



FCC BOARD OF TRUSTEES POLICY

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Policy Title: Board Code of Conduct

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Office Responsible: Board of Trustees

Reviewing Committee: Board of Trustees

The Frederick Community College Board of Trustees expects of itself and its members, ethical business-like and lawful conduct. This includes proper use of authority and appropriate decorum when acting as Trustees. This Code of Conduct is intended to set basic rules of conduct for Trustees in order to maintain the Board's integrity and the confidence of the community. This policy applies to all Trustees including the Board Chair.

1. Ever mindful of their responsibilities under State law, Trustees must have loyalty to the Ownership (the residents of Frederick County) that supersedes any loyalties to the appointing authority, the President, College employees, other organizations or any personal interest as a consumer. This accountability also supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs.
2. Trustees are accountable to exercise the powers and discharge the duties of their office honestly and in good faith. Trustees shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
3. Trustees will respect the confidentiality appropriate to issues of a sensitive nature, including at all times the content of legally held, closed meetings of the Board, in perpetuity.
4. Trustees must avoid a conflict of interest with respect to their fiduciary responsibility.
 - 4.1. There must be no self-dealing or any conduct of private business or personal services between any Trustee and the organization, except as procedurally

controlled to assure openness, competitive opportunity, and equal access to otherwise “inside” information. Trustees must stay informed on requirements of the State Ethics Law.

- 4.2. Trustees will disclose at the regular monthly meetings any new involvements with other organizations, vendors, or any associations that might be or might reasonably be seen as being a conflict.
- 4.3. When the Board is to decide upon an issue, about which a Trustee has an unavoidable conflict of interest, that Trustee shall recuse themselves without comment, from not only the vote, but also excuse themselves from the physical or virtual deliberation. This absence shall be recorded in the minutes.
- 4.4. Trustees will not use their Board position to furnish services or goods of the College to themselves, family members, associates or organizations upon which a Trustee serves as a Board member.
- 4.5. Trustees will not use their Board position to obtain College employment for themselves, family members, or associates. Should a Trustee become employed by the College, they must resign from the Board before the first day of said employment.
- 4.6. Trustees will maintain impartiality in hiring by neither writing letters of recommendation nor acting as a reference for candidates for any position at the College.
5. Trustees shall not attempt to exercise individual authority over the organization or the President.
 - 5.1. When interacting with College employees, Trustees must recognize that individual Trustees have no authority to instruct or evaluate employees, and no authority to insert themselves into employee operations.
 - 5.2. The Board Chair or designee is the only person authorized to speak to the public, the media or other entities on behalf of the Board. Trustees shall not presume to speak for the Board when interacting with the press or the public. Media inquiries should be directed to the Board Chair.
6. Trustees shall be familiar with the incorporating documents, relevant legislation and regulations, by-laws, governing policies of the organization, issues pertaining to higher education, as well as the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.
7. Trustees will be properly prepared for Board deliberation through the review of all Board meeting materials in advance of Board meetings.

8. Trustees will collaborate with other Trustees and share information on matters of substance related to their governance role so that no one Trustee possesses information that all other Trustees should have. Such collaboration must adhere to legal requirements of board assemblage.
9. Trustees will support the authority of Board decisions, regardless of the member's personal position on the issue.
10. Trustees shall review community college publications and regularly take part in educational activities including state, regional and national meetings and events that will assist them in their ability to serve effectively as a member of the College's governing Board.
11. Trustees are encouraged to communicate the Board's interest and respect for student accomplishments by attending student commencement ceremonies and events.
12. Trustees shall hold themselves and other Trustees accountable for complying with this Code of Conduct.

Handling Violations of the Code of Conduct

13. If there is a perceived violation by a Trustee(s), it is incumbent upon the involved members to attempt to resolve the conflict. If resolution is not reached, members will engage the Chair in an attempt to reach resolution prior to engagement of the Board as a whole.
14. Trustees who are found to have violated the Board's Code of Conduct are subject to a Board review of their actions and a possible formal Board rebuke in the form of a direct criticism noted in the Board minutes.

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