

APPROVED

**MORAIN VALLEY COMMUNITY COLLEGE
9000 West College Parkway
Palos Hills, IL 60465**

The Governing Board of Moraine Valley Community College, District No. 524, Committee of the Whole of the Board Meeting, was held on Tuesday, September 17, 2024, in Building D, Board Room D219, 9000 West College Parkway, Palos Hills, Illinois, 60465.

I. CALL TO ORDER/PLEDGE OF ALLEGIANCE

Chair Beth McElroy Kirkwood asked meeting attendees to rise and join her in reciting The Pledge of Allegiance. The meeting was called to order by Chair Beth McElroy Kirkwood at 4:31 PM.

II. ROLL CALL

Present: Beth McElroy Kirkwood, Chair; Eileen Kerlin Walsh; Joseph Murphy; Patricia Joan Murphy (Arrived at 4:44 p.m.); Jaclyn O'Day; Tiffany S. Robinson (Arrived at 5:08 p.m.); Tracy M. Sullivan; Stefanie DaCosta, Student Trustee

Absent: None.

Chair McElroy Kirkwood requested anyone calling in to state their name when speaking or making a motion for the record. She also asked those not speaking to keep their devices on mute.

III. AUDIENCE PARTICIPATION

None.

III. DISCUSSION: ORGANIZATION OF COMMITTEE OF THE WHOLE OF THE BOARD

Chair McElroy Kirkwood described the purpose of the Committee of the Whole of the Board and said she believes the committee can serve in place of individual committees devoted to specific topics. She noted that the Committee of the Whole would be open to all Trustees, which would allow all Trustees to receive information at the same time. Chair McElroy Kirkwood said the Committee of the Whole of the Board meetings could occur earlier in the evening on the day of regular Board meetings. She said she believed this option may work the best with the majority of the Trustees' schedules as it would not require Trustees to commit to additional nights or weekends throughout the year. Chair McElroy Kirkwood said the Board would continue to host retreats twice a year for development and other updates. She said the

Board can decide if another meeting is needed and determine the best start time for the meetings.

Trustee Joseph Murphy said the Board used to have 24 meetings per year, including Committee of the Whole meetings, two weeks before the regular meetings. He said the Committee of the Whole meetings and regular meetings would frequently report the same information, and the Board at the time ultimately decided to stop having Committee of the Whole meetings. Trustee Joseph Murphy said the last Committee of the Whole meeting was held around 15 years ago. He noted that he believes the college thoroughly prepares the Board through emails from the President and reports from the administration. Trustee Joseph Murphy said he is not an advocate for creating separate subcommittees because there is a limit of two members per Committee. He said he believes the Committee of the Whole of the Board meetings may be a good way to keep the Board informed, but that he sees the need to have the meetings once or twice a year.

Trustee Sullivan shared that, in her experience, Committee of the Whole meetings occur two weeks before the regular Board meeting, and they are used as a tool for training new Trustees and discussing complicated topics that the Board must address. She said having the gap between the Committee of the Whole meeting and the regular meeting allowed recommendations from the Committee of the Whole meeting to be included on the consent agenda of the regular meeting. Trustee Sullivan asked about the membership in the Committee of the Whole of the Board, and if all of the Trustees would be included. She said it is often a challenge to schedule meetings for the Board outside of regular meetings. She asked that, regardless of the frequency of the meetings, calendar invitations be sent to the Board. Trustee Sullivan asked if the goal of the current meeting is to decide whether the Board should have a Committee of the Whole of the Board or separate subcommittees. Chair McElroy Kirkwood said she does not believe subcommittees are not necessary and that the ongoing meeting will discuss the purpose of the Committee of the Whole.

Trustee Sullivan asked what quorum would be for the Committee of the Whole meetings. Megan Steigauf, legal counsel for the college, suggested that the Board look for an operating agreement or bylaws related to Committee of the Whole meetings. She continued, stating that once the Committee is formed, the Board can discuss quorum, but that she would first defer the Board to check into any existing bylaws of the Committee of the Whole.

IV. DISCUSSION: BOARD POLICIES

Trustee Sullivan said she ran for the Board to make sure the Board supports the college's faculty, staff, and students. She is concerned that many policies in the Board Policy Manual are outdated and have not been changed since the 1980's and 1990's. Trustee Sullivan said the Board has a responsibility to faculty, staff, and students to

ensure that the board policies are reviewed and updated. She believes reviewing the policies needs to be a priority of the Board, regardless of whether the policies are addressed via a Committee of the Whole or a board policy subcommittee.

Trustee Joseph Murphy said that policies approved many years ago are not necessarily incorrect. He suggested that the college look for a service similar to one he is familiar with for K-12 schools that issues recommended board policies based on standards set for all school boards. He said if a comparable service is offered for community colleges, it would be helpful to ensure that our policies are up to date. Vice Chair Patricia Murphy said she is unsure if a service is available for community colleges, but she would ask during a future ICCTA meeting.

Trustee O'Day emphasized the importance of having a Committee of the Whole or some policy entity to help guide the college and provide an opportunity for the Trustees to give input on policies. She said she would be interested in discussing how the Board can be engaged in the policy making process.

Chair McElroy Kirkwood thanked the Trustees who provided feedback. The Board discussed the best start time for future Committee of the Whole meetings and determined that the Board prefers a start time of 5:00 p.m. Chair McElroy Kirkwood said she believes President Haney does a wonderful job of keeping the Board informed and that she does not see the need to have Committee of the Whole meetings every month. She said the Board can see how the current meeting goes and decide how often they need to meet.

Chair McElroy Kirkwood asked Kelly Grab, Compliance Officer, to present recommendations from Moraine Valley Administration regarding Board policy updates. Ms. Grab noted in accordance with section 3-25 of the Public Community Colleges Act, the Board is tasked with adopting and enforcing all necessary goals for the management and government of the college. She said the Board Policy Manual articulates a governance foundation on which the college bases its decisions and the administrative regulations and procedures needed to manage the day-to-day operations of the college. She noted that locally developed policies rather than other forms of board action are needed in specific circumstances. Ms. Grab explained that aside from the college bylaws in Article One of the Board Policy Manual, the college president develops and recommends board policies. Board policies are assigned to vice presidents, who are responsible for the ongoing review and maintenance of the policies. Ms. Grab noted that in her role as compliance officer, she is responsible for monitoring changes to the law and determining if the changes affect existing Board policies or require new policies to be created. She said vice presidents and their designees will begin to review their assigned policies on an annual basis. If revisions are necessary, the vice presidents will work with Ms. Grab to draft revisions that are brought to the executive leadership team for review and approval. After the executive leadership team approves the policies, they will then be brought to the Board for adoption.

Trustee Joseph Murphy asked if Ms. Grab is part of any organization that helps coordinate information related to changes in laws that may affect the policies of community colleges. Ms. Grab said no organizations or services in Illinois manage the dissemination of information that may affect the policies of community colleges. Trustee Sullivan thanked Ms. Grab for her presentation and asked for a copy of the Board Policy Overview document she presented during the meeting. She asked Ms. Grab if the college has a policy on the procedure for board policy updates. Ms. Grab said several policies in the Board Policy Manual address policy development, amending bylaws and policies, and policies that ensure the college complies with laws. Trustee Sullivan asked Ms. Grab to confirm that the Board policy approval procedure ensures policies are vetted and reviewed for compliance. Ms. Grab confirmed that the board policies have already been reviewed by individuals at the college, including President Haney, the executive leadership team, and, in some cases, outside counsel, before being submitted to the Board for review and approval. Trustee Sullivan said she liked that the procedure is consistent and that the compliance officer controls it.

Trustee O'Day asked if the current policy is that only the president can bring policies to the Board. Ms. Steigauf said that the executive leadership team and the vice presidents can recommend policies. Dr. Haney said each vice president will review their sections of policies, and any policies needing revision will be brought to the Board for an initial review one month before the Board approves the policies at a regular meeting. She said if there is a recommendation from a trustee, they would contact Chair McElroy Kirkwood, who would share the recommendation with President Haney for review with the executive leadership team. Trustee O'Day asked to clarify if the Board can bring a policy forward for revision. Vice Chair Patricia Murphy said she has contacted ICCTA and was informed that Trustees do not bring forward policy revisions. She noted that Trustees can recommend policy changes, but they do not write policies. Trustee O'Day asked Ms. Steigauf if she could provide the legal citation regarding the role of Trustees in policy creation. Ms. Steigauf said she would look into whether she could provide the legal citation.

Chair McElroy Kirkwood noted that Dr. Haney, Vice Chair Murphy, and herself met with Jim Reed, Executive Director of the Illinois Community College Trustees Association, and that he confirmed that Trustees cannot make policies, but they can make recommendations to the college president. Trustee O'Day said she would appreciate seeing an Illinois Statute that lists that information. Trustee Joseph Murphy said that whether it is a statute or not, it is the recommendation of the Executive Director of the ICCTA. He said Trustees can express their desire to see certain policies include certain information and verbiage. Trustee Joseph Murphy said those suggestions are shared with the president. Vice Chair Murphy said Trustees do not work for the school and that it is outside their responsibilities to make policies because it gets too much into the administration and daily operations of the college. Trustee O'Day said she respectfully disagreed with Vice Chair Murphy and Trustee Murphy.

She said she views the role of the Board as a legislative-making body. She said that Congress and the General Assembly are not involved in the day-to-day operations of agencies, but they do make policies that the agencies then implement. She said she feels that the suggested policy will silence the Board and that it concerns her.

Trustee Sullivan said that our policies state that the Board's primary function is to establish policies administered by the college. She said she thinks it is essential that we have a policy that accurately states how policy updates are handled so we can be consistent going forward. Trustee Sullivan said she believes some of the inconsistencies may be due to older policies that are not necessarily as clear as they should be. She said as elected officials, concerns about policies should be brought to the Board Chair. Trustee Sullivan noted the Board could ask Dr. Haney which policies or policy areas have the most risk of being out of date and asked how she would like to present updates to older policies to the Board. She said that one of the fundamental reasons Trustees are elected is to ensure the college has good policies for its operations. Trustee Sullivan said she shares Trustee O'Day's concerns regarding trustees being unable to address policies that need updates. Chair McElroy Kirkwood asked Dr. Haney if she would have the vice presidents look over their policies and bring forward any that need to be updated. Dr. Haney agreed that the vice presidents could review the policies.

Trustee Sullivan asked Ms. Grab if a working group of compliance officers from other community colleges exists for policy update discussions. Ms. Grab said there is currently not a compliance officer group that meets. Trustee Sullivan said she brought up the policy discussion with Chair McElroy Kirkwood and President Haney because she knows other community colleges have policy review committees comprised of staff, administrators, and trustees. She asked if Ms. Grab had any other best practices she could provide aside from the document she shared with the Board. Ms. Grab said she did not have anything to add at this time.

V. TRUSTEE DISCUSSION

Trustee O'Day said she had hoped to bring a policy for the Board to consider, but she was unsure if it was possible based on the discussion of how the process works. She said she would be happy to hold the proposal for another day when we know how the process works. Chair McElroy Kirkwood said policy recommendations must be submitted to the Chair first. She said once she receives recommendations, she can share them with Dr. Haney. Chair McElroy Kirkwood stated she was unsure if the policy was shared with the entire Board. Trustee Sullivan said that she received Board Policy 7122 from the administration and that a copy was shared with the Board during the meeting. Trustee O'Day confirmed that this was the policy she was interested in presenting but noted that she would be okay with presenting at another time if appropriate. Chair McElroy Kirkwood said the policy could be discussed, and she asked Trustee O'Day to explain the request. Trustee O'Day said that, according to Section 110 ILCS 805/3-26 of the Public Community College Act, trustees can make

appointments and fix the salaries of the chief administrative officer, other personnel, and all teachers. She said she believes Board Policy 7122, Appointment of Administration and Staff, is inconsistent with the Illinois Community College Act. Trustee O'Day said she drafted a proposal for consideration for the Board to review, and she is open to amendments and suggestions. She said the revisions would make the policy similar to how the President of the United States or Governor appoint members to their cabinets and leadership team. The revised policy would require the college president to come before the Board for approval when appointing members to the executive leadership team. She said it does not mean the Board would get involved in the day-to-day hiring and firing of employees, but it would provide some sort of confirmation process similar to what exists at other levels of government. Vice Chair Murphy said both versions of the policy require appointments to be approved by the Board. She asked what the differences are in the new policy. Trustee O'Day said the current policy states the Board has the sole authority to employ the college president. The Board delegates the college president the authority to employ and dismiss full and part-time staff members. The college president must report appointments and separations at the next Board meeting. Trustee O'Day noted that the changes she recommends provides the Board with full authority to employ the college president, other administrative personnel, and all teachers pursuant to the Illinois Community College Act. Vice Chair Murphy said she was still unsure how the policy would change because the Board currently votes to approve the personnel report during regular meetings. Trustee O'Day said the personnel changes are reported but the report does not necessarily necessitate the approval of the Board. Trustee O'Day said the old version of the policy required approval for every employee hired by the college, and it was her understanding that the policy was changed to the current version to expedite staff hiring. Trustee O'Day said the proposed revisions would still allow the President to hire most staff without delay.

Chair McElroy Kirkwood asked for it to be stated for the record that she is 100% confident that President Haney has hired and will continue to hire the most outstanding leaders for our executive leadership team. She referenced the vice presidents in attendance at the meeting and said she had no question about any of them being hired. She noted that Dr. Nagle, Vice President of Academic Affairs, was hired through the use of a search committee of around ten individuals that produced two finalists. Chair McElroy Kirkwood said she brought up this example because a search committee determined the finalists, and it was not based on who someone knew.

Trustee Sullivan said with all due respect that she does not believe that having a policy considered for review by a Trustee was interpreted to in any way criticize the members of the executive leadership team. She said asking for a policy to be reviewed is not an attack on the President or her decision making or the wonderful vice presidents on the executive leadership team. She said it is to ensure we have the best policies going forward. Trustee Sullivan said she would like to echo the fact that she appreciates the vice presidents and the President for all their work. She said she does not want proposed revisions to be interpreted incorrectly because they may be inconsistent with

the statute. Chair McElroy Kirkwood noted that the Board approved the latest revisions to board policy 7122 in December 2023. Trustee Sullivan said it is possible that the policy was approved in error. She said she believes it is important to have a discussion and understand what the proposed changes are, but she noted that it is not because of any individual personnel action. Trustee Sullivan said she wanted to ensure the meeting minutes do not inaccurately reflect a Trustee noting concern about the choices of the President.

Trustee Kerlin Walsh asked if the policy was discussed in December. Dr. Haney said the policy was sent to the Board for initial review and feedback in November 2023 and approved by the Board during the December 2023 regular meeting.

Trustee O'Day said she wanted to echo the sentiments of Trustee Sullivan and state that the policy revisions she recommends are not due to any hiring decisions. She said she believes it is important to be consistent with compiled Illinois Statutes and have a clear policy going forward. She said she also thinks the revisions will empower the Board, and she hopes she has the support of the other Trustees.

Trustee Sullivan requested that Board policy updates not be included in the consent agenda in the future so the Board can point to it and make sure they know when they are approved. She said if the Board policies are listed as separate items, they may stand out to the Trustees. Trustee Joseph Murphy said he does not believe board policies need to be pulled from all consent agendas. He said the Board can already pull items from the consent agenda for discussion. He noted that consent agendas allow the Board to move expeditiously through meetings and that not all policy updates will warrant a discussion. Trustee O'Day asked if pulling an item from the consent agenda requires another Trustee to second the motion. Trustee Joseph Murphy said he believes pulling an item from the consent agenda requires a second. Vice Chair Murphy said if we move forward with a deep dive review of the board policies, we could discuss them at the Committee of the Whole meeting before the regular meeting.

Secretary Robinson said we can pick and choose what to review, but she suggested that the college review the entire Board Policy Manual. She said she understands that her duties as Trustee are to hire the President and ensure the President is doing her job effectively. She said she trusts Dr. Haney to make the right decisions regarding the executive leadership team. She said she does not want Dr. Haney to feel that her judgment and decision-making are not trusted. Secretary Robinson said it is good to have difficult discussions.

Trustee Joseph Murphy said his understanding of the direction going forward is that the President will meet with the executive leadership team, and the vice presidents will take their portions of the policy manual and review them. The vice presidents will meet with staff and legal counsel if necessary to evaluate whether the policy is outdated or needs revisions. The administration will then come back over time with recommended changes. He said he believes it will take over a year to complete the

review and do it well. Trustee Joseph Murphy said it would be beneficial to ensure our policies align with those of other community colleges in the state.

Trustee O'Day said she respectfully disagrees with Trustee Joseph Murphy. She said she believes there should be a means for Trustees to be involved in the policy-making process for Board policies. She said that the changes do not preclude the vice presidents or presidents from bringing policy changes forward and that she believes there needs to be a way for Trustees to bring ideas from conferences or information from statutes to be presented in the policy-making process.

Chair McElroy Kirkwood noted that the next Committee of the Whole meeting will be at 5:00 p.m. on October 15, 2024.

VI. ADJOURNMENT

The meeting adjourned at 6:43 PM.