

OLYMPIC COLLEGE POLICY

TITLE: Bylaws of the Olympic College Board of Trustees

POLICY NUMBER: OCP 100-01

REFERENCE: WAC 82-05-020, RCW 28B, and RCW 34.05

I. Preamble (WAC 132C-104-001)

- A.** Community College District No. 3 is established in Title 28B RCW as a public institution of higher education. The institution is governed by a five-member board of trustees appointed by the governor. The terms “Community College District No. 3”, “district”, “Olympic College” and “college” are used interchangeably throughout this title.
- B.** The administrative office of Olympic College is located at 1600 Chester Avenue, Bremerton, Washington 98337-1699. (The office hours are 8:00 A.M. to 5:00 P.M., Monday through Friday, except legal holidays.)

II. Name, Composition and Powers of the Board of Trustees (WAC 132C-104-002)

- A. Name:** The name of the governing board of Washington Community College District Number 3, shall be “The board of trustees of Olympic Community College”. The terms “The board of trustees of Olympic Community College”, “The board of trustees” or “board” are used interchangeably throughout this title.
- B. Composition and Powers:** The composition and powers of the board of trustees are those set forth in Chapter 28B.50 RCW.
- C. Bylaws:** The board shall by resolution adopt such bylaws for its own governance and for the governance of the college as the board shall from time to time determine in accordance with RCW 28B.50.100 and other applicable law.

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- D. **Amendments:** The bylaws adopted by the board may be amended or repealed at any meeting in whole or in part by the affirmative vote of a majority of the members of the board.
- E. **Policies and Rules:** Rules and policies are promulgated by the board of trustees of Community College District No. 3 as general policies of Olympic College. Requests for adoption, repeal, or amendment of a college rule may be addressed to the rules coordinator for the college.
- F. **Exercise of Powers:** The board and its committees shall act only at meetings called as provided by applicable law and the board bylaws. All matters coming before the board shall be determined by the majority vote of not less than three of its members present, the members present being not less than a quorum. The member of the board who is presiding at a meeting shall be entitled to make motions, second motions, vote, and otherwise participate in the meeting to the same extent as the other members of the board.

III. Officers of the Board

- A. **Election:** At its regular meeting held in October of each year, the board of trustees by majority vote shall elect a Chairperson and Vice Chairperson who shall be members of the board. The Chairperson and Vice Chairperson shall hold office for one year and until their successors are elected.
- B. **Chairperson:** The Chairperson of the board shall preside at all meetings of the board and shall sign all contracts and other written instruments required to be signed by the board. The Chairperson shall have the authority and perform the duties usually attached to the office and shall have such other authority and duties as prescribed by the bylaws, the standing orders, and the board.
- C. **Vice Chairperson:** The Vice Chairperson of the board shall have the authority and shall perform the duties of the Chairperson of the board in the event of the Chairperson's absence or incapacity. The Vice Chairperson may have such other authority and duties as prescribed by the bylaws, the standing orders, and the board.

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- D. Acting Chairperson:** In the absence of both Chairperson and Vice Chairperson or upon those offices being vacated, the most senior member of the board present shall serve as Chairperson pro-tem and shall hold office until the Chairperson or Vice Chairperson or their regular elected successor can assume the duties of the position.
- E. Secretary:** The President of the College (or Acting/Interim President in the absence of the President) or the President's designee shall be the Secretary of the board. Pursuant to 28B.50.100, the Secretary of the board shall:
1. give notice of all meetings of the board in the manner prescribed by applicable law and the college Bylaws;
 2. attend all meetings of the board, and make and retain custody of complete and permanent minutes of all proceedings of the board;
 3. be custodian of the permanent records of all rules and regulations of the board;
 4. sign or attest all contracts and other written instruments required to be signed by the Chairperson;
 5. in general, have the authority and perform all duties incident to the office of Secretary and such other authority and duties as prescribed by these bylaws, the Standing Orders, and the board.
 6. Without regard to any other provisions herein, the board of trustees may limit attendance at closed executive meetings.

IV. Meetings of the Board

- A. Regular Meetings (WAC 132C-104-003):** The board of trustees customarily holds a regular meeting once per month unless otherwise determined by the board. The time and location of these meetings may be found in the *Washington State Register* or by contacting the office of the president, Olympic College, 1600 Chester Avenue, Bremerton, Washington. The chairperson of the board, may cancel any regular meeting. All such regular meetings will be conducted in conformance with the laws of the state of Washington governing such meetings.

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- B. Special Meeting:** The chairperson of the board, or any three members of the board, may call a special meeting or study session at any time. Not less than twenty-four hours before any special meeting, the Secretary shall have notified each member of the board by written notice of the time, place, and the business to be transacted or heard at the meeting. Such notice shall be distributed and posted in accordance with the laws of the state governing such meetings. The presence of a trustee at the meeting or the trustee's written waiver of notice filed with the secretary shall constitute a waiver of receiving written notice of the meeting. When the meeting is called to deal with an emergency involving actual or likely injury or damage to persons or property, and the time requirements for notice provided for above would be impractical, such required notice may be dispensed with and the secretary shall notify each member of the board by the best means possible under the circumstances.
- C. Notice of Agenda for Regular Meeting:** Not less than four days before any regular meeting, the Secretary shall deliver personally, mail, fax or electronically mail to each member of the board a reminder of the regular meeting and an agenda setting forth the matters which are to be considered at the meeting.
- D. Addenda to the Agenda at Regular or Special Meetings:** Addenda to the agenda of either a regular or a special meeting may be permitted at the commencement of or during such meeting, except that final disposition shall not be taken on addenda to the agenda of a special meeting unless notice as required by applicable law has been given.
- E. Quorum:** A majority of the entire board shall be necessary to constitute a quorum at all regular meetings and special meetings.
- F. Minutes: Regular and Special Meetings:** The minutes of all regular and special meetings of the board shall be kept by the secretary. Such minutes, following approval, shall be open to public inspection in the office of the secretary of the board of trustees during regular college business hours.

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- G. Executive Sessions:** During any regular or special meeting of the board, the board may hold an executive session to discuss matters as permitted under the applicable laws of the state of Washington.
- H. Public Communication with the Board:** Any persons who wish to communicate to the board or appear before the board shall do so as follows:
- 1. Communications to the Board:** Any person who wishes to bring a matter to the attention of the board may do so by submitting such communication in writing to the secretary of the board of trustees. The secretary shall bring such written communications to the attention of the chairperson of the board for direction as to response and/or transmittal to the board.
 - 2. Appearances before the Board:** Persons wishing to appear before the board or a committee of the board may request permission in writing, sent to the secretary at the earliest practicable time, and at least twenty-four hours before the meeting where circumstances permit, stating the nature of the request and the name(s) of the person(s) wishing to make an oral or written presentation. The secretary shall bring the request to the attention of the chairperson of the board, and/or the chairperson of the appropriate committee. Said chairperson shall grant permission, prescribing the terms of the appearance, or shall deny the request.
 - 3. Invitation of the Board:** The chairperson of the board, or any other three (3) members of the board, may extend permission or invitation to any person or persons to appear before or sit with the board. The Chairperson of a committee of the board may extend permission or invitation to any person or persons to sit with, appear and/or make presentations (oral or written), before a committee of the board.
 - 4. Petition to Board for Promulgation, Amendment, or Repeal of Rule (WAC 132C-104-004):** Persons having an interest in the promulgation, amendment, or repeal of a "rule" as defined in RCW 34.05.010(16) may submit a written petition therefore to the secretary of the board of trustees. Any

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petition so submitted shall include the following as required by the office of financial management under WAC 82-05-020:

- i. The name of the agency responsible for administering the rule; and
- ii. The rationale for adoption of a new rule or amendment or repeal of an existing rule; and
- iii. In addition to any other concerns, the petitioner should address whether:
 - The rule is authorized;
 - The rule is needed;
 - The rule conflicts with or duplicates other federal, state, or local laws;
 - Alternatives to the rule exist that will serve the same purpose at less cost;
 - The rule applies differently to public and private entities;
 - The rule serves the purposes for which it was adopted;
 - The rule imposes unreasonable costs;
 - The rule is clearly and simply stated; and
 - The rule differs, without adequate justification, from a federal law which applies to the same activity or subject matter.

The petition should contain sufficient information so that the agency and public can understand the proposal. Forms for submitting petitions for promulgation, amendment, or repeal of rules are available from the office of financial management. The petition shall be considered by the board not less than sixty days after the date the petition was submitted to the secretary, provided, that the board may consider the petition at any earlier regular or special meeting of the board. No later than sixty days after receipt of a petition, the college must either:

- i. Initiate rule-making proceedings in accordance with Chapter 34.05 RCW; or
- ii. Deny the petition in writing, stating its reasons for the denial and specifically addressing the concerns stated in the petition. Where appropriate, the college must

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indicate alternative means by which the college will address the concerns raised in the petition.

- I. **Rules of Procedure:** *Robert's Rules of Order*, latest revised edition, shall govern all meetings of the board and its committees except where such rules of order are superseded by the bylaws or standing orders of the board. Any member of the board may make a motion, which need not be seconded in order to bring the subject of the motion before the board for action. No person may object to any violation of *Robert's Rules of Order* if the objection is not made at the meeting where the violation occurred.

- V. **Committees of the Board**
 - A. **Special Committees:** Special committees may be established and appointed by the chairperson of the board. All matters considered by special committees requiring action shall be referred to the board for action unless express authority is delegated to the committee.

 - B. **Notice of Meetings of Committees:** Meetings of committees of the board shall be held at such times and places as may be fixed by each committee or its chairperson. The chair of the committee shall give each member of the committee notice of committee meetings in sufficient time and manner to allow attendance at the meetings. Notice shall be given of meetings of any committee of the board at which an action is taken on behalf of the board pursuant to delegated authority, in accordance with the applicable law of the state of Washington governing such meetings.

 - C. **Communications to and Appearance before Committees:** Any person who wishes to communicate to a committee or appear before a committee shall do so in accordance with the rules of Meetings of the board.

 - D. **Quorum:** If empowered to act on behalf of the board, a majority vote of the board members appointed to the committee shall be required for action.

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VI. Officers of the College

- A. President of the College:** The president of the college shall be employed by the board upon receiving the affirmative votes of not less than a majority of the members of the board, and shall serve at the pleasure of the board. The president of the college shall be the chief executive officer of the college and shall be responsible directly to the board for the management and conduct of all the affairs of the college except those which by law, these bylaws, the standing orders, or other orders of the board are the specific responsibility of other persons or bodies. Except when formally excused, the president of the college is directed to attend all regular and special meetings of the board and its committees. The president is authorized to bring matters before the board or any of its committees for discussion and action at any meeting.
- B. Rules Coordinator:** The president of the college is authorized to appoint a rules coordinator. The designated rules coordinator will be located at the address for Olympic College.

VII. Constituent Representatives to the Board

- A. Designations:** The Associated Students of Olympic College (ASOC), the Olympic College Association of Higher Education (OCAHE) and Olympic College Washington Public Employees Association (OCWPEA) may annually designate a person and an alternate to attend public meetings and present the organization's report to the board; and upon invitation from the chairperson of special committee or the chairperson of the board, a representative of each organization may sit at meetings of special committees of the board or at any other public meetings. In order to assure continuity, persons other than the representatives so designated may not represent those organizations at meetings of the board. Participation of any of the aforementioned representatives shall be at the expense of the organization which they represent and not an expense obligation of the board.
- B. Presentations:** Such representatives may be invited to speak on selected matters before the board by any member of the board or

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the president of the college. Concerning any other matters, such representatives may communicate with the board in accordance with the rules for meetings of the board.

- C. **Notice:** Notice of public meetings shall be given constituent representatives in the same manner and at the same time as notice is given members of the board. Not less than four calendar days before any regular meeting, the Secretary shall deliver personally, mail, fax or electronically mail to the OCAHE, OCWPEA and ASOC an agenda setting forth the matters which are to be considered at the meeting.

Recommended by
Submitted to President's Cabinet for Review
Approved by President
Submitted to Board of Trustees
Approved by Board of Trustees
Reapproved by board of Trustees
Revised
Published in Washington Administrative Code

Barbara Martin
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