



**SOUTHWESTERN ILLINOIS COLLEGE
DISTRICT 522**

BOARD POLICY

TITLE:	Board of Trustees Bylaws
CODE:	2001
DATE ADOPTED:	March 20, 1991
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BOARD OF TRUSTEES BYLAWS

DEFINITION

BYLAWS are rules and regulations adopted for the Board of Trustees which, if not in violation of statute or charter of the body, must be applied within the body in determining the manner of conduct of business and the rights and liabilities of members.

Statements adopted or approved are subject to continuous revision and updating as conditions, statutes, court decisions and/or employee agreements change.

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ARTICLE I LEGAL BASIS AND AUTHORITY

Section 1 Referendum

Community College District #522 was created by a referendum and began operations in accordance with the Public Community College Act on July 1, 1967 as a Class I Community College. (Chapter 110, ILCS 805/3-1 through Chapter 110, ILCS 805/3-5)

Section 2 Legal Entity

The college district is a body politic and corporate by the name of Board of Trustees of Community College District No. 522, Counties of St. Clair, Madison, Monroe, Randolph, Washington, Bond, Perry and Montgomery, State of Illinois (hereafter referred to as "Board"), and by this name may sue and be sued in all courts and places where judicial proceedings are conducted. (Chapter 110, ILCS 805/3-11)

Section 3 Statutes

The statutory provisions applicable to community college districts are contained in the Public Community College Act, with certain other provisions found in the Illinois Election Code and all other statutes of a general nature. (Chapter 110, ILCS 805/3-1 et seq.)

Section 4 Elections

- a. Bi-annual elections for regular voting members to the Board of Trustees of District #522 shall be held bi-annually in April of the odd-numbered years in accordance with Section 3-7 of the Public Community College Act and the Illinois Election Code. (Chapter 110, ILCS 805/3-7)
- b. Special elections may be called to place issues before the voting public, normally including items related to tax rate and bond referenda at any regularly scheduled election as permitted by law. (Chapter 110, ILCS 805/3-7.11)
- c. Elections held pursuant to the Public Community College Act shall be governed by the provisions of the general election law. (Chapter 110, ILCS 805/3-7.1).

ARTICLE II BOARD MEMBERSHIP

Section 1 Number and Terms

The Board shall consist of seven members elected by sub-district in accordance with the provisions of Public Act 86-1264 as amended on September 6, 1990. The division of Community College District #522 into trustee districts shall be completed by the State Board of Elections, which shall divide the community college district into seven (7) trustee districts, each of which shall be compact, contiguous, and substantially equal in population to each other district. Prior to the November 1991 election the State Board of Elections shall, publicly by lot, divide the trustee districts as equally as possible into 2 groups. Trustees or their successors from one group shall be elected for successive terms of 4 years and 6 years; and

members of their successors from the second group shall be elected for successive terms of 6 years and 4 years. In 2001, and in the year following each decennial census thereafter, the Board of Trustees of Community College District 522 shall reapportion the trustee districts to reflect the results of the census, and shall divide the community college district into seven (7) trustee districts, each of which shall be compact, contiguous, and substantially equal in population to each other district. (Chapter 110, ILCS 805/3-7)

Section 2

Qualifications

Each member shall, on the date of his/her election, be a citizen of the United States and of the age of 18 years or over, a resident of the state and the district for at least one year immediately preceding his/her election. The election or appointment to the board of a person who is a member of a common school shall be permitted to serve the remainder of his or her term of office as a member of the common school board. Upon the expiration of the common school board term, that person shall not be eligible for election or appointment to a common school board during the term of office with the board. (Chapter 110, ILCS 805/3-7)

In addition, trustees may not be employees of Southwestern Illinois College, District 522.

Section 3

Student Member of the Board

Each community college board shall have one non-voting member who is a student enrolled in the community college under the jurisdiction of the board. The student member shall serve a term of one year beginning on April 15 of each year. The non-voting student member shall have all of the privileges of membership, including the right to make and second motions, except a motion concerning bond issues, and to attend executive sessions, other than the right to vote. (Chapter 110, ILCS 805/3-7.24)

The student member of the Board shall be elected, on a rotating basis, by the students at each of the college's three campuses according to procedures established by the Board Secretary. (See Administrative Procedure 2009-AP)

Section 4

Nominating Petitions

Nomination for member of the board shall be made by a petition signed by at least fifty (50) voters or 10 percent of the voters, whichever is less, residing within the sub-district and shall be filed with the secretary to the board in accordance with current statutes. (Chapter 110, ILCS 805/3-7.10)

Section 5

Authority of Members of the Board

No member of the board shall at any time act or purport to act in behalf of or in the name of the board or the district without prior authority from the board.

The student member will be vested with all rights, privileges and responsibilities of board members except those excluded by statute, i.e., *(a) may not second motion regarding the sale of bonds, (b) may not be counted to establish a quorum, and (c) may not cast an official vote.* The student member shall be permitted an advisory comment prior to any voting. (Chapter 110, ILCS 805/3-7.24)

Section 6

Vacancies - General

Should a vacancy occur, the remaining members shall act to fill the vacancy until the next annual election. The successor must have the same legal qualifications as the prior incumbent. If the remaining members fail so to act within 60 days after the vacancy occurs the chairperson of the State Board shall fill the vacancy for the unexpired term. A vacancy on the community college board occurs upon the happening of any of the following events before the expiration of the term of office for both voting and non-voting members:

- Death of an incumbent.
- Resignation.
- Reason of insanity.
- Ceasing to be an inhabitant of the state, district or particular area for which s/he was elected.
- Conviction of an infamous crime, or of any offense involving a violation of official oath.
- Removal from office.
- Decision of a court declaring the election void.

(Chapter 110, ILCS 805/3-7)

Section 7

Vacancy - Student Board Member

Should the student member position become vacant, the Chief Student Services Officer shall appoint a student from that same campus to serve the remainder of the one-year term. (See Administrative Procedures 2009 AP)

Section 8

Resignation

Should it become necessary to resign a position on the Board of Trustees, a written statement including the effective date of the resignation must be submitted to the chairperson of the board, with a copy to the secretary.

Section 9

Trustee Emeritus

A trustee who has ended service on the Board of Trustees after serving in that capacity for twenty-five (25) or more years of continuous service may be considered for Trustee Emeritus (non-voting) status upon the request of any member of the Board and/or President.

A resolution shall be approved by a vote of the majority of the current Board of Trustees.

At the Board's discretion, in special circumstances and for truly exceptional cases of remarkable service to Southwestern Illinois College, the Board may waive any of the criteria set forth herein.

ARTICLE III

ORGANIZATION

Section 1

Annual Organization

The board shall officially organize bi-annually at its April meeting. At such organizational meeting, the board shall elect its officers and fix a time and place for the regular meetings. (Chapter 110, ILCS 805/3-8)

Section 2 Officers of the Board
Officers of the board shall be a chairperson and a vice chairperson, who shall be members of the board, and a secretary who need not be a member of the board. (Chapter 110, ILCS 805/3-8)

Section 3 Term of Office
The terms of office shall be two (2) years. (Chapter 110, ILCS 805/3-8)

Section 4 Duties of Board Members and Officers

- a. Chairperson: The chairperson of the board shall preside at all meetings and perform such other duties as are imposed by law and/or by action of the board and other such duties enumerated in Board Policy #2005, "Position Description - Chairperson of the Board." (Chapter 110, ILCS 805/3-10)
- b. Vice Chairperson: The vice chairperson shall serve in the absence of the chairperson of the board.
- c. Board Member: Board members shall serve as a unit to adopt and enforce policies and rules for the financing, governance, operation and administration of the college and other such duties enumerated in Board Policy #2004, "Position Description - Board Member. (Chapter 110, ILCS 805/3-21)
- d. The secretary to the board is the official responsible for the records of the board and shall perform the duties of the office as prescribed in the position description and such other duties as are imposed by law and/or by action of the board and other such duties enumerated in Board Policy #2006, "Position Description - Secretary to Board of Trustees." The board shall fix the compensation of the secretary. (Chapter 110, ILCS 805/3-10)
- e. Pro Tempore Responsibility: In the absence of both the chairperson and the vice chairperson, the other members of the board shall elect a chairperson pro tempore from within the membership of the board.

In the absence of the secretary, another member of the board who is present shall be appointed secretary pro tempore. (Chapter 110, ILCS 805/3-10)

Section 5 Other Consultants to the Board

- a. Treasurer: The board shall appoint a treasurer who shall fulfill the duties enumerated in Board Policy #2007. The treasurer may not be a member of the community college board. The board shall fix the compensation of the treasurer. (Chapter 110, ILCS 805/3-18)

Before assuming the official duties, the treasurer shall execute a bond with a surety company authorized to do business within Illinois, as sureties payable to the board of trustees of District #522 and conditioned upon the faithful

discharge of the duties and all other applicable conditions of Chapter 110, ILCS 805/3-19 of the Public Community College Act. In the event the treasurer is unable to obtain a bond with a surety company authorized to do business in this state, the treasurer shall execute a bond with two or more freeholders who are not members of the Board of Trustees. (Chapter 110, ILCS 805/3-19)

- b. Legal Counsel: The board may employ the services of legal counsel who will act as its counsel on legal matters by direction of the board or its designee. (Board Policy #2008, "Position Description - College Attorney.")
- c. Auditors: The board shall employ a public accounting firm who will audit the financial records and status of the community college district in accordance with the Public Community College Act. (Chapter 110, ILCS 805/3-22.1)

The examination and report shall include a verification of student enrollments and any other bases upon which claims are filed with the State Board. The audit report shall include a statement of the scope and findings of the audit and a professional opinion signed by the auditor. If a professional opinion is denied by the auditor, reasons for that denial shall be set forth. The board shall not limit the scope of the examination to the extent that the effect of such limitation will result in the qualification of the auditor's professional opinion.

Copies of the audit report shall be filed with the State Board in accordance with regulations prescribed by the State Board.

Section 6

Compensation and Expenses of Board Members

Members of the board, including the non-voting student member, shall serve without compensation but shall be reimbursed for their reasonable actual and necessary expenses while engaged in the performance of their duties. (Chapter 110, ILCS 805/3-7)

Section 7

Official Record of Meetings

A record of all transactions of the board meeting will be set forth in the official minutes of the board, and the minutes will be kept as a permanent official record of all board actions and policy decisions. The minutes will be open to the inspection of the public within the hours of the office of the secretary of the board of trustees. (Chapter 110, ILCS 805/3-22)

Minutes of meetings closed to the public shall be available only after the board determines that it is no longer necessary to protect the public interest or the privacy of an individual by keeping them confidential. The board shall meet semi-annually to review minutes of all closed sessions. At such meetings a determination shall be made, and reported in an open session that (1) the need for confidentiality still exists as to all or part of those minutes or (2) that the minutes or portions thereof no longer require confidential treatment and are available for public inspection. (Chapter 5, ILCS 120/2.06)

ARTICLE IV - COMMITTEES

Section 1

Standing Committees

The board shall recognize three standing committees, namely, the Facilities and Finance Committee, the Personnel, Programs and Services Committee, and the Planning and Policy Committee. Each committee shall have as its membership three trustees to be appointed for a period of two years at the organizational meeting of the board or as soon thereafter as possible.

The Facilities and Finance Committee is responsible for these activities:

- Review of annual operating budget
- Review of annual financial audit
- Review of annual financial plans for capital projects
- Setting of tax rate and tuition rate
- Review of Life/Health/Safety projects
- Monitoring of construction projects
- Review of maintenance projects
- Awarding of contracts for construction/maintenance projects
- Recommending an architect

The Personnel, Programs and Services Committee is responsible for these activities:

- Review and approval of resignations, retirements, transfers, appointments and terminations for full-time faculty and staff
- Approval of faculty tenure
- Approval of settlement parameters for collective bargaining and approval of tentative agreements
- Approval of employee leaves of absence
- Review and award of employee benefit program insurance contracts
- Monitor the institution's accreditation and recognition processes
- Approval of agreements and contracts with other institutions and agencies
- Approval of grant awards
- Approval of grant budgets and revisions
- Monitor of gifts to the college
- Approval of course fees
- Approval of new academic programs
- Review of existing academic programs
- Approval of academic calendars
- Approval of lists of graduates by academic term

The Planning and Policy Committee is responsible for these activities:

- Conducts ongoing review of existing Board Policies and recommends amendments as needed
- Reviews and recommends suggested new policies to the Board of Trustees
- Deals with those major issues which confront the institution and which have institutional policy implications such as legislative proposals, TIF district requests, and actions of local governments within District 522

- Reviews, amends and approves the long-range plans for the institution, including the Strategic Plan
- Reviews and impacts the institution's Information Technology plans and operations

Section 2 Special Committees
 The chairperson of the board may appoint special ad hoc committees as are deemed necessary by the board. A special ad hoc committee shall report recommendations to the board of appropriate action and shall be dissolved when its report is complete and accepted by the board.

ARTICLE V - MEETINGS

Section 1 Regular Meetings
 The regular meeting of the board shall be held on the third Wednesday of each month, except as may be rescheduled by the board in accordance with the Open Meetings Act. (Chapter 110, ILCS 805/3-8)

Section 2 Adjourned Meetings
 Should the board need additional time to conduct the business of the board beyond that time allocated at the regular meeting, the board may at its discretion and in conformance with statutes adjourn to another date, time and/or place to continue its work.

Notices for such meetings shall be in accordance with the Open Meetings Act and Public Community College Act.

Section 3 Special Meetings
 Special meetings may be called by the chairperson of the board or by any three members of the board, notice of which shall state the time, place and purpose of the meeting. Such notice may be mailed 48 hours before the meeting or personally delivered 24 hours prior thereto. (Chapter 110, ILCS 805/3-8)

Section 4 Emergency Meetings (less than 24 hours prior)
 Notice of emergency meeting shall be given as soon as practicable but in any event prior to the holding of such meeting to any news media which has filed an annual request for notice of such meeting. Such notice shall be given by telephone. (Chapter 110, ILCS 805/3-8)

Section 5 Budget Hearing
 A public hearing of the budget will be held each year prior to its adoption, after such budget has been on display for 30 days in accordance with the Public Community College Act. Public notice and other conditions of filing and notification shall be observed in accordance with Chapter 110, ILCS 805/3-20.1 and P.A. 87-1005. (Chapter 110, ILCS 805/3-20.1)

Section 6 Executive Sessions
 Executive sessions may be held for such reasons as are permitted by the Open Meetings Act. Discussions may ensue but no final action may be taken in the closed session.

An executive session may be called at any time during the meeting at the discretion of the board and in conformance with the Open Meetings Act. The motion shall always identify the reason for the executive session to the public prior to the session. A roll call vote must be taken to go into

executive session. (Chapter 5, ILCS 120/1 and Chapter 5, ILCS 120/2)

Section 7

Preparation for Meetings

The President in concert with the chairperson of the board shall prepare an agenda for each board meeting and the secretary shall forward this agenda along with any other supportive materials to each of the board members at least three days prior to the regular meetings.

Section 8

Conduct of Meetings

Official meetings shall be conducted in accordance with Roberts Rules of Order, revised, unless they are in conflict with applicable provisions of the statutes of the State of Illinois.

All meetings shall be open to the public except as provided by law.

Section 9

Citizen Participation

Individuals or groups who wish to speak to the board shall have the opportunity to be heard during each regular board meeting or to request a topic to be placed on a future agenda.

Section 10

Quorum

A majority of full voting membership of the Board shall constitute a quorum. When a vote is taken upon any measure before the Board, a quorum being present, a majority of the members voting on the measure shall determine the outcome thereof. No action of the board shall be invalidated by reason of any vacancies on such board, or by reason of any failure to select any non-voting student members. Less than a quorum may adjourn any meeting. (Chapter 110, ILCS 805/3-9)

Section 11

Order of Business

At all regular meetings of the board, the order of business shall be as follows:

- I. Call To Order
- II. Roll Call
- III. Public Comments
- IV. Approval of Minutes
- V. Approval of Bills
- VI. Planning and Policy Committee Report
- VII. Facilities and Finance Committee Report
- VIII. Personnel, Programs and Services Committee Report
- IX. President's Report
- X. ICCTA Report
- XI. Attorney Report
- XII. Miscellaneous
- XIII. Adjournment

The agenda may be changed as desired by the president and chairperson of the board.

Section 12

Voting on Issues

Regular voting members of the board shall cast a roll call vote on any issue involving the expenditure of funds, the employment or dismissal of employees, acquisition of real estate or issues related to employee wage and salary negotiations.

Roll call votes will be called in alphabetical order, except that the presiding officer's name is called last. To ensure that the same member does not have to vote first every time each time there is a roll call vote, the board can rotate the call by starting with the next name on the alphabetical list of members.

All other issues may be voted upon by voice vote. A record of each vote shall be reflected in the board minutes immediately following the resolution of the issue it reflects.

The student member of the board may express an advisory comment on any action item prior to the official vote.

Section 13

Public Broadcast

All regular meetings of the Board/ Committee shall be broadcast via live stream technology, a standard practice among K-16 publicly funded school boards, to conduct college business in real-time, and to reach the broadest number of college stakeholders in accordance with SWIC Board Policies: 1003 (Mission & Values/Accountability); 1004 Strategic Planning/Meeting Stakeholders Needs); 1005 (Educational Philosophy/"to forego tradition when the best interests of the individual and the community so dictate"; and 1006 (Regional Philosophy/"the administration is charged with the responsibility of reviewing the extent to which community needs throughout the district have been addressed by the college.)

Section 14

Rules for Electronic Attendance

- *Rules Statement.* It is the decision of the Board that any Trustee may attend any open or closed meeting of the Board via electronic means (such as by telephone, video or internet connection) provided that such attendance is in compliance with these rules and any applicable laws.
- *Prerequisites.* A Trustee may attend a meeting electronically if the Trustee meets the following conditions:
 - The Trustee should notify the Secretary at least twenty-four hours before the meeting, unless impractical, so that necessary communications equipment can be arranged. Inability to make the necessary technical arrangements will result in denial of a request for remote attendance.
 - The Trustee must assert one of the following three reasons why he or she is unable to physically attend the meeting,
 - The Trustee cannot attend because of personal illness or disability; or
 - The Trustee cannot attend because of employment purposes or the business of the College; or
 - The Trustee cannot attend because of a family or other emergency.

- *Authorization to Participate.*
 - The Secretary, after receiving the electronic attendance request, shall inform the Board of the request for electronic attendance.
 - After establishing that there is a quorum physically present at a meeting where a Trustee desires to attend electronically, the Chairperson or other presiding officer shall state that (i) a notice was received by a Trustee in accordance with these Rules, and (ii) the Trustee will be deemed authorized to attend the meeting electronically unless a motion objecting to the Trustee's electronic attendance is made, seconded, and approved by two-thirds of the Trustees of the Board physically present at the meeting. If no such motion is made and seconded or if any such motion fails to achieve the required vote by the Trustees of the Board physically present at the meeting, then the request by the Trustee to attend the meeting electronically shall be deemed approved by the Board and the presiding officer shall declare the requesting Trustee present. After such declaration by the presiding officer, the question of a Trustee's electronic attendance may not be reconsidered.
- *Adequate Equipment Required.* The Trustee participating electronically and other Trustees of the Board must be able to communicate effectively, and members of the audience must be able to hear all communications at the meeting site. Before allowing electronic attendance at any meeting, the Board shall provide equipment adequate to accomplish this objective at the meeting site.
- *Minutes.* Any Trustee attending electronically shall be considered an off-site attendee and counted as present electronically for that meeting if the Trustee is allowed to attend. The meeting minutes shall also reflect and state specifically whether each Trustee is physically present or present by electronic means.
- *Rights of Remote Trustee.* A Trustee permitted to attend electronically will be able to express his or her comments during the meeting and participate in the same capacity as those Trustees physically present, subject to all general meeting guidelines and procedures previously adopted and adhered to. The Trustee attending electronically shall be heard, considered, and counted as to any vote taken. Accordingly, the name of any Trustee attending electronically shall be called during any vote taken, and his or her vote counted and recorded by the Secretary and placed in the minutes for the corresponding meeting. A Trustee attending electronically may leave a meeting and return as in the case of any Trustee, provided the Trustee attending electronically shall announce his or her leaving and returning.
- *Committees.* These rules shall apply to all committees established by authority of the Board.

ARTICLE VI - RESPONSIBILITIES OF THE BOARD

Section 1 The board will:

- a. appoint the president of the college who shall be the chief administrative officer of the college and the executive officer in dealing with the board;
- b. delegate to the president all administrative duties and responsibilities for the development, implementation and modification of procedures to carry out the board's policies, rules and actions;
- c. annually evaluate the president's overall and specific performance;
- d. exercise as an exclusive right, approval authority over all duties and powers authorized by the Public Community College Act, judiciously review and act upon such matters as shall be recommended by the president;
- e. dedicate itself to long-range planning as an on-going project;
- f. review periodically the organizational structure of the college, its financial management and the operation of major components of the college;
- g. exercise as an exclusive right, all other powers not inconsistent with the Public Community College Act that may be requisite or proper for the efficient and effective development, operation and maintenance of the college, and
- h. annually review and evaluate board progress toward accomplishment of the Mission and Goals Statement adopted by the Board of Trustees. (110 ILCS 805/3-26)

Section 2 Indemnity Insurance

The college is authorized to indemnify and protect board members, employees, interns or student teachers against death, bodily injury and property damage claims suits, including defense thereof, when damages are sought for alleged negligent or wrongful acts while such board member, employee, intern or student teacher is acting within the scope of employment under direction of the board of trustees of Community College District #522. (Chapter 110, ILCS 805/3-29)

ARTICLE VII - AMENDMENT OR APPEAL

Bylaws for the governance of the board may be amended, repealed or added to upon motion made in writing for that purpose by any member of the board. Any such motion shall not be voted upon until the next regularly scheduled meeting after it has been formally presented to the board in writing. A majority vote of those present after a quorum of the board is attained shall be required for the adoption of any amendment,

alteration, repeal or addition to these bylaws.