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**CAYUGA COUNTY COMMUNITY COLLEGE  
BOARD OF TRUSTEES  
BYLAWS**

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**ARTICLE I  
Name**

The name of the governing body of the Cayuga County Community College shall be "Board of Trustees" hereinafter referred to in these Bylaws as "Board" or "The Board."

**ARTICLE II  
Purpose of the College**

The purpose of the College is to provide and make available to all residents of the County and such others as may be accommodated an education beyond high school and on a level equivalent to that of the first and second year at a four-year institution of higher learning. College credit courses will be established in such a manner as to provide the individual with an Associate Degree or certificate upon the proper and successful completion of the required number of credit hours. In addition to regular college credit courses, programs shall be developed to meet the cultural and vocational needs of the citizens of the community.

**Mission Statement**

Academically, financially, and geographically accessible to a diverse student population, Cayuga Community College provides a strong liberal arts foundation for transfer, and for its select career, training, and personal enrichment programs. Attention to academic excellence and a supportive learning environment, combined with careful stewardship of human and fiscal resources make the College a valuable resource to our local, regional, and global communities.

**ARTICLE III**  
**The Board of Trustees**

**A. *Responsibilities and duties of the college trustees (Education Law, § 604.2)***

Under the time-honored practice of American colleges, trustees of colleges, as legal official bodies corporate, concentrate on establishing policies governing the college, and delegate responsibility for the administration and execution of those policies to their employed professional administrators. The college trustees, subject to the approval of the State University trustees shall appoint a president (whether permanent, acting, or interim), approve curricula, approve budget, establish tuition and fees (within legal limits), approve sites and temporary and permanent facilities. Approval or disapproval of the appointment of a president by the State University trustees shall be made in accordance with the State University Trustees guidelines for the selection and approval of such appointments. The guidelines shall include a procedure for the State University trustees to receive the recommendation of the chancellor concerning such appointment. The college trustees shall provide for the awarding of certificates and diplomas, and the conferring of appropriate degrees on the recommendation of the president and the faculty. In addition, the college trustees upon the recommendation of the president shall appoint personnel, adopt salary schedules, and approve the organizational pattern of the college.

(a) The college trustees shall formulate and record the policies and procedures of appointment and conditions of employment of the president and other professional administrative personnel not holding academic continuing appointments or tenure.

(b) The college trustees shall establish policies and delegate to the professional administrative staff responsibility for the following:

(1) personnel policies, including the following:

(i) appointments, promotions, and dismissals of faculty members;

(ii) conditions of employment, leaves of absence and sabbatical leave;

(iii) rules and regulations to which faculty are expected to adhere;

(iv) statements regarding academic freedom; and

(v) subject to the local and State civil service regulations, the working conditions for nonacademic personnel and fixed rates of compensation;

(2) creations of divisions, departments, and appropriate administrative and academic positions and definition of duties to carry out the objectives of the college;

**ARTICLE III - The Board of Trustees (continued)**

- (3) regulations governing the behavior and conduct of students and guiding the co-curricular program of the college;
  - (4) authorization and supervision of travel for the purposes of the college;
  - (5) care, custody, control and management of land, grounds, buildings, equipment and supplies used for the purpose of the college for carrying out its objectives;
  - (6) use of college facilities for outside organizations;
  - (7) admission of students;
  - (8) preparation of a budget for operation of the college for submission to and approval by the local sponsor and the State University trustees;
  - (9) preparation of capital equipment and capital construction budgets;
  - (10) use of college facilities for research, consultation or other contractual services pursuant to the educational purposes of the college, in accordance with regulations of the college trustees and upon reimbursement to the college on a fair and equitable basis for the use of facilities or equipment; and
  - (11) make available for inspection all college policies and procedures at the college for the convenience and information of members of the college constituency.
- B. The Board of Trustees shall be composed of ten (10) members: four (4) appointed by the Governor, five (5) appointed by the sponsoring agency, and one (1) of whom shall be a voting student member elected by the students of the College.
- C. In the event of a vacancy, the proper Authority, namely, the Governor, the County Legislature, the Student Government Organization shall be notified by the President of the College (hereinafter cited as the President) of the need to act to fill the vacancy.
- D. The President of the College shall be an ex-officio member and shall be entitled to attend all regular meetings of the Board and to participate in all deliberations but shall not be counted toward a quorum or entitled to a vote.

**ARTICLE III - The Board of Trustees (continued)****ARTICLE IV  
Meetings****A. Meeting Day**

The Board of Trustees shall ordinarily meet in regular session once each month, the time, date, and place of such meeting to be established by the Board.

**B. Special Meetings**

Special meetings may be called by the Chairman, or shall be called by the Secretary upon written request of two Board members, provided that 48 hours notice is given.

**C. Quorum**

A quorum shall consist of six (6) voting members of the Board. Six (6) affirmative votes shall be required for the passage of any item on the agenda.

**D. Agenda**

Prior to each regular Board meeting, the President shall cause to be prepared an agenda for the meeting; such agenda shall be available to the Board at least 72 hours prior to the meeting. No new item of business shall be considered that is not on the agenda unless approved by a vote of at least seven (7) of the members present at the meeting. However, in the event of an emergency situation, the Chairman of the Board shall have the authority to bring the urgent issue to the full Board for consideration.

**E. Order of Business**

The business before the Board shall be conducted through an agenda format approved by the Board.

**F. Attendance at Meetings**

When any Trustee holding office fails to attend three (3) consecutive regular meetings of the Board, unless such absence is for good cause and is excused by the Chairman or other presiding officer thereof, the Board shall then schedule a vote on the question of whether a recommendation should be made to the Appointing Source, be it the Governor's Office, the County Executive's Office or the College's Student Association, to remove such Trustee. Such vote shall be held at a meeting of the Board of Trustees upon at least 30 days written notice of said vote to all Trustees. At such meeting a two-thirds vote of the Trustees shall be required in order to recommend removal of the Trustee to the Appointing Source.

**ARTICLE IV - Meetings (continued)****G. Open Meetings**

All regular and special meetings of the Board shall be open to the public. The Board may, by majority vote of those present, when it deems the business at hand so to warrant, go into Executive Session which shall include only those invited by the Board and to consider only those matters allowable under the Open Meetings Law (Section 95-106). Any action taken by the Board in Executive Session shall become a matter of record.

**H. Rules of Order**

The rules contained in the latest edition of Robert's Rules of Parliamentary Procedure shall govern the Board of Trustees in all cases.

**I. Legal Matters**

The County Attorney shall act on behalf of the College and the Board of Trustees.

**J. Clarification of Vote**

Any member may clarify his/her vote at the time of the vote.

**K. Annual Meeting**

The annual meeting shall take place each year in June.

**ARTICLE V  
Officers****A. Officers**

The officers of the Board shall consist of a Chairman, a Vice Chairman and Secretary who shall be elected by ballot from the membership of the Board every two years at the annual meeting in June. In the event a Trustee has been appointed to fill a partial term, that Trustee may be elected to a full two-year term.

**B. Terms of Office**

The officers shall serve for a term of two (2) years. Two years shall then elapse before trustees are eligible to be re-elected to an office they have held in the past. The terms of office of said elected officers shall commence on the day at which the elections took place.

**C. Vacancy**

In the event of a vacancy, a nominating committee shall meet within thirty (30) days of the date of said vacancy and at the next regularly scheduled meeting of the Board, propose name or names on which the Board shall act to fill the vacancy. In the event a nomination by the committee in turn creates a new vacancy in another officer position, the nominating committee shall also propose name or names on which the board shall act to fill such.

**ARTICLE VI  
Duties of Officers**

- A. The Chairman shall preside at all meetings of the Board; sign all documents on behalf of the Board; transact such business as may require attention; appoint all committees and shall be an ex-officio member of all committees except the Nominating Committee.
- B. The Vice Chairman shall assume the above duties in the absence of the Chairman.
- C. The Secretary shall give due notice of all regular and special meetings of the Board as provided by these Bylaws; cause a record of the proceedings of each meeting to be kept; provide each Trustee with a written copy of such minutes as far in advance of the subsequent meeting as possible; be the custodian of all records, books and papers belonging to the Board of Trustees. The Secretary shall have an assistant who shall record minutes of the Regular Board Meetings, submit them to the Secretary and perform other duties of the Secretary as directed by the chairman or Secretary.

**ARTICLE VII  
Committees**

- A. At the next meeting of the Board, after the election of a new Chairman, He or She shall appoint the following Standing Committees to a two-year term which may report to the Board each month:
  - 1. Finance
  - 2. Personnel
  - 3. Buildings and Grounds
  - 4. Planning

All members shall be notified and are encouraged to attend committee meetings, but only listed members of each committee may cast a vote regarding business of said committee. However, in the event a quorum is not reached, the Chairman or Vice Chairman of the Board of Trustees shall act on behalf of absent committee members and may cast one vote.

**ARTICLE VII – Committees (continued)**

If a committee member fails to attend three consecutive committee meetings, the Chairman of the Board of Trustees or other presiding officer of the Board of Trustees shall have the authority to remove that Trustee from said committee.

Each Standing Committee shall consist of at least four (4) Trustees, one of whom is designated as Chairman of the Committee by the Board Chairman. The Chairman of the Board and the President shall serve as ex-officio members and may attend all meetings of such Committees and in the event a quorum is not reached, the Chairman and Vice Chairman of the Board of Trustees may substitute as an alternate voting member and may cast one vote.

The Chairman of each committee shall appoint a first and second vice-chair for their appropriate committee. There must be at least three members of any committee present to conduct said business. In the event of any committee failing to have three members present, the business of that meeting may be brought to the Board by the chairman of said committee with a vote of six (6) members of the Board at the next full Board meeting.

Any business that is to come before a committee should be mailed to all Board Members at least three days prior to the regular monthly meeting for their review.

- B.
1. The Finance Committee shall ensure that all claims against the College are reported monthly; make provision that all invoices and salaries are paid monthly; require that such payments are reported to the Board at each regular meeting; submit to the Board, no later than July of each year for its approval, a budget showing the sums of money necessary to operate the College for the coming year, together with a statement of the manner in which such sums shall be raised and appropriated. The budget shall be ratified by the sponsor and approved by the State University Trustees. The Vice President for Administration shall be an ex-officio member of this committee.
  2. The Personnel Committee shall review recommendations of the President concerning appointments, promotions, leaves, retirements and separations, as well as matters affecting the pay, hours, or working conditions of its employees. All appointments shall be approved by the Board of Trustees upon recommendation of the Committee.

**ARTICLE VII – Committees (continued)**

3. The Buildings and Grounds Committee shall be familiar with the maintenance, operation and construction on the College campus, and make appropriate recommendations to the Board concerning the acquisition, development or alteration of land, buildings, fixtures, or major items of equipment and construction of new buildings.
  4. The Planning Committee shall review and make recommendations to the Board regarding: planning for the future of the College including strategic plans and facilities master plans; formulation of new and revision of existing College and Board policies; and revisions of the Board's Bylaws. The Chair of the Committee or his/her designee shall serve as the Board's representative on college-wide strategic and facilities planning committees/teams.
- C. A special committee may be created by the Board at any time. The scope of work and duration of each Special Committee must be stated at the time of its creation. The Committee Chair shall be appointed by the Board Chair.
- D. A Nominating Committee of three (3) Board members shall be appointed by the Chairman when vacancies occur. The Nominating Committee's report shall be sent to the members of the Board of Trustees at least one week in advance of the meeting at which the vacancy shall be acted on. Any Board member desiring to place a name in nomination may do so at the meeting when the election is held.

**ARTICLE VIII  
Conflicts of Interest**

- A. The Board of Trustees shall comply with all applicable state or local laws dealing with conflicts of interest, including Sections 800-805 of the General Municipal Law and the County Code of Ethics.
- B. The Board of Trustees will adopt procedures to identify as early as possible all interests of individual Trustees which may conflict with their obligations as Trustees and encourage Trustees to announce potential conflicts of interest with respect to any matter being considered by the Board of Trustees as soon as possible so that appropriate action may be taken to avoid problems.



**ARTICLE IX  
Indemnification**

Pursuant to Education Law Section 6308, Cayuga County shall defend, indemnify and hold harmless the Trustees in any civil action or proceeding in any state or federal court arising out of an alleged act or omission which occurred or is alleged in the complaint to have occurred while the Trustee was acting within the scope of his/her duties, or which is brought to enforce a provision of Section 1981 or 1983 of Title 42 of the United States Code and the act or omission underlying the action occurred or is alleged to have occurred while the Trustee was acting within the scope of his/her duties. This duty to provide for a defense shall not arise where such civil action or proceeding is brought by or on behalf of the local sponsor.

**ARTICLE X  
Amendments to Bylaws**

These Bylaws may be amended by a majority vote of the Trustees present at any meeting, provided notice of the proposed amendment shall have been contained in the notice of the meeting, mailed at least ten (10) days prior to said meeting.

**ARTICLE XI  
Fiscal Year**

The fiscal year of the College shall be fixed by resolution of the Board.

**ARTICLE XII  
General Provisions**

- A. Books and Records  
All books and records of the College shall be kept at the principal office of the College, unless otherwise specified by the Board.
- B. Compensation of Trustees  
Trustees shall receive no compensation for their services but shall be reimbursed, as the Board may direct, for the expenses actually and necessarily incurred by them in the performance of their duties.

