



# Board Orientation Manual



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## Introduction

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The purpose of this manual is to standardize the process of recruiting and orienting trustees to North Central State College and its board governance structure. It is divided into three main parts:

- I. **Board recruitment:** engaging community members to recruit them to join the board. This involves general introduction to the college and board governance.
- II. **Board orientation:** orienting board members after they join the board while getting deeper into the Board Carver Policy Governance
- III. **Board Support** and documents

### I. Board Recruitment

#### a. Institutional History

#### b. Board Structure

#### c. Board Meetings

#### d. College Strategic Plan

#### e. College Organizational Structure

#### f. Campus Tour (Walking Tour & Virtual Tour)

## Institutional History

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Established in 1969, North Central State serves close to 4,300 credit and non-credit unique students annually on its Mansfield campus, Kehoe Center in Shelby, and the Crawford Success Center in Bucyrus. The College is preparing this area's workforce by offering more than 60 associate degree and certificate programs of study, including comprehensive technical education in health sciences, general studies, public service, business, engineering technology, and corporate / community services. In addition to technical studies, North Central State College offers numerous associate of arts and associate of science degrees, which allow students to transfer credits to colleges and universities in the pursuit of advanced degrees. In 2019, the College has been approved by the Ohio Department of Higher Education and the Higher Learning Commission to offer a Baccalaureate of Applied Science in Mechanical Engineering Technology.

# Board Structure

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## How Board Members are Selected

Legislatively, the College officially serves the three-county area of Richland, Ashland, and Crawford with a total of nine (9) board members; three (3) from each county with two (2) selected locally by the local education boards, and one (1) approved by the Governor. Each board member serves for three (3) years that are renewable.

Several board characteristics and metrics are shown in the tables below that can be used (and rated if there are multiple candidates) to recruit and arrive at the best candidate recommendation by the nomination committee to the whole board.

<i>CRITERIA</i>	<i>Passion</i>	<i>Outward Focus</i>	<i>Servant-Leadership</i>	<i>Commitment</i>	<i>Systems Perspective</i>	<i>Critical Thinking</i>	<i>Active Participation</i>	<i>Learner Mentality</i>	<i>Values Based</i>	<i>Effective Team Member</i>	<i>Use of Resources</i>			<i>TOTAL</i>	<i>Adds to diversity</i>
How important is this? (0-5)															
Lowest Acceptable Rating (0-5)															
Deal-breaker?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>

Board Member Name					
Characteristic					
Age					
Gender					
Geographical Area					
Occupation					
Ethnicity (if relevant)					
Board Experience					
Financial Knowledge					
Knowledge of Industry					

Knowledge of External Environment					
Community Connectedness					

The BoardSource provides additional characteristics to consider in different categories

#### AREAS OF EXPERTISE/LEADERSHIP QUALITIES

1. Administration/Management
2. Early-stage organizations/start-ups
3. Financial oversight
4. Fundraising
5. Government
6. Investment management
7. Law
8. Leadership skills/motivator
9. Marketing, public relations
10. Human resources
11. Strategic planning
12. Physical plant (architect, engineer)
13. Real estate
14. Understanding of community needs
15. Technology

#### RESOURCES

1. Money to give
2. Access to money
3. Access to other resources (foundations, corporate support)
4. Availability for active participation (solicitation visits, grant writing)

#### COMMUNITY CONNECTIONS

1. Religious organizations
2. Corporate
3. Education
4. Media
5. Political
6. Philanthropy
7. Small business
8. Social services

#### PERSONAL STYLE

1. Consensus builder
2. Good communicator
3. Strategist
4. Team member

5. Visionary

AGE: 19-34, 35-50, 51-65, over 65

GENDER: male, female

RACE/ETHNICITY:

1. African American/Black
2. Asian/Pacific Islander
3. Caucasian
4. Hispanic/Latino
5. Native American/Indian
6. Other

# Board Meetings

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## Agenda Structure

Our agenda is designed to maximize the amount of time available for strategic foresight and Ends-related work that sets organizational direction. It is derived from a multi-year agenda cycle that includes time for ownership linkage, board education, regular review of policy content, regular monitoring of the Chief Executive Officer (CEO) performance, and regular self-evaluation of the board's performance.

It is organized so that we can clearly distinguish which agenda items and related background information are for board decision, which items are for monitoring, and which items are incidental information.

In order to effectively use the board's time, we do not permit the addition of last-minute agenda items unless the issue is truly emergent and approved by the Chief Governance Officer (CGO).

## Preparing for Board Meetings

The board receives the agenda package three days in advance of the board meeting. This should give the board time to carefully study the package prior to the meeting. Some specific details to keep in mind:

- If there are monitoring reports in the package, read them carefully and ask yourself for each area of policy whether (a) the CEO has provided a reasonable interpretation of the policy – not whether you personally agree with the interpretation, but whether a reasonable person could have made it, and (b) the CEO has provided evidence of compliance with the interpretation. If you answer “no” to either of these two questions be prepared to succinctly express your reasons at the board meeting.
- If there are decision documents in the package, read them carefully and be prepared to actively participate in dialogue at the meeting.
- If you have been assigned specific tasks as a board committee member, or as an individual board member, complete those tasks by the requested deadline, so that any necessary reports can be included in the board package.
- Bring your calendar with you so that you are prepared if the board needs to set dates for board or committee activity.

## Board Meeting Protocol

Electronic devices need to be turned off or on vibrate in order to fully participate in board deliberation.

The Rules of Order we use in our meetings are outlined in the Governance Process section of our board policy manual.

The board may use closed executive sessions when necessary to preserve confidentiality of private information, when it would be potentially damaging to the organization for information to be made public, or when the board is discussing matters related to its own discipline. The

College follows Ohio Sunshine Laws Resource Manual. The CEO is normally present, except for board's own discipline matters, or if the subject is the CEO's own performance or compensation.

### **Use of Required Approvals Agenda**

The board uses a special section of the agenda to expeditiously address matters that have been delegated to management, but which a higher authority, usually external, requires the board to formally approve. Items may be removed from this section only by majority vote of the board.

NORTH CENTRAL STATE COLLEGE  
SAMPLE OF BOARD OF TRUSTEE'S MEETING  
Date: XX,XX,20XX 5:00pm-8:00pm, in the Board Room

- I. CALL TO ORDER – Board Chair
  - Pledge of Allegiance, College Mission Statement
- II. ROLL CALL – Secretary to the Board
- III. INTRODUCTION OF GUESTS – College President
- IV. FOCUS OF THE MEETING – Board Chair
- V. OSU MANSFIELD ADVISORY BOARD REPORT
- VI. PRESIDENT'S REPORT
- VII. REQUIRED APPROVALS AGENDA – Board Chair

#### Consent Agenda

Minutes:

- A. Approval of Minutes of the previous meeting

Personnel Actions:

- B. Consideration of Approval of Status Change of employees
- C. Consideration of Approval of Employment of College Personnel

#### Regular Agenda

- A. Treasurer's Report for the month – Chief Financial Officer

### VIII. POLICY GOVERNANCE

- A. Nominating Committee Report (IAW 02.91)
- B. Discussion of Agenda Planning (IAW 02.72)
  - Review of actionable items
  - Owner Connections



C. Board Training (IAW 02.70)

1. Discussion of Policy Governance Rehearsal Scenario
2. Governance Policy Review

IX. BOARD CHAIRPERSON'S REPORT – Board Chair

- A. OACC Conference date and activities
- B. ACCT Leadership Congress date and presentations
- C. Annual Ethics Training Update
- D. Foundation events
- E. Community events
- F. Proposed Meeting Dates for next year

X. EXECUTIVE SESSION

XI. MEETING EVALUATION – Board Chair

XII. TIME AND PLACE OF NEXT MEETING

XIII. ADJOURNMENT

# College Strategic Plan

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In all we do, we value  
a culture of integrity,  
inclusion, and excellence.

**We value our students**  
and are committed to creating an  
accessible environment that is affordable,  
caring, supportive, inclusive and  
learner-centered.

**We value our employees**  
and are committed to creating an  
appreciative environment that is culturally  
diverse, collaborative, and respectful.

**We value our communities**  
and are committed to creating an  
environment that is innovative, responsive,  
and accountable.



Changing lives.  
Transforming communities.

## North Central State College Board of Trustees

Chair, Pamela Mowry  
Vice Chair, Matthew Smith, M.B.A.  
Secretary, Dwight McElfresh, Ed.D.  
Mark Masters, CPA  
Roger Miller, CPA  
Elisabeth Morando, J.D.  
Linda S. M. Nelson, M.S., R.N.  
Shelly Niese, A.A.B.  
Steven Stone, M.A.

## NCSC President and President's Staff

Dr. Dorey Diab  
*President*  
Lori McKee  
*Vice President, Business*  
Tom Prendergast  
*Vice President, Student Services*  
Dr. Karen Reed  
*Vice President, Academic Services*  
Steve Williams  
*Executive Assistant to the President and Secretary to the Board*

## NCSC President's Cabinet

Cheryl Cates	Lori McKee
Chris Copper	Donna Niederkoher
Dorey Diab	Tom Prendergast
Kelly Gray	Major C. Price
Eric Grove	Margaret Puckett
Doug Hanuscin	Karen Reed
Deb Hysell	Amanda Sheets
Gina Kamwithli	Kelth Stoner
Kevin Kiline	Greg Timberlake
Thomas Mansperger	Steve Williams

## Vision

North Central State College is committed  
to being a leader in affordable quality  
higher education and a partner in  
achieving greater community prosperity  
and better quality of life.

## Mission

Providing individuals with the knowledge,  
skills and inspiration to succeed in their  
chosen paths.

## Strategic Plan

The strategic plan is the pathway for the  
achievement of the college's mission of  
student access and success through the  
alignment of the human, fiscal  
and physical resources.



# Strategic Plan

(FY 2018 – 2020)

## Strategic Goal: Access

- 1. Foster a welcoming, supportive, and collaborative culture for students and community**  
–welcoming and inclusive culture, open-access environment for all; partnering with high schools, career centers, universities, businesses, government entities, and community organizations; synergistic and streamlined processes; prior learning assessment
- 2. Provide affordable and viable learning opportunities**  
–In high demand and emerging technologies, and transfer
- 3. Offer effective outreach and delivery**  
–outreach centers and activities, face-to-face, online/hybrid, early college, cohort, block scheduling, mobile unit, marketing, recruiting

### Access Goal Metrics\*

- Full-time enrollment and annualized head count (external OACC benchmark)
- Headcount/FTE credit hours of distance, satellite, early college and cohort (unduplicated)
- Annualized headcount of adult (≥25), Pell-eligible, minority or developmental (external OACC benchmark)
- Annualized headcount of high school and non-high school new and matriculator students
- Degree and certificate programs no less than 3 years old as ratio of all active degree and certificate programs
- Partnership measures
- Tuition comparison measures
- Financial aid and scholarships measures
- Outreach measures and alternative delivery measures

\* **Major Key Performance Indicator: Increase headcount and credit hours by 1% traditional and 0.5% non-traditional year over year**

## Strategic Goal: Success

- 1. Support and guide student goal development and achievement**  
–state success factors: course completion, term to term, year to year, and degree completion; transfer; certificates; licensures; pass rates; internships; career preparation; jobs; financial aid and scholarships
- 2. Foster a student-centered, inclusive learning environment inside and outside the classroom**  
–academic alert, support services, proactive advising, mandatory orientation, closing success gaps among under-represented and under-resourced students, First Year Experience, tutoring, TRIO, pathways and stackable credentials
- 3. Maintain a culture of excellence**  
–quality, high standards of teaching and learning, customer service, value, assessment, actionable data-informed metrics and decisions, continuous improvement, accreditations, program review, honors college, curricular development, student organizations

### Success Goal Metrics\*

- Number of annual degrees and certificates. Degrees, major certificates and transfers as ratio of FTE, and with demographic risk weights (external OACC benchmark). Spring graduates transferring to a university within a year
- Course-level grade and credit completion, and with demographic risk weight categories, college wide and by program (external OACC benchmark)
- Transfer assurance guide course ratio
- Entering students persisting next fall, graduated or transferred (external OACC benchmark). Fall to next term retention
- Total student success points as ratio of FTE (external OACC benchmark)
- Licensure and certification pass rates for target programs
- Practicum, co-ops, apprenticeships, and Internships participation
- College and program accreditation
- Job placement measures and salaries
- One-year and long-term success outcomes for entering fall cohort (graduate, transfer, and still enrolled)
- Graduate and employer satisfaction surveys
- Community college survey of student engagement comparison charts, student success inventory

\* **Major Key Performance Indicator: Increase success rate (of graduation + transfer + still enrolled) by 2.5% on each and overall year over year**

## Strategic Goal: Resources

- 1. Be a great place to work**  
–valuing people, integrity, dignity, civility, trust, fairness, respect, open communication, shared governance, team spirit, work ethic, diversity and inclusivity, accountability, job satisfaction, professional development, safety and security, supportive environment, and well-being
- 2. Manage fiscal resources responsibly**  
–revenues, alternative revenues, tuition, state share of instruction, capital fund, fund-raising and endowment growth, grants, efficiencies, balanced budget, adequate reserve, financial aid processes, student debt reduction, institutional debt
- 3. Align and optimize college assets and infrastructure**  
–facilities, technology, equipment, space utilization, energy conservation, environmental stewardship, automated processes for present and future needs

### Resources Goal Metrics\*

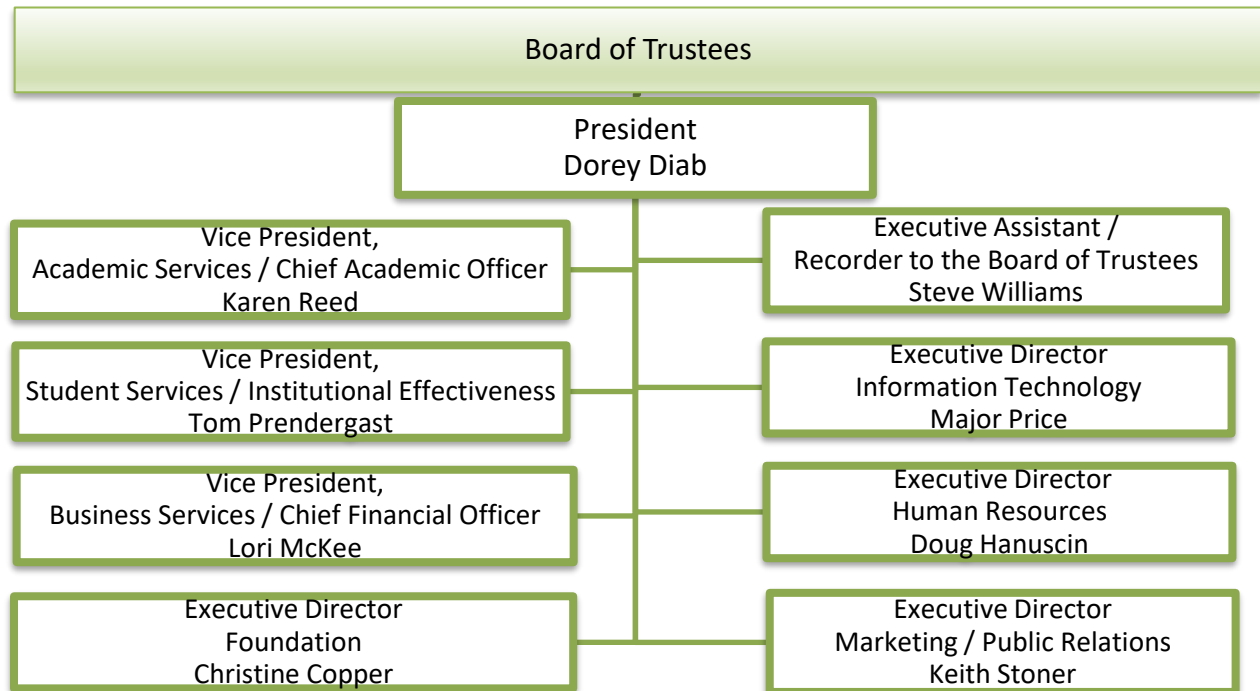
- Shared services
- Employee Campus Quality Survey (smallest and largest performance gaps)
- Ohio Department of Higher Education fiscal accountability composite score (external OACC benchmark)
- Total unrestricted revenues and expenses, and reserve. Payroll and benefits costs, and per student FTE
- Foundation change in annual net position (external OACC benchmark), year-ending endowment and grants
- Student term FTE per employee area (external OACC benchmark)
- Plant operation and maintenance cost per FTE (external OACC benchmark), maintenance and repairs per FTE object code
- Centralized technology spending per FTE (external education benchmark); information technology staffing/equipment/software; instructional technology and equipment expenditures; information and communication per FTE

\* **Major Key Performance Indicator: Increase reserve by 2% and maintain a composite ratio of at least 4.0 year over year**

July 2018

# College Organizational Structure

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- **Programs and/or services**

1. Academic programs in Health Sciences (Nursing, PTA, OTA, RAD, RES, Bioscience), Business (Marketing, Management, Accounting), Technology (Engineering, Networking, Cyber Security), Liberal Arts and Sciences
2. Student Services: Admission, Advising, Financial Aid, Registration, Cashier, Child Development Center,
3. Infrastructure: Facilities, Information Technology Services, Marketing and Public Relations
4. Foundation

- **How organization is funded** (~50% tuition, ~40% state subsidies, ~10% others such as grants)





- II. Board Orientation**
  - a. Carver Policy Governance® Source Document**
  - b. Carver Policy Governance® Principles**
  - c. Ends Policies and Executive Limitations**
  - d. Board Governance System**
  - e. Legal Requirements**
  - f. Board Culture**
  - g. Board Key Relationships**

## **Carver Policy Governance® Source Document**

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### **Why a Source Document?**

A “source” is a point of origin. A source document is a “fundamental document or record on which subsequent writings, compositions, opinions, beliefs, or practices are based.” (Websters)

Without a simply expressed clear point of source, interpretations, opinions, writings and implementations may intentionally or unintentionally diverge from the originating intent and ultimately be undifferentiated. The point of source (“authoritative source”) is John Carver, the creator of Policy Governance, with Miriam Carver his fellow master teacher.

Without a simply expressed clear source document, Policy Governance is not reliably grounded and not transferable as a paradigm of governance. It is left vulnerable to interpretation, adaptation and impotence. This document has been produced by the International Policy Governance Association and approved by John and Miriam Carver as being true to source.

### **What Policy Governance is NOT!**

1. Policy Governance is not a specific board structure. It does not dictate board size, specific officers, or require a CEO. While it gives rise to principles for committees, it does not prohibit committees nor require specific committees.
2. Policy Governance is not a set of individual “best practices” or tips for piecemeal improvement.
3. Policy Governance does not dictate what a board should do or say about group dynamics, methods of needs assessment, basic problem solving, fund raising, and managing change.
4. Policy Governance does not limit human interaction or stifle collective or individual thinking.

### **What Policy Governance IS!**

Policy Governance is a comprehensive set of integrated principles that, when consistently applied, allows governing boards to realize owner-accountable organizations.

Starting with recognition of the fundamental reasons that boards exist and the nature of board authority, Policy Governance integrates a number of unique principles designed to enable accountable board leadership.

# Carver Policy Governance® Principles

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1. **Ownership:** The board exists to act as the informed voice and agent of the owners, whether they are owners in a legal or moral sense. All owners are stakeholders, but not all stakeholders are owners, only those whose position in relation to an organization is equivalent to the position of shareholders in a for-profit-corporation.
2. **Position of Board:** The board is accountable to owners so that the organization is successful. As such, it is not advisory to staff but an active link in the chain of command. All authority in the staff organization and in components of the board flows from the board.
3. **Board Holism:** The authority of the board is held and used as a body. The board speaks with one voice in that instructions are expressed by the board as a whole. Individual board members have no authority to instruct staff.
4. **Ends Policies:** The board defines in writing its expectations about the intended effects to be produced, the intended recipients of those effects, and the intended worth (cost-benefit or priority) of the effects. These are Ends Policies. All decisions made about effects, recipients, and worth are Ends decisions. All decisions about issues that do not fit the definition of Ends are Means decisions. Hence in Policy Governance, Means are simply not Ends.
5. **Board Means Policies:** The board defines in writing the job results, practices, delegation style, and discipline that make up its own job. These are board means decisions, categorized as Governance Process Policies and Board- Management Delegation Policies.
6. **Executive Limitations Policies:** The board defines in writing its expectations about the means of the operational organization. However, rather than prescribing board-chosen means -- which would enable the CEO to escape accountability for attaining Ends, these policies define limits on operational means, thereby placing boundaries on the authority granted to the CEO. In effect, the board describes those means that would be unacceptable even if they were to work. These are Executive Limitations Policies.
7. **Policy Sizes:** The board decides its policies in each category first at the broadest, most inclusive level. It further defines each policy in descending levels of detail until reaching the level of detail at which it is willing to accept any reasonable interpretation by the applicable delegatee of its words thus far. Ends, Executive Limitations, Governance Process, and Board-Management Delegation Policies are exhaustive in that they establish control over the entire organization, both board and staff. They replace, at the board level, more traditional documents such as mission statements, strategic plans and budgets.
8. **Clarity and Coherence of Delegation:** The identification of any delegatee must be unambiguous as to authority and responsibility. No subparts of the board, such as committees or officers, can be given jobs that interfere with, duplicate, or obscure the job given to the CEO.



- 9. Any Reasonable Interpretation:** More detailed decisions about Ends and Operational Means are delegated to the CEO if there is one. If there is no CEO, the board must delegate to two or more delegates, avoiding overlapping expectations or causing confusion about the authority of various managers. In the case of board means, delegation is to the CGO (Chief Governance Officer, Board Chair) unless part of the delegation is explicitly directed elsewhere, for example, to a committee. The delegate has the right to use any reasonable interpretation of the applicable board policies.
- 10. Monitoring:** The board must monitor organizational performance against previously stated Ends Policies and Executive Limitations Policies. Monitoring is for the purpose of discovering if the organization achieved a reasonable interpretation of these board policies. The board must therefore judge the CEO's interpretation for its reasonableness, and the data demonstrating the accomplishment of the interpretation. The ongoing monitoring of board's Ends and Executive Limitations Policies constitutes the CEO's performance evaluation.

All other practices, documents, and disciplines must be consistent with the above principles. For example, if an outside authority demands board actions inconsistent with Policy Governance, the board should use a 'required approvals agenda' or other device to be lawful without compromising governance.

Policy Governance is a precision system that promises excellence in governance only if used with precision. These governance principles form a seamless paradigm or model. As with a clock, removing one wheel may not spoil its looks but will seriously damage its ability to tell time. So in Policy Governance, all the above pieces must be in place for Policy Governance to be effective. When all brought into play, they allow for a governing board to realize owner accountability. When they are not used completely, true owner accountability is not available.

***Policy Governance Boards live these principles in everything they are, do and say.***

Produced by International Policy Governance Association in consultation with John and Miriam Carver, 2005 – 2007 – 2011.

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[www.policygovernanceassociation.org](http://www.policygovernanceassociation.org)



## Ends Policies and Executive Limitations

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The board monitors organizational performance against previously stated Ends policies and Executive Limitations policies. Monitoring is for the purpose of discovering if the organization achieved a reasonable interpretation of these board policies. The board must therefore judge the CEO's interpretation for its reasonableness, and the data demonstrating the accomplishment of the interpretation. The ongoing monitoring of board's Ends and Executive Limitations policies constitutes the CEO's performance evaluation.

The College President presents to the board at the summer annual retreat the college performance outcomes related to the Ends Policies and Executive Limitations.

### Ends Policies:

1. Global End (Mission)
2. Equal opportunity (proportion of educationally and economically disadvantaged)
3. Diversity (celebrating commonalities, respecting differences)
4. Career readiness and development (employment in relevant jobs and high demand areas, economic self-sufficiency)
5. Transferability (to 4-year universities)
6. Enrichment (community needs)

### Executive Limitations:

1. Global limitations (lawful and prudent practices)
2. Communication and support to the board
3. Treatment of consumers
4. Treatment of employees
5. Compensation and benefits
6. Financial planning and budgeting
7. Financial condition and activities
8. Asset protection
9. Ends focus of grants and contracts
10. Emergency CEO succession

# Board Governance System

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## Board Purpose

Stated very broadly, the board's purpose is to direct and protect the organization under an overarching belief of **What Good, For Whom, and At What Cost.**

## The System We Use To Fulfill Our Purpose – Policy Governance®

Our board has a comprehensive system that allows us to fulfill our role in a way that clearly separates the job of governance from that of management. Policy Governance® is an internationally registered service mark of John Carver. The authoritative website for Policy Governance is [www.carvergovernance.com](http://www.carvergovernance.com). Following are a few key details about this system.

## Board's Unique Contributions

In Policy Governance, the board's three core roles are:

- 1) Maintaining a linkage with those on whose behalf it governs, often called “ownership linkage.”
- 2) Creating and maintaining a body of high-level policy that governs the operational organization and also describing how the board commits to do its own job
- 3) Monitoring organizational performance against that policy.

If the board is able to do these three well, it is both upholding its fiduciary duties and practicing governance that is effective and accountable to the organization's owners.

## Linkage with Owners

The board's linkage with its owners is a critical element of board work. Linkage ensures that the organization's mission and values map back to the perspectives of its ownership. This is an important and perhaps even broader concept of loyalty than expressed in the fiduciary duties. When using Policy Governance, not only do board members hold organizational interests above personal interests, they ensure that the organizational mission reflects ownership perspectives. This legitimates board decisions about mission.

## Policy Development

Policy Governance provides a framework of four categories in which the board articulates written policy. Two of these policy categories guide and control organizational outputs – the operational part of the organization. The other two categories guide and control board outputs.

- **Ends** policies define, and therefore allow for the specific measurement of, the organizational results that are to be achieved, who those results are for, and what it is worth to produce them.
- **Executive Limitations** policies define, and therefore allow for the specific measurement of, operational practices that are to be avoided (practices that are unlawful, imprudent, unethical or inconsistent with the values of ownership).

These two categories of policy, along with the monitoring of them, ensure a solid foundation for the Duty of Obedience (faithful to mission) and the Duty of Oversight (overseeing the organization).

- ***Governance Process*** policies encode the board's values about its own role and self-discipline. These policy values, if the board lives them, are meant to ensure sufficient board deliberation, a mission-based focus, thoughtful decision-making and avoidance of conflicts of interest. These policies fulfill the Duties of Care (decisions made in good faith), Obedience and Loyalty (college interests above individual interests).
- ***Board-Management Delegation*** policies detail the process by which the board delegates operations to the CEO, and monitors for compliance.

### ***Monitoring***

Regular and systematic monitoring against written policy ensures that assets are deployed to mission and that board members and the executive leadership have a good grasp of the strengths and shortcomings of organizational performance. This helps fulfill the board's Duty of Oversight (knowledge of the organization's activity) and Duty of Obedience (resources are deployed towards the mission).

### **Officers and Roles**

The board has the following officers:

1. Board Chair (or Chief Governance Officer - CGO): to assure the integrity of the board's process, represent the board, and chair the board meetings
2. Board Vice Chair: to assume the chair's responsibilities when the chair is not present
3. Board Secretary: to ensure the integrity of the board's documents.

The specific job contributions for each officer are found in the Governance Process (GP) category of our board's policy manual.

### **Board Committees**

The board uses two committees to govern itself, and does not use committees to oversee college operations. The two board committees are:

1. The Executive Committee that is made of the Chair, the Vice Chair, and the former Chair with the main objective of setting the board agenda while working with the President's Office
2. The Nominating Committee to search for and submit names of potential candidates to the board

### **Board Relationship to CEO**

The board considers the CEO our only employee. Other employees are accountable to the CEO. The board directs the CEO through our written Ends and Executive Limitations policies. Only direction given this way, or occasionally through a written board motion, are binding on the CEO. Since the board has authority only as a group, individual board members do not give instructions to the CEO or evaluate the CEO. The details of our relationship to the CEO are outlined in our board's policy manual.

## Legal Requirements

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### **Board Fiduciary Responsibilities**

A person who is in a position of trust with another is called a fiduciary. Board members are fiduciaries because they have been entrusted with an organization's mission and resources. Fiduciaries are held to certain legal standards set out as fiduciary duties. They include the duties of care, loyalty and obedience.

#### ***Duty of Care***

Board members must exercise care in overseeing the organization as a whole (Duty of Oversight) and also exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances when making individual decisions. Board members should act honestly and in good faith, with a view to the best interests of the college (the legal entity of the organization, and by extension, its moral owners or shareholders), and with the care, diligence and skill that a reasonably prudent person would use in similar circumstances.

#### ***Duty of Loyalty***

Board members must set aside their own interests, whether professional or personal, or the interests of any other organization. They must have complete, undivided loyalty to the college on whose board they serve. The college's interests must come first.

#### ***Duty of Obedience***

Board members have a responsibility to be faithful to the organization's stated mission and to follow its governing documents. They have a duty to the organization's purposes to be carried out, that funds are used for lawful purposes consistent with the mission, and that the organization complies with applicable laws.

#### ***Acting in Good Faith***

A board member is entitled to rely on information prepared or presented by officers or employees the board member believes is reliable and competent; legal counsel, public accountants or others as to matters the board member reasonably believes are within the person's professional or expert competence; a board committee if the board member reasonably believes the committee merits confidence. A board member is not acting in good faith if the board member has knowledge about the matter that makes reliance otherwise permitted unwarranted.

### **Legislation Governing our Organization**

Legislatively, the College is governed by the Ohio Revised Code, Chapter 3357 (Technical Colleges). North Central State College, as we know it today, was founded in 1963, as the Mansfield School of Technology. In 1969 the College was officially established as a technical college to provide technical assistance to professionals in fields such as engineering and physical, medical, or other sciences, with guidance from the following subsections:

1. Adult Education R.C. 3357.01(E)

2. Baccalaureate Oriented Program R.C. 3357.01(G)
3. Associates Degree; Certificates of Achievements R.C. 3357.09(J)
4. Counsel: Attorney General's Office R.C. 3357.02
5. Political Subdivision of the State R.C. 3357.04
6. Able to Levy Local Taxes R.C. 3357.11
7. Ownership of College: Board of Trustees R.C. 3357.12
8. Follows the Ohio Sunshine Laws O.R.C. 149 (Public Records) & O.R.C. 121 (Public Body and Meetings)
9. Within Ohio's twenty-three (23) two-year colleges, there are six (6) community colleges, eight (8) technical colleges, and nine (9) state community colleges with different legislative obligations. Back in 2008, all community colleges were directed to be comprehensive community colleges with the ability to offer both technical and general education degrees.

### **Regulatory Constraints**

*[List here items such as requirements for reporting and public disclosure (e.g., listed companies, government-funded organizations; legislated board training requirements (e.g., credit unions); requirements for boards to decide standards governing a profession (e.g., professional regulatory bodies).]*

Legislatively, the College is governed by the Ohio Revised Code, Chapter 3357 (Technical Colleges). See the section above on more details.

### **Board Liability Coverage**

*[Include here basic information about what liability coverage the organization carries for board members, including Directors and Officers insurance.]*

All Board members (as a whole) are covered under the "Pillar Liability Policy" up to \$5,000,000 with a \$10,000 deductible. The Board Chair is also covered by the "Crime" policy up to \$1,300,000 because he/she has signature authority for the checking account.

## Why We Use Policy Governance®

After much deliberation and researching of best board practices, the board adopted John Carver's Policy Governance® model back in 2003. This approach was implemented by utilizing a set of policy governance policies from another institution and making modifications as perceived to fit North Central State College and training on implementation and execution lacked clarity. Further extensive board training took place on campus in 2010 and was led by Miriam Carver to establish comprehensive understanding of and a unified commitment to the principles of the Carver Policy Governance Model. This comprehensive training and renewed commitment led to the realization that the deliberations and development of the governing policies was as important to the genuine implementation of Policy Governance as the policies themselves were. Therefore, the Board needed to begin the journey of policy development anew without any influence from the first set of policies that were essentially those of another institution. In August of 2010 with the assistance of Ms. Miriam Carver, the Board held a two-day retreat to begin the journey of exploration, deliberation, and development of the policies that would serve as the governing directive for the College for years to come. The first whole day was dedicated to the development of the all-important Ends Policies which established the institutions purpose through the questions: "What Good, For Whom, At What Cost?" This group of policies is of paramount importance as they provide the identity for the organization and establish its purpose to the greater good of the public it serves. The second day was dedicated to the development of policies under the three remaining quadrants using an established group of policies known as "Blitz" policies. Each of these policies were individually reviewed and tailored to their application to North Central State College and the existing regulations to which the institution is held accountable. The topics of these three quadrants are more of a universal nature as they could easily apply to any organization that values honesty, accountability, and a genuine desire to govern with excellence. On August 10, 2010, the old set of policy governance policies were officially rescinded and the new set of policy governance policies were approved.

There are eight (8) major characteristics of the Policy Governance® model:

1. Act as a unit.
2. Represent the "ownership" of the college (community link, one step below ownership vs. one step above CEO).
3. Operate by policy. Define decisions and directions in policy. Delegate authority through policy.
4. Begin with fewer broadest policy statements. Narrow the focus as needed. Stop when accepting "any reasonable interpretation."
5. Define vision and goals as "ends" (obsessed by ends).
6. Establish limits for "means" in policy (delegated to CEO).
7. Define governing processes and standards.
8. Monitor CEO performance against policy criteria.

The model enables the board to focus on the larger issues through four (4) policy categories

1. Ends
  - Policies that state the expected outcomes for those served by the College (board acting on behalf of the ownership).
2. Executive Limitations
  - Defines the ethical, legal, and prudent limits on staff activities.
  - CEO has authority and responsibility. Sole board employee.
3. Board/CEO Relationship
  - Board focuses on Ends, the results or the “What,” future needs/trends.
  - CEO focuses on the Means or the “How”.
4. Board Governing Process
  - How board governs itself.

### **Our Board Traditions**

*[If your board has certain traditions, describe them briefly here.]*

1. The value of board training every meeting
2. Attending Social Events for NCSC
3. Attending the National (ACCT) and State of Ohio (OACC) Conferences
4. For identifying candidates:
  - a. The Nominating Committee may know of interested candidates who have expressed a desire to become a Board of Trustee Member.
  - b. The Nominating Committee may know candidates who they have a current professional relationship/or community ownership with and know their skill sets.
  - c. The Nominating Committee may seek potential candidates that provide a varied level of expertise not already on the Board.

### **Our Board Code of Conduct**

As a board, we have expectations of each of our board members. These are clearly outlined in our Code of Conduct, which is found in the Governance Process section of our board’s policy manual.

#### Board Code of Conduct Policy No. 3357:13-02-30

The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

2.31 Board members must have loyalty to the ownership, un-conflicted by loyalties to staff, other organizations, and any personal interest as a consumer.

2.32 Board members must avoid conflict of interest with respect to their fiduciary responsibility.

a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict.

b. When the board is to decide upon an issue, about which a board member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote, but also from the discussion and deliberation.



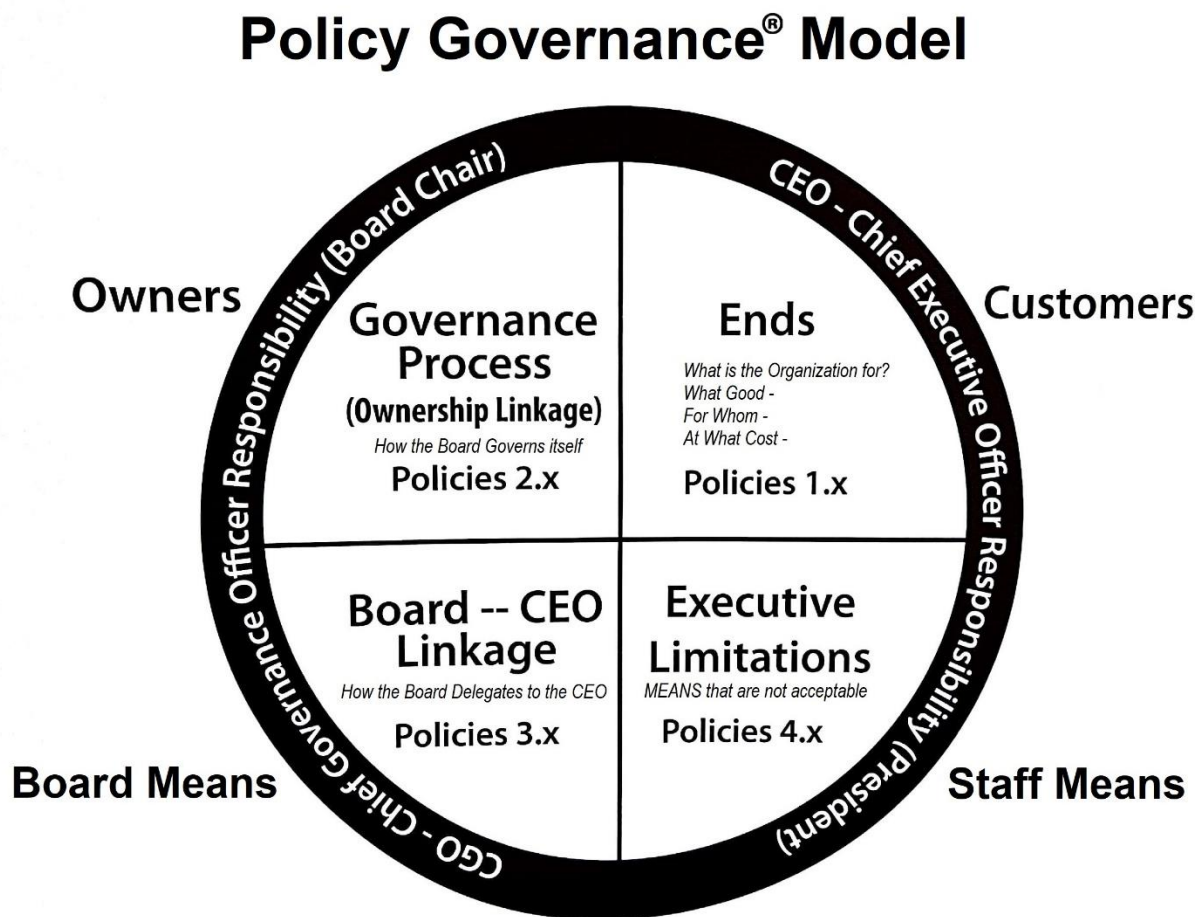
c. Board members will not use their board position to obtain employment in the organization for themselves, family members, or close associates. Should a board member apply for employment, he or she must first resign from the board.

2.33 Board members may not attempt to exercise individual authority over the organization.

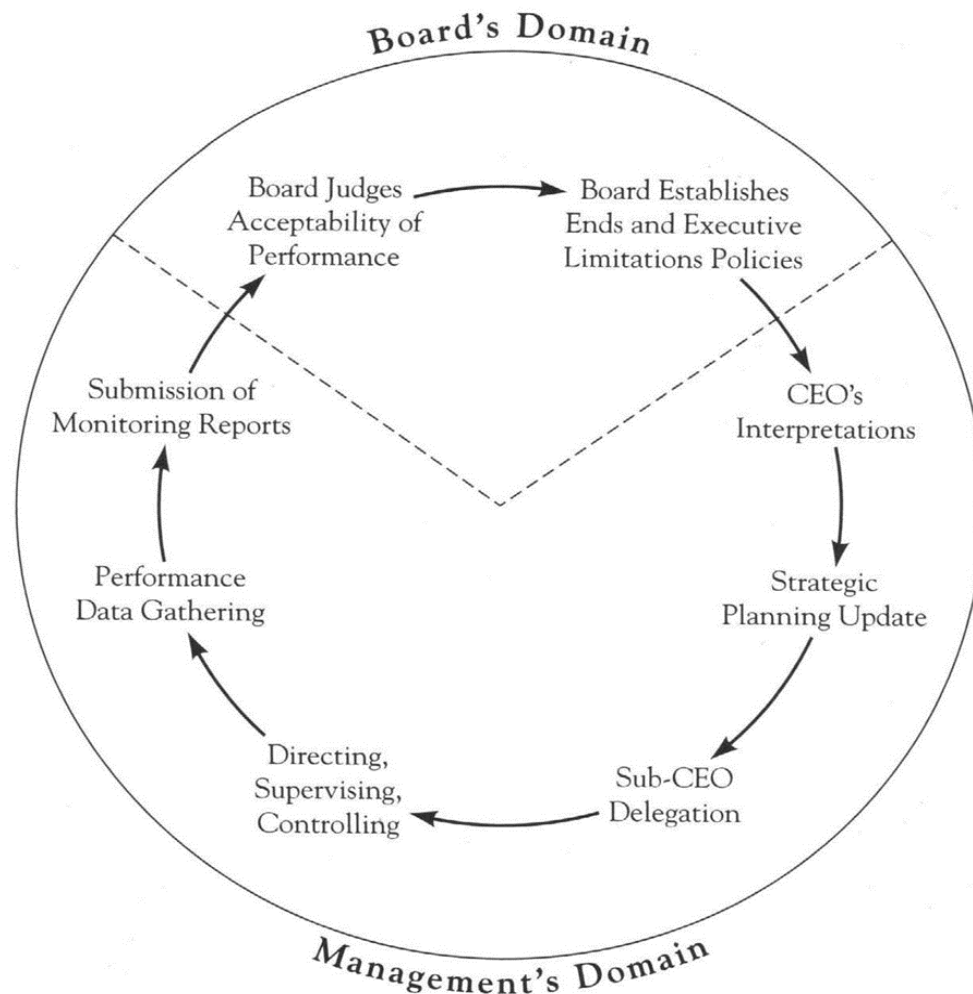
- a. Board members will respect the confidentiality appropriate to issues of a sensitive nature.
- b. Board members will be properly prepared for board deliberation.
- c. Board members will support the legitimacy and authority of board decisions, irrespective of the member's personal position on the issue.
- d. Board members will lead by example through the contribution of both time and money as appropriate.

### Our Governing Style

We have made a commitment to maintain a proactive, future focus, with a commitment to obtaining input from our owners, encouraging diverse viewpoints prior to making a collective decision, and maintaining a clear distinction between board and staff roles. This means we do not become preoccupied with operational administrative detail.







### Communication with Staff

Board members are free to talk with staff members. However, board members are not permitted to give instructions to staff – instructions to the CEO are given through written board policies, and instructions to other staff are from the CEO – or to evaluate staff. This restriction makes it possible for the board to hold the CEO clearly accountable for operational results.

### Board Work Outside of Meetings

The state has a minimum attendance policy of sixty percent (60%) for the monthly board meetings, yet not all of our board work occurs during the board meeting. Other engagement opportunities for board members include:

- A board member may be assigned to a board committee (executive, nomination).
- The board has an ownership linkage plan to connect with those on whose behalf we govern.
- A board member may be assigned policy to review or a scenario to discuss at the board meeting for continuous board development and the board's own compliance with its policies.
- Board members usually attend meetings of the Ohio Association of Community Colleges, the national Association of Community College Trustees and make presentations related to

governance and student success, and the Ohio Department of Higher Education/Chancellor annual update conference meeting in Columbus in the fall. Expenses are paid by the college.

- Graduation - a Friday evening early in May
- Employee appreciation event – early in December
- Joint NCSC / OSU-Mansfield board meeting early in December
- Being on a shared campus, college trustees alternate attending the quarterly local OSU-Mansfield board meetings. An OSU-Mansfield advisory board member attends the NCSC monthly board meeting to share the latest developments from Mansfield OSU.
- One trustee represents the College on the Ohio Association of Community Colleges governing board during their annual meeting.

# Board Key Relationships

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## Our “Owners” – Those on Whose Behalf We Govern

Our official owners are defined as the people residing in the three-county area of Ashland, Crawford, and Richland while excluding the employees of the institution.

## Major Stakeholders

*[Include here those served by the association, employees, other relevant organizations. If you have accountability agreements with any of them, note that here.]*

The College major stakeholders include the employees, business and industry in our service region, colleges and universities in the area and the rest of the state, high schools and career centers, community foundations and organizations, and government entities.

## Sister Organizations

There are twenty-three (23) two-year, comprehensive colleges in the state of Ohio

- [Belmont College](#)
- [Central Ohio Technical College](#)
- [Cincinnati State Technical & Community College](#)
- [Clark State Community College](#)
- [Columbus State Community College](#)
- [Cuyahoga Community College](#)
- [Eastern Gateway Community College](#)
- [Edison State Community College](#)
- [Hocking College](#)
- [Lakeland Community College](#)
- [Lorain County Community College](#)
- [Marion Technical College](#)
- [North Central State College](#)
- [Northwest State Community College](#)
- [Owens Community College](#)
- [Rhodes State College](#)
- [Rio Grande Community College](#)
- [Sinclair Community College](#)
- [Southern State Community College](#)
- [Stark State College](#)
- [Terra State Community College](#)
- [Washington State Community College](#)
- [Zane State College](#)

## Board Consultants

*[List here the name of your auditor, legal counsel, governance consultant, and any others.]*

1. Legal Counsel: Ohio Attorney General Office, Education Department – Atty. Reid Caryer
2. College Auditor: Currently it is Mr. Kevin Vaughn, Plattenburg & Associates, Inc.
3. Governance Consultant: Ms. Catherine Raso, CMR Governance Consulting (who picked up the work that was done by John and Miriam Carver)

### III. Board Support

- a. Logistical Information
- b. What Do I Do When?
- c. Frequently Asked Questions
- d. Board Working Documents
- e. Current Governance Issues and Background Information
- f. Appendix

## Logistical Information

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### Forms to be Signed

You will be asked to sign a confidentiality agreement, conflict of interest disclosure [*customize as needed.*] These documents are in the Appendix.

1. Pledge of Ethical Conduct
2. Complete the monthly board meeting evaluation surveys
3. State Ethics forms
4. Financial disclosure forms

### Expense Reports

The details of expense reimbursement are found in the Board and Committee Expenses policy in the Governance Process section of the board policy manual. A copy of the expense reimbursement form is in the Appendix.

### Meeting logistics

*[Include here details about who arranges travel to meetings, if relevant – do board members make their own arrangements, or are they made centrally? Also include detail about parking for meetings.]*

Most of the travel to meeting is arranged by the Executive Assistant to the President who also is the secretary to the Board of Trustees, including conference registration and hotel reservation. Sometimes, board members choose to do their own flight reservations. All related expense receipts are submitted to the Executive Assistant to fill out the appropriate form and get approved reimbursement.

### Technology

*[Include here details about email, passwords, board laptops if relevant, and board portal details if board information is stored and transmitted electronically.]*

Board materials are provided on the College website which board members can access.

# What Do I Do When....

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## ***I can't attend a board meeting?***

Contact the Board Chair and the President's Office if you cannot attend a meeting. Keep in mind the board's requirements for meeting attendance is sixty percent (60%) and is required by the State of Ohio.

## ***I have a conflict of interest?***

If you are aware of a board decision that will place you in a conflict of interest, advise the Board Chair. Then at the meeting, when that item comes up on the agenda, declare your conflict. This will be recorded in the minutes. You should leave the meeting room during the discussion and decision about the agenda item.

## ***I want to add an item to the agenda?***

Advise the Board Chair sufficiently in advance of the meeting that it can be added to the agenda and any necessary background information prepared, so the board's time can be used efficiently. The Board Chair has been delegated the authority to determine if an item is governance work. If the decision is that it is an item that belongs to management, the Board Chair may determine it is inappropriate for the agenda and advise you of that.

## ***I think a policy needs to be revised?***

Advise the Board Chair sufficiently in advance of the meeting that it can be added to the agenda and any necessary background information prepared. Provide your reasons for why you believe a revision is needed, so they can be included in the agenda package.

## ***I disagree with a decision the board has made?***

At the time a decision is made, if the matter is very important to you, you have a right to request that your dissenting vote be recorded in the minutes. Regardless of whether you agree with a decision or voted for it, you are still expected to publicly respect that the board made the decision legitimately. You do not have the right to try to give the CEO different instructions.

## ***I receive a complaint about an operational matter?***

If a staff member or member of the public or those we serve approaches you with a complaint, it is not your job as a board member to fix it. You should not offer any evaluative comment or solution. Rather, listen politely. Then inquire if the proper internal communication protocol for registering concerns has been followed. If not, direct the individual to the appropriate person, take no further action. If the internal protocol has already been followed and the concern has not been resolved through that action, explain that the Board has delegated certain responsibilities to the CEO, and that the Board holds the CEO accountable. Indicate that the CEO will be asked to ensure that the matter is looked into and respond directly. Ask the individual to contact you again if the matter has not been addressed within a reasonable time period. Inform the CEO or individual designated by the CEO of the complaint, and request that it be handled.

## ***I see or hear about staff doing something that seems to be in violation of our policies?***

Inform the Board Chair. The Chair will request the CEO to provide the Board with evidence of how the situation in question is consistent with a reasonable interpretation of the policy. The Board as a whole shall determine whether the situation constitutes non-compliance with the policy.

## Frequently Asked Questions

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### ***I have an idea for a program or project. Why can't I get it on the agenda?***

In order to hold the CEO accountable for operational performance, the board maintains self-discipline in refraining from telling the CEO what means to use to achieve the Ends. Rather, the board uses the Ends and Executive Limitations policies to clearly define the expected results and the limits of executive authority. The board then regularly monitors to ensure compliance with those policies. The board has committed not to prescribe means, because it would then be unable to hold the CEO accountable for the results. Programs and projects are means, therefore inappropriate for the board to determine. There is nothing preventing a board member from offering a good means idea to the CEO. However, if you choose to do that, remember that you do not have the authority of the board, you cannot implicitly or explicitly require the CEO to adopt your idea, or hold the CEO accountable for not using it.

### ***I was elected to “represent” [a geographical area, ward, interest group]. Many people in my [area] want me to vote a particular way on an item? Isn't it my responsibility to do so?***

~~[this is not relevant to your organization.]~~

~~You can certainly respect their concerns, and even ensure that they are raised at the board table. However, when the board makes a decision, your vote must be based on what is in the best interests of the ownership as a whole, not any particular group, even those that elected you to the board.~~

### ***Why doesn't the board receive reports from the CEO's committees?***

The CEO's committees are accountable to the CEO. The CEO is accountable to the board. Therefore the board does not receive reports from operational committees. Rather, it receives monitoring reports from the CEO, that include the results of committee work relevant to compliance with board policies.

### ***Why doesn't the board approve the budget?***

The board has several important roles in relation to the budget. The first is identifying what it is worth to achieve the results identified in the Ends. This is not necessarily a stipulation of “how many dollars” but rather an expression of the level of efficiency that is acceptable. The second is setting criteria in the Executive Limitations policies that set out what conditions related to the budget would be imprudent. The CEO then crafts the budget, and the board, rather than approving it, simply monitors it for compliance with the pre-determined criteria. (If legislation requires the board to approve the budget, then that formal approval is indeed given, but the real governance action is monitoring. This is the case for North Central State College. Budget approval is required by the State of Ohio)

### ***Why doesn't the board approve the strategic plan?***

The board has an important role in strategic thinking – exercising the foresight necessary to ensure that the direction it sets will result in an organization that not only survives, but thrives in the ever-changing world of the future. This strategic thinking results in clearly defined Ends Policies. The CEO then crafts a strategic plan designed to enable achievement of the Ends. The board may see the strategic plan, and even monitor it against Executive Limitations criteria the board chooses to set, but the plan is about operational means and therefore is not approved by the board.

### ***Where is the CEO's job description?***

The CEO's job contributions are stated in the Board-Management Delegation policies. These contributions are: (a) achieve a reasonable interpretation of the Ends, and (b) comply with a reasonable interpretation of the Executive Limitations. This is the CEO's job. Consistent with the Policy Governance® approach of stating expectations rather than defining activities or means, the “job description” does not include a list of expected duties or activities.

# Board Working Documents

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- **Calendar of Board meeting dates** (the annual calendar from the board package can be inserted here)
- **Board member and CEO contact information** (we can list info here)
- **Biographical information on board members and CEO** (we can prepare a short paragraph on each person here)
- **Governance Action Plan** (link with owners monthly, review/update policies with regard to ends and executive limitations monthly, monitor performance monthly and annually)
- **Ownership Linkage Plan** (report on owners linkage opportunities every month)
- **Documents for Nominating Committee**
  - Charge to Nominating Committee
  - Rules and regulations
  - Interview questions

## Charge to the Nominating Committee (Guideline)

The Board Chair appoints a Nominating Committee to develop a recommendation for the Board's consideration in the matters of Appointments/Reappointments of service terms and Appointment/Confirmations of service to an Executive Office (Chair, Vice-Chair, and Secretary).

### Appointment/Reappointment to Three-year Term of Service on the Board of Trustees

1. The Committee considers Recommendation or Non-Recommendation for Reappointment of currently serving Trustee's whose terms are about to expire on January 16 (same date every year).
2. If the incumbent Trustee is recommended for reappointment, the committee solicits the incumbent's Acceptance or Non-Acceptance of the recommendation for Reappointment
3. If the incumbent is Not recommended for reappointment or Declines reappointment, the Nominating Committee begins the process of Prospecting/Solicitation of "new" Candidates to fill the anticipated vacancy.

Note: The Committee is free to solicit any source it sees fit for candidate recommendations and other Trustees (not serving directly on the Committee) are encouraged to solicit candidate recommendations that they may then forward to the Nominating Committee for consideration.

4. The Committee carries out an Interview of candidates for consideration of filling vacancies.
5. From the recommendations and candidate interviews, the Committee develops a Recommendation to submit to the Board of Trustees (BOT) for consideration of Approval (ideally at or before the October meeting).
6. The Chair of the Nominating Committee introduces the Committee's Recommendation and moves for approval of the recommendation as presented. Hopefully, another member of the Board will Second the motion to open it up for further discussion. Upon the conclusion of discussion, the Board Chair calls the question. If the vote on the motion is positive, the Secretary to the Board carries out the action to the local Board of Education (for Local Appointments) or to the Governor's Office (for Governor Appointments) or both as appropriate.

### **Selection/Confirmation of Slate of Board Officers**

Our Board Chair appoints a Nominating Committee to develop a recommendation for the Board's consideration. The routine process follows a 2-year sequence of succession whereby the Board appoints a Secretary of the Board who in 2 years will assume the role of Vice-Chair and in 2 more years will assume the role of Chair.

Each odd numbered year, the Nominating Committee approaches the incumbent trustees to garner their acceptance of the recommendation for moving to the next higher office and approaches a trustee from the county of the incumbent Chair to solicit one of the remaining (2) trustees to assume the Secretary role with the understanding they will follow the promotion tract to the Chair position. Since we have a total of 9 trustees, 3 of which represent each of the 3 counties in our service district, the board seeks to have a representative from each county serving at some level in the executive committee (as Chair, Vice-Chair, or Secretary). While that is not always possible, it is the desired composition.

Our terms of office are for 2-years however, each even numbered year; the Nominating Committee approaches the 1<sup>st</sup> year incumbent to confirm their willingness to carry out the 2<sup>nd</sup> year of their term in the current office. If all officers confirm their willingness to serve the second year, the Nominating Committee brings forward a recommendation for reappointment of the current officers. If the incumbent is not willing or able to carry out the 2<sup>nd</sup> year of his or her term in office, the committee will solicit another trustee to fill that upcoming role either for just the one year or as part of the rotation, as appropriate.

In all cases, the Nominating Committee formulates a recommendation to bring before the full board for consideration of approval either at or before their December meeting. Since the approval of officers does not require any external approval process, it may be acted upon later than that for appointments/reappointments. This sets the stage for the Installation of Officers action to take place at the January meeting.



# **RULES AND REGULATIONS OF THE NCSC DISTRICT**

## **ARTICLE II MEMBERSHIP - BOARD OF TRUSTEES**

- I. Qualifications - Appointees of the Board of Trustees shall be qualified electors residing in the North Central State College district.
- II. Term of Office - The term of Office shall be three years.
- III. Number and Manner of Appointment - The Board shall consist of nine (9) members. Three (3) Trustees shall be appointed by the Governor with the advice and consent of the Senate. Six (6) Trustees shall be appointed by a joint caucus by the County, City, and exempted Village Boards of Education of the School Districts whose territories are embraced in the Technical College District. Prior to the appointment of the Trustees, the President of the Board of Education of the City School District having the largest pupil enrollment shall call a caucus of the Board of Education of the foregoing Boards of Education at a time and place designated by such President. At such caucus the Board members shall select by majority vote of the attending members the six (6) Trustees. All vacancies in the Board of Trustees, whether caused by resignation, death, or otherwise, are to be filled by the authority who made the original appointment. The Secretary of the Board shall be charged with the responsibility of maintaining such records and the giving of such notices to the appointing authority as will properly insure the timely appointment and the term thereof. In the case of the normal expiration of terms of office, ninety (90) days written notice shall be given by the Secretary of the Board to the appointing authority. In all other cases notice shall be given as soon as the office of trustee becomes vacant. Authority making initial and vacancy appointments shall be those described by Section 3357.05 paragraph (b) of the Ohio Revised Code.
- IV. Date of Appointment and Expiration –
- Based upon the date of original appointments, new appointments become effective on January 17<sup>th</sup>, unless otherwise indicated by the appointing authority. Likewise, terms expire on January 17<sup>th</sup> or on a later date if so indicated by the appointing authority. Any trustee shall continue subsequent to the expiration date of his term until his successor takes office, or until a period of sixty (60) days has elapsed, whichever occurs first.

### References:

**ORC 3357.01 (A) Technical College Definitions.** “Technical college district” means a political subdivision of the state and a body corporate with all the powers of a corporation...which meets the standards prescribed by the Ohio board of regents...and which is organized for the purpose of establishing, owning, and operating one or more technical colleges within the territory of such district.

**ORC 3357.02 Technical College District.** ...The attorney general shall be the attorney for each technical college district and shall provide legal advice in all matters relating to its powers and duties.

**ORC 3357.05 Appointment of Board of Trustees.** ...Appointees shall be qualified electors residing in the technical college district and shall not be employees of that technical college. No new trustee may be appointed who is a member of any board of education or educational service center governing board.

Each trustee shall hold office from the date of appointment until the end of the appointed term. Any trustee appointed to fill a vacancy occurring prior to the expiration of the term for which the trustee's predecessor was appointed shall hold office for the remainder of such term. Any trustee shall continue in office subsequent to the expiration date of this term until a successor takes office, or until a period of sixty (60) days has elapsed, whichever occurs first.

## **New Trustee Candidate Interview Questions**

1. Are you currently serving on the board for any high school or college?
2. What county do you reside/pay taxes?
3. Why are you interested in becoming a trustee?
4. What connection do you have to NCSC? Are you a graduate?
5. What Fraternal/Service/Professional organizations are you a member of?  
Do you serve in a leadership role for any of these organizations?
6. What Non-profit organizations are you a member of?  
Have you served in a board/leadership role for any of these organizations?

## Current Governance Issues and Background Information

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**Key issues, opportunities and challenges** (President can provide slides on current opportunities and challenges here)

**Most recent Ends monitoring reports** (President can provide a sample monitoring report reflecting Ends)

**Most recent Executive Limitations monitoring reports** (President can provide a sample monitoring report reflecting Executive Limitations)

**Brief environmental scan** (President can provide slides on the environmental scan here)

**Major risks** (most recent CEO monitoring report reflecting risks)

**Details of any major litigation involving the organization** (no major litigation at this point)

**Minutes from the last 3-6 board meetings** (minutes can be inserted here)

# Appendix

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## A. Annual Report

*[Insert a copy of the organization's most recent Annual Report]*

- 1.

## B. Incorporating documents

*[Insert a copy of organization's constituting documents – e.g., Constitution, Charter, Articles of Incorporation, Letters Patent, Unanimous Shareholder Agreement. If your organization was created by a legal statute, Insert the relevant legislation, or if very lengthy, an internet link.]*

1. Charter
2. Articles of Incorporation
3. [Ohio Revised Code 3357 Technical Colleges](#)
4. [Ohio Revised Code 3333 Ohio Department of Higher Education](#)

## C. Bylaws

*[Insert a copy of the organization's Bylaws]*

1. North Central State College Board of Trustees Rules and Regulations

## D. Board Policies

*[Insert a copy of the board's governance policies]*

1. Policy Governance Policy Manual

## E. Most Recent Audited Financial Statements

*[Insert a copy here]*

1. Fiscal Year 2017-2018 Single Audit Report (College)
2. Fiscal Year 2017- 2018 Single Audit Report (Foundation)

## F. Commonly Used Acronyms

*[Insert a copy here]*

1. Index of Commonly Used Acronyms and Terms

## G. Expense Reimbursement Form

1. Travel Procedures and Sample Receipts
2. [Travel Authorization Form](#)
3. [Travel Expense Reimbursement Form](#)

## H. Documents Requiring Signature

*[Insert here confidentiality, conflict of interest disclosure, and/or any other forms the board member is required to sign.]*

1. North Central State College Board of Trustees Code of Conduct
2. Pledge of Ethical Conduct
3. Financial Acknowledgement
4. Oath of Office
5. Financial Disclosure Statement (FDS) "Sample"

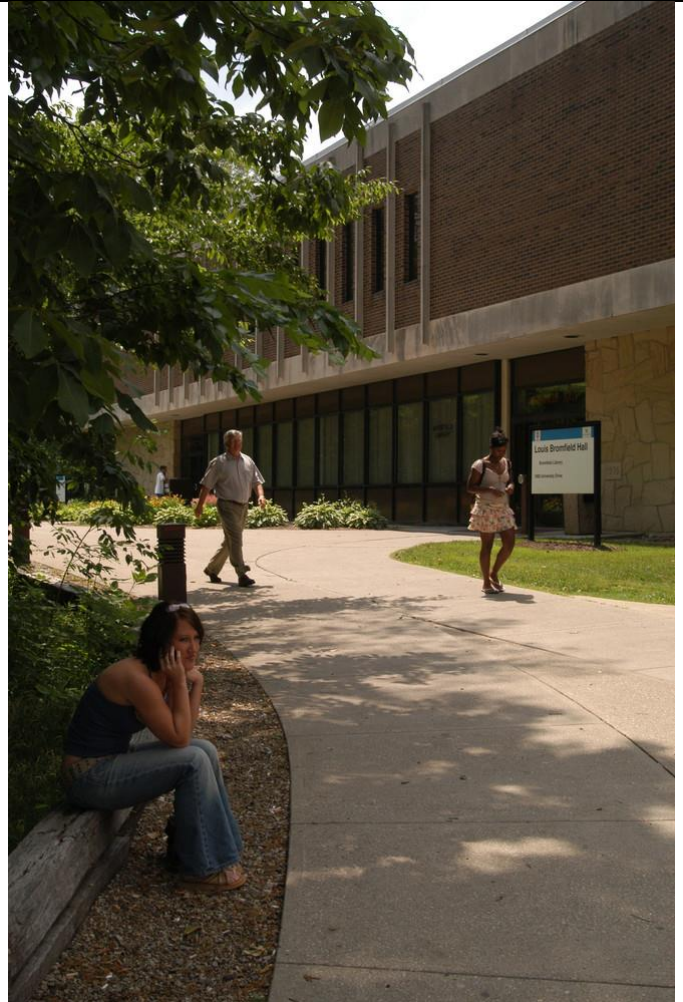
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Campus Bookstore



Conard Learning Center



Bromfield Library & Information Commons



Eisenhower (Campus Cafeteria & Student Union)



Fallerius Technical Education Center



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Health Sciences Building



Byron Kee Center for Student Success



Ovalwood Hall & Founder's Auditorium (OSU-M)



Campus Recreation Center (CRC)



Riedl Hall (OSU-M)



Child Development Center (CDC)