

DUTIES OF THE BOARD - BP 1.5

Legal Authority: NCGS 115D-14; NCGS 115D-20; NCGS 115D-54; NCGS 115D-56; NCGS 115D-58; 23 NCAC 2C .0100

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DUTIES OF THE BOARD

As an institution of higher education chartered by the North Carolina General Assembly, the College operates as an independent entity pursuant Chapter 115D of the NCGS. A trustee must act independently if he or she is to discharge his or her duties as established by NCGS Sections 115D-14 and 115D-20. These sections vest in the Board the authority and responsibility to enter into contracts; acquire, hold, and transfer real and personal property; institute and defend legal actions and suits; and to manage and administer the college for educational purposes. In addition to these broad powers, the Board constitutes the College's local administrative governing body.

Consistent with the independence established in Chapter 115D, the State Board of Community Colleges has delegated to the Board broad powers and responsibilities indicative of an independent governing body. Specifically, “[a]ll power and authority vested by law in the State Board which relates to the internal administration, regulation, and governance of any individual college of the community college system” has been delegated to the various boards of trustees. Therefore, the independence of the College's Board is established by law and required in order to operate as a public educational institution.

Board Composition and Practice

The statutory composition of the Board helps safeguard it from domination by a minority of board members or by organizations advocating interests separate from the College's mission. The 12 voting trustees are appointed to the Board by three different levels of government: Four are elected by the Craven County Board of Commissioners, four are elected by the Craven County Board of Education, and four are appointed by the governor. The President of the student body serves as a nonvoting ex officio member.

Before taking office, each trustee must promise his or her commitment to the College and the law through an oath. The oath requires, among other things, trustees to “faithfully discharge the duties of ... Trustee of College” and to “well and truly execute the duties of the office of Trustee of College according to the best of [his or her] skill and ability, according to law....” A trustee who was inappropriately influenced would be acting

contrary to his or her legal obligations as well as a violation of the public affirmation of support for the law and College contained in the oath.

Once appointed, a trustee's independence is protected by both College policy and law. The College and NCGS Section 115D-19 establish that trustees can be removed only for cause. Appropriate cause is limited to (1) an inability to discharge the trustee's duties pursuant to law or (2) unjustifiable repeated absence from Board meetings. Thus, once appointed, a trustee does not owe any legal duty to the body or person who appointed him or her. The trustee's legal obligation is to discharge his or her fiduciary duties for the benefit of the College. After appointment, trustees are also oriented to the Board's duties, including their obligation to act independently from inappropriate influence. Each trustee will be given a booklet containing Chapter 115D of the NCGS, and they are directed to review their specific responsibilities set forth in Sections 115D-12 and 14 in addition to the other sections governing the College.

Finally, the Board has been and continues to be sensitive to the possibility that external political, religious, or other types of pressure may be exerted in order to influence College policy inappropriately. This sensitivity, combined with each trustee's legal and personal obligation to the College, has helped ensure that the Board's practices are consistent with the actions of an independent policy-making body. Pursuant to its Bylaws, the Board meets at least once every three months, or more often as necessary. As evidenced by the Board's regular minutes, its meetings are conducted with a quorum present and decisions are made through a vote of the majority, or greater in certain circumstances. No proxy voting by any trustee is allowed at any meeting. In the event of a tie vote, the motion or other issue upon which the vote was taken must fail. The minutes demonstrate that the Board acts pursuant to the legally established process, and that it is the ultimate policy-making body for the College's administration operating free of undue influence.

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