

HOLYOKE COMMUNITY COLLEGE

Board of Trustee Bylaws

These bylaws were retyped on June 18, 2013 from the original document dated as signed May 26, 1981.

Article 1. Organization and Officers of the Board of Trustees

Section 1. Composition and function of the board: The composition, functions, duties, powers, responsibilities of the Board of Trustees, its committees, or subcommittees, shall be as provided and authorized by the laws of the Commonwealth as in effect from time to time, subject to such rules, regulations, policies or guidelines as the Board of Regents of Higher Education (now the Department of Higher Education) from time to time, adopt, amend or repeal for the management, control, administration, or regulation of the system of public higher education, or any part thereof.

Section 2. Officers of the board: The elected officers of the Board of Trustees shall be a Chair, Vice Chair and Secretary. Each officer shall have the duties, functions, powers, and responsibilities of his office as prescribed by the laws of the Commonwealth, these bylaws, and parliamentary custom.

Such officers shall be elected by and from the Board of Trustees at its annual meeting, upon nomination by the Nominating Committee, and they shall hold office until the next annual meeting or until their respective successors are elected and qualified.

The President of the College shall also be an officer of the Board of Trustees, ex officio, and shall have such duties, functions, powers, and responsibilities as the Board of Trustees may from time to time prescribe consistent with the laws of the Commonwealth.

Section 3. The Chairman of the Board of Trustees. The Chairman of the Board of Trustees shall have the following powers and duties:

- a) To preside at all meetings of the Board of Trustees at which he is present. In his absence, the Vice Chair will preside, or any other member.
- b) To call special meetings of the Board of Trustees.
- c) To appoint a Nominating Committee and other special committees of the Board of Trustees from time to time, with the approval of the Board.

Section 4. The Secretary. The Secretary shall have the following duties:

- a) The Secretary shall sign all legal documents as authorized by the Board

- b) The Assistant Secretary shall keep record of all meetings, post all legal notices, prepare all legal documents, and perform such other duties as may be prescribed.

Article II. Meetings of the Board

Section 1. *Annual and Regular Meetings.* The annual meeting of the Board of Trustees shall be held in March. Regular meetings shall be held at such a times as may be determined by the Board but no less than four times annually. All meetings shall be held within the Commonwealth.

Section 2. *Special Meetings* Special meetings of the Board of Trustees may be held at any time and place within the Commonwealth when called by the Chairman of the Board of Trustees or the President of the College or by three Trustees in writing given to the Secretary specifying the purpose(s) of said meeting. The time and place of such meeting shall be fixed by the Chairman of the Board of Trustees in consultation with the Secretary. Written notice of such meeting shall be sent to each Trustee by mail at least five days prior to the date fixed for said meeting, which notice shall state the time, place, and purpose(s) for which it has been called.

Section 3. *Notice of Regular Meetings.* Written notice of each regular meeting of the Board of Trustees shall be sent to each trustee by mail at least five days prior to the date fixed for said meeting, which notice shall state the time and place thereof.

Section 4. *Agenda of Regular Board Meetings.* A written agenda of matters, including minutes of prior meetings, to be considered at each regular meeting of the Board of Trustees shall be sent to each Trustee by mail at least five days prior to the date fixed for said meetings. Items to be included in the agenda for a regular meeting shall be submitted to the Secretary in writing by the Chairman of the Board of Trustees or by the President of the College. Matters not on the agenda may be considered by the Board at any regular meeting upon a unanimous vote of those members present for such consideration.

Unless otherwise determined by the Chairman of the Board of Trustees, the following shall be the order of business at meetings of the Board of Trustees:

- I. Call to order
- II. Consideration of minutes of prior meeting
- III. President's Report
- IV. Reports of Special Committees
- V. Report of the Nominating Committee (at the Annual Meeting)
- VI. Personnel Actions
- VII. Status of Pending Actions
- VIII. Other Business

Section 5. Quorum. A majority of the Board of Trustees is a quorum, but no act is valid unless voted at a meeting of the Board by a majority vote of the members of the Board. Less than a quorum may adjourn to a future date.

Section 6. Conduct of meetings. Conduct of meetings of the Board of Trustees shall be in accordance with the State Open Meeting Law, (General Laws Chapter 32A, Section 11A and 11A ½). By a majority vote of the Trustees present, the Board may enter into Executive Session, as regulated by Chapter 11A ½. (Unless otherwise specified, the latest edition of Robert's Rules of Order shall govern the Board insofar as the rules are compatible with the laws of the Commonwealth).

Section 7. Citizen Participation. Citizens who wish to present any matter of concern to the College shall make written request to the Secretary of the Board of Trustees at least forty-eight (48) hours prior to the meeting. This shall come under other business. The Board may, in case of emergency, by majority vote, give visitors who have not presented a written request an opportunity to present matters of concern to the Board. The Chairman shall allot a visitor, at the appropriate time, not more than five minutes unless the time is increased or decreased by a majority of the Board.

Article III. Committees of the Board of Trustees

Section 1. Nominating Committee. There shall be a Nominating Committee of the Board of Trustees, whose members shall consist of such Trustees as may be appointed by the Chairman of the Board of Trustees and who shall serve until the next annual meeting. The Nominating Committee shall nominate candidates for election as officers of the Board and shall submit its nominations in writing to the Secretary at least ten (10) days prior to the date of the annual meeting of the Board of Trustees.

Section 2. Special Committees. The Board of Trustees may establish other special committees from time to time to have such duties as it may determine, the members of which shall be appointed by the Chairman of the Board of Trustees/

Article IV. Miscellaneous

Section 1. Amendment, Revision or Repeal of Bylaws. These bylaws may be amended, revised or repealed by vote of a majority of the entire number of Trustees at any meeting of the Board of Trustees; provided, however, that the text of any amendment, revision or repeal as originally proposed shall be sent to the Trustees at least thirty days before the meeting.

The provisions of this article may be waived by a unanimous vote of the entire Board.

Section 2. *Delegation of authority.* The Board of Trustees may delegate, from time to time, to the President of the College any of the powers and responsibilities necessary for the operation of the College.

Approved:

Original signed

John T. Hickey, Chairman
Holyoke Community College Board of Trustees
May 26, 1981