



**BOARD OF TRUSTEES
Regular Monthly Meeting**

**Wednesday, January 15, 2025 – 4:30 p.m.
Conference Center (E126AB)**

Zoom Option:

<https://frederick-edu.zoom.us/j/89179017229?pwd=nblRbFd8NRAxptSiwi8oU1oAUxdK5w.1&from=addon>

Call-in Option:

Phone Number: 301-715-8592 | Meeting ID: 891 7901 7229 | Passcode: 271308

I. Call to Order

II. Approval of Minutes

- A. November 16, 2024 Board Retreat (**Enclosure 1**)
- B. November 20, 2024 Regular Meeting (**Enclosure 2**)

III. Board & CEO Comments

IV. Consent Agenda

- A. Approval of Sole Source Contract with Institute for the Future (ITF) (**Enclosure 3**)

V. Information/Discussion Items

- A. Ownership Linkage
- B. Monitoring CEO Performance
 - 1. Review: EL-0 General Executive Constraint Draft Interpretation (**Enclosure 4**)
 - 2. Review: EL-5 Organization Culture Draft Interpretation (**Enclosure 5**)
- C. Monitoring Board Performance
 - Policy Survey Review:
 - 1. BCD-2 Accountability of the President (**Enclosure 6**)
 - Policy Review:
 - 2. GP-12 Handling Operational Complaints (**Enclosure 7**)
 - 3. GP-13 Handling Alleged Policy Violations (**Enclosure 8**)

VI. Action Items

- A. Approval: GP-11 Special Rules of Order Revisions (**Enclosure 9**)
- B. Monitoring CEO Performance
 - 1. Approval: EL-9 Asset Protection Interpretation (**Enclosure 10**)
 - 2. Approval: EL-10 Investments Interpretation (**Enclosure 11**)
 - 3. Acceptance: EL-6 Planning Baseline Insight Report (**Enclosure 12**)
 - 4. Acceptance: EL-7 Land Use Baseline Insight Report (**Enclosure 13**)

VII. Meeting Content Review (Enclosure 14)

Consideration of areas for meeting content improvement: This item on the agenda provides the Board the opportunity to give the Board Chair and the President feedback on the quality of the content provided during this Board Meeting. We would appreciate receiving suggestions wherein you would like to see changes made to future Board meetings.

VIII. Closed Session

The Board of Trustees will hold a public vote to meet in closed session in accordance with the Maryland Open Meetings Act, Section 3-305(b)(7) to consult with counsel to obtain legal advice; Section 3-305(b)(9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter. The topics are: to obtain legal advice related to collective bargaining strategy and potential positions; and review and approval of closed session minutes from November 20, 2024 pursuant to Section 3-306(c)(3)(ii) of the General Provisions Article of the Maryland Annotated Code.

IX. Adjournment

NEXT MEETING: **Wednesday – February 19, 2025**
▪ **4:30 p.m. – Regular Monthly FCC Board Meeting**

Under the ADA and Section 504, Frederick Community College (FCC) makes every effort to accommodate individuals with disabilities for College-sponsored events and programs. For FCC employees needing accommodations, including interpreting, please email humanresources@frederick.edu. For students and others with accommodation needs or questions, please call 301-846-2408, or to request sign language interpreter services, please email Interpreting@frederick.edu. Sign language interpreters will not be automatically provided for College-sponsored events without a request for services. Requests must be made at least five workdays before a scheduled event to guarantee accommodations.

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**November 16, 2024
Board Retreat
Chris T. Matthews Board Room (A201)**

Attending In Person:

Trustees Theodore Luck, Chair; Tom Lynch, Vice Chair; Carolyn Kimberlin; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Former Trustee Dr. John Molesworth's position is currently vacant. Also present was President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board.

Participating Virtually:

Dr. Daniel Phelan, Facilitator.

Board Chair Luck convened the retreat at 9:05 a.m.

Dr. Phelan led a discussion regarding the Board Ownership Linkage Strategy and Timeline. Topics included the difference between the Owners, stakeholders, and customers; a recommended three-year planning cycle; strategies for engaging the Ownership; desired outcomes of the linkage process; potential questions for Ownership encounters; the process of updating the Ends policy with the resulting information; and methods for following up with the Owners.

The Board will have a standing discussion item on the agendas for the January through June 2025 Board meetings titled "Ownership Linkage" to develop the elements of a plan. The overall Ownership Linkage Plan will be considered at the July Board retreat.

The retreat adjourned at 12:04 p.m.

Dr. Annesa Payne Cheek
Secretary/Treasurer

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**November 20, 2024
Regular Meeting**

The Board of Trustees of Frederick Community College met in **regular session** on Wednesday, November 20, 2024 in the Conference Center (E126AB). A virtual option to participate was provided. Participating in person were: Trustees Theodore Luck, Chair; Tom Lynch, Vice Chair; Carolyn Kimberlin; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Former Trustee Dr. John Molesworth's position is currently vacant. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Janice Spiegel, Special Projects Manager/Budget Office Frederick County Government; and Adam Konstas, PK Law, College legal counsel.

Participating virtually was Dr. Daniel Phelan, Consultant.

CALL TO ORDER

The meeting was called to order by Chair Luck at 4:30 p.m.

APPROVAL OF MINUTES

Chair Luck called for approval of the minutes of the October 16, 2024 regular meeting.

On a motion made by Vice Chair Lynch, the Board unanimously approved the October 16, 2024 regular meeting minutes, as presented.

BOARD & CEO COMMENTS

Chair Luck and Trustees Kimberlin, Reid, and Whitworth shared observations from their attendance at the Association of Community College Trustees Leadership Congress last month.

President Cheek also shared comments about her experience at the Leadership Congress. She then reported on the Hungry Harvest Box & Turkey Distribution and FCC Live Well Kit Giveaway, the ribbon cutting for the new Baking & Pastry Lab at 200 Monroe, strategic foresight sessions with the Institute for the Future, An Artful Evening, the Adult Education Graduation & Celebration of Excellence, and the first ever Maryland Higher Education Commission Student Success Summit.

CONSENT AGENDA

On a motion made by Vice Chair Lynch, the Board unanimously approved to remove both items from the Consent Agenda.

ACTION ITEMS REMOVED FROM CONSENT

Approval of Award – RFP 25-PR-01 to Forvis Mazars, LLP in the amount of \$124,000 for Policy Governance Alignment Consulting Services – There was discussion regarding the RFP process and qualifications of the proposed awardee.

On a motion made by Vice Chair Lynch, the Board unanimously approved the award to Forvis Mazars, LLP, as presented.

Approval of Award of Guaranteed Maximum Price (GMP) in the amount of \$1,650,000 to Dustin Construction Inc. for the Improvements to the Carl and Norma Miller Children’s Center Project – There was discussion regarding the timeframe for

construction and it was noted that the Children's Center will be closed approximately May to August 2025. Ample notification will be provided to parents and families so they can find alternative childcare during this time.

On a motion made by Vice Chair Lynch, the Board unanimously approved the award to Dustin Construction Inc., as presented.

INFORMATION/DISCUSSION ITEMS

Fiscal YTD Financial Report through September 30, 2024 – Scott McVicker, Chief Financial Officer (CFO) and Vice President (VP) for Administration, went through the report in detail with the Board.

MONITORING CEO PERFORMANCE:

Review of Draft Interpretation of EL-9 Asset Protection – The Board reviewed this interpretation. A recommendation was made to consider adding health insurance to item 3 in the future. This will be revisited during the next policy review. There was a suggestion to add “and procurement requirements as necessary” to item 9, but it was clarified that this is already covered under the broad language of “purchasing protocols.”

Review of Draft Interpretation of EL-10 Investments – The Board reviewed this interpretation. There were no comments.

MONITORING BOARD PERFORMANCE:

Board Policy Review: GP-11 Special Rules of Order – The Board reviewed this policy for currency. A revision was identified to delete “(i.e., Two-thirds)” in item 10. The revised policy will be considered for approval at the January Board meeting.

Board Policy Review: BCD-2 Accountability of the President – The Board

reviewed this policy for currency. There were no suggested revisions.

ACTION ITEMS

Approval of CIP and County Capital Budget Request (FY 2026-FY 2031) – CFO/VP

McVicker detailed the FY 2026 – FY 2031 Capital Improvements Program (CIP) and County Capital Budget Request.

On a motion made by Trustee Kimberlin, the Board unanimously approved the FY 2026 – FY 2031 CIP and County Capital Budget Request, as presented.

MONITORING CEO PERFORMANCE:

Approval of Interpretation for EL-6 Planning – The Board considered this interpretation, which was reviewed at the meeting last month.

On a motion made by Trustee Kimberlin, the Board unanimously approved the Interpretation for EL-6 Planning, as presented.

Approval of Interpretation for EL-7 Land Use – The Board considered this interpretation, which was reviewed at the meeting last month.

On a motion made by Trustee Reid, the Board unanimously approved the Interpretation for EL-7 Land Use, as presented.

Acceptance of Baseline Insight Report for EL-4 Financial Conditions and Activities – Chair Luck provided a reminder that the Board agreed to receive baseline insight reports in lieu of monitoring reports as part of the transition to full deployment of the Policy Governance® Model. Areas of compliance will be expected to be maintained and areas of non-compliance will be expected to be addressed prior to the submission of the

formal monitoring report next year. President Cheek reported full compliance with the exception of item 12.b.

On a motion made by Trustee Reid, the Board unanimously approved to accept the Baseline Insight Report for EL-4 Financial Conditions and Activities, as presented.

MEETING CONTENT REVIEW

Chair Luck led a discussion for the consideration of areas for meeting content improvement and the effectiveness of the meeting as it adheres to the principles of Policy Governance®. Trustees expressed satisfaction with the meeting and appreciation for the thoroughness of the materials provided.

CLOSED SESSION

At 5:24 p.m., the motion was made by Vice Chair Lynch to convene in closed session and unanimously approved by the Board.

This action was taken in accordance with Maryland's Open Meetings Act, Section 3-305(b)(1) to discuss (i) the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of an appointee, employee, or official over whom this public body has jurisdiction; or (ii) any other personnel matter that affects one or more specific individuals; Section 3-305(b)(7) to consult with counsel to obtain legal advice; Section 3-305(b)(9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter.

The Board convened in closed session in the Conference Center (E126AB) on November 20, 2024. Attending were: Trustees Theodore Luck, Chair; Tom Lynch, Vice Chair; Carolyn Kimberlin; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Former Trustee Dr. John Molesworth's position is currently vacant. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Avis Boyd, Chief of Staff to the President; Dr. Bridgette Cofield, Vice President (VP) for Talent and Culture; Dr. Anne Davis, Provost and VP for Teaching, Learning and Student Success; Scott McVicker, Chief Financial Officer (CFO) and VP for Administration; Pamela Murphy, Labor Relations Specialist; Adam Konstas, PK Law, College legal counsel; and Kari Melvin, Recording Secretary.

The Board reviewed closed session minutes from September 18, 2024.

On a motion made by Vice Chair Lynch, the Board unanimously approved the September 18, 2024 closed session minutes, as presented.

The Board obtained legal advice on matters related to collective bargaining strategy and potential positions. No action was taken.

Provost/VP Davis and Labor Relations Specialist Murphy left the meeting.

The Board considered an appeal for procedural review.

On a motion made by Vice Chair Lynch, the Board unanimously approved to reject the appeal of procedural error.

The Board obtained legal advice related to a personnel matter. No action was taken.

The meeting adjourned at 6:01 p.m.

NEXT MEETING

The next regular meeting of the Board will be held on Wednesday, January 15, 2025.

Dr. Annesa Payne Cheek

Secretary/Treasurer

Prepared by Kari Melvin
Office of the President
Frederick Community College

DRAFT



To: Board of Trustees Frederick Community College

From: Dr. Annesa Payne Cheek, President

Cc: Dr. Matthew Paushter, Chief Foresight and Decision Support Officer

Date: January 15, 2025

Subject: Consent Item
Approval of Sole Source Contract with Institute for the Future (ITF)
in the amount of \$190,000

Board Policy: EL – 4 Financial Conditions and Activities

OVERVIEW

FCC's current strategic plan (*FCC Forward: Strategic Plan 2020-2025*) concludes in June 2025. The long-term success of the College requires an expansion and evolution of its traditional strategic planning approach to include future-ready planning. While strategic planning focuses on defining direction, setting goals, and allocating resources for the next 3-5 years, future-ready planning is a risk-management and opportunity optimization process that looks beyond current realities to better prepare organizations for potential changes, disruptions, and innovations that may occur well beyond a 3-5 year timeframe.

The Institute for the Future, a non-profit think tank based in Palo Alto, California, will support and guide the College's future-ready planning. For over 55 years, IFTF, the world's leading futures organization, has produced global forecasts and custom research, and provided foresight training to help businesses, governments, and social impact organizations navigate complex change and develop future world-ready strategies.

The timeline for this future-ready planning engagement is January – June 2025.

ANALYSIS

Future-ready planning evaluates global trends—such as disruptive technologies, economic shifts, and geopolitical changes—over a 5-20 year horizon. An integrative approach involving both strategic planning (to guide immediate actions and resource allocations), and future-ready planning (to anticipate future challenges and foster longer-term adaptability) will strengthen the College's ability to maintain a solid foundation today while

also developing an adaptive culture. An adaptive culture embraces change as inevitable, uses it as an opportunity for growth, and makes the organization more nimble and better prepared for the evolving future.

During Fall 2024, IFTF conducted introductory workshops about the *foresight process* (with campus and community stakeholders) and began collecting data (via interviews) on *drivers* and *signals* of change.

- **Foresight** is the process of systematically exploring and analyzing possible, probable, and preferable futures to better understand and anticipate potential changes, challenges and opportunities.
- **Drivers of change** are longer-term, systemic, and often slower-moving forces (e.g., climate change, new economic models) that have a sustained impact on industries, societies, technologies, or global systems. They are typically broad, ongoing forces that significantly influence how the world changes.
- **Signals of change** are specific, early, observable signs that suggest a potential shift or transformation (driver of change) is starting to have an impact or will likely have one in the near future.

FCC's future-ready planning will build the College's capacity to make sense of the changing internal and external landscapes (institutional, local, state, national, and global) and to both pursue and *create* opportunities. The process will be ongoing rather than a one-time exercise. The goal is to collaboratively, with internal and external stakeholders, anticipate systemic shifts in the external environment, understand their impacts, envision desirable futures, and engage in actions to shape desirable outcomes.

As the only organization conducting this type of work in the United States, IFTF is highly qualified to appropriately provide this service to the College.

RECOMMENDATION

It is recommended that the Board of Trustees approve the Sole Source Contract with Institute for the Future in the amount of \$190,000 for services to support the College's future-ready planning. Funding for this project is included in the current FY25 budget.

ATTACHMENT(S)

No attachments



To: Frederick Community College Board of Trustees

From: Dr. Annesa Payne Cheek, President

Cc: Dr. Bridgette Cofield, Vice President for Talent and Culture

Date: January 15, 2025

Subject: **Information/Discussion Item**
President's Interpretation for EL-0 General Executive Constraint

Board Policy: BCD-3 Delegation to the President

OVERVIEW

Attached for the Board's feedback is my interpretation for Policy EL-0 General Executive Constraint.

ANALYSIS

Per Board-CEO Delegation Policy BCD-3 Delegation to the President:

The Board will instruct the President through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, i.e., Executive Limitations, allowing the President to use any reasonable interpretation of these policies.

RECOMMENDATION

Review the enclosed interpretation for Policy EL-0 General Executive Constraint and provide feedback for consideration. A final version will be submitted for approval at the February 19, 2025 Board meeting.

ATTACHMENT(S)

President's Interpretation for Policy EL-0 General Executive Constraint

President's Interpretation for EL-0 General Executive Constraint

Note: Board Policy is indicated in bold typeface throughout the report.

The President shall not cause or allow any practice, activity, decision or organizational circumstance, which is either imprudent, unlawful, or does not adhere to commonly accepted business and professional ethics.

INTERPRETATION:

I have thoroughly analyzed the practices, activities, decisions, and organizational circumstances outlined in the Board's Executive Limitations, EL-1 through EL-11, identifying any that are unlawful and must be avoided. Adhering to these policies, along with the ones listed below, will ensure full compliance with EL-0.

The legal environment in which the College operates is intricate and constantly evolving. Consequently, there may be instances where unintentional breaches of the law occur due to factors such as new case law, nuanced interpretations of legal statutes, the litigious nature of society, and the potential for varying interpretations of case situations by the courts, judges, and juries. Thus, Frederick Community College could potentially be found to be non-compliant with the law even without any deliberate wrongdoing by the Board, CEO, or College staff.

More particularly, compliance will be demonstrated when:

- a. Independent legal review of relevant College operations confirms that there has been no intentional violation of relevant laws as they pertain to EL-1 to EL-11.
- b. There are no material findings discovered in audit reports.

This interpretation is reasonable because it assures that there is objective, third-party review by those with technical and/or legal expertise or knowledge.



To: Frederick Community College Board of Trustees

From: Dr. Annesa Payne Cheek, President

Cc: Dr. Bridgette Cofield, Vice President for Talent and Culture

Date: January 15, 2025

Subject: **Information/Discussion Item**
President's Interpretation for EL-5 Organization Culture

Board Policy: BCD-3 Delegation to the President

OVERVIEW

Attached for the Board's feedback is my interpretation for Policy EL-5 Organization Culture.

ANALYSIS

Per Board-CEO Delegation Policy BCD-3 Delegation to the President:

The Board will instruct the President through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, i.e., Executive Limitations, allowing the President to use any reasonable interpretation of these policies.

RECOMMENDATION

Review the enclosed interpretation for Policy EL-5 Organization Culture and provide feedback for consideration. A final version will be submitted for approval at the February 19, 2025 Board meeting.

ATTACHMENT(S)

President's Interpretation for Policy EL-5 Organization Culture

President's Interpretation for EL-5 Organization Culture

Note: Board Policy is indicated in bold typeface throughout the report.

The President shall not permit an organizational culture that lacks a high degree of integrity at all levels of the organization.

Further, without limiting the scope of the above by the following list, the President shall not:

- 1. Operate without an enforced internal Code of Conduct, of which all employees are made aware, that clearly outlines the rules of expected behavior for employees.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. There is evidence that the College has an Employee Code of Conduct policy that is current and accessible.
- b. Employment contracts for active employees include an acknowledgement by the employee to abide by the Employee Code of Conduct policy.

This interpretation is reasonable because it follows industry best practices and aligns with Maryland state law.

- 2. Permit employees and others to be without a mechanism for confidential reporting of alleged or suspected improper activities, without fear of retaliation.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. There is a mechanism for confidential reporting to the Board Chair, Vice Chair or Board Attorney, of alleged or suspected improper activities that implicate the CEO or a Trustee.
- b. An anonymous reporting system is available to employees for the reporting and investigation of suspected improper activities, which can include financial irregularities, as well as acts that are dishonest, deceitful, fraudulent, or criminal, in addition to other violations of federal and/or state laws. In situations where a conflict arises in a direct-reporting relationship, employees have access to an anonymous reporting system that is independent of the College.
- c. A policy and supporting documentation are in place notifying employees of the consequences of making false claims or allegations that prove to be unsubstantiated, or which prove to have been made maliciously or are knowingly false. These claims shall be viewed as a serious offense and shall be subject to disciplinary action, which may include termination from employment.

President's Interpretation for EL-5 Organization Culture

- d. A policy and supporting documentation are in place to ensure that no employee will be adversely affected because the employee refuses to carry out a directive which would result in an improper, illegal, immoral, or unethical act.

This interpretation is reasonable because it follows Human Resources and industry best practices.

3. Cause or allow research involving either human subjects or animals that does not adhere to generally accepted ethical principles and policy or federal and state regulations.

INTERPRETATION:

I interpret "research involving human subjects" to mean research conducted by an investigator (whether professional or student) on living individuals which:

- Obtains information through intervention or interaction with the individual, and uses, studies, or analyzes the information; or
- Obtains, uses, studies, analyzes, or generates identifiable private information.

I interpret "research involving animals" to mean the use of non-living vertebrate animals for examination and/or dissection for teaching and learning purposes.

Compliance will be demonstrated when:

- a. The College has a published policy and guidelines in place to distribute to individuals wishing to conduct research regarding the use of human subjects.
- b. Any animal specimens used for instructional purposes are verified as ethically sourced and disposed of properly.

This interpretation is reasonable because such practices are consistent with common methods employed in the higher education and research community.

3.1. Permit potential researchers to be without readily available guidelines for ethical research and assistance in identifying and solving ethical problems.

INTERPRETATION:

Compliance will be demonstrated when, in such cases where research is conducted at FCC, prior approval includes submission of ethical guidelines for all research work.

This interpretation is reasonable given this practice is consistent with common methods employed in the higher education and research community.

President's Interpretation for EL-5 Organization Culture

3.2. Permit research that has not been subject to independent ethical review.

INTERPRETATION:

Compliance will be demonstrated when the College has an established Institutional Review Board which is used for independent, ethical review of all research work involving humans.

This interpretation is reasonable because it establishes standard higher education and research internal controls to ensure adherence to policy and associated guidelines.

DRAFT

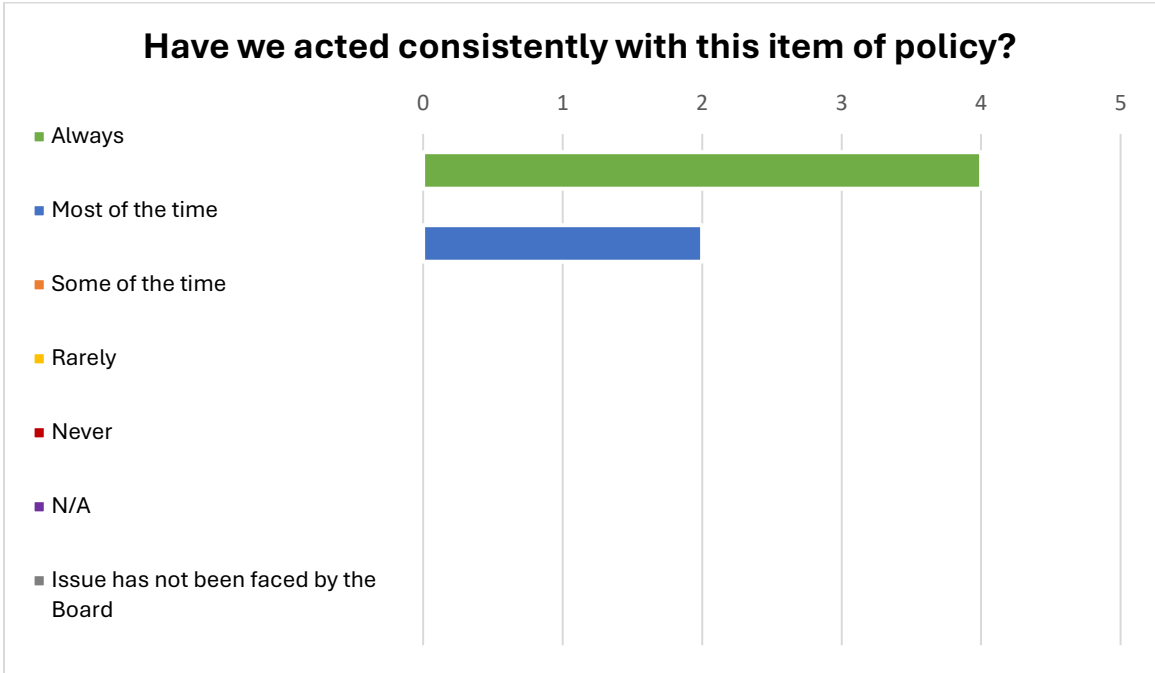


Frederick Community College Board of Trustees

**Board Self-Monitoring Survey Results:
BCD-2 Accountability of the President
Date: 1/15/2025**

Number of Responses: 6

The President is the Board’s only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the President.



Provide specific representative examples to support your above response when applicable.

- None of the existing Board members have ever sought to direct or engage staff substantively except with the President or with the knowledge and concurrence of the President.

- We trustees are currently adjusting to the concept of policy governance which includes thoroughly understanding the differences between the governing and operational sides. As we continue to learn through our experiences with developing policies, interpretations, and monitoring reports, we will become more adept at identifying what is operational and what is governing. Change requires time.
- Each action was subject to scrutiny as it relates to Board policy.
- When we first implemented policy governance, on occasion, we, as board members, critiqued the president's processes to achieve operational goals; however, as we became more familiar with the Policy Governance model, we became comfortable with our roles as end policy developers and the president's role in organizational performance.
- Nothing specific but I think we clearly understand and operate under this policy.

1. The Board will never give instructions to persons who report directly or indirectly to the President.

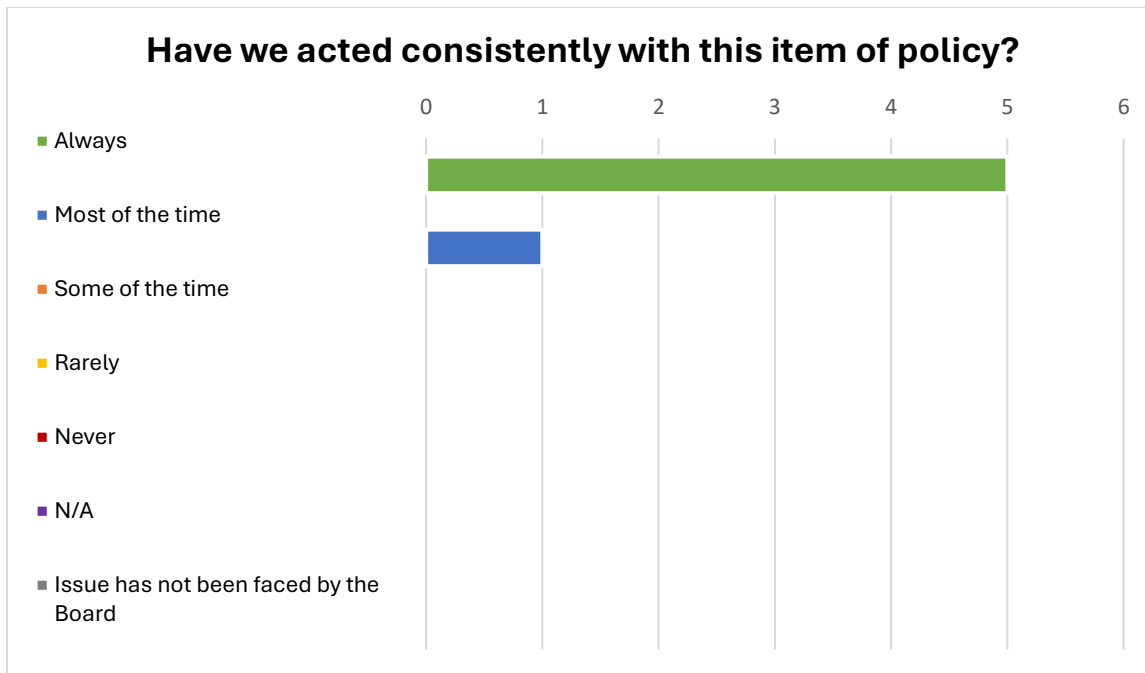


Provide specific representative examples to support your above response when applicable.

- Have noted that above. This Board is very sensitive to what is the Board's "lane" and what is the President's lane. The Board does not involve itself in day-to-day operational issues nor should it.
- Conversations with leadership, faculty and staff appear to be social rather than being related to college operations.

- There is a clear understanding of the separation or authority. No breach was identified.
- The board emphasizes that the college president is our only employee rather than the staff. It is the college president's job to achieve operational achievement.
- I cannot think of an example personally or any incident where we acted inconsistently.

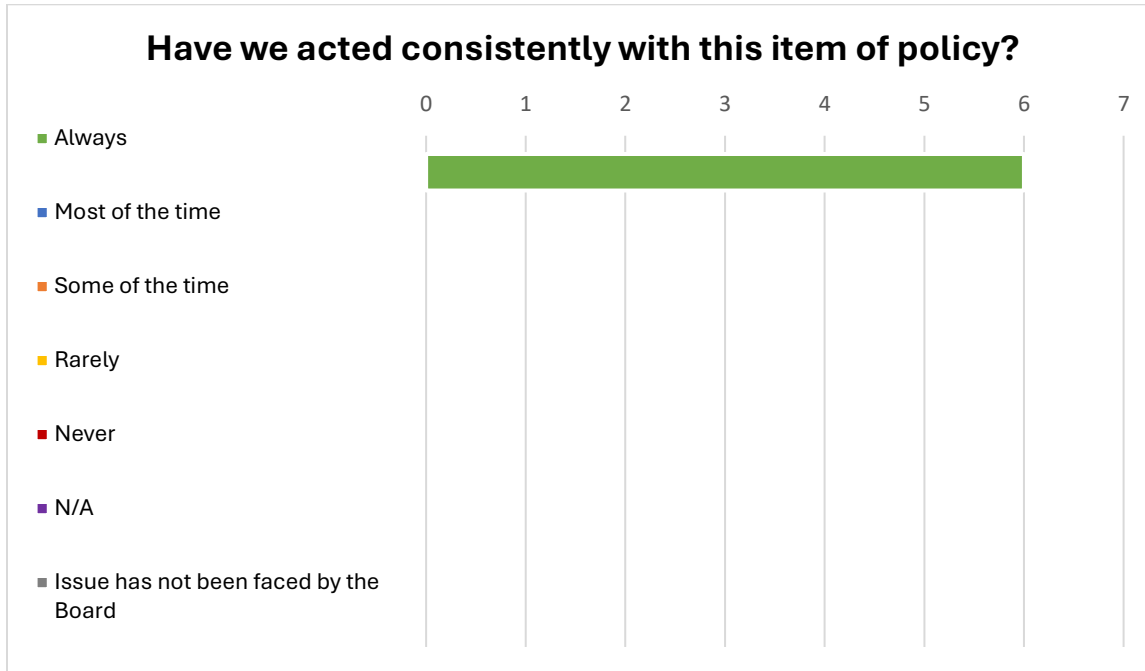
2. The Board will refrain from evaluating, either formally or informally, any staff other than the President.



Provide specific representative examples to support your above response when applicable.

- It is not our job to review employees of the college, and we all understand that and adhere to it religiously.
- Not evident thus far.
- There is a clear understanding of the separation or authority. No breach has been identified.
- The board emphasizes that the college president is our only employee rather than the staff. It is the college president's job to achieve operational achievement.
- I cannot think of an example where we as a board did not comply.

3. Since the President is accountable for operational achievement, the Board will view President performance as identical to organizational performance. Therefore, the President’s job description is to accomplish a reasonable interpretation of Board-stated Ends and comply with a reasonable interpretation of Executive Limitations.



Provide specific representative examples to support your above response when applicable.

- We are right in the middle of reviewing the President's interpretations of our ends policies and what that means to her in terms of her mission at the college.
- An on-going successful process.
- Yes. Reasonable interpretations were articulate by the President and the Board was most satisfied with the interpretations.
- The board emphasizes that the college president is evaluated for operational achievement by executing board-developed end policies after a written interpretation constrained by executive limitations.
- I believe Dr Cheek is working toward refining the reports and information to be provided that will measure the accomplishment of the interpretation of the ends policy.



FCC BOARD OF TRUSTEES POLICY

Policy Type: Governance Process

Policy Title: Handling Operational Complaints

Policy Number: GP-12

Date Adopted: 5.22.2024

Version: 1.0

Date Last Reviewed: 5.22.2024

Office Responsible: President's Office

Reviewing Committee: Board of Trustees

To ensure that the Frederick Community College Board of Trustees fulfills its accountability to the Ownership, but does not interfere in matters it has delegated to the President, the following process shall be followed in the case of a Trustee receiving a complaint from any individual regarding an operational matter.

1. The Trustee shall not offer any evaluative comments or solutions to the individual bringing the concern.
2. The Trustee will direct the complainant to the Office of the President.
3. The Trustee shall inform the President of the complaint and complainant. The President will follow up with the Trustee regarding the outcome of the matter with the individual.
4. If the Trustee believes the complaint rises to the level of a Board policy violation, the Trustee will follow the Board's policy on Handling Alleged Policy Violations.

Date Of Change	Version	Description of Change	Responsible Party
5.22.2024	1.0	First release following Policy Governance consulting work.	President



FCC BOARD OF TRUSTEES POLICY

Policy Type: Governance Process

Policy Title: Handling Alleged Policy Violations

Policy Number: GP-13

Date Adopted: 6.4.2024

Version: 1.0

Date Last Reviewed: 6.4.2024

Office Responsible: President's Office

Reviewing Committee: Board of Trustees

NOTE: For the purposes of this policy, Board policy violation is defined as the willful and intentional neglect of the policy as interpreted or actions taken or decisions made that are known, or reasonably should be known, to be in violation of policy. Board policy violation should not be confused with the level of policy compliance (full, partial, non-compliance).

The Board has the responsibility to monitor the President's performance on a regular basis. If there is a reasonable appearance of a Board Ends or Executive Limitations policy violation, even though a particular policy is not scheduled for monitoring, the Board may request a monitoring report at any time.

1. Conditions which may trigger a request for an off-cycle (12-month lookback) monitoring may include:
 - 1.1. One or more Trustees receive complaints or become aware of a pattern of similar instances that, taken together, raise questions about Board policy violations.
 - 1.2. A single incident or complaint is of a nature or severity that, regardless of how it is resolved, gives rise to a serious question of Board policy violation.
2. If either of the above conditions exist:
 - 2.1. The Trustee shall inform the Board Chair of the situation. If the alleged situation presents a potential material level of risk to the College, the procedure outlined in Paragraph 3 shall be followed. If the alleged situation does not present a potential material level of risk to the College, the Board Chair shall promptly inform the President.

- 2.2. The Board shall direct the President to submit an off-cycle monitoring report for the Board's review. The Board shall review the report to determine whether the President violated Board policy.
 - 2.3. If it is determined that the President did not violate Board policy, the matter shall be concluded by the Board. If the matter came to the attention of the Board by a complaint, the Board Chair shall communicate the decision to the complainant.
 - 2.4. If a Trustee believes that a policy amendment should be made to prevent a similar situation from recurring, the Board member should ask the Board Chair to put the item on the next agenda.
 - 2.4.1. If the Board makes changes to the policy or determines that a new policy is required, the Board will take the steps necessary to amend an existing policy or create a new policy. Once the Board completes its work, the President will be asked to create a new interpretation. The Board will assess whether the interpretation falls within any reasonable interpretation of the policy. Once consensus is achieved as to the interpretation, the monitoring reporting shall return to its normal cycle.
 - 2.5. If it is determined that the President violated or is violating Board policy, the Board, with or without the assistance of counsel, in the Board's discretion, shall determine the degree of seriousness of the issue and address the President regarding performance in a closed session.
3. If the alleged situation presents a material level of risk to the College, the Board Chair and Vice Chair shall meet with legal counsel to review the alleged situation and to determine whether a special meeting of the Board should be called. If it is determined that a special meeting of the Board should be called to address the alleged situation, the Board Chair shall inform the President and call a special meeting of the Board as soon as practical. At the special meeting the Board shall determine if (a) it needs to seek separate outside legal counsel, (b) engage an external, qualified, independent third party, or (c) take such other actions as the Board deems appropriate and warranted.

Date Of Change	Version	Description of Change	Responsible Party
6.4.2024	1.0	First release following Policy Governance consulting work.	President



FCC BOARD OF TRUSTEES POLICY

Policy Type: Governance Process

Policy Title: Special Rules of Order

Policy Number: GP-11

Date Adopted: 5.22.2024

Version: 2.0

Date Last Reviewed: 1.15.2025

Office Responsible: President's Office

Reviewing Committee: Board of Trustees

The Frederick Community College Board of Trustees meetings will be conducted in an orderly, effective process, led and defined by the Board Chair/Chief Governance Officer (CGO).

1. All legal requirements and by-law obligations respecting Board meetings must be satisfied.
2. Board meetings shall be called to order at the time specified in the meeting notice and upon satisfaction of a quorum.
3. Trustees will not present an item for action or discussion at a Board meeting if it is not on the agenda, unless otherwise approved by a majority vote of the Board and if permitted by law.
4. Meeting order and decorum shall be maintained, and all members shall be treated with dignity, respect, courtesy, and fairness during discussion and debate and in all other respects.
5. Trustees must keep their comments relevant to the issue under consideration.
6. Board meetings will be conducted at a level of informality considered appropriate by the Board Chair.
7. Board decisions will be made based on consensus to the extent possible.
 - 7.1. Where consensus is not possible or where required by law whether or not consensus exists (for instance, procurement decisions), proposals that the Board take action, or decide a particular matter, shall be made by main motion of a Trustee, discussed,

and then voted on. Motions do not require a second to proceed to discussion and subsequent vote.

- 7.2. To the same extent as any Board member, the Chair may make motions, engage in debate, and vote on any matter to be decided.
- 7.3. A main motion may be amended only once.
- 7.4. A motion to refer to a committee, postpone, or table may be made regarding a pending main motion. If carried, it shall set the main motion (the initial proposal) aside accordingly.
8. Trustees may speak to a pending motion on as many occasions and at such length as the Chair may reasonably allow.
9. A vote on a motion shall be taken when the discussion ends; however, any Trustee may, during debate, move for an immediate vote (close debate) which, if carried, shall end the discussion, and the vote on the main motion shall then be taken.
10. A decision to discontinue the Board's use of Policy Governance can occur only by a supermajority (i.e., Two-thirds) vote of the entire Board.
11. Board decisions about policies and revisions to policies will be considered first by the Board members assigned for pre-review of the policies, with the second reading occurring during the actual Board meeting. If approved, it has immediate effect, unless the Policy, by its terms, has an implementation or transition schedule or a deferred effective date.
12. A motion to adjourn a Board meeting may be offered by any Trustee, or, on the conclusion of all business, the Chair may declare adjournment of the meeting.
13. When the Board is to develop further rules of order, it will consider Robert's Rules of Order for Small Boards & Assemblies as a resource guide.

Date Of Change	Version	Description of Change	Responsible Party
5.22.2024	1.0	First release following Policy Governance consulting work.	President
1.15.2025	2.0	Update to item 10 to remove the example of two-thirds being five Trustees	President



To: Frederick Community College Board of Trustees

From: Dr. Annesa Payne Cheek, President

Cc: Scott McVicker, CFO and Vice President for Administration

Date: January 15, 2025

Subject: **Action Item**
President's Interpretation for EL-9 Asset Protection

Board Policy: BCD-3 Delegation to the President

OVERVIEW

Attached for the Board's consideration is my final interpretation for Policy EL-9 Asset Protection. A draft was reviewed at the November 20 Board meeting.

ANALYSIS

Per Board-CEO Delegation Policy BCD-3 Delegation to the President:

The Board will instruct the President through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, i.e., Executive Limitations, allowing the President to use any reasonable interpretation of these policies.

RECOMMENDATION

Approval of the enclosed interpretation for Policy EL-9 Asset Protection.

ATTACHMENT(S)

President's Interpretation for Policy EL-9 Asset Protection

President's Interpretation for EL-9 Asset Protection

Note: Board Policy is indicated in bold typeface throughout the report.

The President shall not allow College assets to be unprotected, inadequately maintained or unnecessarily risked.

Further, without limiting the scope of the preceding statement by the following list, the President shall not:

- 1. Permit the organization to have inadequate insurance against property, casualty, and cyber (i.e., data) losses.**
 - 1.1. Fail to ensure that the organization obtains appropriate and adequate levels of insurance to protect its property and operations against scope of perils, and**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The insurances of the College, including its Umbrella Insurance for disruption of college operations, is consistent with coverage limit standards for an institution our size, type, and scope and as recommended by FCC's independent insurance broker.

This interpretation is reasonable because adequate coverage limits for damages are t recommended by an independent insurance broker with specific expertise in the higher education industry.

- 1.2. Permit the organization to insure its property and operations with inadequate valuation.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College insures its property at the value determined annually by Frederick County.
- b. The College insures its operations at the value determined annually by a third-party independent insurance consultant.

This interpretation is reasonable because the use of County assessors and independent insurance consultants is consistent with higher education industry standards.

- 1.2.1. Permit insurance of all buildings and contents to be at less than the cost to replace buildings and contents, with an adequate and appropriate blanket limit of all buildings and contents.**

President's Interpretation for EL-9 Asset Protection

INTERPRETATION:

Compliance will be demonstrated when:

- a. The schedule of property values is updated annually, computing the blanket limit of coverage for buildings and contents, and the College has insurance coverage documentation appropriate for those amounts.

This interpretation is reasonable because it is based on insurance industry standards for current replacement blanket insurance on buildings and contents.

1.2.2. Permit the College to have inadequate insurance or bonding for theft, disappearance or destruction of money, and securities inside or outside the premises.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College has Comprehensive Crime Insurance coverage for criminal acts of employees, such as embezzlement, forgery, or other acts of employee dishonesty.

This interpretation is reasonable because the assessment of adequate insurance provided by an independent insurance consultant is an accepted industry standard.

1.3. Permit the organization to have inadequate privacy/cyber insurance.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The operational and disruptive threat of cyber attacks is mitigated using preventative controls and insurance protections that are consistent with regulatory requirements.
- b. Issues identified in the Frederick County Interagency Internal Audit Authority (IIAA) annual audit and annual penetration testing are remediated.

This interpretation is reasonable because the insurer and the IIAA are third-party experts that provide the College with an independent assessment of adequate insurance amounts in the current environment and it complies with industry standards.

2. Permit the Board members, College employees, and other individuals engaged in activities on behalf of the organization, or the organization itself, to have inadequate liability insurance. Directors and Officers liability protection shall be obtained with adequate limits given institutional risks.

INTERPRETATION:

Compliance will be demonstrated when:

- a. Liability coverages and limits are set based on the recommendation of an independent insurance broker with specific expertise in the higher education

President's Interpretation for EL-9 Asset Protection

industry, to include Directors and Officers (D & O) liability protection, as well as other liability insurances for employees and related parties.

This interpretation is reasonable because the insurer is a third-party expert, and an independent assessment is conducted annually to determine adequate insurance coverages and limits.

3. Permit individuals traveling out of the United States, on behalf of the College, to have inadequate travel accident insurance.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College has an international travel insurance policy that provides coverage for accidental loss to students, employees, and Trustees traveling abroad on behalf of the College.

This interpretation is reasonable because providing insurance coverage for stakeholders traveling abroad on behalf of the College is consistent with practices employed by other higher education institutions.

4. Allow the College to have inadequate insurance for theft and crime coverage.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College ensures theft and crime coverages are at a level identified by the College's third-party insurance consultant, as standard for an institution of our type, size, and scope.

This interpretation is reasonable because the recommendations for coverage levels are provided by a third-party industry consultant and this is a standard practice in the higher education industry.

5. Unnecessarily expose the organization, its Board members or College employees to claims of liability.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College has administrative policies, procedures, protocols and plans in place that reduce the risk of institutional liability.

This interpretation is reasonable because said policies, procedures, protocols and plans are required by the United States Department of Education.

President's Interpretation for EL-9 Asset Protection

5.1. Allow any material contracts or material internal human resource documents to be executed with inadequate review by qualified legal counsel.

INTERPRETATION:

I interpret "material contract" to mean a contract that requires Board approval. I interpret "material internal human resource documents" to mean an agreement between the College and its employees.

Compliance will be demonstrated when:

- a. All material contracts approved by the Board are reviewed by legal counsel prior to execution.
- b. All material internal human resource documents are reviewed by legal counsel prior to execution.

This interpretation is reasonable because legal review of high-value contracts and internal human resource documents is an industry best practice.

6. Fail to ensure that the companies chosen to provide insurance coverage are highly rated, well regarded and known for fair claims practices.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The insurance companies identified through an independent insurance broker have an A.M. Best rating of Excellent (A) or better.

This interpretation is reasonable because the A.M. Best rating is a recognized industry standard for assessing the quality of insurance providers.

7. Compromise the independence of the Board's audit or other external monitoring or advice.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College's Chief Financial Officer and Vice President for Administration solicits auditor services via a competitive bidding process, and the Board provides final contract approval.
- b. There are no material audit findings that were left unmitigated.

This interpretation is reasonable as a third-party must annually review and certify the College's financial statements and it is customary for higher education institutions to engage in a competitive bidding process for financial auditors on a periodic basis to ensure objectivity.

President's Interpretation for EL-9 Asset Protection

- 8. Receive, process, or disburse funds under controls which are insufficient to meet audit standards or inadequate, by industry standards, to detect and prevent fraud.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The external auditors do not find any deficiency in the internal controls process, as part of their annual audit; or
- b. Any deficiency noted in internal controls is corrected within 90 days.

This interpretation is reasonable because the use of external third-party auditors to examine, evaluate, and recommend improvements and/or corrections to fraud protection practice is a higher education industry standard.

- 9. Make any purchases that do not result in appropriate level of quality, after-purchase service, and value for dollar, or do not provide opportunity for fair competition.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College adheres to purchasing protocols that allow the institution to purchase quality products at a reasonable cost and exhibit overall effective resource management.

This interpretation is reasonable because it ensures attention to the items below (9.1 and 9.2), conforms to Maryland law, and is consistent with practices employed by other higher education institutions.

- 9.1. Make any purchase wherein normally prudent protection has not been evaluated against conflict of interest.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. Per the College's Code of Ethics policy, employees decline involvement in decisions or actions regarding the procurement of products or services when the employee, or the employee's family member, has an interest or financial interest in the product or service, or creates an unfair benefit for a third party.
- b. The external auditor notes there is no conflict of interest in transactions in the past fiscal year among defined employees or Trustees; and
- c. Material conflicts are disclosed in the annual audited financial report.

This interpretation is reasonable because an annual review by a third-party auditor of purchasing practices is a higher education industry best practice.

President's Interpretation for EL-9 Asset Protection

- 9.2. Make any purchase that fails to follow the College's published guidelines and applicable State procurement guidelines for price and quality competition based on price thresholds, unless considered a 'sole-source.' Orders shall not be split to avoid procurement requirements or required competition among vendors.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The external auditor conducts a review of a statistically valid sample of purchase order requisitions for policy compliance and confirms that all orders are compliant with the required bid, sole source provider, or piggyback contract documentation.
- b. The administrative procurement procedures are consistent with the Code of Maryland Regulations (COMAR).

This interpretation is reasonable because the process validation is conducted by external auditors of the College, which is an industry standard approach.

- 10. Endanger the organization's public image, credibility, or its ability to accomplish Board Ends, in any of the following ways:**

- 10.1. Allow non-adherence to guidelines required for institutional and secondary program accreditation.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. Institutional (e.g. Regional) and program accreditation agencies confirm that all required data and documentation has been provided by required submission dates to maintain accreditation.
- b. The accrediting agencies report that the College is in good standing.

This interpretation is reasonable because the College's regional accreditor and secondary program accreditors are external to the College and have defined practices for determining the quality of the College and its program offerings.

- 10.2. Accept gifts or grants which obligate the College to make future expenditures or encumber future decision-making or take future actions other than those that are reasonably required by the gift or grant.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College does not accept gifts other than through the Frederick Community College Foundation in accordance with the Foundation Gift Acceptance Procedure.
- b. The College adheres to a written procedure for developing and managing grants that sets forth specific criteria for the application, review and approval process.

President's Interpretation for EL-9 Asset Protection

This interpretation is reasonable because it is an industry best practice to ensure that gifts are properly receipted, and grant obligations are within current and future budget appropriations.

10.3. Publicly position the College in support of, or opposition to, any known political organization, or candidate for public office.

INTERPRETATION:

Compliance will be demonstrated when:

- a. Administrative policies, news releases, or any public statements on behalf of the College were politically neutral.

This interpretation is reasonable as it is a common best practice in public higher education for organizations to remain politically neutral.

10.4. Develop or continue collaborative relationships with organizations whose principles or practices are incompatible with those of the College.

INTERPRETATION:

I interpret "collaborative relationships" to mean contractual relationships.

Compliance will be demonstrated when:

All collaborative relationships are with organizations whose principles and practices are aligned with the Board Ends, and the Mission, Vision, Values and Strategic Priorities of the College.

This interpretation is reasonable because only members of the College's Senior Leadership Team and the President are allowed to enter into contractual relationships with organizations.

10.5. Allow relationships with the Ownership and/or stakeholders to be inconsistent with the productive cooperation necessary to the achievement of Ends.

INTERPRETATION:

Compliance will be demonstrated when:

The College has no owner/stakeholder relations matters that remain unresolved and cooperation between all parties remains productive.

This interpretation is reasonable because effective stakeholder relations are a best practice in the higher education industry.

President's Interpretation for EL-9 Asset Protection

11. Change the organization's name or substantially alter its identity in the community.

INTERPRETATION:

Compliance will be demonstrated when:

- a. In the event the College's name is changed, it is noted by action of the Board of Trustees, as approved and recorded in the minutes; and
- b. Proposed name changes are requested of and approved by the Middle States Commission on Higher Education; and
- c. Proposed name changes are requested of and approved by the Maryland Higher Education Commission; and
- d. Any change in the name, image, and likeness, or positioning of the College identity, is noted by action of the Board of Trustees, as approved and recorded in the minutes.

This interpretation is reasonable because it is a requirement of the aforementioned authorities to advance a name change.

12. Create or purchase any subsidiary corporation.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The Board's auditor confirms that there has been no purchase or creation of a subsidiary corporation without prior approval by the Board of Trustees.

This interpretation is reasonable because the Board of Trustees retains the authority to purchase a subsidiary corporation and any such action by the Board must be noted as approved recorded in the minutes.



To: Frederick Community College Board of Trustees

From: Dr. Annesa Payne Cheek, President

Cc: Scott McVicker, CFO and Vice President for Administration

Date: January 15, 2025

Subject: **Action Item**
President's Interpretation for EL-10 Investments

Board Policy: BCD-3 Delegation to the President

OVERVIEW

Attached for the Board's consideration is my final interpretation for Policy EL-10 Investments. A draft was reviewed at the November 20 Board meeting.

ANALYSIS

Per Board-CEO Delegation Policy BCD-3 Delegation to the President:

The Board will instruct the President through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, i.e., Executive Limitations, allowing the President to use any reasonable interpretation of these policies.

RECOMMENDATION

Approval of the enclosed interpretation for Policy EL-10 Investments.

ATTACHMENT(S)

President's Interpretation for Policy EL-10 Investments

President's Interpretation for EL-10 Investments

Note: Board Policy is indicated in bold typeface throughout the report.

The President shall not permit investments that are inconsistent with federal, state or local laws, nor to be managed in a way that is inconsistent with the primary investment objectives of capital preservation and reasonably assured revenue growth.

Further, without limiting the scope of the above statement by the following list, the President shall not:

- 1. Permit investments to be managed without the active involvement of well-qualified investment advisors with a proven track record, and who are independent of any investment fund.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College utilizes well-qualified investment advisors, who are also independent of any investment fund, to make the securities purchases.

This interpretation is reasonable because the investment of the College's available funds is managed by a bonded, legally accountable administrator, and secondary fund custodian.

1.1. Permit the advisor to take title to any assets.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The funds held by the asset custodian, and security purchases made by the investment advisor, are held in the College's name only.

This interpretation is reasonable because by requiring the asset custodian and investment advisor to align with this practice, the College can clearly demonstrate ownership and control, consistent with its fiduciary duties and regulatory obligations. This approach aligns with the Board's expectation of prudent financial stewardship and risk management.

1.2. Permit the advisor to withdraw any funds from the accounts except to cover payment of previously agreed-to fees, or at the specific direction of the College's Chief Financial Officer or President.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The advisor does not withdraw funds from the accounts, unless they are for fees specified in the agreements of the engaged financial and asset management organizations, or as directed by the CFO or President.

President's Interpretation for EL-10 Investments

This interpretation is reasonable because by specifying fees in formal agreements, the College can clearly define the costs associated with these services, avoid ambiguity, and ensure that financial management practices are aligned with industry standards and the College's strategic financial goals.

2. Permit investments that are insufficiently liquid to meet the organization's anticipated expenditures without incurring penalties.

INTERPRETATION:

Compliance will be demonstrated when:

- a. Investment maturity dates are structured to mature at times that meet cash flow needs of the College based upon a planned schedule; and
- b. The actual interest-based revenue return matches the anticipated return without penalties for withdrawal.

This interpretation is reasonable because it maximizes the return on the investment and liquidity at reduced costs and is compliant with Title 16 – Community Colleges of the Education Article, Maryland Annotated Code.

3. Permit borrowing money for the sole purposes of investment.

INTERPRETATION:

Compliance will be demonstrated when:

- a. Borrowing is undertaken solely for the purpose of supporting the College's educational objectives, such as capital projects, program funding, or other initiatives that support the institution's mission. In cases where borrowing is required, it must be justified by clear, mission-related needs rather than financial speculation.

This interpretation is reasonable because it demonstrates sound financial stewardship, maintains public trust, and safeguards the College's resources against risky financial maneuvers that do not directly benefit students or the institution's educational programs.

4. Permit the investment of cash accounts (or operating capital) in anything other than those which comply with the applicable sections of the State Finance and Procurement Article of the Maryland Code.

INTERPRETATION:

Compliance will be demonstrated when:

- a. The College's participation in investment activities is done via an investment pool composed entirely of investment instruments that are legal for all Maryland community colleges.

This interpretation is reasonable because Maryland state law defines what is permissible for a community college's investments.



**Frederick Community College
Board of Trustees**

President's Baseline Insight Report

EL 6 – Planning

Report Date: 1/15/2025

Compliance Status: F/P/N Compliant



Note: Board Policy is indicated in bold typeface throughout the report.

I am submitting this baseline insight report to the Frederick Community College Board of Trustees, focusing on the Board's Executive Limitation Policy: "EL-6 Planning." This report is submitted for your review. I confirm that the information provided is accurate and establishes a baseline for compliance with the policy as approved by the Board, unless noted otherwise.

Annasa L. P. Cheek

1/15/2025

Annasa Cheek, Ed.D.
President

Date

The President shall not permit planning that endangers the fiscal soundness of future years or ignore the organizational capability (people, programs, services, facilities) required to achieve Board Ends in future years.

Accordingly, the President shall not:

- 1. Operate without a written, multi-year strategy that can be expected to achieve a reasonable interpretation of the Ends.**

INTERPRETATION:

EVIDENCE:

I interpret the “multi-year strategy” to mean the College strategic plan.

Compliance will be demonstrated when:

- a. The College operates in accordance with a written multi-year strategy to facilitate the achievement of the Ends.

- a. The Board of Trustees approved the five-year strategic plan, FCC Forward Strategic Plan 2020-2025, on 6/10/2020. The strategic goals of the plan are:
 - Model educational excellence by designing and delivering student learning experiences, pathways, and programs that increase student access, success, and completion.
 - Support the student learning experience through data-informed enrollment management, responsive programming, and efficient systems.
 - Lead the College with excellence, transparency, and accountability.
 - Ensure the fiscal stability and sustainability of the College.

On 12/5/2024, the Chief Foresight and Decision Support Officer confirmed that the strategies initiated in FY24 were in alignment with the Strategic Plan.

This interpretation is reasonable as the use of a multi-year strategy is a traditional tool to guide the achievement of Board policy directives.

2. Permit planning that does not explain and justify assumptions and identify relevant environmental factors.

INTERPRETATION:

EVIDENCE:

I interpret “planning” to mean developing College-wide annual priorities that are aligned with the multi-year strategy.

Compliance will be demonstrated when:

- a. The College defines annual priorities and provides an explanation of assumptions made as well as relevant environmental factors.

- a. The FY24 Strategic Priorities were presented and approved by the Board on 2/22/2023. Under Policy Governance, the annual strategic priorities no longer require Board approval. Senior leadership confirmed on 12/3/2024 that assumptions and relevant environmental factors were discussed as the College developed the FY25 annual priorities in alignment with the FY20-FY25 strategic plan.

This interpretation is reasonable because it is consistent with practices employed by other higher education institutions.

3. Permit planning that omits capital enhancements, replacement, repair or acquisitions necessary to achieve Ends.

INTERPRETATION:

EVIDENCE:

I interpret “planning” to mean a comprehensive strategy that outlines the long-term vision for the College’s physical infrastructure.

Compliance will be demonstrated when:

- a. The College operates in accordance with a ten-year Facilities Master Plan that accounts for capital enhancements, replacement, repair or acquisitions necessary to achieve Ends.

- a. On 12/6/2024, the Chief Financial Officer and Vice President for Administration (CFO/VPA) confirmed that the Board of Trustees approved the Frederick Community College Facilities Master Plan 10-Year Update (2023 – 2033) at the 6/14/2023 Board meeting. The CFO/VPA confirmed with the Director of Capital Planning and Project Management on 12/5/2024 that no capital projects were undertaken by the College that were not included in the ten-year Facilities Master Plan.

This interpretation is reasonable because it ensures compliance with State of Maryland regulations and nationally accepted practices for higher education institutions.

4. Permit budgeting for any fiscal period or the remaining part of any fiscal period that is not derived from the multi-year plan.

INTERPRETATION:

EVIDENCE:

I interpret “any fiscal period” to mean a fiscal year and “multi-year plan” to mean the College strategic plan.

Compliance will be demonstrated when:

- a. The proposed new budget for any fiscal year is informed by the College’s annual priorities that are aligned with the goals of the College strategic plan.

- a. The CFO/VPA confirmed on 12/6/2024 that the FY25 annual budget was informed by the College’s annual priorities in alignment with the FY20-FY25 strategic plan. The annual strategic priorities are included in the budget book.

This interpretation is reasonable because the budget is informed by the College strategic plan that has been approved by the Board.

5. Permit financial planning that does not enable accurate projection of revenues and expenses, separation of capital and operational items, cash flow projections, contingency plans, and disclosure of planning assumptions.

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. The proposed annual budget includes projected:
 - 1. Revenues from tuition and fees.
 - 2. Frederick County appropriations.
 - 3. Maryland State appropriations.
 - 4. Other income. Allocated strategic reserves.
 - 5. Auxiliary Services revenue and expenses.
 - 6. Wages, retirement and benefit expenses.
 - 7. Services, including temporary staffing, professional services, equipment, rent, utilities, insurance and other operating costs.
 - 8. Transfers and debt services.
 - 9. State and County appropriations for the Capital Improvement Plan (CIP).
 - 10. Contingency funds.
- b. Cashflow projections are reviewed and monitored by the CFO and VP for Administration.

a. On 12/6/2024, the CFO/VPA confirmed that the FY 2025 Auxiliary Services budgets were presented and approved by the Board of Trustees on 5/22/2024. The FY 2025 annual operating and Capital Improvement Plan budgets were presented and approved by the Board of Trustees on 6/4/2024. These budgets included all ten required projections.

b. On 12/6/2024, the CFO/VPA confirmed that cashflows were reviewed and monitored in conjunction with the presentation of the FY24 quarterly financial reports to the Board on:

- The 1st quarter ending 9/30/2023, was presented to the Board on 11/15/2023.
- The 2nd quarter ending 12/31/2023, was presented to the Board on 2/21/2024.
- The 3rd quarter ending 3/31/2024, was presented to the Board on 5/22/2024.
- The 4th quarter ending 6/30/2024, was presented to the Board on 9/18/2024.
- The Fiscal Year 2024 Audited Annual Financial Report was presented to the Board of Trustees on 10/16/2024.

5. Permit financial planning that does not enable accurate projection of revenues and expenses, separation of capital and operational items, cash flow projections, contingency plans, and disclosure of planning assumptions.

INTERPRETATION:

EVIDENCE:

c. Planning assumptions are disclosed to the Board.

c. On 12/6/2024, the CFO/VPA confirmed that the FY25 preliminary proposed budget, including the planning assumptions, was presented and approved by the Board on 2/24/2024 with the final FY25 budget approved on 6/4/2024.

This interpretation is reasonable because all budget items are derived in a manner which is comparable to budget planning processes used by other Maryland community colleges.

6. Plan for a deficit.

INTERPRETATION:

EVIDENCE:

I interpret a “deficit” to mean expenses exceed revenues.

Compliance will be demonstrated when:

a. The President presents a balanced budget.

a. On 12/6/2024, the CFO/VPA confirmed that the FY 2025 balanced operating budget was presented and approved by the Board of Trustees on 6/4/2024.

This interpretation is reasonable because the Board reviews and approves the adoption of the annual operating budget.

7. Operate without a campus facilities master plan.

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. The President ensures the College’s ten-year facilities master plan is updated and presented to the Board for approval based on State requirements.

- a. On 12/6/2024, the CFO/VPA confirmed that the Board of Trustees approved the Frederick Community College Facilities Master Plan 10-Year Update (2023 – 2033) at the 6/14/2023 Board meeting.

This interpretation is reasonable because it ensures compliance with State of Maryland regulations and nationally accepted practices for higher education institutions.

8. Operate without succession plans for senior leadership positions, facilitate smooth operations during key personnel transitions and ensure competent operation of the organization over the long term.

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. The interim successors for each Senior Leadership Team member are identified and recorded in the Office of Human Resources and President’s Office.

- b. Each interim successor for Senior Leadership Team members is aware of their responsibility related to the operation of the College.

- a. The VP for Talent and Culture confirmed on 12/11/2024 that interim successors for each Senior Leadership Team member are identified and recorded in the College’s Continuity of Operations (COOP) manuals that are provided to the Human Resources and President’s Office.

- b. The VP for Talent and Culture confirmed on 12/19/2024 that the College’s succession planning efforts are currently under review. The College plans to implement a process in Fall 2025 that identifies critical leadership roles at the College, evaluate current and potential future leaders, and implement targeted development plans for potential successors.

This interpretation is reasonable because it is consistent with national best practices for human resources.

9. Permit the organization to be without sufficient organizational capacity and current information about President and Board issues and processes for the competent operation of the organization to continue in the event of sudden loss of President services.

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. The Senior Leadership Team meets regularly regarding the current operations of the College and documents items of discussion.
- b. The Senior Leadership Team understands how the organization is evaluated under Policy Governance and is involved in the development and execution of Monitoring Reports.

- a. The CFO confirmed on 1/9/2025 that the Chief of Staff to the President maintains in the Office of the President, the digital files of the agendas and associated supporting documentation of regularly scheduled SLT meetings, conducted to address the current operations of the College.
- b. On 1/9/2025, the President confirmed that all permanent SLT members have completed Policy Governance training and contribute to the development of policy interpretations and Baselines Insight Reports as documented in the SLT meeting agendas. Monitoring Reports will be implemented in FY26.

The interpretation is reasonable because it covers the two areas critical to continuity of the President's role: (1) operation of the College and (2) support of the Board's assessment of organization performance.



**Frederick Community College
Board of Trustees**

President's Baseline Insight Report

EL 7 – Land Use

Report Date: 1/15/2025

Compliance Status: F/P/N Compliant



Note: Board Policy is indicated in bold typeface throughout the report.

I am submitting this baseline insight report to the Frederick Community College Board of Trustees, focusing on the Board's Executive Limitation Policy: "EL-7 Land Use." This report is submitted for your review. I confirm that the information provided is accurate and establishes a baseline for compliance with the policy as approved by the Board, unless noted otherwise.

Annese L. P. Cheek

1/15/2025

Annese Cheek, Ed.D.

Date

President

The President shall not allow development or use of the campus or other College lands in a manner that is inconsistent with the core business of the College, environmentally irresponsible, aesthetically displeasing, or that does not make the most effective use of land.

Further, without limiting the scope of the above statement by the following list, the President shall not:

- 1. Allow the College to be without an approved Facilities Master Plan that adheres to the Maryland Higher Education Commission’s requirements and fosters future development that will avoid infrastructure redundancy and redevelopment costs.**

INTERPRETATION:

EVIDENCE:

I interpret “development” as any modification to the land or physical infrastructure of the College.

Compliance will be demonstrated when:

- a. The College has a Board-approved ten-year Facilities Master Plan that complies with the Maryland Higher Education Commission (MHEC) regulations; the Plan documents all existing and future sites of performance spaces, fields, storage, parking lots, sidewalks, buildings, and roads.
- b. An infrastructure map documenting all existing utilities (gas, water, sanitary and storm sewers, electrical, and structured cabling) is utilized to prevent redundancy and redevelopment costs.

- a. On 12/6/2024, the Chief Financial Officer and Vice President for Administration (CFO/VPA) confirmed that the Board of Trustees approved the Frederick Community College Facilities Master Plan 10-Year Update (2023 – 2033) at the 6/14/2023 Board meeting and submitted to MHEC.
- b. On 12/6/2024, the CFO/VPA confirmed the Office of Capital Planning and Project Management maintains an updated campus infrastructure AutoCAD drawing on the College’s One Drive.

This interpretation is reasonable because a long-range Facilities Master Plan is an industry standard and a State of Maryland requirement; and, the infrastructure map of existing utilities is consistent with architectural, engineering and construction codes, and all legal requirements necessary for any development to proceed.

2. Permit joint ventures or partnerships that do not provide for design and construction standards consistent with overall campus design.

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. Contracts for joint ventures or partnerships require that proposed building designs be consistent with, and complementary to, existing campus design philosophy, facility design and operational elements.

- a. On 12/6/2024, the CFO/VPA confirmed that no joint ventures or partnerships were initiated in the reporting period.

This interpretation is reasonable because it ensures consistency with documented campus design standards.

3. Permit development that is not energy efficient and to a reasonable extent, minimize adverse environmental impacts and preserve the natural landscape.

INTERPRETATION:

EVIDENCE:

I interpret development as any modification to the land or physical infrastructure of the College.

Compliance will be demonstrated when:

- a. Leadership in Energy and Environmental Design (LEED) Silver certification is attained for all state-funded projects.
- b. State and local agency approval was obtained for development projects requiring excavation or grading.
- c. College planned projects that affect the natural landscape comply with campus design standards.

- a. On 12/6/2024, the CFO/VPA confirmed that no state-funded projects were initiated or completed in the reporting period.
- b. The land development approval process for the new Campus Services Building will be part of the site plan permit process with the local governing authorities.
- c. Campus Design Standards are shared with engaged design teams and referenced in their contract as a required guiding document. The Office of Capital Planning and Project Management reviews submitted designs to ensure compliance with Campus Design Standards.

This interpretation is reasonable because the LEED standards created by the Green Building Council are the globally accepted building rating system. Additionally, development must adhere to campus and industry standards and comply with local and State of Maryland regulations.

4. Permit new development that does not meet at least one of the following criteria:

- **Provision of enhanced learning and ancillary space consistent with Ends achievement.**
- **Extending the College’s alliances with business, industry, colleges, universities, or other organizationally mission-compatible non-profit organizations.**
- **Creation of opportunity to generate new revenue streams.**
- **An opportunity to distinguish the College’s learning and co-curricular environment.**
- **Positioning the College as a leader in new programs targeted at future market opportunities.**

INTERPRETATION:

EVIDENCE:

Compliance will be demonstrated when:

- a. All new development projects are consistent with at least one of these criteria.
- b. At least one of the five criteria is achieved and is documented.

- a. On 12/6/2024, the CFO/VPA confirmed that the new Campus Services Building (the only new development project in progress) will meet at least one of the stated criteria.
- b. The Campus Services Building is in the design phase. Upon completion, documentation confirming that at least one criterion has been achieved will be created and submitted to the Board of Trustees.

This interpretation is reasonable because the Board has identified the criteria to be met and requires the President to provide explicit demonstration of compliance through monitoring.

POLICY GOVERNANCE® SOURCE DOCUMENT

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 is Policy Governance?

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.

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, managing change.
4. Policy Governance does not limit human interaction or stifle collective or individual thinking.

Principles of Policy Governance

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 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.



POLICY GOVERNANCE® SOURCE DOCUMENT

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 delegatees, avoiding overlapping expectations or causing confusion about the authority of various managers. In the case of board means, delegation is to the CGO unless part of the delegation is explicitly directed elsewhere, for example, to a committee. The delegatee 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 GOVERN for IMPACT in consultation with John and Miriam Carver, 2005 – 2007 – 2011 – 2015 – Feb 2021.

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Reference: Carver Guides, 2nd Edition, 2009

