

**BOARD OF TRUSTEES
OF COMMUNITY COLLEGE DISTRICT NO. 508
County of Cook and State of Illinois**

BYLAWS

March 9, 2017

PREFACE

These Bylaws of the Board of Trustees (“Board”) of Community College District No. 508 (“District”) are promulgated pursuant to the Illinois Public Community College Act, as amended. The Board shall govern the District through the administration, in accordance with state law, avoiding actions and situations that are detrimental to the District, and promoting educational opportunity for the benefit of the entire community.

The Bylaws of the Board are written for the purpose of internal management of the Board, the Board Office, District Staff and all Board and District activities. Any policy, procedure or regulation in these Bylaws found in conflict with a state or federal law, rule or regulation shall be null and void to the extent of the conflict. These Bylaws apply to all property under the charge and control of the Board and to all persons entering in or on such property. Unless otherwise stated herein, property under the charge and control of the Board referred to as “property” and “public space” includes controlled entrances, lobbies, corridors, theaters, and auditoriums when used for public meetings.

These Bylaws shall become effective upon their adoption by the Board of Trustees.

**BOARD OF TRUSTEES OF COMMUNITY COLLEGE DISTRICT NO. 508
County of Cook and State of Illinois
City Colleges of Chicago**

180 North Wabash Avenue, Suite 200, Chicago, Illinois 60601

Walter E. Massey, Ph.D., Chair
Elizabeth Swanson, Vice Chair
Clarisol Duque, Secretary
Karen Kent, Member
Deborah H. Telman, Member
Darrell A. Williams, Member
Student Trustee

Revised March 9, 2017

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ARTICLE 1

ORGANIZATION OF THE BOARD OF TRUSTEES

1.1 ESTABLISHMENT OF THE BOARD.

The Board of Trustees of the Community College District No. 508, County of Cook, State of Illinois, (hereinafter referred to as “the Board”) is a body politic and corporate established pursuant to the provisions of the Illinois Public Community College Act, 110 ILCS, 805/1-1, *et seq.* (hereinafter referred to as the “State Act”) with all the powers and duties stated in the State Act. The Board has jurisdiction over Community College District No. 508 (hereinafter referred to as “the District”) whose territory is conterminous with the corporate boundaries of the City of Chicago (hereinafter referred to as the “City”). The Board currently operates a community college system known as the City Colleges of Chicago which consists of seven separately accredited colleges (hereinafter referred to collectively as “the Colleges”) located in various areas of the District.

1.2 MEMBERSHIP OF THE BOARD.

The Board shall consist of eight (8) members. Seven (7) voting members shall be appointed by the Mayor of the City, with the approval of the City Council of Chicago. They shall serve for terms of three years or until their successors are appointed and qualified. They shall have the right to vote on all matters brought before the Board. Any vacancy occurring in the voting members of the Board shall be filled by appointment for the remaining time of the term of such member of the Board in accordance with the State Act.

One (1) non-voting student member from among the student body of one of the Colleges shall be selected in accordance with the State Act and shall serve for a single term of one (1) year, beginning each April 15th. The student member of the Board shall have all the same rights accorded to other Board members, including the right to make and second motions and to attend closed sessions. However, the student member of the Board shall have no vote on any matters brought before the Board and may not be counted in determining whether a quorum of the Board is present. At the Chairperson’s discretion, an advisory vote may be solicited from the non-voting student member.

The student member of the Board shall be selected from one of the Colleges on a rotating basis and elected by campus-wide referendum of the students of the selected College. The student member shall be required to meet and maintain the same eligibility requirements as may be established by the Board for student government officers and members. In the event that the student member of the Board becomes ineligible during the term for which such member was elected, the Board shall appoint the student receiving the second highest number of votes in the student Board member election to serve on the Board for the remainder of the term of the student member who became ineligible, provided that the student to be so appointed meets the eligibility requirements for a student member of the Board. If this procedure is not feasible, a special election to fill the vacancy for the rest of

the term of the student member of the Board who became ineligible shall take place in the same College at the earliest practicable date.

1.3 COMPENSATION OF BOARD MEMBERS.

Board members shall serve without compensation. Board members may be reimbursed for their reasonable expenses incurred in the performance of their duties in accordance with such guidelines and procedures as the Board may adopt.

1.4 OFFICERS OF THE BOARD.

1.4.1 Officers.

The officers of the Board shall be a Chairperson, a Vice Chairperson, a Secretary, a Treasurer and such other officers as may be elected, designated or appointed, as the case may be, by the Board. Officers whose authority and duties are not prescribed in these Bylaws shall have the authority and duties, and shall be compensated, as determined by the Board.

1.4.2 Election and Term of Office.

The Chairperson, Vice Chairperson, and Secretary shall be elected annually by the Board from among the voting members of the Board at the regular meeting of the Board on or following July 1st of each year at which a quorum is present. If the election of such officers shall not be held at such meeting, their election shall be held as soon thereafter as may be convenient. Such officers shall have the authority and duties prescribed by the State Act and these Bylaws. The Chairperson, Vice Chairperson, and Secretary shall hold office for a term of one (1) year and shall serve until their respective successors are duly elected and qualified. If a vacancy occurs during the term of office of any such officers except the Chairperson, the Board shall elect or appoint as the case may be, a successor, to serve for the remainder of the term of his or her predecessor in office. All other officers designated by the Board may be elected, designated or appointed, as the case may be, at any meeting of the Board and shall serve at the pleasure of the Board on such terms and conditions as the Board may prescribe.

1.4.3 Chairperson and Vice Chairperson.

The Chairperson shall be the principal executive officer of the Board and, subject to the direction and control of the Board, shall be in charge of the business of the Board. The Chairperson shall preside at all meetings of the Board and shall be an *ex officio* member of all Board Committees. The Vice Chairperson shall assist the Chairperson in the discharge of his or her duties as the Chairperson may direct and shall perform such other duties as may be assigned by the Chairperson or by the Board.

In the absence of the Chairperson or in the event of his or her inability or refusal to act, the Vice Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all of the powers, of, and be subject to, all of the restrictions upon, the Chairperson. In the absence of both the Chairperson and the Vice Chairperson at a meeting of the Board, or in the event of their inability or refusal to act, the Board shall appoint a Chairperson *pro tempore* from among the voting members present to preside at such Board meeting.

1.4.4 Secretary and Assistant Secretary.

The Secretary shall be responsible for maintaining the official records of the District and the Board. The Secretary shall: keep a record of all Board proceedings; sign all official documents; notify all Board members of meetings; provide copies of all available reports and agendas to the Board members at least forty-eight (48) hours prior to a Board meeting; authenticate, attest and certify all Board records and documents; and perform all duties usually pertaining to the office of the Secretary and such other duties as may be assigned or directed by the Board.

The Board may appoint an Assistant Secretary to act (to the extent permitted by the State Act) in the Secretary's absence, or in the event of the Secretary's inability or refusal to act. The Assistant Secretary need not to be a member of the Board. The Secretary and Assistant Secretary shall serve at the pleasure of the Board, shall report to the Board and shall receive such compensation as may be determined by the Board. If the Secretary and Assistant Secretary are absent from any meeting or are unable or refuse to act, a voting member of the Board shall be appointed Secretary *pro tempore*.

1.4.5 Treasurer.

The Board may, upon recommendation of the Chancellor, appoint or designate a Treasurer. The Treasurer shall not be a member of the Board. The Treasurer shall be bonded as required by the State Act. The Treasurer shall receive all taxes and other funds of the District, shall be responsible for giving any required notification thereof to any governmental officials and shall perform such other duties as shall be assigned by the Board or the Chancellor. The Treasurer shall report to the Chancellor and the Board, shall serve at the pleasure of the Board, and shall receive such compensation and benefits as may be determined by the Chancellor and the Board. The Board, in consultation with the Chancellor, shall conduct an annual review of the Treasurer.

1.4.6 General Counsel.

The Board may, upon recommendation of the Chancellor, appoint a General Counsel who shall be the chief legal officer and the Freedom of Information Act (FOIA) Officer of the District. The General Counsel shall report to the Chancellor and the Board, shall serve at the pleasure of the Board, and shall receive such compensation and benefits as may be determined by the Chancellor and the Board. The Board, in consultation with the Chancellor, shall conduct an annual review of the performance of the General Counsel.

1.4.7 Inspector General.

The Board may, upon recommendation of the Chancellor, appoint or designate an Inspector General. The Inspector General shall have the authority to conduct internal investigations as assigned by the Board or the Chancellor and such other duties and responsibilities as assigned by the Chancellor and/or the Board. The Inspector General shall report to the Chancellor and to the Board, shall serve at the pleasure of the Board, and shall receive such compensation and benefits as may be determined by the Chancellor and the Board. The Board, in consultation with the Chancellor shall conduct an annual review of the Inspector General.

1.4.8 Executive Director of Internal Audit.

The Executive Audit Committee of the Board of Trustees, upon recommendation of the Chancellor, will appoint or designate an Executive Director of Internal Audit. The Internal Audit function reports functionally to the Board of Trustees and administratively to the Chancellor. Its mission is to provide independent, objective assurance and consulting services designed to improve the District's operations. Internal audit assists the District in accomplishing its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes.

Internal Audit is granted authority for full, free and unrestricted access to all of the District's functions, records, files and information systems, personnel, contractors, external auditors, physical properties, rental locations, and any other item relevant to the function, process or department under review.

The Internal Audit department executes its function in compliance with the Standards for the Professional Practice of Internal Auditing of the Institute of Internal Auditors.

1.5 BOARD MEETINGS AND CONDUCT OF BUSINESS.

1.5.1 Regular and Special Meetings.

The Board may hold a regular meeting on the first or second Thursday of each month at a time and location designated by the Chairperson of the Board no less than forty-eight (48) hours prior to each meeting. Special meetings of the Board may be called by the Chairperson of the Board or by any three (3) voting members of the Board upon delivery of a notice of special meeting to the Secretary. Such notice of special meeting must state the date, time, place, and purpose of such meeting. The Secretary shall cause such notice to be delivered to each Board member no later than forty-eight (48) hours prior to the special meeting. The Board may reschedule any regular meeting to a date, time and location determined by the Board.

1.5.2 Emergency Meetings or Approvals.

In emergency situations where Board approval or authorization is required but when it is impractical or impossible for a special meeting of the Board to be called, the Board Chairperson shall make a reasonable attempt to convene an emergency meeting. Notice of an emergency meeting shall be given as soon as practicable but in any event prior to holding of such a meeting to the public and any news medium which as filed an annual request for notice. A quorum must be physically present at the emergency meeting. A quorum of the Board may adopt required approvals or authorizations in said meeting as if such approval or authorization would have been made at a regular or special meeting of the Board.

1.5.3 Quorum.

For the purpose of conducting business, a quorum shall consist of four (4) voting members of the Board. The Chairperson of the Board, or a Board member serving as presiding officer, shall determine whether a quorum is present at all Board meetings. A quorum must be physically present at all Board meetings. If a quorum is not present, the meeting shall stand adjourned and the voting members of the Board present may, by majority vote, adjourn the meeting to a specific date. The act of the majority of the voting members of the Board present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these Bylaws. At an adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the original meeting.

Other Board members who are not physically present at an open or closed meeting may participate in the meeting by Other Means under the following circumstances:

- a. if a quorum of the members is physically present, a majority of the members may allow a member to attend the meeting by Other Means if that member is prevented from physically attending because of:
 - i. personal illness or disability; or
 - ii. employment purposes or the business of the Board of Trustees; or

- iii. a family or other emergency.
- b. “Other Means” is by video or audio conference.

“Personal illness or disability” is any physical, psychological, or physiological condition or impairment of the individual Board member not necessarily rising to the level of impairment to qualify as a disability under either state or federal laws, rules or regulations.

“Employment purposes” is business and/or work undertaken or performed that is not in furtherance of the Board’s purposes, goals, missions and/or business and is not within the exclusive province of the Board of Trustees.

“Business of the Board of Trustees” is business and/or work undertaken or performed in furtherance of the Board’s purposes, goals, missions, and/or business.

“Family emergency” is a situation where an unforeseen, unexpected circumstance, combination of circumstances, occurrences or conditions is presented which requires immediate action, assistance or relief and which involves a Board member’s family.

“Other emergency” is a situation where an unforeseen, unexpected circumstance, combination of circumstances, occurrences, or conditions is present which requires immediate action, assistance, or relief which situation does not involve, relate to, or in any manner implicate or pertain to a Board member’s family as defined in the paragraph above.

- c. If a member wishes to attend a meeting by Other Means, that member must notify the secretary, acting secretary, or assistant secretary of such intended participation before the meeting (but no less than one (1) hour before said meeting, if reasonable under the circumstances) unless advance notice is unreasonable and/or wholly impracticable.

1.5.4 Parliamentary Procedure.

Except as may be otherwise provided in these Bylaws and except as the Board may otherwise act pursuant to these Bylaws, the rules of parliamentary procedure as stated in the most current edition of *Roberts Rules of Order, (Newly Revised Edition)*, shall govern the proceedings of the Board.

1.5.5 Agenda and Discharge of Matters from Committee.

No matter may be placed on the agenda for consideration by the Board without prior consideration and review by an appropriate Board Committee except as the Chairperson of the Board may otherwise determine is in the interest of the Board to effectively and timely exercise its powers and duties. The Chairperson of the Board shall prepare an agenda for each Board meeting in consultation with the Chancellor, and shall determine the order in which matters will be considered by the Board. The Board, by a vote of a majority of the

voting members present at any meeting, may discharge any matter referred to a Board Committee for immediate consideration at a Board meeting.

1.5.6 Open Meetings.

All meetings of the Board and its Committees shall be held in accordance with the provisions of the Illinois Open Meetings Act and other applicable laws concerning the conduct of meetings.

1.5.7 Public Comments.

Members of the public shall be afforded time, subject to reasonable constraints, to comment or ask questions of the Board at each regular and special meeting of the Board which is open to the public. Any person who so desires to address the Board concerning any item on the agenda or any other matter, shall submit a written request at least twenty-four (24) hours before the Board meeting at which he or she wishes to speak. Such request shall set forth the subject matter of the remarks to be made. Speakers who wish to make allegations or comments of a personal nature directed towards individual Board members, District employees, or any other individual, must do so in writing and not as part of public comment. The Chairperson of the Board shall allow any such requests only upon specified conditions, including a time limitation for such remarks. When directed by the Chairperson of the Board or by a majority vote of the voting members of the Board present, the remarks of any member or other person appearing before the Board shall be included in the record of proceedings.

1.5.8 Maintenance of Mailing Lists.

Pursuant to the State Act, the Secretary shall establish and maintain a mailing list of the names and addresses of all persons who annually request inclusion thereon for the purposes specified below. The Secretary shall mail to such persons copies of Board agendas, budgets and audits within ten (10) working days after such documents become available and shall mail copies of minutes of Board meetings within (10) ten working days after approval by the Board.

The Secretary shall update this mailing list annually as of each July 1st, coinciding with the fiscal year of the Board. In so doing, the Secretary shall survey those persons who requested inclusion for the prior fiscal year to determine if they wish to be so included for the upcoming fiscal year.

The Secretary shall annually determine the approximate cost of assembling, reproducing and mailing the materials described above for the next succeeding fiscal year of the Board. The Secretary shall charge a fee equal to such cost at the beginning of each fiscal year.

1.6 BOARD COMMITTEES.

1.6.1 Responsibilities and Authority of Committees.

The responsibilities of each Committee of the Board shall be to consider matters referred to it by the Board, initiated by District administration, or originated within the Committee in its jurisdictional area and to take action thereon, subject to approval by the Board. A Committee of the Board may not exercise any power of the Board except where the Executive Committee may be so authorized by the full Board.

1.6.2 Standing Committees.

The Board shall have three standing Committees. The Chairperson of the Board shall appoint two (2) or more members of the Board to each standing Committee and shall designate one (1) of such members as the Chair of the Committee, all of whom shall serve at the pleasure of the Board. The standing Committees shall be named and have the jurisdiction and responsibilities as follows:

- a. Board Executive Committee, which shall be comprised of elected Board Chairperson, Vice Chairperson, and Secretary and the Chair of the Board Committee on Finance and Administration Services, shall be staffed by the Chancellor, and shall review matters pertaining to: Legislative Relations, District Strategic Planning, Human Resources and Staff Development, District Marketing/Public Relations/Outreach, Resource Development/Grants & Donations, Legal/Legislative/Public Policy, Board Policies, Trustee Associations, CCC Foundation, Reinvention Benchmarking and such other matters as the Chairperson deems appropriate. The Executive Committee may transfer matters to another standing Committee, which may provide input in its jurisdictional area.
- b. Board Committee on Academic and Student Services, which shall review matters pertaining to: Student Services, Student Activities and Conduct, Student Organizations, Academic Instruction and Programs, Institutional Accreditation, Program Evaluation, Economic Development, Articulation with other Institutions, the District's educational PBS station WYCC-TV and joint educational ventures with community and other organizations.
- c. Board Committee on Financial and Administrative Services, which shall review matters pertaining to Annual Budget, Financial Forecasting, Loans/Investments/Deposits, Accounting and Auditing Policies, Tuition, State/Federal Revenues, Grants/Donations, Collections, District

Expenditures/Purchases/Contracts/Insurance, Publications, Physical Facilities/Operations/Construction/Capital Planning, Security, Computer and Information Technology Services.

1.6.3 Committee Staff.

The Chancellor shall assign staff to assist the Board Standing Committees.

1.6.4 Committee Agenda.

The Chairperson of the Board or the Chancellor, with the concurrence of the Chairperson, may refer any matter to a Committee prior to its consideration by the Board.

1.6.5 Committee Meetings.

Each Committee shall hold regular quarterly meetings, which shall be held prior to the scheduled meetings of the Board and shall adopt a schedule of such meetings. Each Committee shall keep minutes of its proceedings and prepare a Committee report, which shall be presented at the regular meetings of the Board.

1.6.6 Committee Quorum.

For the purpose of conducting Committee business, a quorum shall consist of one-third (1/3) of the Board members who are members of the Committee. The Chairperson of the Board, as an *ex officio* member of all Committees, shall be counted for quorum purposes and shall have the right to vote.

1.6.7 Vacancies in Committees.

Any Committee vacancies may be filled by appointment made in the same manner as provided in the case of original appointments.

1.6.8 Additional Committees.

The Chairperson of the Board may, from time to time, create such other *ad hoc* Committee or Committees with such jurisdiction and responsibilities as he or she may determine, and the Chairperson of the Board may appoint members of the Board and others to serve on any such Committees in accordance with Section 1.6.2 above.

ARTICLE 2

DISTRICT ADMINISTRATIVE ORGANIZATION

2.1 DISTRICT ORGANIZATION.

The District shall be organized into a central administrative office and the Colleges. The District Office shall be responsible for providing leadership, coordination, support and service to the Colleges, and for monitoring the operations, programs and services of the Colleges and the District. The Colleges shall be responsible for serving their communities with educational programs, services and activities within their missions and within the authority granted by the Board.

2.2 DISTRICT CHANCELLOR.

2.2.1 Appointment of Chancellor.

The Board, by a vote of a majority of voting members of the Board then holding office, shall appoint a Chancellor who will be the Chief Administrative Officer of the District. The terms and conditions of such appointment shall be determined by the Board.

2.2.2 The Chancellor's Duties.

The Chancellor's duties include:

- a. Recommending to the Board personnel actions and changes, and amendments or modifications or deletions of personnel policies;
- b. Recommending policies, procedures and regulations for the administration and management of the District and preparation of evaluations for the Board of such policies, procedures and regulations;
- c. Developing and promulgating appropriate rules and guidelines for the administration of educational programs and services;
- d. Recommending to the Board changes in its educational programs and services and preparation for the Board of evaluations of the District's educational programs and services;
- e. Managing the fiscal affairs of the District including preparation of the annual budget and evaluations of the District's fiscal position;
- f. Recommending to the Board purchases, including equipment and supplies, contracts, leases, acquisitions and condemnations of land, erection, construction, maintenance and repair of District facilities and equipment;

- g. Establishing regulations for the control and management of property of the District;
- h. Recommending to the Board short and long-term plans to carry out the mission of the District after consultation with faculty and others;
- i. Acting as the District representative to elected or appointed officers or other representatives of the City of Chicago, the State of Illinois, the federal government and the general public;
- j. Establishing District-wide advisory committees;
- k. Recommending, as necessary, approval to the Board of all College class and time schedules and course offerings for approved programs;
- l. Approving District publications, except those requiring Board approval by these Bylaws, District Policies and Procedures, a resolution of the Board, or law;
- m. Serving as an *ex officio*, nonvoting member of all standing Board Committees;
- n. Performing any other responsibilities assigned by the Board or prescribed by law.

2.2.3 Chancellor's Performance Review.

The Board shall conduct an annual review of the performance of the Chancellor. Such review shall be conducted by such persons, designated by the Board, and in such manner, as the Board may deem appropriate.

2.3 OFFICERS OF THE DISTRICT.

The Officers of the District shall include persons in the titles of Chief Operating Officer, Chief of Staff, College President, General Counsel, Inspector General, Provost, Vice Chancellor and such other titles as the Chancellor, with the approval of the Board, may designate to assist the Chancellor in his or her responsibilities. Officers of the District shall receive such compensation and benefits as approved by the Board.

2.3.1 PROVOST AND CHIEF ACADEMIC OFFICER

The Provost and Chief Academic Officer shall be the Chief Administrative Officer of the District after the Chancellor. In the temporary or short-term absence of the Chancellor, the Provost and Chief Academic Officer shall perform the duties of the Chancellor, and when so acting, shall have all the powers of and be subject to all the restrictions placed upon the Chancellor.

2.4 VICE CHANCELLORS.

2.4.1 Appointment and Responsibilities of Vice Chancellors.

The Chancellor shall recommend to the Board the appointment of Vice Chancellors to assist the Chancellor in his or her responsibilities. The Vice Chancellors shall be responsible for duties assigned by the Chancellor.

The Vice Chancellors shall be responsible to the Chancellor for administrative planning and implementation of programs in their assigned areas of responsibilities and shall be involved with the Chancellor in District policy formation and interpretation. The Chancellor is responsible for overseeing the performance of the Vice Chancellors and shall oversee their work, request reports and assign projects or additional duties as deemed appropriate.

The Vice Chancellors shall assist the Board Committees as may be requested by the Chancellor. The Chancellor may relieve any Vice Chancellor of certain responsibilities and transfer such responsibilities to other District personnel as the Chancellor deems in the best interest of the District.

2.5 COLLEGE PRESIDENTS.

2.5.1 Selection Process and Responsibilities.

Each College shall have a President, appointed by the Board upon recommendation of the Chancellor and consistent with the process outlined in this Rule. If necessary, the Chancellor may appoint an Interim College President during the search for a permanent College President without a formal search process.

The Chancellor may appoint a single advisory presidential search committee to assist the Chancellor in the selection of one or more College Presidents. The advisory presidential search committee may include but not be limited to, college faculty, students, non-academic staff, and administrative staff and community representatives. The Chancellor shall appoint a committee Chairperson shall oversee the search and screening process and submit a list of candidates determined to be finalists to the Board of Trustees. The Chancellor shall coordinate finalist interviews with the Board of Trustees and the Chancellor will make a recommendation on the selection of a College President to the Board. Final appointments to the position of College President shall be made by the Board of Trustees.

The College President shall be the chief executive officer of the college, responsible for providing academic, administrative and fiscal leadership at the college in accordance with the strategic plan of the District. College Presidents shall have the following specific responsibilities:

- a. Providing strong, decisive leadership in achieving the following goals for the college:

- i) increasing the number of students earning college credit credentials of economic value;
 - ii) increasing the rate of transfer to bachelor's degree programs following CCC graduation;
 - iii) drastically improving outcomes for students requiring remediation; and
 - iv) increasing the number and share of ABE/GED/ESL students who advance to and succeed in college-level courses;
- b. Collaborating with District leadership in developing annual metrics for measuring success in achieving the aforementioned goals;
- c. Ensuring that the strategic plan for the college advances the District's strategic plan, mission and objectives, and promotes revenue, profitability and growth of the organization;
- d. Contributing and acting in concordance with team based initiatives of the officers of the District;
- e. Providing strong and energetic leadership focused on student access, learning effectiveness and student success in an environment that embraces diversity;
- f. Overseeing the college's operations to insure efficiency, quality, service and cost-effective management of resources and adherence to District policies;
- g. Planning, developing and implementing strategies for generating resources and/or revenues for the District;
- h. Conducting all personnel matters in accordance with the human resource policies of the District and ensuring compliance with established District-wide policies and objectives, as well as compliance with regulatory agencies;
- i. Meeting and working with various community and organizational groups. Soliciting and encouraging participation in the college;
- j. Assisting in the development of the budget and appropriateness of all expenditures;
- k. Apprising the District on the operations of the College, current trends, future goals and areas of improvement;
- l. Representing the College and District at Board meetings, legislative sessions, and committee meetings and at formal functions; and
- m. Performing other duties as added or modified.

2.5.2 College Mission.

Subject to the approval of the Chancellor and the Board, each President, after consultation with the faculty, community representatives and others, shall establish the mission of the College, which shall be consistent with the overall mission of the District.

2.5.3 Community Advisory Council.

Each President shall establish a community advisory council which may include representatives of the College community, faculty, students and staff to assist the College in fulfilling its mission and to advise the President.

2.5.4 Annual Report.

Each President and District Office department shall prepare an annual report regarding the College and/or department activities and accomplishments for the year. This report shall be developed within a format provided by the Chancellor and shall include educational plans and operational goals. This report shall be submitted to the Chancellor following the conclusion of the academic year for review and transmittal to the Board. Based on the goals set forth in each Annual Report, a six (6) month progress report shall be made by each President and District Office department as directed by the Chancellor.

2.6 GENERAL COUNSEL.

In addition to the duties and responsibilities set forth in Bylaw 1.4.6, the General Counsel shall assist the Chancellor in his or her responsibilities and shall be responsible for additional duties as assigned by the Chancellor. The General Counsel shall be responsible to the Chancellor for administrative planning and implementation of programs in his or her assigned areas of responsibilities and shall be involved with the Chancellor in District policy formation and interpretation. The Chancellor is responsible for overseeing the performance of the General Counsel and may request reports and assign projects or additional duties as deemed appropriate. The General Counsel shall assist the Board Committees as may be requested by the Chancellor.

2.7 INSPECTOR GENERAL.

2.7.1 Term and Termination

- (a) The Inspector General shall have responsibility for the operation and management of the Office of Inspector General.
- (b) The Inspector General shall be appointed by the Board upon the recommendation of the Chancellor for a term of four (4) years, which may be renewed. The Inspector General may be removed from office prior to the expiration of his or her term only for cause by a majority of the Board. The Chancellor must report, in writing, the reasons for removal to the Board and the Board shall determine, by majority vote, whether just cause exists for the removal of the Inspector General.

2.7.2 Powers and Duties

The Inspector General shall have the authority to conduct investigations regarding waste, fraud and misconduct by any officer, employee, or member of the Board; any contractor, subcontractor, consultant or agent providing or seeking to provide goods or services to the City Colleges of Chicago; and any program administered or funded by the District or Colleges.

The Inspector General shall have the following powers and duties:

- (a) To promote economy, efficiency, effectiveness and integrity in the administration of the programs and operations of the District by identifying any inefficiencies, waste and potential for misconduct therein, and recommending policies and methods for the elimination of inefficiencies and waste, and for the prevention of misconduct;
- (b) To receive and register complaints and information concerning waste, fraud, and abuse within the District;
- (c) To investigate and audit the conduct and performance of the District's officers, employees, members of the Board, agents, and contractors, and the District's functions and programs, either in response to a complaint or on the Inspector General's own initiative, in order to detect and prevent waste, fraud, and abuse within the programs and operations of the District;
- (d) To report to the Board concerning results of investigations and audits undertaken by the Office of Inspector General; and
- (e) To request and receive information related to an investigation or audit from any officer, employee, agent, or contractor of the District.

2.7.3 Confidentiality

All investigatory files and reports of the Inspector General shall be confidential and shall not be divulged to any person or agency, except to: (1) the Chancellor, the Board

Chairperson, and the General Counsel at the conclusion of the investigation with recommendations of disciplinary or other action; (2) the appropriate prosecutorial authorities; (3) the appropriate law enforcement agencies; (4) other appropriate offices of Inspector General; or (5) as otherwise provided in this Section.

2.7.4 Obligation to Cooperate

- (a) At all times the Inspector General shall be granted access to any building or facility that is owned, operated, or leased by the City Colleges of Chicago.
- (b) It shall be the duty of every officer, employee, Board member, contractor, and/or subcontractor to cooperate with the Inspector General in any investigation conducted pursuant to the Inspector General's authority under this Section. Every City Colleges of Chicago contract shall contain a statement indicating the contractor's acceptance of this Section of the Bylaws.
- (c) No person shall retaliate against, punish or penalize any other person for complaining to, cooperating with or assisting the Inspector General in the performance of his/her office.

2.7.5 Summary Report

The Inspector General shall provide to the Chancellor and the Board a summary of investigations and audits resulting in sustained findings of waste, fraud, or misconduct for the period of January 1st through June 30th not later than September 1st each year and for the period of July 1st through December 31st not later than March 1st each year. The summary shall contain the following:

- (a) a description of the nature of the allegation or complaint;
- (b) a description of the results of the investigation or audit;
- (c) the Inspector General's recommendations for discipline or other corrective measures;
- (d) the disciplinary or other action taken; and
- (e) any such other information as the Inspector General may deem relevant to the investigation or audit.

The summary report shall not mention the name of any informant, complainant, witness or person investigated or audited, unless otherwise authorized by the Chairperson of the Board.

2.8 TREASURER.

The Treasurer shall be bonded as required by the State Act. The Treasurer shall receive all taxes and other funds of the District, shall be responsible for giving any required notification thereof to any governmental officials and shall perform such other duties as shall be assigned by the Board or the Chancellor. The Treasurer shall be responsible to the Chancellor for administrative planning and implementation of programs in his or her

assigned areas of responsibilities. The Chancellor is responsible for overseeing the performance of the Treasurer, and may request reports and assign projects or additional duties as deemed appropriate. The Treasurer shall assist the Board Committees as may be requested by the Chancellor.

2.9 APPOINTMENT OF OTHER OFFICERS.

The Chancellor shall appoint an Equal Employment Opportunity Officer, an Ethics Officer, a Title IX Compliance Officer and a Section 504/ADA Compliance Officer, subject to approval of the Board. Said officers shall be responsible for coordinating compliance with, respectively, Board EEO policies and complaint procedures, Board Ethics Policies, Board Title IX Policies and complaint procedures, and the Board's compliance with the Section 504 of the Rehabilitation Act and the Americans with Disabilities Act. Said Officers shall have other responsibilities as required by law or as assigned to them by the Chancellor.

Nothing in this Rule shall preclude the Chancellor or Board from appointing the same person to fill one or more or all of the offices created by this section. Nothing in this section shall preclude the Chancellor or Board from recommending that the appointment be made via a professional services contract.

The Officers created by this Section shall report to the Chancellor and the Board. The Officers shall submit an annual report to the Board on significant developments during the prior fiscal year no later than the first regularly scheduled public meeting of the Board following July 1st of each year.

2.10 DISMISSAL OF OFFICERS.

The Chancellor, Vice Chancellors, College Presidents, General Counsel, Treasurer, Inspector General, and all other designated officers shall serve at the pleasure of the Board and may be removed at any time, without prejudice to any contract rights, if any, of the persons so removed.

2.11 DELEGATION OF AUTHORITY.

To the extent permitted by the State Act or other laws, any authority conferred upon the Chancellor by the Board, by these Bylaws or District policies and procedures and any authority conferred upon the Presidents by the Board or by the Chancellor, or by these Bylaws or District policies and procedures, may be delegated by the Chancellor or by the Presidents, as the case may be, to their designees in the absence of specific instructions to the contrary from the Board or the Chancellor as the case may be. Any such delegation of authority shall not relieve the Chancellor or the Presidents of their responsibilities for the authority so delegated.

ARTICLE 3

BOARD CONFLICTS OF INTEREST

Board members shall be subject to the conflict of interest provisions of the State Act and of “an act to prevent fraudulent and corrupt practices in the making or accepting of official appointments and contracts by public officers,” as such provisions may be amended from time to time. Moreover, each Board member shall disclose to the Board and to any appropriate Committee of the Board, all material facts concerning any personal or financial interest which he or she may have in any matter pending before the Board or any such Committee. Said Board members shall not participate in consideration of the matter in which they are so interested and shall refrain from voting on any decision or resolution pertaining to such matter. The minutes of such meeting shall reflect that a disclosure was made and that the Trustee who has a conflict or possible conflict abstained from voting. Any Trustee who is uncertain whether a conflict of interest may exist in any matter may request that the Board or Committee resolve the question in his or her absence by majority vote.

ARTICLE 4
MISCELLANEOUS PROVISIONS

4.1 **INDEMNIFICATION.**

The Board shall indemnify and protect members of the Board and employees as provided by law. The Board may adopt a policy regarding the additional indemnification and defense of the members of the Board, officers and employees of the District as it may deem appropriate.

4.2 **ADOPTION, AMENDMENT, REPEAL OR SUSPENSION OF BOARD BYLAWS POLICIES AND PROCEDURES.**

At the first Board meeting on or after July 1 of each year or as soon thereafter as may be convenient, the Board may adopt Bylaw and Policies and Procedures for the management and government of the Board, the District and the Colleges. The Board may amend or repeal any Bylaw, Policy or Procedure by a vote of a majority of the voting members of the Board then holding office at any regular, special or emergency meeting. The Board may suspend the operation of any Bylaw, Policy or Procedure, in any particular instance, by a vote of a majority of the voting members of the Board present at any meeting. However, the Bylaws, Policies or Procedures which require action by a majority of the voting members of the Board then holding office shall be suspended only upon the vote of a majority of the voting members of the Board then holding office.

4.3 **ADOPTION OF POLICIES, AGREEMENTS AND GUIDELINES.**

The Board may adopt, from time to time, policy statements, guidelines, procedures, regulations, collective bargaining agreements, codes of conduct, or similar documents issued for the governance of the Board, the District and the Colleges. Except where otherwise prohibited by law, these Bylaws, or resolution of the Board, the Board may permit the Chancellor to establish procedures, review and approve appropriate publications prior to their dissemination.

4.4 **DISTRICT MISSION.**

The Board shall establish the mission of the District and shall review such mission as needed.