



Western Nebraska  
Community College

## WCCA Board of Governors' Policy

<b>Title:</b>	Board Membership and Officers
<b>Division:</b>	Board of Governors
<b>Reference:</b>	Nebraska State Statute §11.101.01, §48-115, §84-1410 (1), §85-1506, §85-1507, §85-1509, §85-1511, §85-1512, and §85-1514 Board Policy 110 (Conflict of Interest and Code of Ethics) Board Policy 305 (Reimbursement of Expenses)
<b>Number:</b>	BP-102
<b>Date of Approval:</b>	October 16, 2024
<b>Approval:</b>	Karen S. Anderson, Chair, WCCA Board of Governors

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### Purpose

To define the size, composition, and leadership of the Board of Governors.

### Scope

This policy applies to the Western Community College Area Board of Governors.

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### Definitions

**Board of Governors or Board** – Western Community College Area Board of Governors

**Employee** – As defined by §48-115 Nebraska R.R.S., 1943. This prohibition shall not restrict the ability of a member of the Board who is not the instructor of record from addressing a class or a group of students as a guest lecturer.

### Policy

#### I. Size of the Board

The College shall be governed by a board composed of eleven members. This governing body shall be known as the Board of Governors.

## **II. Composition**

### **A. Election Districts**

The Board shall establish five (5) election districts as nearly equal in population as may be practicable within the Western Community College Area and shall transmit the appropriate information pertaining to such election districts to the Secretary of State and to the appropriate election officials.

### **B. Representatives**

Two members of the Board shall be elected from each election district, and one member shall be elected at large from the Western Community College Area.

### **C. Terms of Office**

- 1) Board members shall be elected for four-year terms.
- 2) Members shall be elected on the non-partisan ballot pursuant to the laws of the State of Nebraska and nominating papers shall be filed with the Secretary of State. No filing fee shall be required.
- 3) No person shall be eligible to membership on the Board who is an elected or appointed member of any other board relating to education.
- 4) Each member elected to represent a district shall be a resident of that district.
- 5) In order for each member of the Board to retain the ability to exercise their free and independent judgment concerning questions and proposals before the Board, no member of the Board shall be an employee of the College, nor shall any member of a Board member's immediate family be hired as a regular full-time employee of the College.

### **D. Vacancies of Board Representatives**

#### 1) *Vacancy as the Result of Election*

If, after an election, there shall be, through any cause whatsoever, a vacancy upon the ballot, such vacancy shall be filled by a petition candidate pursuant to the laws of the State of Nebraska. An incumbent shall not be permitted to hold over the term, but such office shall automatically become vacant, and an appointment shall be made within one calendar month to fill such vacancy for the ensuing term.

#### 2) *Other Vacancies*

- a) A vacancy on the Board shall exist in the event of the death or disability of a member of the Board or if a member of the Board chooses to resign for whatever reason.

- b) In addition to the events listed above, a vacancy shall exist in the event of the removal of a Board member from the Board.
- c) After notice and hearing, a vacancy shall also exist when any Board member is absent from more than three consecutive regular meetings of the Board unless such absences are excused by a majority of the remaining Board members.

### 3) *Filling Vacancies*

If a position on the Board shall become vacant, the Board shall fill the vacancy by appointment forty-five (45) days after the vacancy occurs and for the balance of the unexpired term. The remaining members of the Board shall select a suitable person that comes from the same voting district and meets the qualifications required of all members of the Board. Such appointment shall be made in writing and certified to the Office of the Secretary of State.

To fill the vacant position, the following process will be used:

- a) The Board shall announce the vacancy through the news media and announce to interested agencies and individuals.
- b) The Board shall determine the period of time for responding to the announcement.
- c) Persons interested in being appointed to the Board shall submit a letter of intent and any other supporting documentation, as determined by the Board of Governors, to the Secretary of the Board.
- d) The Chair of the Board may appoint an ad hoc committee to review the application materials and select the candidates for interview.
- e) The Board of Governors shall interview the selected candidates and make an appointment.
- f) A simple majority vote of the Board is required for appointment.

### **E. Ex-Officio Members**

The Board may invite an individual or individuals to serve ex-officio to the Board. Ex-officio members are expected to serve as a conduit between the Board and their respective constituent groups, sharing information between the two and providing insights and perspectives on topics as needed to help facilitate informed decision making by the Board.

1) *Faculty Representatives*

The Board will establish two ex-officio faculty Board positions, in accordance with the following criteria:

- a) Two representatives of the full-time faculty shall be selected by a process as described in the charter of the faculty constituent body, the Faculty Assembly. All full-time faculty shall be eligible to participate in this process. The position/s will remain vacant until such time as the faculty identify a representative/s to the Board.
- b) The term of office shall be for one year, commencing on September 1 and ending on August 31 of each year.
- c) Each faculty representative will act and serve as a non-voting member of the Board, and with Board Chair recognition, be permitted to speak on items before the Board except:
  - those discussed pursuant to Section 84-1410 (1) of the Nebraska Revised Statutes (2022 Cumulative Supplement), popularly known as the Nebraska Public Meeting Law;
  - any item dealing with the collective bargaining process between the Board and the Western Education Association;
  - any item of a faculty employment nature; and/or
  - any issue that should be addressed to College administrative officers for resolution.
- d) Each faculty representative shall be afforded transportation and incidental expenses to any meetings of the Board occurring out-of-town.
- e) Each faculty representative shall be afforded the privilege to request new agenda items through the College President.

2) *Student Representative*

The Board will establish an ex-officio student Board position, in accordance with the following criteria:

- a) The President of WNCC's student constituent body, the Cougar Council, shall serve as the ex-officio student representative to the WNCC Board of Governors. The President of Cougar Council must remain in good standing at the College to serve as ex-officio to the Board.

- b) The term of office shall be for one year, commencing at the start of the fall term and concluding at the end of the spring term.
- c) If the President of Cougar Council is unable to consistently attend meetings of the Board of Governors or is unable to otherwise fulfill the responsibility of serving as ex-officio to the Board, Cougar Council may select a designee. Designees must also remain in good standing at the College to serve as ex-officio to the Board. Student representation during the summer session may be made by appointment based on student availability.
- d) The student representative shall be afforded transportation and incidental expenses to all out-of-town Board meetings.
- e) The student representative will act and serve as a non-voting member of the Board, and with Board Chair recognition, be permitted to speak on items before the Board except those discussed pursuant to Section 84-1410 (1) of the Nebraska Revised Statutes (2022 Cumulative Supplement), popularly known as the Nebraska Public Meeting Law.
- f) The student representative shall be afforded the privilege to request new agenda items through the College President.

### **III. Officers**

The officers of the Board shall be a chair, a vice-chair, a secretary, and a treasurer. The Board shall elect from among its members a chair and a vice-chair. The Board shall appoint qualified individuals to serve as a secretary and a treasurer from within or outside the Board membership; one person may hold both offices.

#### **A. Duties and Responsibilities of the Officers**

##### 1) *Chair*

The duties and responsibilities of the Chair shall be to:

- a) Preside at all meetings and decide on questions of order.
- b) Appoint members to all Board approved committees. Such appointments shall be approved by the Board.
- c) Call special and emergency meetings of the Board as required.
- d) Work with the President in developing the agenda for each Board meeting.
- e) Function as official spokesperson for the Board.

- f) Perform any other duty formally assigned by the Board as required by the laws of the State of Nebraska.
- g) Perform any other duty as may be necessary for the benefit of the College.
- h) Provide guidance and direction to the Board.
- i) Objectively represent the positions taken by the Board.

2) *Vice-Chair*

The duties and responsibilities of the Vice-Chair shall be to:

- a) In the absence or disability of the Chair, perform all duties of the Chair of the Board.
- b) Perform such other related functions as the Chair of the Board may request.
- c) Succeed the Chair in the event of a vacancy.

3) *Secretary*

The duties and responsibilities of the secretary shall be to:

- a) Give written notifications to all concerned of regular and special meetings of the Board.
- b) Transmit the Board agenda and a copy of the minutes of the previous meeting to the Board and such other persons as the Board may designate prior to an ensuing meeting.
- c) Notify Board members and appropriate staff employees of all standing Board committee meetings.
- d) Record, prepare, and distribute to all Board members the minutes of all regular and special meetings.
- e) Prepare and maintain for the Board an indexed compilation of all its policies.
- f) Advise the President and the Board of any communications which require consideration and action by the Board.
- g) Provide input into developing the annual budget of the Board.
- h) Perform such other duties as may be assigned by the Chair.

4) *Treasurer*

The duties and responsibilities of the treasurer shall be to:

- a) Keep current, complete, accurate, and legal records of all College money collected and expended.
- b) Disburse College funds only upon the proper order and authorization from the Board.
- c) Notify the Board of all funds received, the source and nature of such funds, and to arrange for the deposit of such funds in legally constituted financial institution(s) after which all such funds shall be allocated to the appropriate accounts of the College.
- d) Invest the College's surplus funds, if any, in lawful investments.
- e) Publish a monthly and annual statement of revenue, expenditures, and fund balances at the end of each month and the fiscal year.
- f) Prepare such other reports and perform such other duties as the Board may direct.
- g) Secure an annual examination and comprehensive audit of the books, accounts, records, and affairs, including management letters, immediately following the close of each fiscal year.

**B) Elections**

The officers of the Board shall be nominated and elected at the first regular meeting in January.

1. The Chair shall serve a term of one year with no limit to the number of terms served.
2. The Vice-Chair shall serve a term of one year with no limit to the number of terms served.
3. The Secretary shall serve a term of one year with no limit to the number of terms served.
4. The Treasurer shall serve a term of one year with no limit to the number of terms served.

**C) Vacancy of an Officer**

The Vice-Chair automatically succeeds the vacancy of the Chair, and all other positions shall be filled as soon as practicable by the Board.

#### **IV. Oath of Office**

Pursuant to Nebraska state statute, each new member of the Board of Governors will take a prescribed oath of office at the first regular meeting of the Board after election or appointment and before taking action as a member of the Board.

#### **V. Compensation of Board Members**

Pursuant to Nebraska state statute, members of the Board of Governors are not eligible to receive per diem but may be reimbursed for actual and necessary expenses incurred while performing the duties of their position. This includes travel to and from and participation in meetings of the Board and educational workshops, conferences, training programs, official functions, hearings, and other College-related activities as warranted.

Authorization for travel must be obtained from the Board prior to travel occurring and before any expenses are incurred.

Reimbursement will be made as defined in current Board policy and procedures related to the reimbursement of expenses. Any expenses incurred by the spouse of a Board member are disallowed.

#### **Revising this Policy**

This Board Policy supersedes any prior WNCC policy, procedure, guideline, or handbook on this subject matter.

If statutory provisions, regulatory guidance, or court interpretations change or conflict with this Board Policy, the Board retains the right to revise accordingly and for the changes to take effect immediately.

#### **Original Adoption Date (and Board of Governor's Minutes Item Number):**

October 2023, Agenda Item H (4) (b)

#### **Revision Date (and Board of Governors' Minutes Item Number):**

October 2024, Agenda Item H (4) (a)

#### **Prior Policy Number:**

810.0100.79 (Size of Board)

810.0200.79 (Organization of the Board)

815.0200.96 (Election Districts & Terms of Office)

815.0300.96 (Vacancies)



815.0400.79 (Compensation of Board Members)  
820.0200.79 (Officers)  
820.0200.99 (Election of Officers)  
820.0200.99 (Vacancies)  
820.0401.99 (Duties & Responsibilities of the Chair)  
820.0402.79 (Duties & Responsibilities of the Vice-Chair)  
820.0403.97 (Duties & Responsibilities of the Secretary)  
820.0404.79 (Duties & Responsibilities of the Treasurer)  
BP-112 (Ex-Officio Faculty)  
BP-113 (Ex-Officio Students)  
BP-114 (Oath of Office)

**Schedule for Review:**

**Divisions/Department Responsible for Review and Update:** WCCA Board of Governors

**Sponsoring Division/Department:** WCCA Board of Governors

**Repeal Date:**

**Cross Reference:**

**Procedure(s) for Policy:** n/a

**Related Policies/References:**