

# Bergen Community College

## Board of Trustees

### SECTION A: Board of Trustees

#### AA: Bylaws

### BYLAWS OF THE BOARD OF TRUSTEES BERGEN COMMUNITY COLLEGE

#### ARTICLE I.

##### Name

The name of this organization shall be The Board of Trustees of Bergen Community College (hereinafter "Board")

#### ARTICLE II.

##### Definitions

The following terms shall have the following specific meanings unless stated otherwise within these bylaws.

**Section 1. Majority Vote:** A Majority Vote consists of the whole number of Board Members having the statutory right to vote.

**Section 2. Regular Meeting:** A Regular Meeting shall be a general meeting of the Board during which all business to come before it may be transacted.

**Section 3. Special Meeting:** The purpose of a Special Meeting shall be limited to a specific agenda as stated in the call of same. The purpose of a Special Meeting may not be the Annual Organizational Meeting.

**Section 4. Annual Organizational Meeting:** The Annual Organizational Meeting shall be held the first Tuesday in November immediately preceding the Regular Meeting. The purpose of the Annual Organizational Meeting shall be to elect officers of the Board.

**Section 5. Quorum:** A quorum of the board shall consist of six (6) Board Members having the statutory right to vote on College matters.

**ARTICLE III.  
Objective**

**Section 1.** The Board's objective shall be to do all things necessary and proper to advance the interests of the college and to enhance the process and atmosphere of education. This is to include but not be limited to the powers of oversight, management, control and approval or disapproval of all things related to or affecting Bergen Community college (hereinafter "College").

**ARTICLE IV.  
Members**

**Section 1.** Board membership shall be limited to those persons duly appointed pursuant to State and/or County Statute.

**Section 2.** Board members shall report to the Board any matter relating to the interests of the College of which they have acquired notice or knowledge.

**ARTICLE V.  
Board Officers**

**Section 1.** The Board shall have four (4) Board Officers; a Chairperson, Vice Chairperson, Secretary, and Treasurer.

**Section 2.** Board officers shall possess the rights and perform the duties prescribed by these bylaws; the parliamentary authority adopted by the Board; the rules and regulations promulgated by the New Jersey Commission on Higher Education; and state statute.

**Section 3.** At a Regular Meeting held the first Tuesday of October, or as soon thereafter as the Chairperson declares, a Nominating Committee composed of three (3) Board Members shall be elected by a Majority Vote. One such Nominating Committee Member shall be named Nominating Committee Chairperson by the Board Chairperson. It shall be the duty of said committee to nominate candidates for each Board office so required by these bylaws and to present the slate at the Annual Organizational Meeting.

**Section 4.** Board officers shall be elected by at least one-half ( $1/2$ ) of those Board Members present at the Annual Organizational Meeting.

Section 5. Board Officers shall serve for a term of One (1) year and thereafter until a successor succeeds to office. Board Officer terms shall commence immediately upon election.

Section 6. Board Officers may serve for an unlimited number of terms.

Section 7. No Board Officer shall hold more than one (1) Board Office at a time.

## **ARTICLE VI. Board Officer Duties**

Section 1. The Chairperson and the Vice Chairperson are empowered to sign all instruments requiring the signature of an authorized representative of the Board.

Section 2. The Chairperson may delegate any such powers and duties he has to the Vice Chairperson, or other such Board Members. The Chairperson and Vice Chairperson shall be ex-officio members of all committees except the Nominating Committee.

Section 3. The Vice Chairperson shall exercise all powers and duties delegated to him by the Chairperson. The Vice Chairperson shall act for and on behalf of the Chairperson in his absence.

Section 4. The Secretary shall provide notice of all Board Meetings. The Secretary shall have charge of the seal of the College and shall affix such seal to documents requiring same. With the advice and consent of the Board, the Secretary shall oversee and file all reports and statements required by law and the Commission on Higher Education.

Section 5. The Treasurer shall cause to be deposited on behalf of the College all funds and securities of the College. Such deposits shall be made in such bank or banks as the Board designates. The Treasurer shall cause to be kept a full and accurate ledger of all receipts and disbursements and shall present an accounting of the financial condition of the College to the Board at its Regular Meetings.

## **ARTICLE VII. Board Meetings**

**Section 1.** All official meetings of the Board shall be held pursuant to the requirements of the New Jersey Open Public Meetings Act, N.J.S.A. 10:4 et seq.

**Section 2.** Regular Meetings of the Board shall be held on the first Tuesday of each calendar month. In no event shall a calendar month pass without a Regular Meeting unless so agreed to by a Majority Vote at least one (1) month prior.

**Section 3.** Special meetings may be called at any time by the Chairperson; Vice Chairperson acting in the Chairperson's absence; or by the written request of four (4) Board Members. A minimum of a forty-eight (48) hours prior notice of a Special Meeting shall be communicated to each Board Member by the Secretary.

**Section 4.** The Secretary shall prepare and deliver to all Board Members an agenda for each Regular Meeting at least forty-eight (48) hours prior to such meeting.

**Section 5. (A)** A Majority Vote shall be required to accomplish the following: fixing salaries, offering employment, awarding promotions, terminating personnel, transferring personnel.

(B) The Board may delegate any but not all of its powers to: Board Officers by a Majority Vote of the Board Members present, or; to others by a two-thirds (2/3) vote of the whole numbers of Board Members having the statutory right to vote.

**Section 6.** All Board Meetings shall require a quorum present to conduct a vote on behalf of the Board.

**Section 7.** No Board Member shall be permitted to vote on any matter in which that member has a direct, indirect, personal or financial interest. Said member shall abstain from such vote, stating for the record the reasons for such abstention.

**Section 8.** No Board Member may delegate his right to vote.

**Section 9.** At all Board meetings, the Chairperson shall preside, in the absence of the Chairperson, the Vice Chairperson shall preside; in the absence of the Vice Chairperson, the immediate past Chairperson, then the Secretary; and in the absence of the Secretary, then the Treasurer.

## **ARTICLE VIII. Board Committees**

**Section 1.** Board Committees shall be composed of Board Members, nominated by the Chairperson and elected by a Majority Vote, unless otherwise provided for in these bylaws, after election of officers at the Annual Organizational Meeting. Committee Chairpersons shall be designated by the Board Chairperson from the members of each committee. A Committee report shall be prepared and presented at every Regular Meeting.

**Section 2.** There shall be a committee entitled Audit, Finance and Legal Affairs. Said committee shall monitor the fiscal activities and financial management of the College, and review legal issues impacting on all matters relevant to the College.

Section 3. There shall be a committee entitled Education and Student Affairs. Said committee shall review and monitor proposed curricula and other educational endeavors, including but not limited to grant applications. Said committee shall also oversee the non-academic areas of student life, including services and activities that provide support for a diverse student population.

Section 4. There shall be a committee entitled Strategic Planning and Issues. Said committee shall oversee the development and implementation of strategic long-range plans for the College, foster cooperative relationships with the community, monitor and serve in an advocacy role for legislation concerning community colleges.

Section 5. There shall be a committee entitled Personnel. Said committee shall be apprised of personnel matters by the President of the College. Said committee shall review all personnel recommendations, as well as official College policies, guidelines and programs concerning or effecting affirmative action.

Section 6. There shall be a committee entitled Site and Facilities. Said committee shall oversee all construction projects in the maintenance and management of the College's physical plant and sites.

Section 7. There shall be Advisory Committees established after the Annual Organizational Meeting for each program area as defined in the College handbook. Said committees shall be composed of members of the community appointed by the Chairperson after consultation with the College President and with the advice and consent of the Board. Each committee shall have a Chairperson, designated by the Board Chairperson. Members of said committees shall serve without compensation. It shall be the duty of these committees to assist in the development and evaluation of each program area.

**Section 8.** There shall be a committee entitled Foundation, Grants and Endowments. Said committee shall interface with the Bergen Community College Foundation.

**Section 9.** Such other committees, standing or special, shall be appointed and a Chairperson designated by the Board Chairperson as the Board may from time-to-time deem necessary and proper to carry on the work of the Board.

**ARTICLE IX.**  
**Parliamentary Authority**

The current edition of Robert's Rules of Order - Newly Revised shall procedurally govern all Board meetings, to the extent that they are not inconsistent with these bylaws, any adopted special rules or orders of the Board, rules and regulations of the Commission on Higher Education, or state statute.

**ARTICLE X.**  
**Amendment of Bylaws**

These bylaws may be amended at any Regular Meeting by a Majority Vote of the whole number of the Board, provided that the amendment to said bylaws has been submitted in writing to each member of the Board ten (10) days prior to voting on same.

**ARTICLE XI.**  
**Separability**

Should any Article, Section, sentence or word contained in these Bylaws be struck down, unconstitutional or unlawful for any reason, the remaining provisions of these Bylaws shall remain in full force and effect.

Amended - November 12, 1980  
Amended - June 9, 1982  
Amended - January 12, 1983  
Amended - March 8, 1983  
Amended - June 14, 1983

Amended - June 14, 1983  
Amended - February 8, 1984  
Amended - August 7, 1985  
Amended - May 7, 1986  
Revised - March 6, 1991  
Amended - November 2, 1994  
Amended - May 6, 1998  
Amended - December 13, 2011