current and pending Board issues and processes.
6. The Chair shall appoint representatives as required to conduct Board business.

**Section 2.4**

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: Board Planning and Agenda**

The Board will carry out its responsibilities using a governance style consistent with Board policies by: (a) re-exploring Expected Outcomes policies periodically; (b) holding an annual planning session; (c) continually improving its performance through Board education and enriched input and deliberation; (d) annually review actual performance and expenditures against approved plan; and (e) periodically review actual performance against the approved College Master Plan.

1. The agenda for all Board meetings will be prepared by the Chair after consultation with the President and based on input from other Board members. The agenda will be delivered to the Board at least five (5) days before the meeting.
2. At its regular monthly meetings, the Board will follow an agenda that implements the Board policy on Governing Style;
3. Education, monitoring, input, and deliberation will be paramount in structuring meetings and other Board activities.
4. The annual planning session will be held no later than April.
  - a. The College Mission will be reviewed at the annual planning session.
  - b. Budget parameters and priorities will be established at the annual planning session.
  - c. Subjects for Board discussion and action during the following year will be developed at the annual planning session.
5. The College budget will be approved by the Board annually in June. Revised budgets will be submitted to the Board for approval as necessary during the fiscal year; but no more often than quarterly.
6. Board policies and policy revisions will not be adopted until they have been considered at a minimum of two meetings, unless Board action waives this requirement and immediate effect is authorized.

**POLICY TYPE: GOVERNANCE PROCESS**  
**POLICY TITLE: Board Committee Principles**

Board committees, when used, will operate so as to minimally interfere with the wholeness of the Board's job and so as never to interfere with delegation of authority from the Board to the President. Committees will be used sparingly.

1. Board committees are to help the Board do its job, not to do jobs of the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. Board committees are not to be created by the Board to advise staff.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the President.
3. Board committees cannot exercise authority over staff. Because the President works for the full Board, the President is not required to obtain approval of a Board committee before an executive action. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee which has helped the Board create policy on some subject will not be used to monitor organizational performance on that same subject.
5. This policy applies only to committees, which are formed by Board action, whether or not the committees include non-Board members. It does not apply to committees formed under the authority of the President.
6. The Board shall have an Audit Committee, comprised of two trustees, which shall represent the board at the audit exit interview.
7. **Ad hoc** committees may be established which have no more than two trustees or members and which have responsibility only within specific directives from the Board and are limited by time.

**Section 2.6**

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: Board Members' Code of Conduct**

The Board expects ethical conduct by itself and its members. This includes proper use of authority and appropriate decorum in both group and individual behavior when acting as Board members.

1. Board members must maintain un-conflicted loyalty to the interests of the citizens and the College district. 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 an individual consumer of college services.
2. Board members must avoid any conflict of interest with respect to their fiduciary responsibility.
  - a. There must be no self-dealing or any conduct of private business or personal services between any Board member and the College except as allowed by Chapter 42.52 RCW.
  - b. Board members must not use their positions to obtain employment by the College for themselves, family members, friends, or associates.
  - c. Board members shall abstain from votes upon which they have an appearance of a conflict of interest.
3. The Board speaks with one voice, and 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 staff must recognize the lack of authority in any individual Board member or group of Board members except as noted above.
  - b. Board members' interaction with the public, press, or other entities must recognize the same limitation and the similar inability of any Board member (s) to speak for the Board except for those duties reserved to the Chair.
  - c. Board members will make no judgments of the President or staff performance except as that performance is assessed against explicit Board policies.

**Section 2.7**

4. Board members will participate in educational activities, including state, regional and national meetings, to enhance their ability to serve effectively as members of the College's governing Board.
5. Board members will not permit themselves to be used to circumvent established lines of authority or interfere in the normal procedures for the processing of complaints or grievances.
6. Board members will not violate confidentiality including discussions that occur at legally held executive sessions of the Board.
7. Board members will use the approved process to introduce a Board meeting agenda change.

**POLICY TYPE: GOVERNANCE PROCESS**  
**POLICY TITLE: Bylaws**

**BYLAWS**

**Quorum**

Three members of the Board shall constitute a quorum for the transaction of all business. At all regular or special meetings, the members present shall wait a reasonable time and, if there is not a sufficient number present to provide a quorum, the meeting shall be postponed.

**Officers**

Officers of the Board shall consist of a Chair and a Vice Chair who shall be elected from the members. The term of office for each officer shall be one year or until a successor is elected and qualified. Officers shall be nominated as the last item of Board business at the February meeting. Their election shall occur as the last item of Board business at the March meeting. The newly elected officers shall assume their respective chairs at the end of the March meeting. No Chair may serve for two successive full terms. A majority of the Board shall be necessary for election. A vacancy occurring in either office may be filled at any regular meeting of the board.

The Chair shall preside at all meetings and shall exercise such other powers as properly pertain to this office and may be delegated to him/her by the Board. In the absence of the Chair, the Vice Chair shall preside.

It shall be the duty of the President to act as Secretary at all regular and special meetings of the Board, to keep an accurate journal of the proceedings, and to take charge of its books and documents. The President shall carry out the duties, responsibilities, and functions directed by the Board of Trustees concerning the operation of the College and shall appoint a Secretary *pro tem* to record the minutes of the meeting.

**Committees**

The Chair may, with the approval of the Board, appoint such committees from time to time as may be required. These committees shall cease to exist upon the acceptance of their reports or upon their formal discharge.

**Section 2.8**

**Parliamentary Procedure**

Except as otherwise specified here, the proceedings of the Board shall be governed by the rules prescribed in *Robert's Rules of Order Newly Revised*. A majority of the entire Board is required for all actions taken and for all motions passed.

**Amendments of Bylaws**

The bylaws may be amended at any meeting of the Board of Trustees by an affirmative vote of three Board members, provided written notice of the proposed amendment was given at the previous meeting and each Board member has been given notice of the proposed change. Amendments of the bylaws shall take effect upon the date of their adoption.

The bylaws may be amended or suspended at any Board meeting, without previous notice, by an affirmative vote of four of the Board members.

**POLICY TYPE: BOARD-STAFF RELATIONSHIP**  
**POLICY TITLE: Delegation to the President**

All Board authority delegated to staff is delegated through the President. All authority and accountability of staff is considered to be the authority and accountability of the President.

1. The Board will direct the President to achieve certain results through the establishment of Expected Outcomes policies and specific statutory delegations. The Board will limit the latitude the President may exercise in practices, methods, conduct, and other "means" through establishment of Executive Limitations policies.
2. As long as the President uses any reasonable interpretation of the Board's Expected Outcomes and Executive Limitations policies, the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities.
3. The Board may change its Expected Outcomes and Executive Limitations policies, thereby shifting the boundary between Board and President Domains. By so doing, the Board changes the latitude choice given to the President. However, as long as a policy is in effect, the Board will respect and support the President's decisions that conform to that policy.
4. Only decisions of the Board acting as a body are binding upon the President.
  - a. Decisions or instructions of individual Board members, officers, or committees are not binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.
  - b. If Board members or committees request information or assistance without Board authorization, the President can refuse such requests that, in the President's judgment, require a material amount of staff time or funds or are disruptive.
5. The President shall apply to the Board for a waiver of a Board Policy if the President deems a waiver is in the best interest of the College.

**Section 3.1**

**POLICY TYPE: BOARD-STAFF RELATIONSHIP**  
**POLICY TITLE: President's Job Description**

The President is the chief executive officer of the College. The President is the Board's single official link with the operating organization. The President is accountable to the Board acting as a body. The Board will instruct the President through written policies delegating implementation to the President. The President's performance will be considered synonymous with the organizational performance of the College as a whole.

The President's responsibilities can be stated as performance in two areas:

1. Organizational accomplishment of the Boards' policies on Expected Outcomes.
2. Organizational operation within the boundaries established in Board policies on Executive Limitations.

**POLICY TYPE: BOARD-STAFF RELATIONSHIP**  
**POLICY TITLE: Monitoring Presidential Performance**

Monitoring executive performance is synonymous with monitoring organizational performance against Board policies on Expected Outcomes and on Executive Limitations. The Board will monitor performance in a manner as to have systematic assurance of policy compliance, including accomplishments of Expected Outcomes.

1. The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled. Information that does not do this will not be considered to be monitoring. Monitoring will be done in a way to permit the Board to use most of its time to create the future rather than review the past.
2. A given policy may be monitored in one or more of three ways:
  - a. **INTERNAL REPORTS**--Disclosure of compliance information to the Board from the President. Internal reports include:
    - Institutional data collection
    - Surveys:
      - Community Perception Survey
      - Community College Survey of Student Engagement (CCSSE)
      - LCC Graduate Survey
      - LCC Student Satisfaction Survey
      - Personal Assessment of Campus Environment Survey (PACE)
      - Prof/Tech Alumni Survey
    - Placement data
    - Assessment of student learning
    - Washington accountability data
    - Financial reports
    - Monitoring Reports on the Expected College Outcomes: Access and Completion; Transfer; Basic Skills and Pre-College; Professional/Technical and Customized Education; and Institutional Excellence and Community Enrichment.
      - Core Indicators of Effectiveness
      - KPI Dashboard
    - Other information as requested by the Board of Trustees
  - b. **EXTERNAL REPORTS**--Disclosure of compliance information by an external auditor or other persons or entities external to the institution. External reports include:
    - Audit reports
    - Licensing examination results
    - Accreditation reports
    - Transfer data

- c. **DIRECT BOARD INSPECTION**--Discovery of compliance information by a Board member, a committee, or the Board as a whole. This is an inspection of documents, activities, or circumstances directed by the Board, which allows a test of policy compliance.
3. Policies can be monitored by any method at any time. Expected Outcomes and Executive Limitations policies will be monitored by the Board no less than annually.

**Section 3.3**

Revised 10-18-17 .....updated Paragraph 2a  
 Revised 1-15-03 .....added monitoring reports to paragraph 2a

**POLICY TYPE: EXECUTIVE LIMITATIONS**  
**POLICY TITLE: General Executive Constraint**

The President shall not cause or allow any practice, activity, decision, or organizational circumstance that is illegal, imprudent, or in violation of our College core values; commonly accepted business and professional ethics; and contractual agreements.

Accordingly, the President **may not**:

1. Deal with students, staff, or persons from the community in an inhumane, unfair, or undignified manner.
2. Permit financial conditions that risk fiscal jeopardy or compromise Board Expected Outcomes priorities.
3. Provide information and advice to the Board that is untimely, incomplete, or inaccurate.
4. Permit conflict of interest in awarding purchases or other contracts or hiring of employees.
5. Allow the day-to-day operations to impede the vision or prevent the achievement of the Expected Outcomes of the institution.
6. Manage the College without adequate administrative policies for matters involving finances, staff, students, facilities, and College services.
7. Manage the College without utilizing appropriate shared governance.

**Section 4.1**

**POLICY TYPE: EXECUTIVE LIMITATIONS**  
**POLICY TITLE: Treatment of People**

Treatment of and dealings with students, staff, and citizens from the community, shall not be inhumane, unfair, or undignified.

Accordingly, the President **may not**:

1. Operate without policies and/or procedures that set forth staff and student rules, provide for effective handling of grievances, ensure due process, and protect against wrongful conditions.
2. Fail to comply with all state and federal laws, rules, and regulations pertaining to employees and students including those pertaining to discrimination and equal opportunity.
3. Prevent students and staff from using established grievance procedures.
4. Fail to acquaint students and staff with their rights and responsibilities.
5. Fail to take prompt and appropriate action when the President becomes aware of any violation of state or federal laws, rules, or regulations or of Board policies.

**Section 4.2**

**POLICY TYPE: EXECUTIVE LIMITATIONS**  
**POLICY TITLE: Compensation and Benefits**

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

Accordingly, the President **may not**:

1. Change his/her own compensation and benefits.
2. Provide for or change the compensation and benefits of other employees except in accordance with collective bargaining agreements, salary schedules, and as allowable by state and federal laws.
3. Promise or imply guaranteed employment beyond that authorized by contract or law.
4. Employ administrators under a contract for longer than one year's duration.
5. Permit favoritism in the allocation of College resources.

**Section 4.3**

**POLICY TYPE: EXECUTIVE LIMITATIONS**  
**POLICY TYPE: Budgeting/Forecasting**

Budgeting for any fiscal year or the remaining part of any fiscal year shall not deviate materially from Board Expected Outcomes priorities, risk fiscal jeopardy, or be unrealistic in projections of income and expenses. No budget will become effective until approved by the Board.

Accordingly, the President **may not**:

1. Propose a budget without information to enable accurate projection of revenues and expenses, separation of capital and operational items, cash flow, 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 year plus any carryover funds from previous years to the extent authorized by the Board. Carryover dollars to be brought before the Board with explanation of correlation to fund balances.
3. Propose a budget that does not provide the annual operating funds for Board prerogatives, such as costs of fiscal audit, Board development and training, and Board professional fees.
4. Propose a budget that does not have a broad base of input.
5. Propose a budget that fails to take into account Board Expected Outcomes priorities.
6. Propose a budget that fails to include funding to meet the College's annual goals and priorities and provide resources to provide adequate plant maintenance, equipment enhancement, program and staff development, and institutional effectiveness.
7. Propose a budget that does not retain an amount equal to at least 10 percent of the total annual operating budget (excluding grants & contract funds) in an operating reserve.

Added Item #7 on 2-16-11

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: Financial Condition**

The President may not cause or allow the development of fiscal jeopardy or a material deviation from the Board-approved budget.

Accordingly, the President **may not**:

1. Expend more funds than have been budgeted in the fiscal year without prior Board approval.
2. Indebt the organization in an amount greater than can be repaid by otherwise unencumbered revenues within the current fiscal year or can be repaid from accounts previously established by the Board for that purpose.
3. Expend funds from restricted or designated accounts except for the purposes for which the account was established.
4. Fail to provide a quarterly report of the College's current financial condition to the Board.
5. Make any purchase or commit the organization to any individual expenditure that deviates more than \$50,000 from the approved budget without Board approval.
6. Without Board approval, accept gifts or grants which: (a) obligate the College to make future expenditures with funds other than those created by the gift or grant; or (b) which are not in the best interest of the College to accept.

**Section 4.5**

**POLICY TYPE: EXECUTIVE LIMITATIONS**  
**POLICY TITLE: Asset Protection**

The President may not allow assets to be unprotected, inadequately maintained, nor unnecessarily risked.

Accordingly, the President **may not**:

1. Fail to provide adequate protection against theft and casualty.
2. Fail to establish disaster/emergency management plans.
3. Permit plant and equipment to be subjected to improper wear and tear or inadequate maintenance.
4. Unnecessarily expose the College, the Board, or staff to claims of liability.
5. Receive, process, or disburse funds under controls that are not sufficient to meet the auditor's standards.
6. Invest funds in accounts or in investments not permitted by Washington law.
7. Acquire, encumber, or dispose of real property without Board approval.
8. Fail to protect property, information, and files from loss or damage.
9. Permit facilities development or modifications that are not in conformance with the Board-approved *Facility Master Plan*.

**Section 4.6**

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: Communication and Counsel to the Board**

The President may not permit the Board to be inadequately informed.

Accordingly, the President **may not**:

1. Neglect to submit monitoring data required by the Board (see policy on Monitoring Executive Performance) in a timely, accurate, and understandable fashion, directly addressing provisions of the Board policies being monitored.
2. Fail to make the Board aware of relevant trends, anticipated adverse media 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.
3. Fail to advise the Board if, in the President's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Staff Relationship, particularly in the case of Board behavior which is detrimental to the working relationship between the Board and the President.
4. Present information in unnecessarily complex or lengthy form or that is knowingly inaccurate or incomplete.
5. Fail to provide a mechanism for official Board or committee communications.
6. Fail to deal with the Board as a whole except when (a) fulfilling individual requests for information, or (b) responding to officers or committees duly charged by the Board.
7. Fail to report in a timely manner an actual, or anticipated, noncompliance with any policy of the Board.

**Section 4.7**