

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**March 4, 2023
Board Retreat
Maryland National Golf Club – South Mountain Room
8836 Hollow Rd., Middletown, MD 21769**

In Attendance:

Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Ellis Barber; Gary Fearnow; and Theodore Luck. Also present were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Avis Boyd, Chief of Staff to the President; Dr. Daniel Phelan, Facilitator; and Kari Melvin, Recording Secretary. Trustee Dr. John Molesworth was unable to attend. Former Trustee Dr. April Miller’s position is currently vacant.

Board Chair Kimberlin convened the retreat at 9:12 a.m.

Dr. Phelan provided an overview for the day.

Trustee Barber arrived at 9:25 a.m.

Dr. Phelan provided examples of recent events regarding governance of community colleges, which included issues around accreditation, enrollment, shared governance, board and CEO relations, and board composition. He then presented research on employee retention, the multi-gen workplace, online course providers, national community college enrollments, implications for higher education going forward, and tools required for addressing present and emerging issues.

The Board recessed for a break at 10:16 a.m. and reconvened at 10:24 a.m.

Dr. Phelan led a discussion on understanding governance, governance theories, and effective governance. He presented several scenarios for Trustees to reflect upon and covered the topics of governance hierarchy, covenant governance and design thinking principles, the essential interior work of board and presidential culture, best practices of highly functioning boards, and the roles of the board and the president.

The Board recessed for lunch at 11:54 a.m.

The Board reconvened at 12:17 p.m.

Dr. Phelan provided an extensive presentation on the Policy Governance Model and the three duties of governance: fiduciary, strategic, and generative. He overviewed the policy development process and explained the four types of board policies under the Carver Model: board/CEO linkage/delegation, governance process, executive limitations, and ends. Dr. Phelan provided examples from his institution, Jackson College, and explained how they use the policies to ensure monitoring, accountability, and continuous improvement.

The Board recessed for a break at 1:28 p.m. and reconvened at 1:38 p.m. with Dr. Phelan not present. Trustees shared feedback on what they have heard so far and expressed support for pursuing the Policy Governance Model.

Dr. Phelan rejoined at 1:51 p.m. He continued his overview of the policy development process.

Vice Chair Lynch left the meeting at 2:15 p.m.

Dr. Phelan continued his presentation and covered the topics of college bylaws, board committee structures, board succession planning, board meetings, and trustee orientation. The FCC Board of Trustees Bylaws will be sent to FCC legal counsel to identify any provisions that derive from the Maryland Annotated Code or the Code of Maryland Regulations. They will then be provided to Dr. Phelan for his recommended edits.

There was general discussion regarding the current strategic planning process, the difference between ends policies of the Board and operational means set by the President, setting a board strategic plan by virtue of policy, connecting the work of annual strategic priorities to monitoring reports, and what board meetings should look like. The Board will continue this work with Dr. Phelan at two retreats in May.

The Trustees thanked Dr. Phelan for facilitating.

The retreat adjourned at 3:09 p.m.

**Dr. Annesa Payne Cheek
Secretary/Treasurer**

**Prepared by Kari Melvin
Office of the President
Frederick Community College**