



**BOARD OF TRUSTEES  
Regular Monthly Meeting**

**Wednesday, March 19, 2025 – 4:30 p.m.  
Conference Center (E126AB)**

**Zoom Option:**

<https://frederick-edu.zoom.us/j/82883033024?pwd=gMGG4bZYvH0jnTz7cU3t7ThyakrwhS.1&from=addon>

**Call-in Option:**

**Phone Number: 301-715-8592 | Meeting ID: 828 8303 3024 | Passcode: 590101**

**I. Call to Order**

**II. Approval of Minutes**

- A. February 3, 2025 Special Meeting (**Enclosure 1**)
- B. February 19, 2025 Regular Meeting (**Enclosure 2**)

**III. Board & CEO Comments**

**IV. Consent Agenda**

None

**V. Information/Discussion Items**

- A. Ownership Linkage
- B. Monitoring CEO Performance
  - 1. Review: EL-3 Communication & Support to the Board Draft Interpretation (**Enclosure 3**)
  - 2. Review: E-1 Ends Draft Interpretation (**Enclosure 4**)
- C. Monitoring Board Performance
  - Policy Survey Review:
    - 1. GP-0 Global Governance Commitment (**Enclosure 5**)
    - 2. GP-8 Governing Style (**Enclosure 6**)
    - 3. BCD-6 President Compensation (**Enclosure 7**)
  - Policy Review:
    - 4. GP-4 Board Job Contributions (**Enclosure 8**)

5. GP-1 Role of the Board Chair (**Enclosure 9**)
6. GP-2 Role of the Vice Chair (**Enclosure 10**)

## **VI. Action Items**

- A. Monitoring CEO Performance
  1. Approval: EL-8 Access to Education Interpretation (**Enclosure 11**)
  2. Approval: EL-11 Compensation and Benefits Interpretation (**Enclosure 12**)
  3. Acceptance: EL-0 General Executive Constraint Baseline Insight Report (**Enclosure 13**)
  4. Acceptance: EL-5 Organization Culture Baseline Insight Report (**Enclosure 14**)

## **VII. Meeting Content Review (Enclosure 15)**

*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 February 3, 2025 and February 19, 2025 pursuant to Section 3-306(c)(3)(ii) of the General Provisions Article of the Maryland Annotated Code.

## **IX. Adjournment**

**NEXT MEETING: Wednesday – April 23, 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](mailto: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](mailto: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**

**February 3, 2025  
Special Meeting**

The Board of Trustees of Frederick Community College met virtually.

Participating:

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 participating were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; and Edmund O'Meally, PK Law, College legal counsel.

Board Chair Luck called the meeting to order at 9:03 a.m.

*At 9:04 a.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; and Section 3-305(b)(9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations.

The Board convened in closed session virtually. Participating 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 participating 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; Edmund O'Meally, PK Law, College legal counsel; and Kari Melvin, Recording Secretary.

The Board obtained legal advice on matters related to collective bargaining strategy and potential positions.

*On a motion made by Trustee Reid, the Board unanimously approved for the FCC bargaining team to expend up to a specified amount on fiscal items for 2025-26 contained*

*in the collective bargaining agreement with United Academics of Maryland - Frederick Community College Chapter, contingent upon the approval of the President.*

*On a motion made by Vice Chair Lynch, the Board unanimously approved for the FCC bargaining team to enter into a multi-year collective bargaining agreement with United Academics of Maryland - Frederick Community College Chapter.*

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

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

*The meeting adjourned at 9:59 a.m.*

Dr. Annesa Payne Cheek  
Secretary/Treasurer

Prepared by Kari Melvin  
Office of the President  
Frederick Community College

**BOARD OF TRUSTEES  
FREDERICK COMMUNITY COLLEGE**

**February 19, 2025  
Regular Meeting**

The Board of Trustees of Frederick Community College met in **regular session** on Wednesday, February 19, 2025 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; and Edmund O'Meally, PK Law, College legal counsel.

Participating virtually for a portion of the meeting 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 January 15, 2025 regular meeting.

*On a motion made by Vice Chair Lynch, the Board unanimously approved the January 15, 2025 regular meeting minutes, as presented.*

**BOARD & CEO COMMENTS**

Chair Luck and Vice Chair Lynch provided positive comments about the Maryland Association of Community Colleges Trustee Leadership Conference and Legislative

Reception which they attended with President Cheek and Trustees Kimberlin and Reid last month.

President Cheek shared comments on the decision to close the Carl and Norma Miller Children's Center.

### **CONSENT AGENDA**

*On a motion made by Trustee Reid, the Board unanimously approved the following item, as presented:*

- Award of RFP 25-IT-01, Content Management System (CMS) Procurement, to Modern Campus USA, Inc.

### **INFORMATION/DISCUSSION ITEMS**

**Ownership Linkage** – Chair Luck led a discussion regarding areas of focus and potential questions to be used when engaging with Owners for year one of the Board's Ownership Linkage Plan. The following points were emphasized: the importance of engaging with the community to understand priorities and values; connecting with other boards, non-profits, and grassroots organizations to create a broader dialogue; and aligning community feedback with Ends policies and determining adjustments based on input. The questions will be revisited at the next meeting.

**Fiscal YTD Financial Report through December 31, 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-8 Access to Education** – The Board reviewed this interpretation. There were no comments.

**Review of Draft Interpretation of EL-11 Compensation and Benefits** – The Board reviewed this interpretation. There were no comments.

**MONITORING BOARD PERFORMANCE:**

**Board Policy Survey Review: GP-12 Handling Operational Complaints** – Chair Luck reported on the results of this survey.

**Board Policy Survey Review: GP-13 Handling Alleged Policy Violations** – Chair Luck reported on the results of this survey.

**Board Policy Review: GP-0 Global Governance Commitment** – The Board reviewed this policy for currency. There were no suggested revisions.

**Board Policy Review: GP-8 Governing Style** – The Board reviewed this policy for currency. There were no suggested revisions.

**Board Policy Review: BCD-6 President Compensation** – The Board reviewed this policy for currency. There were no suggested revisions.

**ACTION ITEMS**

**Approval of One-Year Renewal Contract with SB & Company for Professional Auditing Services for the College and the Foundation for FY 2025** – In March 2021, the Board approved the award of the contract for professional auditing services for the College and the Foundation to SB & Company. This award was for an initial three-year contract with the option to renew each year for an additional three years. A one-year renewal for FY 2024

was approved by the Board last year. The cost of the services for the FY 2025 audit is \$39,000 and will be funded through the FY 2026 College operating budget.

*On a motion made by Trustee Whitworth, the Board unanimously approved the one-year contract renewal with SB & Company, as presented.*

**Approval of FY 2026 Credit Tuition and Fees** – The FY 2026 Operating budget proposal includes a 3% increase for in-county, out-of-county and out-of-state tuition and fee rates, and an increase in the Student Activity Fee from \$3.34 to \$3.50 per credit hour (ten-credit max per semester). The College offers more than 600 courses in its course catalog. New and increased course fees are proposed for approximately 10% of the course inventory. The fees will help offset the rising costs of program materials and, in some cases, ensure students are provided access to necessary instructional materials, at a reasonable cost. The proposed FY 2026 Credit Tuition and Fees schedule will be effective for Fall 2025 registration. There was discussion regarding the increased fees for students. It was clarified that students have already been incurring many of these costs individually and they are now being applied up front so any available financial aid can be used to cover them. Additionally, students were consulted prior to this change and there was overwhelming support.

*On a motion made by Vice Chair Lynch, the Board unanimously approved the FY 2026 Credit Tuition and Fees, as presented.*

**Approval of FY 2026 Auxiliary Enterprise Bookstore Budget** – The Bookstore's FY 2026 proposed budget reflects a 4.5% increase in revenue compared to the FY 2025 adopted budget. One factor contributing to the increase is revenue attributable to



Slingshot. Slingshot serves dual enrollment students and delivers digital content on their first day of class. The College charges a nominal fee to provide this service.

For FY 2026, the College projects a Bookstore subsidy in the amount of \$84,500, a decrease of 15.1% or \$15,000 from the FY 2025 budget.

*On a motion made by Trustee Kimberlin, the Board unanimously approved the FY 2026 Auxiliary Enterprise Bookstore Budget, as presented.*

**Approval of FY 2026 Proposed Operating Budget to be Submitted to the County**

**Executive** – Operating revenues proposed for FY 2026 total \$79,291,061, including \$2,000,000 in strategic reserves. This represents an increase of \$4,433,458 or 5.96% over the FY 2025 adopted budget and includes \$21,588,862 from tuition and fees (credit and non-credit); State funding of \$22,625,215 in Cade formula aid and \$3,051,200 for State benefits; other income of \$2,211,958 which includes interest income and contract training; and the use of strategic reserves in the amount of \$2,000,000 for one-time initiatives including technology improvements, unplanned capital repair and replacement, and strategic planning and future-proofing. The County funding request of \$27,813,826 includes \$27,255,452 (cash) and \$558,374 (in-kind), which reflects an additional \$1,500,000 over FY 2025 funding to ensure institutional sustainability and to help fund additional costs to meet enrollment demand. In-kind funding includes Interagency Internal Audit Authority (IIAA) services, annual building asset assessments, some IT services, and other items.

Operating expenses proposed for FY 2026 total \$79,291,061, including \$200,000 allocated to operating reserves and \$2,000,000 from strategic reserves to address

strategic, one-time needs. This is an increase of \$4,433,458 over the FY 2025 adopted budget, resulting in a balanced budget. Key expense allocations include:

- Investments to continue to attract and retain talent.
- A 17% increase for health insurance. Fringe benefit costs correspond to salary and wage projections.
- Increased funding for software, public safety, and IT equipment, as well as a 14% increase in utilities.
- A 15% increase in non-compensation due to enrollment growth and inflation.
- An operating contingency of approximately 1.3% of expenditures, totaling \$1,000,000. The contingency is available for unforeseen expenses or to respond to opportunities that may arise outside of the annual planning and budgeting cycle.

*On a motion made by Vice Chair Lynch, the Board unanimously approved the FY 2026 Proposed Operating Budget to be Submitted to the County Executive, as presented.*

**MONITORING CEO PERFORMANCE:**

**Approval of Interpretation for EL-0 General Executive Constraint** – 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-0 General Executive Constraint, as presented.*

**Approval of Interpretation for EL-5 Organization Culture** – The Board considered this interpretation, which was reviewed at the meeting last month.

*On a motion made by Trustee McPherson, the Board unanimously approved the Interpretation for EL-5 Organization Culture, as presented.*

**Acceptance of Baseline Insight Report for EL-9 Asset Protection** – 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 items 5.1.a, 10.2.b, and 10.3.a.

*On a motion made by Trustee Reid, the Board unanimously approved to accept the Baseline Insight Report for EL-9 Asset Protection, as presented.*

**Acceptance of Baseline Insight Report for EL-10 Investments** – President Cheek reported full compliance.

*On a motion made by Trustee Whitworth, the Board unanimously approved to accept the Baseline Insight Report for EL-10 Investments, 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 commented on their progress and expressed appreciation for the presentation on the budget.

### **CLOSED SESSION**

*At 6:26 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)(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; 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; and Section 3-305(b)(15) to discuss cybersecurity, if the public body determines that public discussion would constitute a risk to (i) security assessments or deployments relating to information resources technology; (ii) network security information, including information that is: 1. related to passwords, personal identification numbers, access codes, encryption, or other components of the security system of a governmental entity; 2. collected, assembled, or maintained by or for a governmental entity to prevent, detect, or investigate criminal activity; or 3. related to an assessment, made by or for a governmental entity or maintained by a governmental entity, of the vulnerability of a network to criminal activity; or (iii) deployments or implementation of security personnel, critical infrastructure, or security devices.

The Board convened in closed session in the Conference Center (E126AB) on February 19, 2025. A virtual option to participate was provided. Attending in person were: Trustees Theodore Luck, Chair; Tom Lynch, Vice Chair; Carolyn Kimberlin; Tracey McPherson; and Dr. William Reid. Trustee Myrna Whitworth was absent. 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; Scott McVicker, Chief Financial Officer (CFO) and VP for Administration; Scott Reece, Executive Director of Network Infrastructure & IT Security Officer; Edmund O'Meally, PK Law, College legal counsel; and Kari Melvin, Recording Secretary.

Participating virtually were Dr. Anne Davis, Provost and VP for Teaching, Learning and Student Success; Chris Kielt, Interim Chief Information Officer (CIO); and Pamela Murphy, Labor Relations Specialist.

The Board reviewed closed session minutes from January 15, 2025.

*On a motion made by Vice Chair Lynch, the Board approved the January 15, 2025 closed session minutes 5-0-1, as presented, with Trustee Whitworth absent.*

The Board received a briefing of the overall status of FCC's information security program and FCC's compliance with the Gramm-Leach-Bliley Act and material matters related to the information security program, addressing issues such as risk assessment, risk management and control decisions, service provider arrangements, results of testing, security events or violations and management's responses thereto, and recommendations for changes in the information security program. No action was taken.

*Executive Director Reece and Interim CIO Kielt left the meeting.*

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

*The meeting adjourned at 7:38 p.m.*

#### **NEXT MEETING**

The next regular meeting of the Board will be held on Wednesday, March 19, 2025.

Dr. Annesa Payne Cheek  
Secretary/Treasurer

Prepared by Kari Melvin  
Office of the President  
Frederick Community College

DRAFT



**To:** Frederick Community College Board of Trustees

**From:** Dr. Annesa Payne Cheek, President

**Date:** March 19, 2025

**Subject:** **Information/Discussion Item**  
President's Interpretation for EL-3 Communication and Support to the Board

**Board Policy:** BCD-3 Delegation to the President

#### **RECOMMENDATION**

Review the enclosed interpretation for Policy EL-3 Communication and Support to the Board and provide feedback for consideration. A final version will be submitted for approval at the April 23, 2025 Board meeting.

#### **OVERVIEW**

Attached for the Board's feedback is my interpretation for Policy EL-3 Communication and Support to the Board.

#### **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.

#### **ATTACHMENT(S)**

President's Interpretation for Policy EL-3 Communication and Support to the Board

## **President's Interpretation for EL-3 Communication and Support to the Board**

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

**The President shall not permit the Board to be unsupported in its work and shall not fail to proactively communicate, provide information and counsel to the Board in a timely manner.**

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

- 1. Withhold, impede, or confound information relevant to the Board's informed accomplishment of its job.**

- 1.1. Allow the Board to be without timely decision information to support informed Board choices, including regular updates on the status of the Board's Policy Governance expenditures, environmental scanning data, and risk assessment.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. The annual budget includes allocations for the Board's expenses.
- b. The Board is made aware if expenditures are anticipated to exceed the annual governance budget.
- c. Relevant background and context information is provided to aid in Board decision-making.
- d. The President will update the Board as needed regarding legal matters, federal, state, and local political considerations, concerns or threats to the College's reputation, fiscal solvency, and any related impact to the College.

This interpretation is reasonable because the idea that effective boards need timely and accurate information from the CEO to make sound decisions is widely supported in governance literature by organizations such as Govern for Impact and the American Association of Community College Trustees.

- 1.2. Neglect to submit timely monitoring data including, interpretations of Board policies that provide the observable metrics or conditions that would demonstrate compliance, rationale for why the interpretations are reasonable and evidence of compliance.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. Monitoring reports are submitted to the Board as scheduled.



## **President's Interpretation for EL-3 Communication and Support to the Board**

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This interpretation is reasonable because the monitoring report is a formative basis for measuring organizational outcomes which is synonymous with the President's performance. These reports evaluate the achievement of Board specified Ends and Executive Limitations.

### **1.3. Let the Board be unaware of any actual or anticipated non-compliance with any Ends or Executive Limitations policy, regardless of the Board's monitoring schedule.**

#### **INTERPRETATION:**

Compliance will be demonstrated when:

- a. The President has informed the Board when there is anticipated, and/or actual non-compliance with any Executive Limitations or Ends policy, and that such communication has been documented.

This interpretation is reasonable because it is best practice for the President to provide the Board with updates regarding matters of compliance on a timely basis, including notifications regarding the status (e.g. fully compliant, partially compliant, non-compliant) for all monitoring reports.

### **1.4. Let the Board be unaware of any incidental information it requires, including:**

- **Anticipated media coverage;**
- **Actual or anticipated legal actions;**
- **Changes in executive personnel;**
- **Anticipated noncompliance with federal law, state law or local;**
- **Quarterly financial statements;**
- **Annual year-end financial report; or**
- **Names and titles of two executive administration members familiar with Board and presidential matters and processes.**
- **At least every quarter a presentation from a designated area.**
- **On a timely basis, an overview of new projects or initiatives.**

#### **INTERPRETATION:**

Compliance will be demonstrated when:

- a. The President regularly provides communications, and/or phone calls when necessary, to inform Trustees of media coverage; actual or anticipated legal actions; changes in executive personnel; anticipated noncompliance with federal law, state law or local law; and urgent matters.
- b. Quarterly financial statements, year-end financials, and annual audit reports are presented to the Board.

## **President's Interpretation for EL-3 Communication and Support to the Board**

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- c. In accordance with BCD-5 President Succession, the names and titles of two executive administration members (which I interpret as direct reports to the President) familiar with Board and presidential matters and processes are provided to Trustees when there is a short-term absence of the President. Said executive would provide a presentation from a designated area at least quarterly and a timely overview of new projects or initiatives.

This interpretation is reasonable because it provides a continuous and timely flow of information to the Board directly from the President.

**1.5. Allow the Board to be unaware that, in the President's opinion, the Board is not in compliance with its own policies on Governance Process and Board- Management Delegation, particularly in the case of Board behavior which is detrimental to the work relationship between the Board and the President.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. The Board is notified during a meeting (and recorded in minutes) that they are out of compliance with established Board policy(ies), citing the appropriate Governance Process or Board-CEO Delegation policy.
- b. During the summer retreat, time is provided to discuss the Board/President's work relationship, Policy Governance practice, and Governance Process and Board-CEO Delegation policy compliance.

This interpretation is reasonable because it provides both instantaneous and regularly scheduled opportunities for monitoring Board compliance.

**1.6. Present information in unnecessarily complex or lengthy form.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. Unless otherwise requested, the Board meeting pack content is clear and labeled appropriately so Trustees know what items are for action or informational only. Further, each item shall include an executive summary that outlines the issue before the Board and what is being asked of them regarding the item, and at a content length that is reasonably succinct.
- b. Each Board agenda includes an item regarding the quality and relevance of information presented.

**President's Interpretation for EL-3 Communication and Support to the Board**

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This interpretation is reasonable because it presents information to the Board in an organized and comprehensive manner. Further, each Board meeting agenda has an evaluation agenda item at the conclusion of each board meeting, where Trustees can give direction to the President as to additional modifications related to the presentation of information.

**2. Withhold from the Board the support needed for its official functioning and communications.****INTERPRETATION:**

Compliance will be demonstrated when:

- a. The President has provided administrative support to the Board for all reasonably requested items, including but not limited to, Board meeting preparation, recording meeting minutes, policy storage, and professional development arrangements.

This interpretation is reasonable because it facilitates dedicated administrative support for Board activities, by facilitating a clear communication and support linkage to assist with the Board's needs.

**3. Favor any Board Member or Members above the Board as a whole.****INTERPRETATION:**

Compliance will be demonstrated when:

- a. The Board Chair confirms that they have not received any notice from Board members as to their belief that one or more members are favored over others.

This interpretation is reasonable because the Chief Governance Officer and all Trustees are provided with the opportunity to confirm the absence or presence of Board Member favoritism.





**To:** Frederick Community College Board of Trustees

**From:** Dr. Annesa Payne Cheek, President

**Date:** March 19, 2025

**Subject:** **Information/Discussion Item**  
President's Interpretations for E-1 Ends

**Board Policy:** BCD-3 Delegation to the President

### **RECOMMENDATION**

Review the enclosed interpretations for Policy E-1 Ends and provide feedback for consideration. A final version will be submitted for approval at the April 23, 2025 Board meeting.

### **OVERVIEW**

Attached for the Board's feedback are my interpretations for Policy E-1 Ends.

### **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.*

### **ATTACHMENT(S)**

President's Interpretations for Policy E-1 Ends

## President's Interpretations for E-1 Ends

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

### **Global ENDS Statement:**

**Frederick Community College exists to provide all Frederick County residents and others who choose to enroll at the College, with the education, workforce preparation, skills, abilities, and personal growth necessary to succeed in an increasingly interconnected world, at a cost that demonstrates the prudent use of the College's available resources.**

### **1.0 Student Achievement and Workforce Preparation**

#### **1.1. Students acquire the foundational skills needed to complete their instructional pathway at the College.**

##### INTERPRETATION:

I interpret acquiring "foundational skills" as the completion of math and English gateway courses, which are among the first credit-bearing, college-level courses in a program of study.

I interpret "instructional pathway" as a credit-bearing certificate or degree program.

Compliance will be demonstrated when:

- a. Students select an instructional pathway aligned with their career aspirations.
- b. Students complete gateway math and English courses within the first 30 credits of an instructional pathway.

This interpretation is reasonable because research from the Community College Research Center (CCRC) demonstrates that students who complete gateway courses within the first 30 credits of an instructional pathway are more likely to persist and achieve their academic goals. CCRC is a research organization that focuses on the study and improvement of community colleges in the United States. CCRC is part of the Teachers College at Columbia University.

#### **1.2. Graduates have necessary preparation to successfully transfer to a baccalaureate granting institution.**

##### INTERPRETATION:

I interpret "necessary preparation" as the College maintaining articulation agreements, and providing transfer guidance and transfer-related information to students.

Compliance will be demonstrated when:

- a. The College maintains current articulation agreements with four-year institutions.
- b. The College provides students with access to accurate information about transfer options.

## President's Interpretations for E-1 Ends

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- c. The College offers educational and outreach opportunities to prospective transfer students.

This interpretation is reasonable because it aligns with best practices for improving transfer and baccalaureate completion as outlined in the CCRC Transfer Playbook.

### **1.3. Students obtain the essential skills and associated credentials to obtain gainful employment in their chosen profession with family-sustainable wages.**

#### INTERPRETATION:

I interpret the “essential skills” as critical thinking, problem solving, interpersonal, leadership, and written communication skills.

I interpret “gainful employment” as employment in a field related to the credential earned or instructional pathway completed.

I interpret “family-sustainable wages” as compensation above 150% of Federal Poverty Guidelines.

Compliance will be demonstrated when:

- a. The College adheres to Gainful Employment Standards.
- b. Graduates secure employment in a field related to the credential earned or instructional pathway completed.
- c. Students are provided access to career counseling and advising services including salary negotiation workshops, information on industry insights, and personalized career planning.

This interpretation is reasonable because employment after graduation is a reasonable expectation of students after graduation. Furthermore, Federal Gainful Employment standards are universally applied to all higher education institutions and determine whether the cost of a particular educational program is reasonable relative to the potential earnings of graduates.

### **1.4. Students gain the knowledge, skills, and abilities necessary to equitably participate in our society, our economy, and our democracy.**

#### INTERPRETATION:

I interpret “knowledge, skills, and abilities necessary to equitably participate in our society, our economy, and our democracy” as critical thinking, problem solving, interpersonal, leadership, and written communication skills.

## **President's Interpretations for E-1 Ends**

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Generally, I interpret this policy statement to mean that, as part of the learning experience at Frederick Community College, students have the opportunity to gain an understanding of their roles and responsibilities in our community and society at large.

Compliance will be demonstrated when:

- a. Students are provided with opportunities to develop critical thinking, problem-solving, interpersonal, leadership, written communication and cultural competency skills.
- b. Students are provided with opportunities to develop an understanding of their roles and responsibilities in our community and society at large.
- c. Students are provided with opportunities to develop leadership skills outside of the classroom environment.

This interpretation is reasonable because research by organizations such as the American Association of Colleges and Universities (AAC&U) and the National Survey of Student Engagement (NSSE) considers these skills to be essential for personal and professional success. Furthermore, it is standard practice in higher education for core curriculum to foster the development of these competencies.

### **1.5. Students experience a variety of co-curricular opportunities that favorably impact the lives of the participant(s).**

#### INTERPRETATION:

Compliance will be demonstrated when:

- a. Students have access to co-curricular opportunities such as cultural and diversity programs, workshops, student clubs and organizations, athletics, service opportunities and activities outside of the classroom that support holistic learning and wellness.

This interpretation is reasonable because it aligns with industry best practices described by the National Association of Student Personnel Administrators (NASPA), and is a focus of NSSE and the Community College Survey of Student Engagement (CCSSE). Each of these organizations is committed to studying and improving student engagement, particularly how students interact with their educational environment, both inside and outside of the classroom.

### **1.6. Graduates demonstrate significant gains in their critical thinking, problem solving, interpersonal, leadership, and written communication skills.**

#### INTERPRETATION:

Compliance will be demonstrated when:

- a. Graduates report, on the graduation exit survey, gains in these skills.
- b. Employers report satisfaction with graduates.



## **President's Interpretations for E-1 Ends**

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This interpretation is reasonable because these skills align with the National Association of Colleges and Employers (NACE) career readiness competencies. Graduate self-assessments and employer surveys are standard practices in higher education.

### **2.0 Diverse populations of learners experience learning and academic success responsive to their unique whole learner needs.**

#### **2.1. Educational opportunities exist for those that might not otherwise have them.**

##### INTERPRETATION:

I interpret "...those that might not otherwise have educational opportunities..." as learners of diverse backgrounds, student-parents, students with disabilities, military veterans, and first-generation and PELL-eligible students.

Compliance will be demonstrated when:

- a. The College's tuition is lower than comparable four-year private or state colleges and universities.
- b. The College provides federal, state, and institutional financial aid.
- c. The College provides support services for students with diverse backgrounds, student-parents, students with disabilities, military veterans, and first-generation students.
- d. Learners have access to multiple modalities of course delivery (i.e., online, face to face, and hybrid).

This interpretation is reasonable because it addresses the primary barriers students face accessing higher education based on research conducted by the Community College Research Center (CCRC). Further, multiple delivery modalities provide more options for learners to access education.

#### **2.2. Learners have access to learning and academic support consistent with current technology and research.**

##### INTERPRETATION:

Compliance will be demonstrated when:

- a. The College's annual budget supports classroom technology that meets the needs of learners.
- b. The College's annual budget supports equipment and technology that meet the requirements of academic programs or professional fields of study.
- c. The College's Center for Teaching and Learning provides evidence-based academic support services to meet the needs of learners.

This interpretation is reasonable because the College has an existing process for acquisition and replacement of instructional technologies, software, and equipment to

## **President's Interpretations for E-1 Ends**

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support up-to-date classroom and career instruction. Further, research by the National Association of Student Personnel Administrators (NASPA) shows that academic support services contribute to improved academic outcomes.

### **2.3. Learners have ancillary support that meet their unique needs.**

#### INTERPRETATION:

I interpret “ancillary support” that meets learners’ unique needs as nonacademic wraparound services.

Compliance will be demonstrated when:

- a. Learners have access to mental health resources and programming.
- b. Learners have access to food support.
- c. Learners have access to financial resources that support emergency needs (childcare, transportation, and housing).
- d. Learners have employment opportunities on campus.

This interpretation is reasonable, as research by the Council for the Advancement of Standards in Higher Education (CAS) and the Hope Center for College, Community, and Justice indicates that non-academic support is essential to academic success.

### **3.0 Regional Impact and Engagement**

#### **3.1. All residents of Frederick County are provided entry to an inclusive, equitable, human-centered, and financially accessible post-secondary education.**

#### INTERPRETATION

I interpret “inclusive, equitable, human-centered” as being an open access institution where residents, regardless of prior academic experience, have the opportunity to participate in post-secondary education and training. I would interpret “financially accessible” as the availability of financial resources to help pay for educational expenses.

Compliance will be demonstrated when:

- a. The College has a policy and process for admitting students that reflects the principles of an open access institution.
- b. The College complies with federal and state student financial aid award guidelines.
- c. The College engages in resource development activities to fund and award student scholarships.

This interpretation is reasonable because open access admission is a core principle of the American Association of Community Colleges (AACC). Additionally, Title IV of the Higher Education Act of 1965 (HEA), a section of U.S. federal law that deals with federal student financial aid programs, is the industry standard. Lastly, work by the Council for

## **President's Interpretations for E-1 Ends**

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Advancement in Higher Education (CASE) supports the need for public institutions of higher education to engage in fundraising.

### **3.2. Residents of Frederick County have avenues for lifelong learning.**

#### INTERPRETATION:

I interpret "lifelong learning" as the ongoing, voluntary, and self-motivated pursuit of knowledge for personal or professional development throughout an individual's life.

Compliance will be demonstrated when:

- a. The College offers Frederick County residents a wide array of learning opportunities.

This interpretation is reasonable because the Code of Maryland Regulations (COMAR) mandates Maryland community colleges serve their communities by providing a wide variety of continuing education and community programs that benefit citizens. Additionally, the American Association of Community Colleges (AACC) emphasizes the key role community colleges play in fostering lifelong learning.

### **3.3. The College is recognized as a distinctive, inclusive, collaborative, innovative leader in workforce training, capacity-building, and growing the economic development of the region.**

#### INTERPRETATION

Compliance will be demonstrated when:

- a. Stakeholder surveys affirm the effectiveness of the College's training programs and partnerships with local businesses.
- b. A third-party study analyzes the College's economic impact to the region.

This interpretation is reasonable because it aligns with the Achieving the Dream (ATD) Community Vibrancy Framework and the American Association of Community Colleges' (AACC) Workforce and Economic Development goals.

### **3.4. The College develops future-focused strategies to identify and address on-going workforce and regional economic development needs.**

#### INTERPRETATION

Compliance will be demonstrated when:

- a. The College gathers and analyzes future-oriented data and information related to workforce and economic trends.
- b. The College utilizes and integrates future-oriented data and strategies into its planning.

This interpretation is reasonable because the Institute for the Future (ITF), a widely recognized expert in foresight and futures thinking, emphasizes future-focused planning to

## **President's Interpretations for E-1 Ends**

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better anticipate systemic shifts and understand their long-term impacts. Also, the National Association of College and University Business Officers (NACUBO) emphasizes that strategic planning is essential for higher education institutions to navigate financial challenges, align resources with institutional priorities, and ensure long-term sustainability.

### **3.5. The quality of life for Frederick County residents is enhanced by virtue of the College's existence.**

#### **INTERPRETATION**

I interpret "quality of life" as an enhanced social and cultural experience.

Compliance will be demonstrated when:

- a. The College provides opportunities for community residents to access cultural, arts, and sporting events.
- b. The College provides opportunities for community residents to access personal and cultural enrichment learning experiences.

This interpretation is reasonable because the Code of Maryland Regulations (COMAR) mandates Maryland community colleges serve their communities by providing a wide variety of continuing education and community programs that benefit citizens. According to Learning Resource Network (LERN), a national organization dedicated to providing resources and support for lifelong learning programs and community education initiatives, these opportunities contribute to both economic and social cohesion in communities.

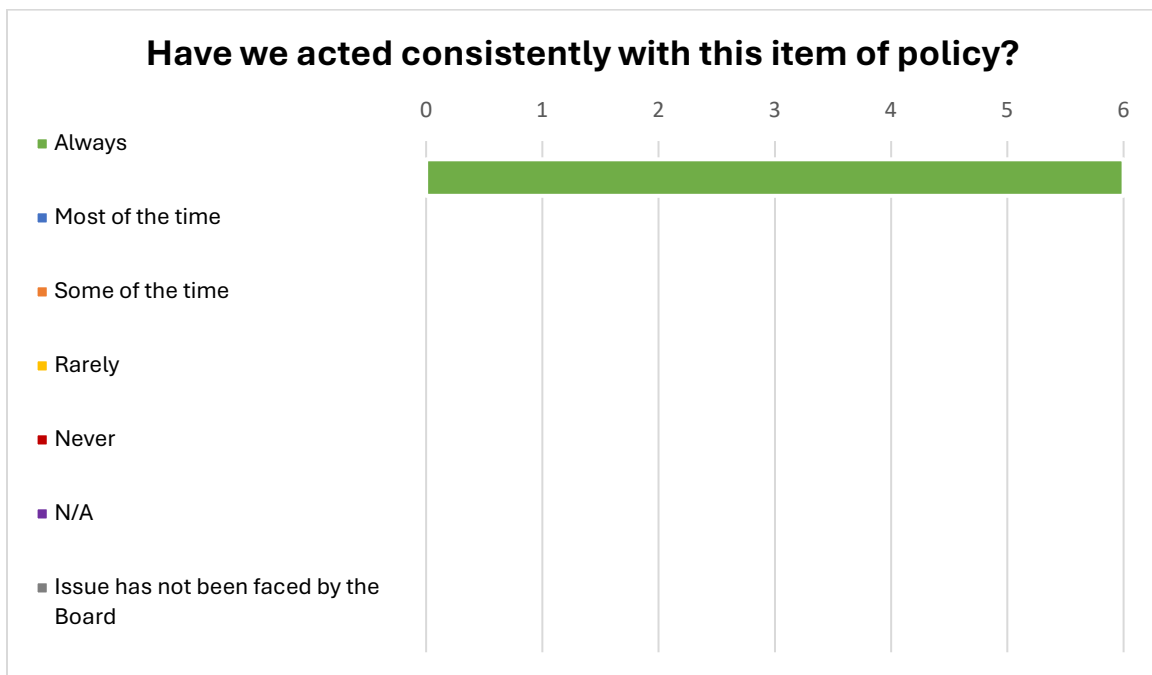


## Frederick Community College Board of Trustees

**Board Self-Monitoring Survey Results:  
GP-0 Global Governance Commitment  
Date: 3/19/2025**

**Number of Responses: 6**

The purpose of the Frederick Community College Board of Trustees, functioning on behalf of the residents of Frederick County, is to ensure that Frederick Community College achieves appropriate results for the appropriate people, and at an appropriate cost, as specified in the Boards Ends policies, and avoids unacceptable actions and situations, as specified in the Board's Executive Limitations policies.



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

- The current Board has made every effort to assure its main purpose of functioning on behalf of its owners as evidenced by the members' active participation during Board meetings and retreats.
- At this point, with our evolution in governance still in its infancy, we are learning at every meeting, including last evening, about how to act consistently with the covenant/Carver governance model. To this point, we have sought to comply as we evolve.
- The Board's actions were consistent with expectations.
- I cannot recall a situation where this policy was not followed.
- I believe the residents of Frederick County are at the forefront of all our decisions, not one specific decision.

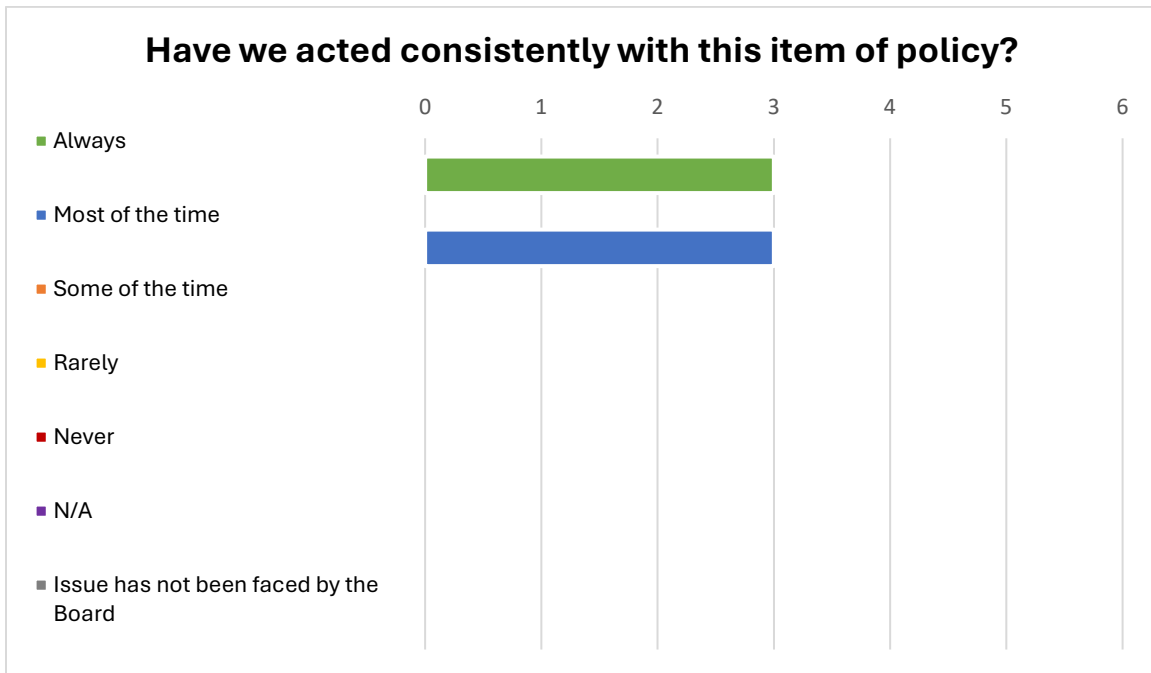


**Frederick Community College  
Board of Trustees**

**Board Self-Monitoring Survey Results:  
GP-8 Governing Style  
Date: 3/19/2025**

**Number of Responses: 6**

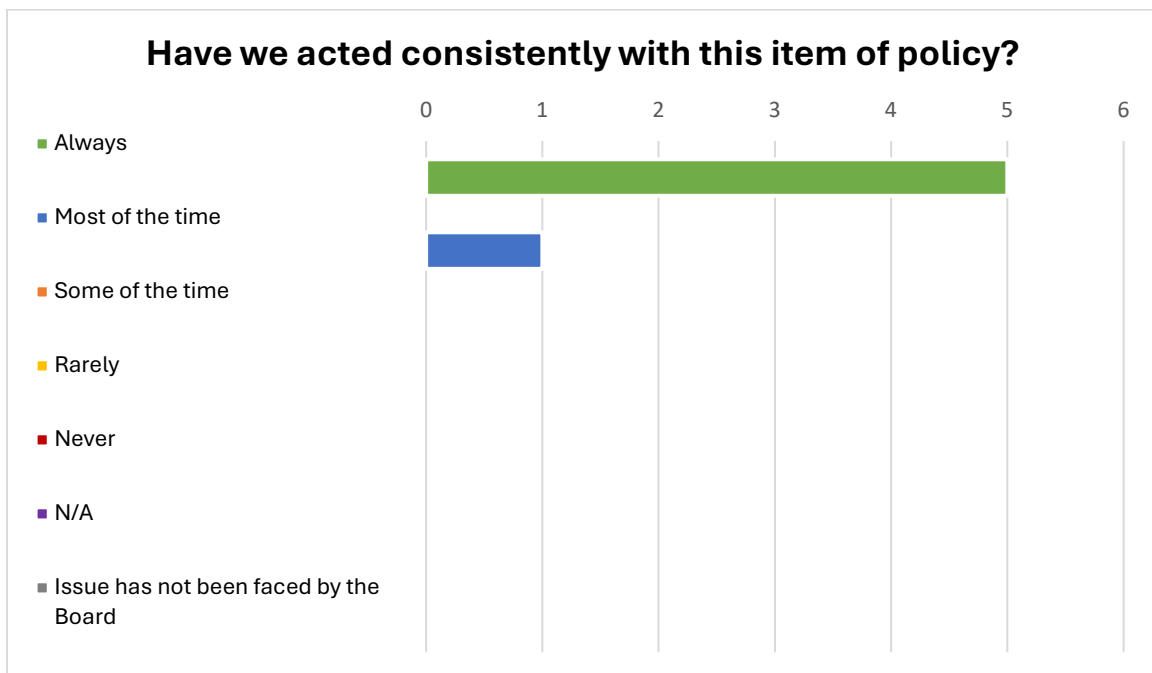
The Frederick Community College Board of Trustees will govern lawfully, with an emphasis on outward vision, a commitment to obtaining Ownership input, the encouragement of diversity of viewpoints, strategic leadership, clear distinction of Board and President roles, collective decision-making, and a proactive, future-focus. This means the Board will not be preoccupied with the present or past, or with internal, administrative, or operational detail. The Board, however, should always remain cognizant of and educate new members about present and past milestones to ensure that lessons of the past are not lost as they may and should impact future planning and vision.



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

- We are getting better and better at this as we become more accustomed to the new governance model. It is difficult, as some of us recognized last evening at the Board meeting, not to slip into a focus on operational issues. It is important, as this end policy recognizes, for the Board to understand in general terms what is going on at the College, to be sure our ends policy analysis and evaluation of the Insight Reports occurs in an appropriate context. This is particularly important with all of the decisions emerging daily in Washinton, with the new administration.
- We are currently clarifying our understanding of "ownership."
- Policy governance is new for our trustees, and at times it is difficult to break from the past. We are learning to refrain from moving into the operational side of governance, and we are making an effort to meet this policy’s requirements.
- Cannot recall an example of where we did not follow this statement.
- Cannot recall any time when we have acted inconsistent with this policy.

**1. The Board will cultivate a sense of group responsibility. The Board shall be responsible for excellence in governing. The Board will initiate policy, not merely react to President initiatives. The Board will use the expertise of individual Trustees, and the President to enhance the ability of the Board, as a body, to make policy, rather than to substitute their individual judgments for the group’s values.**

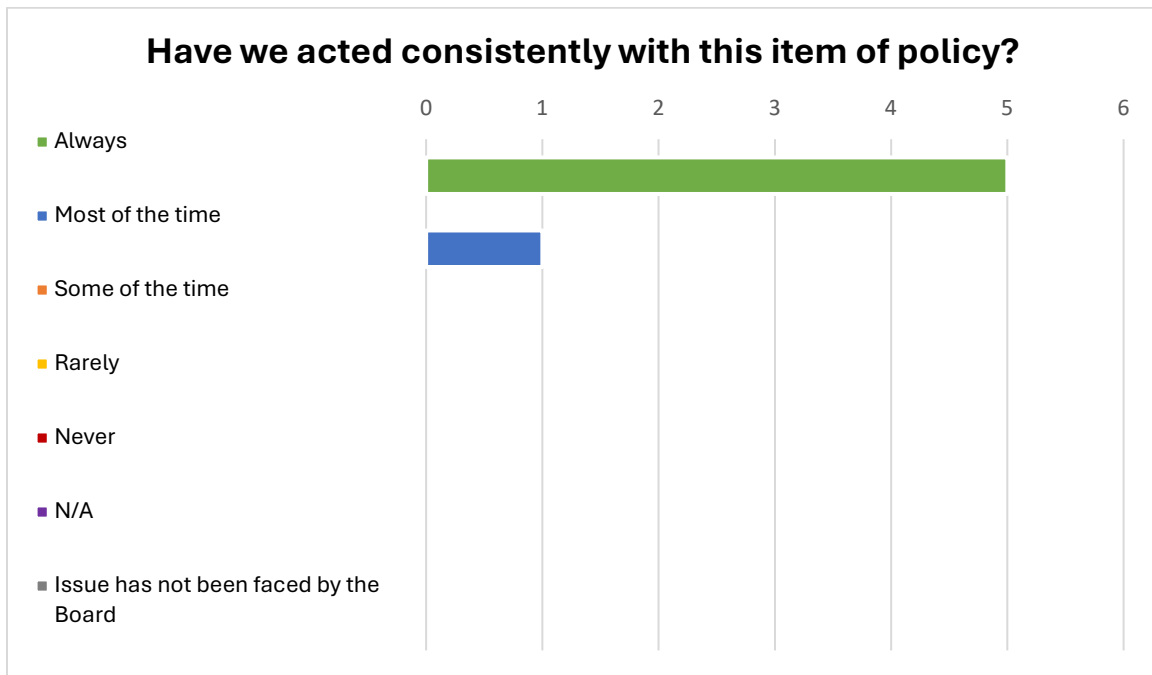




**Provide specific representative examples to support your above response when applicable.**

- We are becoming increasingly sophisticated in our understanding of how our governance model works and ensuring that the entire Board acts together as a team.
- The Board demonstrates respect for different understandings.
- This Board would not hesitate to create policies when needed. The Board has spent the last year reviewing and making necessary changes to Board policies.
- I cannot recall an example of where we did not follow this statement.
- Have always acted with board consensus.

**2. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Owners’ values and perspectives. The Board’s major policy focus will be on the intended long-term results to be produced for all stakeholders in the organization, including employees, students and the community the Board serves, and not on the administrative or operational means of attaining those results.**



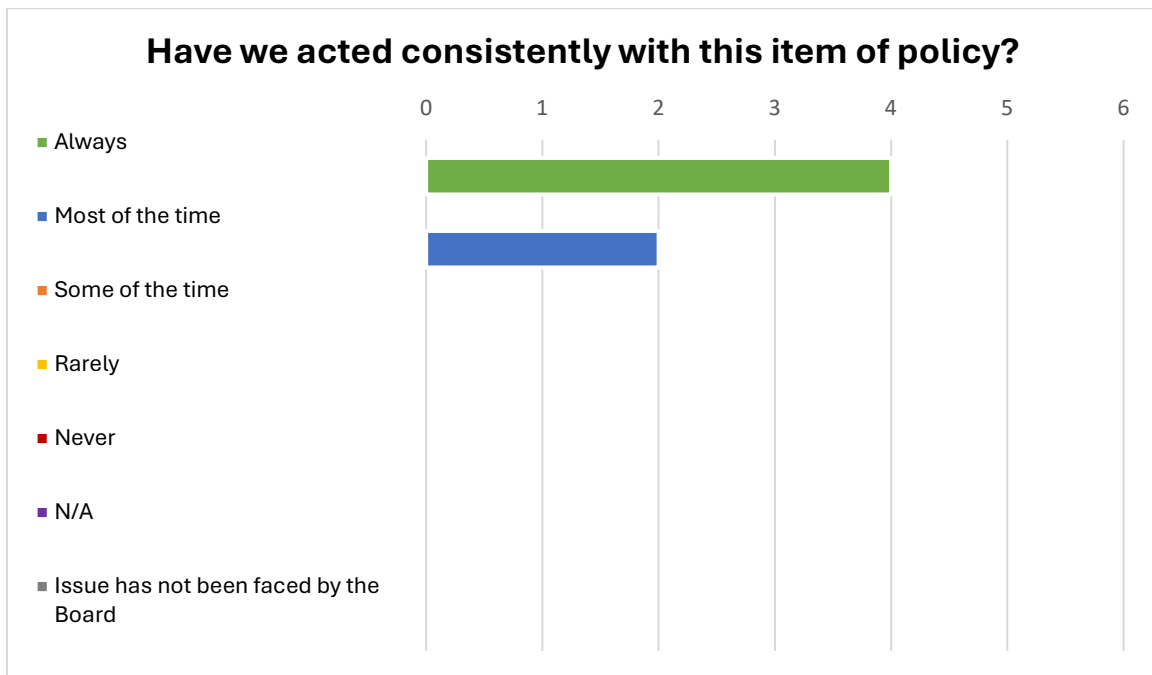
**Provide specific representative examples to support your above response when applicable.**

- Our discussion of engagement with the owners at last night’s meeting made clear that we are forward looking and seeking to engage the owners in meaningful

dialogue of how best FCC can serve the community over the long haul. The focus of the owner discussions must be future looking and long term.

- Much of the Board’s time this year has been directed broad written policies based on long-term results.
- I cannot recall an example of where we did not follow this statement.
- Cannot recall anytime where the board interfered with administrative or operational means.

**3. Each Trustee shall exercise self-discipline that is needed in order to govern with excellence. Self-discipline will apply to matters such as attendance, preparation for meetings, policy-making principles, respect of roles, Board behavior, regular self-evaluation, and ensuring the continuity of governance capability. Although the Board can change its governance process policies at any time, it will scrupulously observe those policies currently in force.**

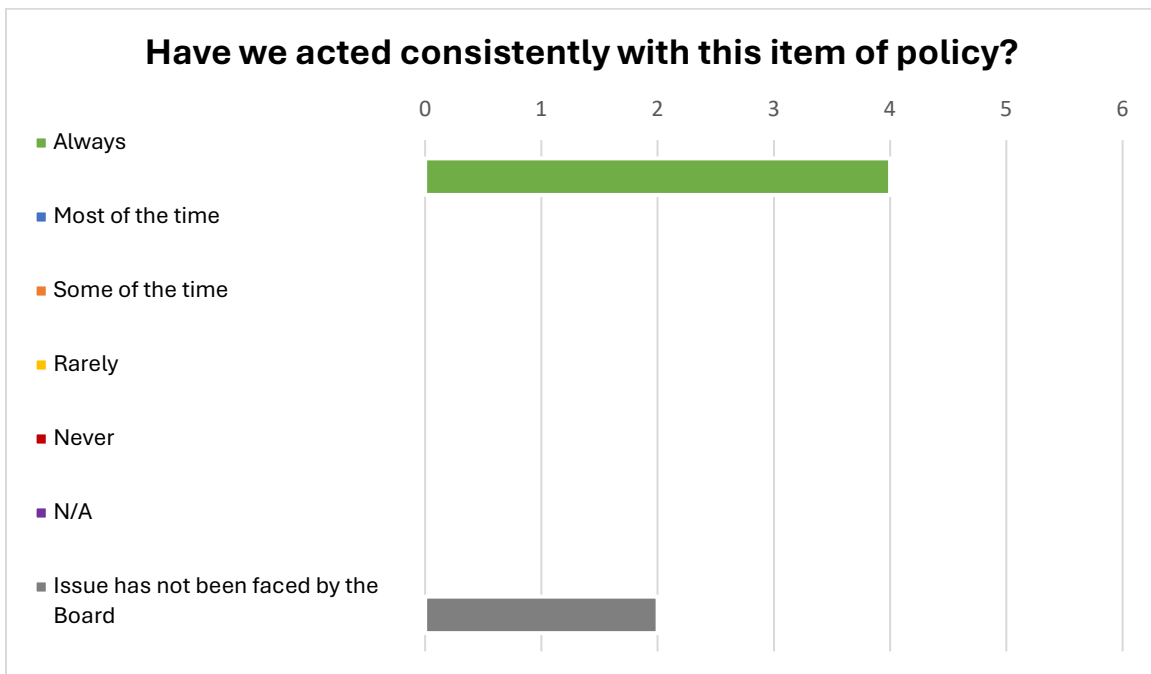


**Provide specific representative examples to support your above response when applicable.**

- We have a committed Board, that is clear. The demands on Board members, in terms of time and dedication of energy, is perhaps more than some of us anticipated. Each one of us has shown dedication to our responsibilities as Board members, although life, health and other demands sometimes make the challenge all that much more difficult.

- All members were in attendance and each participated in discussions. All opinions delivered and received respectfully.
- The trustees lost a member of the Board through a resignation due to time constraints that prevented the trustee from consistent attendance at meetings. All of the trustees are aware of their obligations as an active member of the Board.
- I cannot recall an example of where we did not follow this statement.
- Whenever possible I believe all the members have made every effort to participate and are well prepared/informed.

**4. The Board will not allow any Trustee of the Board to hinder or be an excuse for not fulfilling Board obligations.**



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

- No Board member, in my view, has acted in a manner that requires a reminder of our responsibilities to each other and to the institution. We are a respectful and mutually supportive team.
- All opinions delivered and received respectfully.
- I cannot recall an example of where we did not follow this statement.



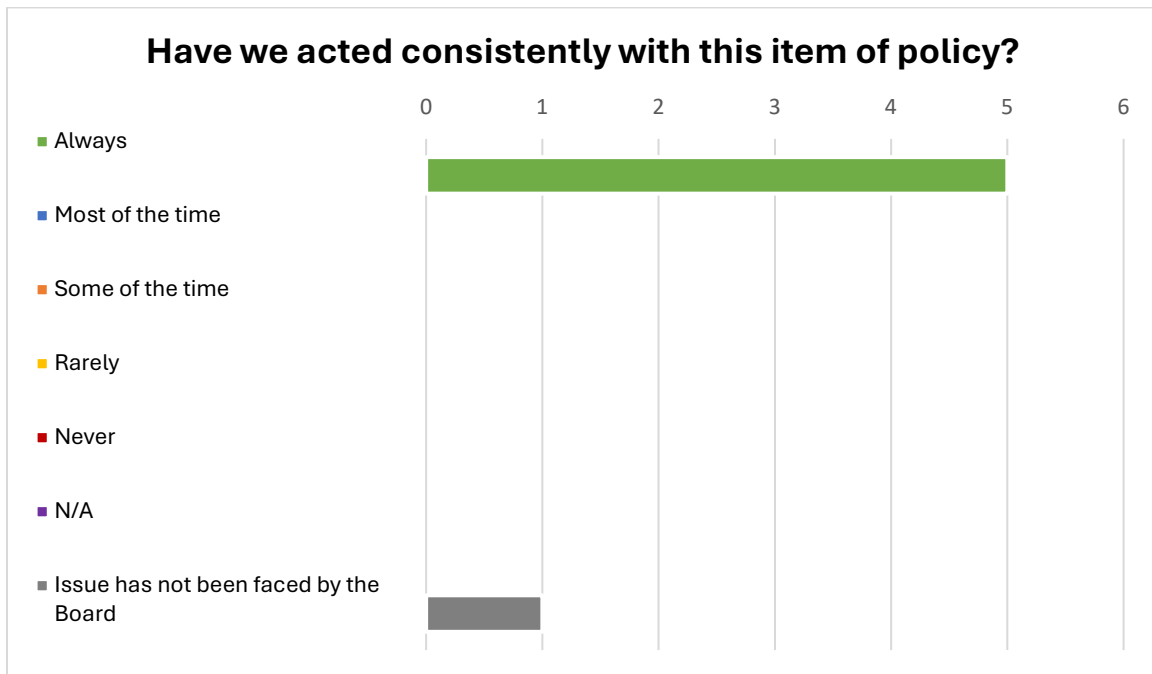


## Frederick Community College Board of Trustees

**Board Self-Monitoring Survey Results:  
BCD-6 President's Compensation  
Date: 3/19/2025**

**Number of Responses: 6**

**The President's compensation will be decided by the Board and based on organizational performance and executive market conditions.**

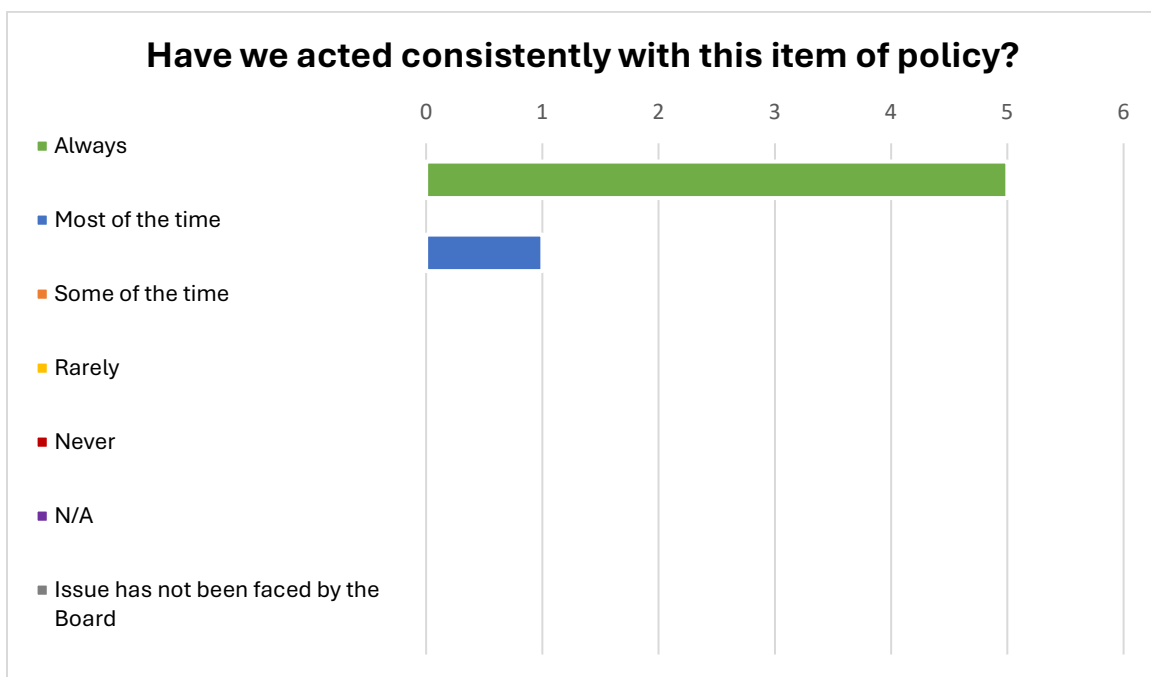


**Provide specific representative examples to support your above response when applicable.**

- We have been very diligent, in my view, on the issues of presidential evaluation and determining compensation.
- There was no deviation from Board policy.

- This year is the first year for the Board to practice this policy. During monthly Board meetings, the President has been providing monitoring reports to the trustees and at the end of the year, the Board will use these reports to determine the President’s compensation.
- I cannot recall an example of where we did not follow this statement.
- As a board we considered the success of FCC before we determined the appropriate compensation.

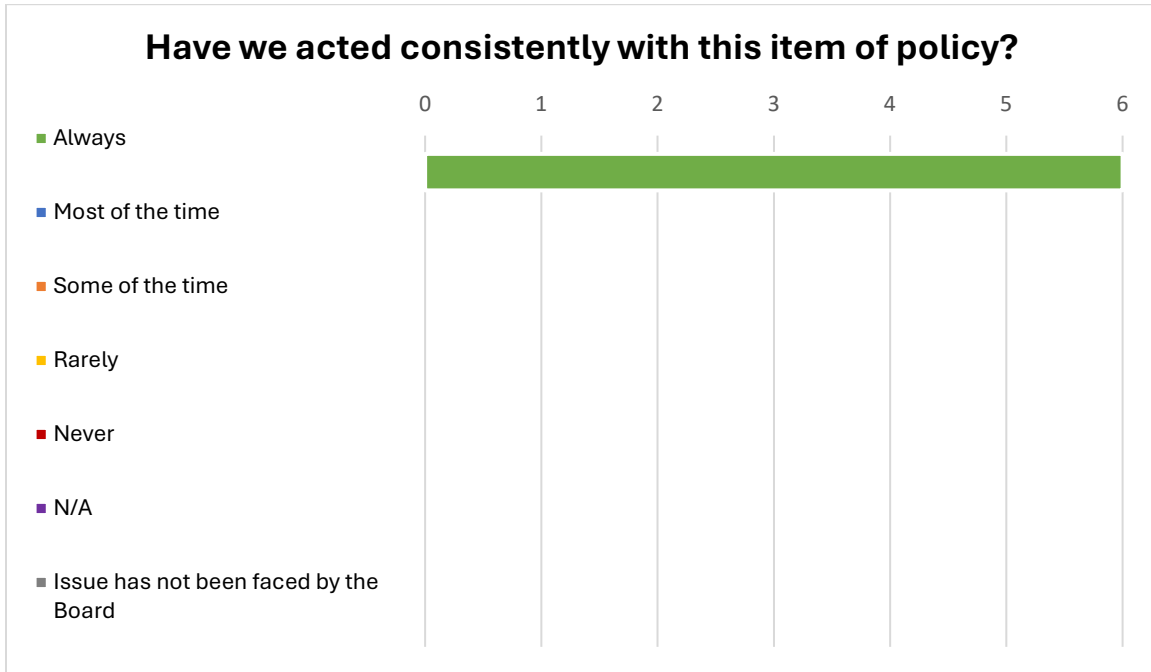
**1. The President’s performance is synonymous with organizational performance as revealed by the President’s monitoring reports in accordance with Board policy.**



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

- I have answered “most of the time” because we are still a work in progress as we evolve from ends policies to executive interpretations and limitations policies. At present, we receive Insight Reports that will morph into Monitoring Reports as we get further along in the process.
- The Board’s actions were consistent with identified policy.
- I cannot recall an example where we did not follow this statement.
- As a board we considered the success of FCC before we determined the appropriate compensation. We are looking forward to accumulation of the historical data for the monitoring reports for further support of our evidence-based decision making.

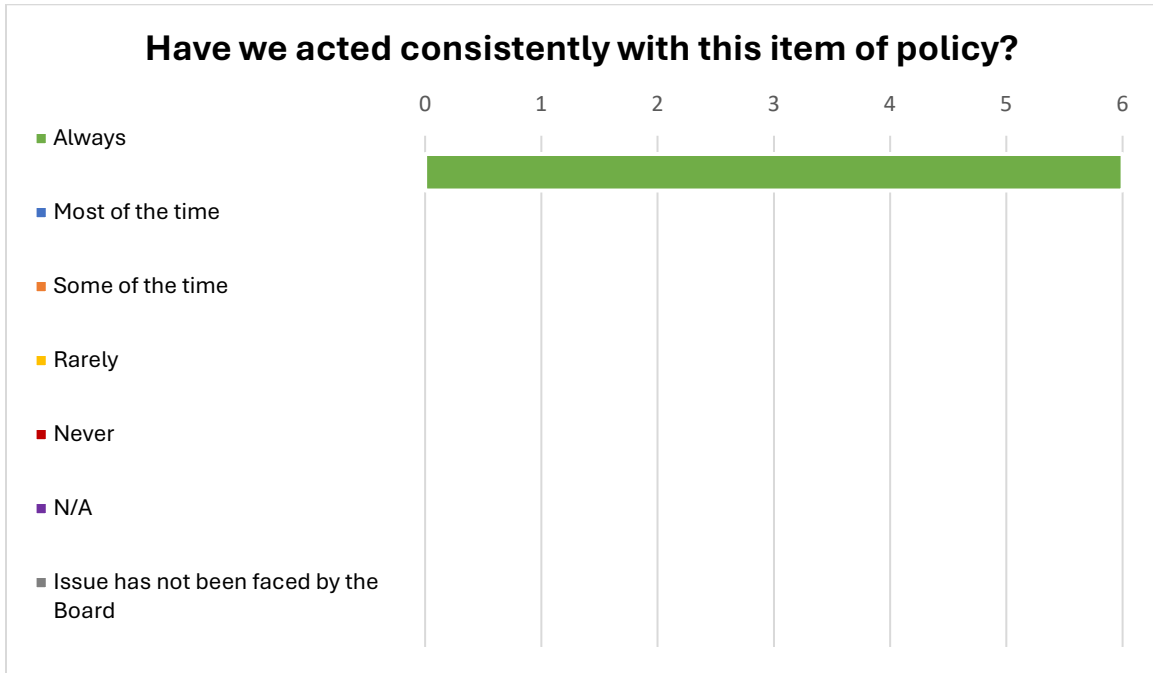
**2. “Total compensation” encompasses the entire range of salary, benefits, and all other forms of compensation.**



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

- The decisions we have made on executive compensation have included an evaluation of these elements.
- I cannot recall an example where we did not follow this statement.
- All aspects of the president’s salary were considered when we determined the appropriate compensation.

3. Total compensation is to be competitive with similar performance within the marketplace while placing some portion of the President’s total compensation at risk by tying it to Ends achievement and compliance with Executive Limitations policies. The executive marketplace to be considered is institutions of higher learning of comparable size, challenges and complexities.

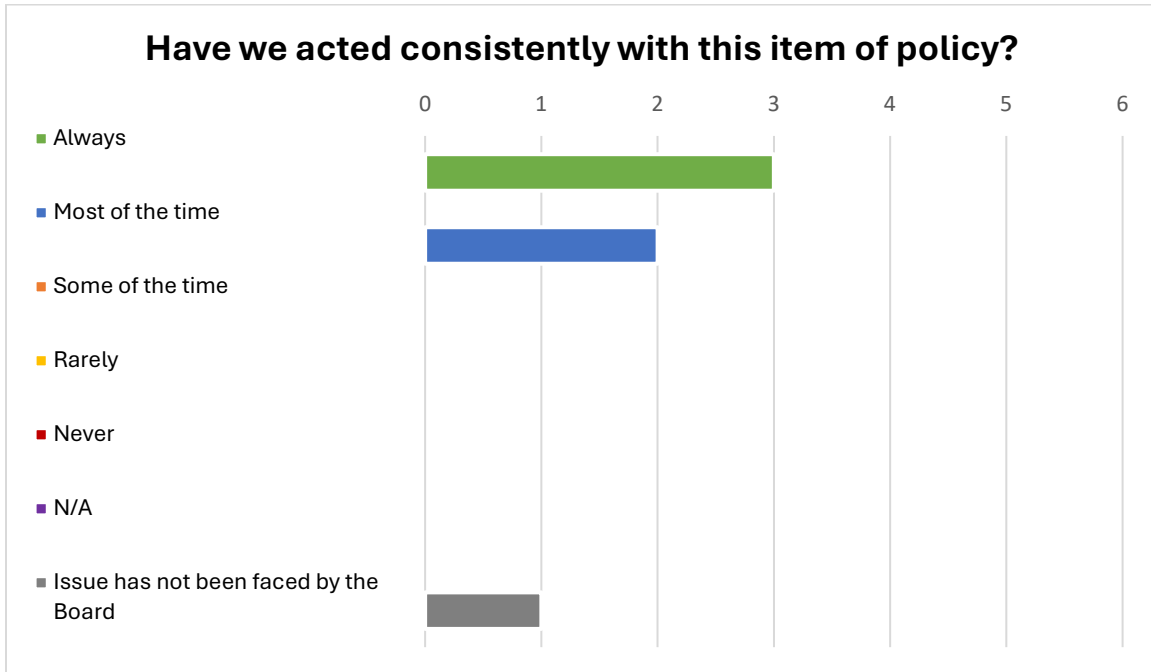


**Provide specific representative examples to support your above response when applicable.**

- We have considered the applicable marketplace in our compensation decisions.
- I cannot recall an example where we did not follow this statement.
- We also considered comparable schools and their president’s compensation.



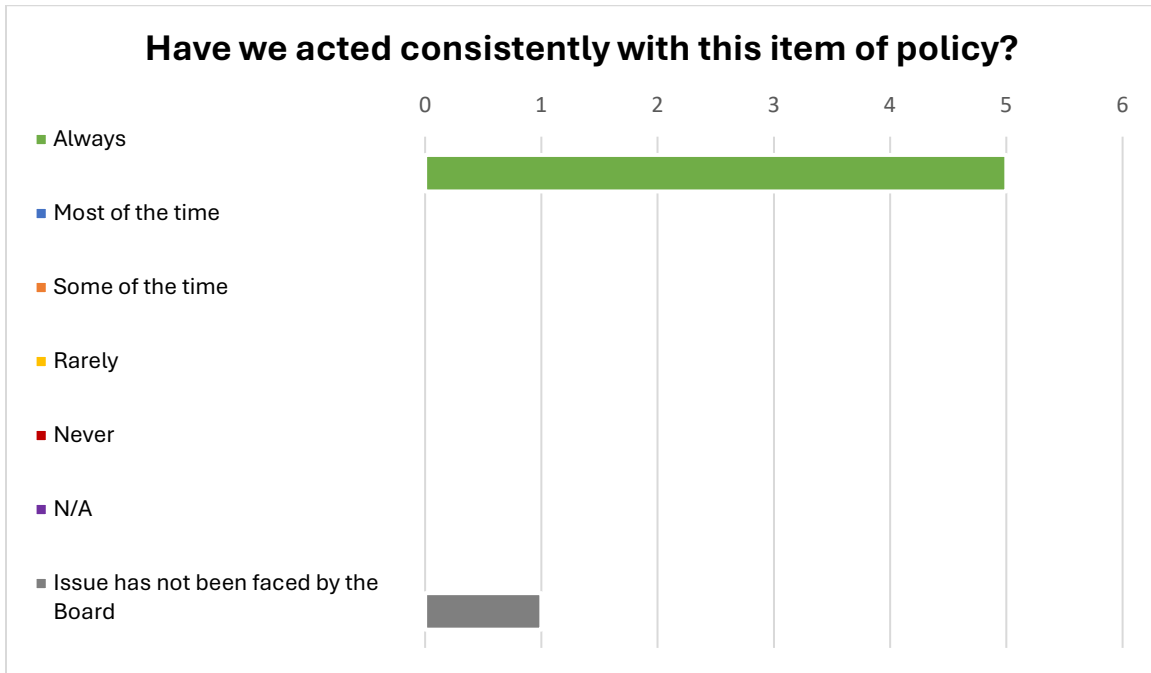
**3.1. If the President is fully compliant with Ends and Executive Limitations, their total compensation will be set at market value in the marketplace identified above. Market Value will be determined utilizing a compensation analysis conducted by an outside third party experienced in executive compensation. The Chair may establish an ad hoc committee to work with the outside third party and gather additional information to provide options and their implications to the full Board for its consideration and decision.**



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

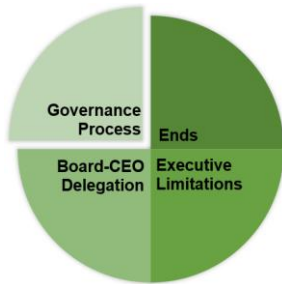
- As a group, we have considered the applicable marketplace in our compensation decisions. To this point, we have made that decision as a Board without ad hoc committee involvement.
- I cannot recall an example of us not following this statement. I am sure the upcoming executive compensation will be a prologue.

**3.2. The Board may award a bonus to the President when the Board has determined the President has substantially achieved Ends and complied with Executive Limitations.**



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

- We have been very diligent in our evaluation of presidential performance in determining if a bonus is appropriate. I expect that diligence will continue unabated.
- I cannot recall an example where we gave a bonus as part of the President’s compensation package.



## **FCC BOARD OF TRUSTEES POLICY**

**Policy Type:** Governance Process

**Policy Title:** Board Job Contributions

**Policy Number:** GP-4

**Date Adopted:** 4.17.2024

**Version:** 1.0

**Date Last Reviewed:** 4.17.2024

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

As an informed agent of the Ownership (the residents of Frederick County), the Frederick Community College Board of Trustees' specific responsibilities are those that ensure appropriate organizational performance.

Accordingly, the Board has direct responsibility to:

1. Create the link between the Owners and the College.
2. Create written governing policies that address the broadest levels of all organizational decisions and situations:
  - 2.1. Ends: What good or benefit the organization is to produce, for which recipients, at what value.
  - 2.2. Executive Limitations: Constraints on executive authority that establish the boundaries of prudence and ethics within which all executive activity and decisions must take place.
  - 2.3. Governance Process: Specification of how the Board conceptualizes, carries out, and monitors its own performance of its responsibilities.
  - 2.4. Board-CEO Delegation: How authority is delegated and its proper use monitored, including the President's role, authority, and accountability.
3. Provide assurance of organizational performance on Ends and Executive Limitations.
  - 3.1. Continuity of the President's role and function.

- 3.2. Structured monitoring of the President as outlined in Board-CEO Delegation policies.
4. Have ongoing awareness of federal, state, and local governmental bodies, as well as with other public and private organizations, regarding the immediate and prospective requisites of the College in fulfilling its Ends.
  - 4.1. The Board shall engage in an annual strategic exercise to ascertain and prioritize the College's requirements for representation and advocacy before governmental bodies, as well as public and private institutions.
  - 4.2. When deliberating on whether to endorse proposals (or proposed initiatives) submitted by governmental entities, public organizations, or private sector entities, the Board shall apply the following evaluative criteria:
    - 4.2.1. The likelihood of the proposed initiative impeding the College's ability to achieve the stated Ends.
    - 4.2.2. The potential ramifications of the proposed action on the long-term strategic interests of the College.
    - 4.2.3. The possibility that the proposed initiative could infringe upon, and/or dilute the CEO's vested authority in managing operational Means decisions.
    - 4.2.4. The maintenance of political neutrality, not adopting political positions or endorsing political candidates.
5. At all times, have at least two (2) Trustees who have completed the Maryland Open Meetings Act Training conducted by the Maryland Attorney General's Office, and evidenced by a certificate of completion. All Trustees are encouraged to complete the training no later than the end of their first year as a Trustee.
  - 5.1. The Chair is the designated member under the Maryland Open Meetings Act who is required to attend an open meeting where the Board of Trustees votes to hold a closed session.
  - 5.2. In the Chair's absence, the Vice Chair is the designated member under the Maryland Open Meetings Act who is required to attend an open meeting where the Board of Trustees votes to hold a closed session.
  - 5.3. In the absence of the Chair and Vice Chair, any other Trustee who has taken the training may serve as the designated member under the Maryland Open Meetings Act who is required to attend an open meeting where the Board of Trustees votes to hold a closed session.
6. Without compromising legal privileges and confidentiality, provide a transparent process of review and disclosure that enhances owner and stakeholder confidence in the organization's legal counsel and auditor utilization.

- 6.1. The Board may, at its discretion, engage in additional options to assist the Board in its decision-making, including but not limited to, appointment, compensation and oversight of the College attorney; designation of specific area(s), if any, of legal focus; and liaison with legal counsel on behalf of Board.
- 6.2. The Board may, at its discretion, engage in additional options to assist the Board in its decision-making, including but not limited to, appointment, compensation and oversight of the College auditor; designation of specific area(s), if any, of financial areas of focus; and liaison with the auditor on behalf of Board.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
4.17.2024	1.0	First release following Policy Governance consulting work.	President



## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Governance Process

**Policy Title:** Role of the Board Chair

**Policy Number:** GP-1

**Date Adopted:** 2.21.2024

**Version:** 1.0

**Date Last Reviewed:** 2.21.2024

**Office Responsible:** Board Chair

**Reviewing Committee:** Board of Trustees

The Frederick Community College Board Chair, who is also designated as the Board's Chief Governance Officer – CGO, is a specially empowered member of the Board, and assures the integrity of the Board's processes and Policy Governance compliance.

1. The assigned result of the Board Chair/CGO's job is that the Board behaves consistently within its own rules and those legitimately imposed upon it from outside the organization.
  - 1.1. Meeting discussion content will include only those issues that, according to Board policy, clearly belong to the Board to decide or monitor.
  - 1.2. Information that is neither for monitoring performance nor for Board decisions will be avoided or minimized and always noted as such.
  - 1.3. Deliberation will be timely, fair, orderly, and thorough, but also efficient and kept to the point.
  - 1.4. The Board's Vice-Chair will be sufficiently informed of Board issues and processes to provide continuity in the event of planned or unexpected Board Chair/CGO absences.
2. The authority of the Board Chair consists in making decisions that fall within topics covered by Board policies on Governance Process and Board-CEO Delegation, with the exception of (a) employment or termination of a President and (b) instances where the Board specifically delegates portions of this authority to others. The Board Chair/CGO is authorized to use any reasonable interpretation of the provisions in these policies.
  - 2.1. The Board Chair/CGO is empowered to chair Board meetings with all the commonly accepted power of that position, such as ruling and recognizing.

- 2.2. The Board Chair/CGO is authorized to appoint the members of all Board committees.
  - 2.3. The Board Chair/CGO has no authority to make decisions about policies created by the Board within *Ends* and *Executive Limitations* policy areas. Therefore, the Board Chair/CGO has no individual authority to supervise or direct the President.
  - 2.4. The Board Chair/CGO may represent the Board to outside parties in announcing Board-stated positions and in stating the Board Chair/CGO's decisions and interpretations within the area delegated to the Chair.
  - 2.5. The Board Chair/CGO may delegate this authority, but remains accountable for its use.
3. The Board Chair/CGO bears responsibility for annual professional development relative to Policy Governance principles and practices.



<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
2/21/2024	1.0	First release following Policy Governance consulting work.	President





## **FCC BOARD OF TRUSTEES POLICY**

**Policy Type:** Governance Process

**Policy Title:** Role of the Vice Chair

**Policy Number:** GP-2

**Date Adopted:** 2.21.2024

**Version:** 1.0

**Date Last Reviewed:** 2.21.2024

**Office Responsible:** Board Chair

**Reviewing Committee:** Board of Trustees

The Frederick Community College Board Vice Chair shall, in the absence of the Board Chair/CGO, preside at all meetings of the Board and have such other duties, powers, and accountabilities as the Board may specify.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
2/21/2024	1.0	First release following Policy Governance consulting work.	President



**To:** Frederick Community College Board of Trustees

**From:** Dr. Annesa Payne Cheek, President

**Cc:** Dr. Anne P. Davis, Provost and Vice President of Teaching, Learning, and Student Success

**Date:** March 19, 2025

**Subject:** **Action Item**  
President's Interpretation for EL-8 Access to Education

**Board Policy:** BCD-3 Delegation to the President

## **RECOMMENDATION**

Approval of the enclosed interpretation for Policy EL-8 Access to Education.

## **OVERVIEW**

Attached for the Board's consideration is my final interpretation for Policy EL-8 Access to Education. A draft was reviewed at the February 19 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.*

## **ATTACHMENT(S)**

President's Interpretation for Policy EL-8 Access to Education

## **President's Interpretation for EL-8 Access to Education**

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

**The President shall not allow conditions that unnecessarily restrict student or potential student access to education.**

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

- 1. Cause or allow the setting of tuition and/or fees that do not provide for a reasonable balance of fiscal responsibility between students and taxpayers, that do not consider County and State appropriations, forecasted enrollment, major strategic initiatives, requirements for total cost recovery, or a contribution to the overhead of the College.**

### INTERPRETATION:

Compliance will be demonstrated when, prior to setting tuition and fees:

- a. The College forecasted billing credit hours based on enrollment projections.
- b. The College estimated state and county appropriations.
- c. The College calculated the financial requirements to meet union contracts.
- d. The College projected costs for obligations, major strategic initiatives, and estimated requirements for total cost recovery.
- e. The College calculated contribution to overhead.
- f. The College completed tuition and fee comparisons against community colleges in Maryland.

This interpretation is reasonable because it ensures an evidence-based process for determining an appropriate tuition and fee structure for the College and is a process used by peer institutions.

- 2. Fail to communicate to students and potential students plans for future tuition and/or fee increases to allow students to do financial planning.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. The College communicates tuition and fees to students once the rates are approved by the Board of Trustees.

This interpretation is reasonable because it ensures prompt communication to students about tuition and fees allowing them to plan and budget more effectively, which aligns with best practices identified by the National Association of College and University Business Officers (NACUBO).

## **President's Interpretation for EL-8 Access to Education**

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- 3. Be without a consistent method that provides for appropriate recognition of prior learning and/or demonstrated competency obtained outside of Frederick Community College provided educational programs.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. The College has a procedure in place to recognize and award prior learning and competencies for students, using accepted higher education methods.
- b. The College has a procedure in place to recognize the transfer of credits into the College from other institutions.

This interpretation is reasonable because the College takes into consideration a quality-based recognition of knowledge and competency that has occurred outside of the College's own instructional programs in a manner that is broadly accepted in higher education and is based on frameworks and standards of the national Council for Adult and Experiential Learning (CAEL).

- 4. Permit academically qualified students from historically marginalized backgrounds, those with disabilities, or those with insufficient economic means to be without a supportive environment that enables them to complete their educational programs, while also not compromising academic standards, wherever possible.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. The College provides support services for students with financial, mental, physical and other related barriers to ensure they have opportunities for academic success.
- b. The College provides clear communication to students about how they can receive financial aid assistance.
- c. The College leverages additional resources from the College's Foundation, and other sources to assist students with limited means.

This interpretation is reasonable because it is based on research by the Community College Research Center (CCRC) that shows support services enhance success for students who lack supportive environments.

- 5. Permit activities, circumstances, or decisions that jeopardize the ability of students to enroll in and complete available courses, programs, or assessments, or to obtain the instructional hours required to complete their program of study.**

**President's Interpretation for EL-8 Access to Education**

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**INTERPRETATION:**

Compliance will be demonstrated when:

- a. The College has 'teach-out plans' when programs of study are cancelled which ensures that no student is academically/instructionally stranded.
- b. Students are offered alternative courses when a course is cancelled.
- c. The College has policies in place that provide students, with extenuating circumstances, support and guidance to withdraw from classes and/or complete courses.
- d. Prior learning and/or competency assessments are available to students.
- e. The College provides a wide variety of instructional modalities for students, including in-person, online, and hybrid options.

This interpretation is reasonable because it provides options consistent with peer institutions for students on those occasions where learning may be disrupted and is consistent with Maryland Higher Education Commission (MHEC) requirements to provide teach out plans when discontinuing degree and certificate programs.





**To:** Frederick Community College Board of Trustees

**From:** Dr. Annesa Payne Cheek, President

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

**Date:** March 19, 2025

**Subject:** **Action Item**  
President's Interpretation for EL-11 Compensation and Benefits

**Board Policy:** BCD-3 Delegation to the President

## **RECOMMENDATION**

Approval of the enclosed interpretation for Policy EL-11 Compensation and Benefits.

## **OVERVIEW**

Attached for the Board's consideration is my final interpretation for Policy EL-11 Compensation and Benefits. A draft was reviewed at the February 19 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.*

## **ATTACHMENT(S)**

President's Interpretation for Policy EL-11 Compensation and Benefits

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

## **President's Interpretation for EL-11 Compensation and Benefits**

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**With respect to employment, compensation and benefits for employees, consultants, independent contractors and volunteers, the President shall not cause or allow jeopardy to the College's fiscal integrity or public image.**

### INTERPRETATION:

Compliance will be demonstrated when:

- a. The College has a compensation philosophy that guides the administration of an equitable total compensation program.
- b. Key considerations such as institutional goals, position responsibility, and market information are used in determining employee salaries.
- c. Offers of employment are equitable and fall within compensation classifications and wages as negotiated in a collective bargaining agreement as applicable.

This interpretation is reasonable because internal controls are used for verification, and it fits with best practice in the higher education industry.

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

### **1. Change their own compensation and benefits.**

Compliance will be demonstrated when:

- a. The CEO's compensation amount has been verified by the Vice President (VP) for Talent and Culture and matches the approved amounts established by the Board as noted in the CEO's contract.
- b. The CEO's ordinary and necessary expenses match their employment contract as verified by the VP for Talent and Culture and Chief Financial Officer and Vice President for Administration (CFO/VPA).

This interpretation is reasonable because internal controls are used for verification, and it fits with best practices in the higher education industry as benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.

### **2. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed or from the approved budget.**

Compliance will be demonstrated when:

- a. The College conducts a comparison with other community colleges in the State for salaries and benefits annually.
- b. The CEO, the VP for Talent and Culture, and the CFO/VPA annually review secondary salary and compensation data obtained from the College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of

## **President's Interpretation for EL-11 Compensation and Benefits**

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Higher Education which provide normative data from a regional and national perspective.

This interpretation is reasonable because institutional benchmarking is done to provide comparison data, and it fits with best practices in the higher education industry as benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.

### **2.1. Establish or change compensation and benefits that deviate from the current collective bargaining agreement(s).**

Compliance will be demonstrated when:

- a. The VP for Talent and Culture and CFO/VPA confirm that all employees that are a part of any collective bargaining agreement have been paid consistent with the most recent bargaining unit agreement.

This interpretation is reasonable because payment of benefit and salaries are agreed upon within the collective bargaining agreement, and it fits with best practices in the higher education industry as benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.

### **3. Create obligations over a longer term than revenues can be safely projected.**

#### INTERPRETATION:

Compliance will be demonstrated when:

- a. The VP for Talent and Culture and CFO/VPA confirm that compensation and benefits agreed to within employee contracts and obligations created under union agreements do not exceed the forecasted budget for the term of the agreement.

This interpretation is reasonable because there are internal controls in place that are verified by the VP for Talent and Culture and CFO/VPA, and it fits with best practices in the higher education industry financial practices and is benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.

### **4. Promise or imply permanent or guaranteed employment.**

#### INTERPRETATION:

Compliance will be demonstrated when:

- a. All employees are issued an employment agreement for no more than two years.
- b. No one has been offered College employment beyond the standard protocol employed by the Talent and Culture/Human Resources department.

## **President's Interpretation for EL-11 Compensation and Benefits**

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This interpretation is reasonable because it fits with best practices in the higher education industry as benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.

**4.1. No College employee, except for the College President or their official designee, is permitted to extend an offer of employment to any candidate or non-employee.**

INTERPRETATION:

Compliance will be demonstrated when:

- a. Talent and Culture/Human Resources or its designees are the only personnel at the College who extend offers of employment.

This interpretation is reasonable because it fits with best practices in the higher education industry as benchmarked with College and University Professional Association for Human Resources (CUPA-HR) and the Chronicle of Higher Education.



**Frederick Community College  
Board of Trustees**

**President's Baseline Insight Report**

**EL 0 – General Executive Constraint**

Report Date: 3/19/2025

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-0 General Executive Constraint." 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.

A handwritten signature in blue ink that reads "Annesa Cheek".

3/19/2025

Annesa Cheek, Ed.D.  
President

Date

**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:

EVIDENCE:

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. Annually, independent legal review of relevant College operations confirms that there has been no violation (accidental or otherwise) of relevant laws as they pertain to EL-1 to EL-11.

- a. The College’s Legal Counsel affirmed on 03/12/2025 that there are no known intentional violations of known and applicable federal, state, and local laws by the Board, CEO or College employees. Further, the College’s Legal Counsel and the Vice President of Talent and Culture of the College on 03/12/2025 confirmed no

**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:

EVIDENCE:

<p>b. There are no material findings discovered in audit reports.</p>	<p>deviations from any applicable union bargained agreements.</p> <p>b. On 10/16/2024, the College’s auditor, SB &amp; Co., presented the Audited Financial Reports and Single Audit to the Board. On 3/7/2025, the CFO/VP for Administration confirmed there were no material findings in any of the audit reports.</p>
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This interpretation is reasonable because it assures that there is objective, third-party review by those with technical and/or legal expertise or knowledge.







**Frederick Community College  
Board of Trustees**

**President's Baseline Insight Report**

**EL 5 – Organization Culture**

Report Date: 3/19/2025

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-5 Organization Culture." 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.

A handwritten signature in blue ink that reads "Annesa Cheek".

3/19/2025

Annesa Cheek, Ed.D.  
President

Date

**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:

EVIDENCE:

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.

- a. On 3/7/2025, the VP for Talent and Culture verified that the [Employee Misconduct Policy and Procedures](#) is available to all employees on the College website. Currently, the [Employee Misconduct Policy](#) acts as FCC’s code of conduct. A new FCC Code of Conduct Policy is in development. Once finalized, all FCC employees will be required to review the policy annually.
- b. Beginning on July 1, 2024, the following language was adopted into annual employee contracts, and all active employees signed the same: “acknowledgement by signature affixed hereto of agreement to abide by FCC’s Code of Conduct through adherence to FCC’s [Employee Code of Ethics Policy](#), [Employee Misconduct Policy](#), and other related FCC policies and procedures.”

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:

EVIDENCE:

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

- a. The College adheres to the requirements in [GP-12 Handling Operational Complaints](#), [GP-13 Handling Alleged Policy Violations](#), and [BCD-4 Monitoring President Performance](#).
- b. On 3/12/2025, the VP for Talent and Culture confirmed that there are clear processes for employees to present complaints and wrongful conditions, including harassment and bias. The following policies and procedures are available to all employees on the College website:
  - [Complaint Policy and Procedures for Employees](#)
  - [Employee Code of Ethics](#)
  - [Employee Misconduct](#)
  - [Non-Discrimination](#)
  - [Code of Conduct for Visitors, Guests and Volunteers](#)
  - [Expressive Activity](#)
  - [Title IX](#)

Notwithstanding this, the College does not currently have an anonymous reporting system, independent of the College, in place. The College will begin providing this resource to employees in partnership with a third-party vendor by the end of FY25.
- c. The FCC Code of Conduct Policy, currently in development, will reflect that the violations of this policy may result in disciplinary action, up to and including suspension with pay or termination of employment. This policy will be effective by the end of FY25.

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

INTERPRETATION:

EVIDENCE:

disciplinary action, which may include termination from employment.

- 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.

- d. On 3/10/2025, the VP for Talent and Culture verified that the [Complaint Policy and Procedures for Employees](#) prohibits any employee, student or other person under the College’s control from engaging in retaliation against any person who exercises in good faith, their own rights under College policy or other law.

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:

EVIDENCE:

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.

- a. On 3/6/2025, the Chief Foresight and Decision Support Officer confirmed that a copy of the [Institutional Review Board Policy](#) and application for research is published on Frederick Community College's website.
- b. On 3/7/2025, the Provost and VP for Teaching Learning and Student Success confirmed that the College procures all animal specimens used for instructional purposed (dissections) through verified biological supply companies who are regulated under relevant laws and guidelines to ensure ethical treatment and proper sourcing of animals. The specimens are disposed of through Environmental Enterprises, Inc., an environmental services agency specializing in industrial and hazardous waste management contracted by the College.

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:

EVIDENCE:

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.

On 3/6/2025, the Chief Foresight and Decision Support Officer confirmed the storage of approved and pending research applications that includes information regarding compliance with ethical guidelines.

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

**3.2. Permit research that has not been subject to independent ethical review.**INTERPRETATION:EVIDENCE:

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.

On 3/6/2025, the Chief Foresight and Decision Support Officer confirmed that the College has an established Institutional Review Board as required by policy, and it is used for independent, ethical review of all research involving humans.

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





# 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 delegates, 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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*The model is available free to all with no royalties or licence fees for its use. The authoritative website for Policy Governance is [www.carvergovernance.com](http://www.carvergovernance.com).*

*Reference: Carver Guides, 2<sup>nd</sup> Edition, 2009*

