

Board of Trustees Bylaws



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Preface

In [Chapter 115D of the General Statutes](#), the North Carolina General Assembly charges the Board of Trustees (hereafter referred to as “the Board”) of Durham Technical Community College (hereafter referred to as “Durham Tech” or “the College”) with the responsibility of governing the College. The Board functions pursuant to the laws and regulations of North Carolina and the United States and the policies and regulations of the [State Board of Community Colleges](#).

Bylaws

The bylaws guide the Board’s internal operations. The bylaws enable the Board to discharge its responsibilities efficiently and effectively and should not hinder the Board’s governance of the College. The bylaws authorize the Board Chair, the President, and committee chairs to identify designees to assume specified responsibilities should extenuating circumstances arise.

The bylaws should be reviewed annually, and changes should be made as needed after careful study and deliberation. These bylaws should not be construed as a violation or contradiction of the North Carolina General Statutes.

Policies

The Board’s policies express the Board’s intentions with regard to the College’s operations. The College functions within the framework of [policies](#) approved by the Board.

Article I. Legal Basis

Section 1. Establishment by General Assembly

The Board is organized pursuant to Article 2 of Chapter 115D of the North Carolina General Statutes (hereafter referred to as “GS 115D–X”) and is charged with governing the College. The trustees function within the provisions of the General Statutes and the laws of the United States and the State of North Carolina and the policies, rules, and regulations of the State Board of Community Colleges (hereafter referred to as the “State Board”).

Section 2. Corporate Name

The official title of the Board shall be “The Board of Trustees of Durham Technical Community College,” and this title shall be the official corporate name of the educational institution. The trustees are a body corporate with all the powers usually conferred upon such bodies. These powers enable the Board to acquire, hold, and transfer real and personal property; enter into contracts; institute and defend legal actions and suits; and exercise other such rights and privileges as may be necessary for the College’s management and administration and for carrying out the provisions and purposes of enacted legislation.

Section 3. Office of Record

The Board shall maintain the official office of record in the President’s Office located on Durham Tech’s Main Campus in Durham, North Carolina.

Article II: Board Membership

Section 1. Definition and Selection

Trustees are members of a Board empowered as a body corporate to hold in trust the real and personal assets of a college for the benefit of the students and other citizens of the community

and state. The “trust” concept means that trustees do not act alone but only in official meetings of the Board or upon authorization of the Board.

Section 2. Board Composition

Including the President, who serves as an ex officio, non-voting member, Durham Tech shall be led by a sixteen-member Board, who shall be selected as follows:

- Four trustees appointed by the Governor of North Carolina;
- Four trustees appointed by the Durham County Board of Commissioners;
- Four trustees appointed by the Durham Public Schools Board of Education;
- Two trustees appointed by the Orange County Board of Commissioners; and
- One trustee, who shall serve as an ex officio, non-voting member, by virtue of their election as the College’s Student Government Association President, pursuant to GS 115D-12(a).

Consistent with GS 115D-12(a) and Session Law 2014-73, House Bill 1120, which is specific to Durham Tech alone, only one member of each county’s Board of County Commissioners may serve on the College’s Board simultaneously.

As specified in GS 115D-12, with the exception of the Student Government Association President, all trustees shall be residents of the College’s service area or of contiguous counties. The College’s service area is designated to be Durham and Orange counties in North Carolina.

No person who has been employed full time by the College within the previous five years and no spouse or child of an individual currently employed full time by the College shall serve on the Board.

Section 3. Oath of Office

Members of the Board are required to take an oath of office following notice of appointment, including reappointment. The oath may be taken before a judge, clerk of superior court, justice of the peace, or notary public. The oath shall be filed in the President’s Office.

Section 4. Term of Office

Consistent with GS 115D-12 and 115D-13, appointments and subsequent reappointments shall be for staggered four-year terms. Vacancies occurring for whatever reason shall be filled for the remainder of the unexpired term by the agency or agencies authorized to select trustees and in the manner in which regular selections are made. Trustees continue to hold office until their successors have been appointed and have taken the oath of office.

Section 5. Removal from Office

- A. As specified in GS 115D-19 (a), should the State Board have sufficient evidence that any member of the Board is not capable of discharging, or is not discharging, the duties of office as required by law or lawful regulations, or is guilty of immoral or disreputable conduct, the State Board shall notify the Chair of the Board, unless the Chair is the offending member, in which case the other members of the Board shall be notified. Upon receipt of such notice, the Board shall meet for the purpose of investigating the charges, at which meeting a representative of the State Board may appear to present evidence of the charges. The allegedly offending member shall be given proper and adequate notice of the meeting; and the findings of the other members of the Board shall be recorded, along with the action taken, in the Board minutes. If the charges are found to be true by an affirmative vote of two-thirds of the voting members of the Board, the Board shall declare the office of the offending member to be vacant.

- B. Consistent with GS 115D-19 (b), the Board may declare vacant the office of a member who does not attend three consecutive, scheduled meetings without a valid reason. The Board may also declare vacant the office of a member who, without a valid reason, does not participate within six months of appointment in a trustee orientation and education session sponsored by the North Carolina Association of Community College Trustees. The Board shall notify the appropriate appointing authority of any vacancy. The Chair may, at their discretion, excuse absences for valid reasons.

Section 6. Vacancies

As required in GS 115D-12 (c), a vacancy occurring on the Board shall be filled for the remainder of the unexpired term by the agency or entity authorized to make that trustee appointment. The agency or entity shall appoint a trustee for the remainder of the unexpired term in the same manner in which the agency or entity makes regular trustee appointments. Should the agency or entity not appoint a trustee within 60 days of the date the vacancy occurs, whether by creation of a vacancy or expiration of a term or for any other reason, the Governor shall make the appointment to fill the remainder of the vacating trustee's unexpired term.

Section 7. Service on Foundation Board

As specified in GS 138A-38, a voting member of the Board may serve as an officer or member of the Durham Tech Foundation's Board of Directors. The majority of the Foundation's Board of Directors may not be comprised of the College's President, President's Cabinet, or voting members of the Board. Service on the Foundation's Board of Directors is not considered a conflict of interest.

Article III. Board Authority and Responsibility

Section 1. Governing and Policymaking Body

The trustees shall constitute the College's local governing Board and shall serve as policymakers for the educational institution, with such authority and responsibility as granted by the General Statutes of North Carolina and as delegated to it by the State Board. The President, President's Cabinet, faculty, and staff shall administer and implement policies established by the Board.

Section 2. Powers Granted to the Trustees

Powers granted to the trustees include, but are not limited to, the following:

- A. To employ the President as the chief administrator of the College for such term and under such conditions as the trustees may designate, with such employment subject to the approval of the State Board;
- B. To delegate the authority of employing all other College personnel to the President or their designee;
- C. To conduct an annual evaluation of the President. Prior to June 30 of each year, the Board Chair will notify the State Board Chair in writing that such evaluation has been completed;
- D. To periodically review, modify, and approve, upon recommendation of the administration, the College's mission, vision, strategic plan, facilities master plan, and long-range plans;
- E. To purchase any land, easement, or right-of-way which shall be necessary for the College's proper operation, when the State Board has approved such site, and, if necessary, to acquire land by condemnation in the same manner and under the same procedures as

provided in the General Statutes. For the purpose of condemnation, the Board's determination as to the location and amount of land to be taken and the necessity to proceed with such condemnation action shall be conclusive;

- F. To enter into lease purchase and installment purchase contracts for equipment as specified in GS 115D-58.15;
- G. To apply admission, graduation, and transfer standards and requirements, as well as other standards established by the State Board; and
- H. To take such other actions as may be necessary or proper for the exercise of the foregoing specific powers, including adopting and enforcing all reasonable rules, regulations, and bylaws for the College's governance and operation under the General Statutes and for the education, support, and discipline of students.

Section 3. Submission of Budgets

The Board is responsible for the oversight of all College funds and for using the funds in accordance with State Board policies and state and federal laws and regulations. The Board shall prepare and submit an annual budget for final approval as the State Board so directs. The Board is also responsible for approving local budget requests to be submitted to the Durham County Board of Commissioners and to the Orange County Board of Commissioners.

Section 4. Annual Review and Assessment

The Board of Trustees is responsible for defining its responsibilities, reviewing them annually, and assessing its effectiveness

Section 5. Undue Influence

The Board shall not engage in activities that facilitate undue influence from external individuals or bodies.

Article IV. Board Organization

Section 1. Officers

A. Elections and Term of Office

The Board's corporate officers shall be the Chair, Vice Chair, and Secretary.

1. The Chair and Vice Chair shall be elected by the Board from its general membership.
2. The Chair and Vice Chair shall be elected for a period of one (1) year but shall be eligible for reelection by the Board.
3. The College's President shall be the Board's executive officer and Secretary and shall serve by appointment at the pleasure of the Board. The President shall serve as an ex officio non-voting member of the Board.

B. Date of Elections

Officers shall be elected annually and take office at the Board's first meeting of the fiscal year. Each officer's term of office shall coincide with the College's fiscal year.

C. Chair

The Chair shall preside at all meetings of the Board; appoint or approve committee members; serve as an ex officio voting member of all Board committees; facilitate discussion and decision making; work closely with the President in setting the agenda for Board

meetings; act as the Board's liaison with the President; serve as the official spokesperson for the Board; consult with other trustees regarding their responsibilities as Trustees and ensure that all members adhere to the Board's bylaws, policies, and practices; initiate annual evaluation of the President and the Board; and provide counsel and consultation to the President, as well as discharge any other functions the Board so delegates.

D. Vice Chair

The Vice Chair shall preside in the Chair's absence, perform all the Chair's duties with full authority during the Chair's absence or disability, and discharge any other functions the Board so delegates.

E. Secretary

The Secretary shall keep an accurate record of the Board's proceedings; have custody of the Board's corporate seal, affix it to official documents, and attest same by their signature; have custody of all official Board records and documents; and issue notice of all Board meetings to the trustees, President, and community.

Section 2. Committees

A. Appointment Types and Methods

The Board may establish such standing committees and such ad hoc committees as it deems necessary to secure and protect the College's welfare. The Chair, in their discretion, may invite other individuals with special expertise to participate in discussions of the Board or its committees. The Chair shall appoint the members of all committees.

B. Authority

If, during a regular or special meeting, the Board authorizes a committee to act on a matter referred to it, the Committee Chair shall report to the Board the action taken within a reasonable time after the meeting. The committee's action shall be final unless the committee action is reported to the Board as a recommendation for consideration and action during a regular or special Board meeting.

The Board reserves the right to delegate its decision-making authority to a committee of the Board in advance. The Board committee will then provide regular reports to the Board with respect to the authority delegated.

C. Executive Committee

The Executive Committee shall consist of the Board Chair, Vice Chair, and Chairs of each standing committee. The President shall serve as an ex officio non-voting member of the committee. The Board Chair shall preside during meetings of the Executive Committee and present reports from the committee during Board meetings. The Executive Committee, during the intervals between Board meetings, shall have and exercise all the Board's powers, privileges, and prerogatives except those expressly reserved herein to be exercised by the Board during regular or special meetings. The Executive Committee Chair may call meetings of the committee at any time with reasonable notice. If the committee has met since the last Board meeting, the committee shall submit a full report of its activities during the Board's next meeting with such suggestions and recommendations as it shall deem expedient for the best interest of the College. The Executive Committee may at any time request the counsel of the Board before making a decision, even when the committee is authorized to act.

The Executive Committee shall also have the following functions:

1. Be responsible, after consultation with the President, for reviewing policies and bylaws;
2. Be involved in the College's development and long-range planning; and
3. Assume responsibility as the coordinating agents for all long-range studies and projects assigned to other standing committees.

D. Budget, Finance, and Infrastructure Committee

Charge: To ensure that annual budgeting and capital projects are aligned with the 2021-2026 Strategic Plan priorities, including working with the College's Foundation Board in securing resources to support the Plan's priorities.

The Budget, Finance, and Infrastructure Committee shall consist of Trustees appointed by the Board Chair, who shall serve as an ex officio committee member with voting privileges. The President shall serve as an ex officio non-voting member of the committee. The Budget, Finance, and Infrastructure Committee Chair shall preside during meetings of the committee and present reports from the committee during Board meetings.

The Budget, Finance, and Infrastructure Committee shall meet as necessary to carry out its functions and to accomplish any special tasks the Board assigns to the committee. In consultation with the President, the committee shall, subject to the State Board's applicable standards, have the following functions:

1. To ensure that annual budgeting and capital projects are aligned with strategic priorities, including working with the Foundation Board to secure resources to support these priorities;
2. To develop and recommend to the Board approval of general fiscal policies;
3. To receive, study, and recommend to the Board, with such modifications as it deems appropriate, the institution's recommended annual state budget;
4. To receive, study, and take such action it deems appropriate on any reports concerning the budget, purchasing, or accounting functions as required or as presented by the President, including annual budget requests for the Durham County Board of Commissioners and the Orange County Board of Commissioners;
5. To receive, study, and recommend to the Board, with such modifications as it deems appropriate, any special or unusual expenditures the President recommends;
6. To recommend policy to the Board concerning receiving, securing, depositing, accounting, and expending of all funds pertaining to the College, in accordance with the General Statutes and State Board regulations;
7. To recommend to the Board policies and decisions regarding the receipt and investment of any surplus or restricted monies;
8. To recommend to the Board policies and decisions regarding the receipt and disposition of any monetary bequests, gifts, grants, and donations; the care of all College securities; and contracts for instructional or research services or other purposes with private or governmental firms, agencies, or individuals;
9. To recommend to the Board appropriate bonding policies for governing College employees entrusted with funds of all kinds;
10. To receive and review financial audit reports from the State Auditor concerning the College's fiscal transactions and to make recommendations about such to the Board as it may deem appropriate;

11. To complete or require to be completed studies relating to sites, buildings, and grounds;
12. To recommend selection of the institution's architect or architectural services;
13. To recommend for inclusion in all planning, architectural, and construction contracts all appropriate provisions for protecting the College's interests;
14. To recommend long-range facilities master plans and architectural plans for all construction;
15. To take actions related to the College's immediate and long-range building and facility needs;
16. To call for bids on College construction and the awarding of contracts;
17. To initiate major campus improvements, including plans and programs for maintaining and beautifying the College's campuses, facilities, and grounds;
18. To procure adequate fire and casualty insurance coverage for College property;
19. To secure or grant easements and rights-of-way; and
20. To have such other functions, regular and special, the Board so authorizes.

E. Organizational Development and Leadership Committee

Charge: To ensure that the College's recruitment and development of its employees and organizational leaders align with and support the priorities and goals of both the College's equity and strategic plans, and to receive and assess reports to inform appropriate actions and revisions to the College's operational and administrative policies, including the Board of Trustees Bylaws; to ensure alignment with the College's strategic goals and priorities and equity plan; and, to maintain compliance with state, federal, and accreditation agencies.

The Organizational Development and Leadership Committee shall meet as necessary to carry out its functions and to accomplish any special tasks the Board assigns to the committee. In consultation with the President, the committee shall, subject to applicable State Board standards, have the following functions:

1. To ensure that the College's recruitment and development of its employees and organizational leaders align with and support the priorities and goals of the College's equity and strategic plans;
2. To review and recommend to the Board revisions to the College's staffing and organizational charts which details the College's positions, position titles, and organizational structure;
3. To make recommendations to the Board about the President's evaluation process and contract arrangements;
4. To serve as the appellate body for due process for faculty and staff as outlined in the College's policies;
5. To receive and assess reports to inform appropriate actions and revisions to the College's operational and administrative policies, including the Board of Trustees Bylaws, to ensure alignment with the College's strategic and equity plans and to maintain compliance with state, federal, and accreditation regulations and guidelines;
6. To receive, study, and recommend to the Board or take such other action it deems appropriate on operational and administrative policies, including but not limited to policy

additions and revisions required by the State Board and state and federal legislation;
and

7. To have such other functions, regular and special, the Board so authorizes.

F. Student Success Committee

Charge: To receive and assess reports to inform recommendations concerning student success-related initiatives and data, including student persistence, student supports and campus engagement, opportunities and resources to enhance student career placement and wages, and university transfer success.

The Student Success Committee shall consist of Trustees appointed by the Board Chair, who shall serve as an ex officio member with voting privileges. The President shall serve as an ex officio non-voting member of the committee. The Student Success Committee Chair shall preside during meetings of the committee and present reports from the committee during Board meetings.

The Student Success Committee shall meet as necessary to carry out its functions and to accomplish any special tasks the Board assigns to the committee. In consultation with the President, the committee shall, subject to applicable State Board standards, have the following functions:

1. To receive and assess reports regarding student success-related data and initiatives, including student enrollment, persistence, supports and engagement, and, in addition, opportunities and resources to enhance student career placement, wages and salaries, and transfer success;
2. To receive and review student support services, approve performance standards for those services, and identify additional opportunities and resources to support students and encourage student success;
3. To study information received to recommend to the Board appropriate action on academic and student success-related policies, including but not limited to policy additions and revisions required by the State Board and state and federal legislation;
and
4. To address other issues, regular and special, the Board so authorizes or the committee identifies as essential to its primary objectives.

G. Workforce and Economic Development Committee

Charge: To receive and assess reports to inform recommendations concerning the College's programs and training based on regional workforce demand trends, program improvement as required by program-specific and College-related accreditation agencies, and employer and postsecondary partnerships that support strategic goals.

The Workforce and Economic Development Committee shall consist of Trustees appointed by the Board Chair, who shall serve as an ex officio member with voting privileges. The President shall serve as an ex officio non-voting member of the committee. The Workforce and Economic Development Committee Chair shall preside during meetings of the committee and present reports from the committee during Board meetings.

The Workforce and Economic Development Committee shall meet as necessary to carry out its functions and to accomplish any special tasks the Board assigns to the committee. In consultation with the President, the committee shall, subject to applicable State Board standards, have the following functions:

1. To receive and assess reports to inform recommendations concerning the College's programs and training based on regional workforce demand trends, program-specific and institutional accreditation requirements; employer and postsecondary partnerships; and strategic goals and priorities; and
2. To have such other functions, regular and special, the Board so authorizes.

H. Ad Hoc Committees

In addition to the Board's standing committees, the need may arise for ad hoc committees. Ad hoc committees may be formed and ad hoc committee members appointed at the discretion of the Board Chair or upon action of the Board in regular or special session. It shall be the responsibility of the Board Chair to appoint the membership of ad hoc committees and the chair of such committees. When members are appointed, the purpose of the committee and responsibilities of its members are also to be stated. The term of the appointment shall be for the life of the committee or for the term of the Trustee's office, whichever is less. The appointed Chair of the ad hoc committee shall preside during committee meetings and present reports from the committee during meetings of the Board's standing committees and/or during Board meetings as directed by the Board Chair.

Article V. Board Meetings

Section 1. Meeting Schedule and Types

The College shall operate on a fiscal year that begins on July 1 and ends on June 30. Regular Board meetings shall be scheduled each fiscal year at a fixed time and place unless other notification is made to the trustees in a timely manner and to the public at least forty-eight (48) hours before the meeting is to take place. The schedule of regular meetings is filed in the President's Office, located on the Main Campus. Special meetings of the Board shall be called as deemed appropriate and necessary. Notification of a special meeting shall be made to the trustees in a timely manner and to the public at least forty-eight (48) hours before the meeting is to take place. Public notices must include the date, time, location, and purpose of the meeting. Special meetings of the Board may be held with trustees attending in person at the meeting location specified to the public, with trustees attending by electronic means, or with a combination of trustees attending in person and trustees attending by electronic means. For any special meeting held in total or in part by electronic means, the College shall notify the public of the specified meeting location and the means whereby the public may listen to the meeting.

A. Regular Meetings

The Board shall meet at least six (6) times each fiscal year. The Board's regular meetings shall be held at the Main Campus, unless the Board Chair designates an alternate location or an electronic option for the meeting.

B. Special Meetings

The Board Chair and/or the College's President may call special meetings of the Board. Should the Board Chair call a special meeting of the Board, the Chair shall notify the President of the date, time, location, and purpose of the meeting at least forty-eight (48) hours before the meeting is to take place. Business transacted during any special meeting shall be confined to the matters specified in the call to trustees.

Section 2. Meeting Notifications

The President, who serves as the Board's Secretary, shall notify the trustees in writing of the day, time, location, and purpose of any special meetings. The College must notify the public at

least forty-eight (48) hours before any regular or special Board meeting is to take place. Public notices must include the date, time, and location of the regular meeting and the purpose of any special meetings.

Section 3. Operational Guidelines

The Board shall conduct meetings and transact College business according to operational guidelines as approved and as published in these bylaws.

A. Parliamentary Rules

Board meetings shall be conducted according to the latest edition of *Robert's Rules of Order*, unless otherwise authorized by the Board Chair.

B. Quorum

At least fifty (50) percent of the voting members of the Board must be in attendance at regular or special Board meetings to constitute a quorum for transacting business. A majority vote of all voting members is required for selecting the College's President or removing the incumbent from their position as chief administrative officer.

C. Abstentions

Voting members of the Board must abstain from votes where they have a conflict of interest. Voting members may also abstain from votes for reasons other than conflicts of interest. Members who abstain from a vote must submit a Conflict of Interest Abstention Statement (Appendix B). Abstentions not associated with a conflict of interest will be documented in the meeting minutes.

D. Agenda

The Board Secretary shall prepare an agenda for the Board's consideration during its regular and special meetings. The Board Secretary shall provide the agenda and supportive data and documentation to each trustee prior to any scheduled or called meetings.

Section 4. Standard Order of Business

The Board Chair shall determine the standard order of business for meetings and shall ensure that Board business is completed efficiently and effectively.

Section 5. Minutes

The minutes of each Board meeting shall be prepared and distributed after each regular and special meeting. Each set of minutes shall report the names of trustees who were present or absent.

Section 6: Revisions to Bylaws and Policies

Any Trustee may propose amendments to the bylaws during any regular or special Board meeting for decision at a subsequent regular or special meeting, provided at least twenty-one (21) days elapse between the first and subsequent meeting. Adopting amendments to the bylaws shall be by an affirmative vote of at least two-thirds ($\frac{2}{3}$) of the Trustees present and voting during a regular or special meeting.

Revisions to Board policies may be made during a regular or special meeting. Proposed revisions shall be presented to the Board prior to a regular or special meeting and shall be adopted during that meeting by an affirmative vote of a majority of the Trustees present and voting. The Board may take immediate action in an emergency, if two-thirds ($\frac{2}{3}$) of the Trustees

present and voting deem it to be an emergency situation. The emergency action shall be officially approved during the Board's next regular meeting.

Section 7. Open Meetings

All Board meetings shall be held in accordance with the open meeting statutes (GS 143-318.10) of North Carolina.

Section 8. Public Comment

All regularly scheduled meetings of the full Board shall include a period of up to fifteen (15) minutes for public comment. Individuals who wish to provide public comment shall notify the Board Chair of the intent to speak at least forty-eight (48) hours in advance of regular meetings. Each individual will have a total of up to three (3) minutes to speak. Each individual shall speak and submit written comments concurrently to the Board Chair at the meeting. Individuals requesting to speak will have one (1) opportunity to bring a specific matter before the Board. Each individual will receive an acknowledgement from the President following the regular meeting.

Article VI. Expectations and Rules of Conduct

Members of the Board are deemed to be "covered individuals" as defined in the North Carolina State Government Ethics Act (GS 138A) and must exercise their authority honestly and fairly, free from impropriety, threats, favoritism, and undue influence. Trustees shall also perform their official duties in a manner that promotes the best interests of the public.

Section 1. Trustee Expectations

As members of the College's governing body, trustees are held to the following expectations:

- A. Knowing the College's mission, purpose, priorities, goals, policies, programs, services, strengths, and needs;
- B. Completing required orientations and training (e.g., State Ethics Training, NCACCT New Trustee Orientation, etc.);
- C. Serving the College as a whole rather than any special interest groups or constituencies;
- D. Reading and reviewing the College's financial statements and reports and faithfully upholding the Board's fiduciary responsibility;
- E. Avoiding making any requests directly to College employees for extensive information and professional and personal viewpoints without prior consultation with the Board Chair and the College's President;
- F. Attending all regular and special Board meetings as well as all regular and special committee meetings, unless the absence is unavoidable;
- G. Reviewing the agenda and meeting materials before attending meetings and requesting any clarifications of information as needed;
- H. Suggesting agenda items to assure that significant policy-related matters are addressed;
- I. Following the agenda during meetings and discussing new business at the appropriate time;
- J. Keeping comments and discussion points focused on the matters at hand;
- K. Speaking in a voice everyone can hear and addressing the entire Board with comments and discussion points;

- L. Summing up comments if discussion points made to the Board are long or numerous;
- M. Presenting disagreeing opinions in a constructive manner and refraining from making critical comments of a personal nature;
- N. Serving in Board leadership positions and on Board committees;
- O. Avoiding judgments based on information received from individuals employed, served by, or associated with the College that come to the trustee by means other than through established processes, and directing individuals with grievances to follow the College's established policies and procedures for redress;
- P. Maintaining independence and objectivity and doing what is appropriate when a sense of fairness, ethics, and personal integrity dictate even though not necessarily obliged to do so by law, regulation, or custom; and
- Q. Rejecting any offers of favors or gifts from or to anyone who is employed or served by the College or who is doing business with the College.

Section 2. Oath of Office

Each new and reappointed trustee must take the oath of office during the first regular Board meeting they attend after their appointment.

Section 3. Conflicts of Interest

- A. Consistent with GS 138-A, a trustee shall not knowingly use their position in any manner that will result in financial benefit, direct or indirect, to the trustee; members of the trustee's family; or any individual, group, organization, or business with which the trustee is associated. This provision shall not apply to the following:
 - 1. Any benefits that they would enjoy to an extent no greater than that which other citizens of North Carolina would or could enjoy;
 - 2. Any benefits rightfully gained pursuant to the proper performance of the trustee's official duties or of State of North Carolina employment; or
 - 3. Any benefits so remote, tenuous, insignificant, or speculative that a reasonable individual would conclude that the trustee's ability to protect their interest and perform their official duties would not be compromised.
- B. A trustee shall not, directly or indirectly, knowingly ask, accept, demand, exact, solicit, seek, assign, receive, or agree to receive anything of value for them self or for another individual in return for being influenced in carrying out their official responsibilities, other than that which is received by the trustee from the State of North Carolina for acting in their official capacity.
- C. A trustee shall not solicit or receive personal financial gain, other than that received by the trustee from the State of North Carolina, for acting in their official capacity and for advice or assistance given in the course of carrying out their duties.
- D. A trustee shall not use or disclose information gained in the course of, or by reason of, their official responsibilities in a way that would affect a personal financial interest to the trustee; members of the trustee's family; or any individual, group, organization, or business with which the trustee is associated. A trustee shall not improperly use or disclose any information deemed confidential by North Carolina law and, therefore, not a public record.

- E. A trustee shall not cause the employment, appointment, promotion, transfer, or advancement of an acquaintance or family member to a position in the College. A trustee shall not participate in an action related to disciplining a member of their family.
- F. To disclose potential conflicts whenever they arise, Trustees will complete and submit the Conflict of Interest Disclosure Statement (Appendix A). The Disclosure Statement will be distributed to Trustees in hard copy or electronic form no later than September 1. Each Trustee must complete the form fully and accurately, sign, and return it to the President's Office by December 31. No later than January 31, the Board Chair will send a certified non-compliance letter to any member who fails to meet the submission deadline. The letter will notify the member that they may not vote on any matter brought before the Board until such time as their form is received by the President's Office.

Section 4. Appearance of Conflict

- A. A trustee shall make every effort to avoid the appearance of conflict of interest. An appearance of conflict exists when a reasonable individual would conclude from the circumstances that the trustee's ability to protect the public interest or perform public duties is compromised by personal, familial, or financial interests. An appearance of conflict could exist even in the absence of a true conflict of interest.
- B. A trustee shall take reasonable and appropriate steps, under the particular circumstances and considering the type of proceeding involved, to remove them self to the extent necessary to protect the public interest and to comply with these rules of conduct, from any proceeding in which the trustee's impartiality might reasonably be questioned due to their personal, familial, or financial relationship with a participant in the proceeding. A "participant" includes, but is not limited, to the following:
 - 1. An owner, shareholder, partner, employee, agent, officer, or director of a business, organization, or group involved in the proceeding; or
 - 2. An organization or group which has petitioned for rulemaking or has some specific, unique, and substantial interest in the proceeding.

A "proceeding" includes, but is not limited to, both a quasi-judicial proceeding (e.g., a contested case hearing) and a quasi-legislative proceeding (e.g., most rulemaking). For the purposes of determining whether a conflict exists, a "personal relationship" is a relationship based on a close social, professional, or financial connection between individuals.

If a trustee is uncertain whether a relationship justifies removing them self from the proceeding pursuant to these rules of conduct, then the trustee shall disclose the relationship to the Board Chair and seek appropriate guidance. The Chair, in consultation with legal counsel if necessary, shall then determine the extent to which, if any, the trustee will be permitted to participate in the proceeding. The Chair may, at their discretion, refer the question to the Board for a vote. If the affected trustee is the Chair, then the Vice Chair or such other substitute presiding officer shall make the determination.



Appendix A

Conflict of Interest Disclosure Statement for the Voting Members of the Durham Technical Community College Board of Trustees

1. Are you currently being compensated by Durham Technical Community College for services rendered to it within the previous twelve (12) months? If yes, please explain.

(Check One) Yes No

2. Do you anticipate being compensated by Durham Technical Community College during the upcoming twelve (12) months? If yes, please explain.

(Check One) Yes No

3. Is any individual bearing any familial relationship to you currently being compensated by Durham Technical Community College for services rendered to it within the previous twelve (12) months? If yes, please explain.

(Check One) Yes No

4. Does any individual bearing any familial relationship to you anticipate being compensated by Durham Technical Community College during the upcoming twelve (12) months? If yes, please explain.

(Check One) Yes No

5. Are you a director, officer, employee, or owner in any business or organization which has done business with Durham Technical Community College within the previous twelve (12) months, or currently is or is contemplating doing business with Durham Technical Community College within the upcoming (12) twelve months? If yes, please explain.

(Check One) Yes No

6. Do you have a business or organizational relationship (e.g., serving on the board) or a significant stake in a business or organization represented by another member of the Durham Technical Community College Board of Trustees? If yes, please explain.

(Check One) Yes No

7. Do you have an immediate family member who serves in such a governing role or who has a significant stake in a business represented by another Trustee? If yes, please explain.

(Check One) Yes No

8. Are you aware of a familial relationship with any other member of the Board of Trustees or any member of the faculty or staff of Durham Technical Community College whose primary job responsibilities include work with the Durham Technical Community College Board of Trustees? If yes, please explain.

(Check One) Yes No

9. Are you influenced to act in a manner other than by your own free will when considering matters on behalf of Durham Technical Community College? If yes, please explain.

(Check One) Yes No

I have read the bylaws of the Durham Technical Community College Board of Trustees regarding rules of conduct, conflicts of interest, and appearances of conflict within the past month and agree to comply with their provisions.

I understand that failure to submit this Conflict of Interest Disclosure Statement by December 31 will result in the loss of my right to vote on any matter brought before the Board until such time as the form is received by the President's Office.

Printed Name _____

Signature _____ Date _____



Appendix B

Conflict of Interest Abstention Statement for the Voting Members of the Durham Technical Community College Board of Trustees

To: Durham Technical Community College Board of Trustees

From: _____ (Printed Name)

_____ (Signature)

Re: Reasons for Abstention from Board of Trustees Action Pursuant to North Carolina General Statute §138A-36(b)

Meeting Date: _____

Meeting Type:

_____ Regular Meeting of the Full Board of Trustees

_____ Special Meeting

_____ Committee Meeting (Committee Name: _____)

Matter before the Board of Trustees (i.e., agenda item):

Four horizontal lines for entering the matter before the Board of Trustees.

Briefly summarize your reason(s) for abstention:

Four horizontal lines for summarizing the reason(s) for abstention.