

**COCC Board of Directors  
Policy Review Subcommittee  
Meeting Agenda  
May 28, 2024  
12:00 - 1:00 p.m.  
Via ZOOM**

**Committee Members: Laura Craska Cooper (Chair), Erica Skatvold, Erin Foote Morgan**

**COCC Staff: Laurie Chesley (President), Kyle Matthews (Executive Assistant)**

- 1. Call to Order and Review of the Agenda**
- 2. Review Minutes from April 2, 2024**
- 3. Aligning the Board's Mission and Vision Statement with COCC's Current Strategic Plan**
- 4. GP 4: Chairperson/Vice Chairperson Role**
- 5. GP 7: Board Planning Cycle**
- 6. GP 9.6: Board Operations**
- 7. GP 2.8.A: Governing Style**
- 8. GP 6.8 and 14: Board Member Orientation**
- 9. Adding Calendar for Board of Directors and Committees to Policies**
- 10. Next Meeting: To Be Determined**
- 11. Adjourn**

**COCC Board of Directors  
Policy Review Committee  
Meeting Minutes  
April 2, 2024  
10:00 a.m. - 11:00 a.m.  
Via ZOOM**

**Committee Members:** Laura Craska Cooper (Chair), Erica Skatvold, Erin Foote Morgan

**COCC Staff:** Laurie Chesley (President), Michael LaLonde (Vice President of Finance and Operations), Kyle Matthews (Executive Assistant to the President and VPFO)

**1. Call to Order and Review of the Agenda – Craska Cooper**

**2. De-gendering Policies – Craska Cooper**

- a. This item had been suggested by Erin Merz. Craska Cooper had meant to address this for some time.
- b. Foote Morgan offered to assist if Craska Cooper wanted to take the lead on this task.
  - i. Craska Cooper agreed to write a first draft of edits and give Foote Morgan and Skatvold a chance to review it.

**3. Proposed Changes from Erin Merz (see enclosed) – Craska Cooper**

- a. Align the Board’s mission and vision statement with COCC’s new strategic plan.
  - i. Craska Cooper volunteered to draft this amendment.
- b. Create a policy for the Board to make a reasonable effort to hold at least one Board meeting per year at COCC’s branch campuses.
  - i. Foote Morgan concurred with the suggestion to hold Board meetings at branch campuses. She asked whether the language should state that the Board should make a reasonable effort to hold one meeting per year in each zone of COCC’s district.
  - ii. Craska Cooper concurred and noted that the Board’s July meeting was planned to be held at La Pine High School.
  - iii. Skatvold suggested that meetings could be held in Sisters and the east side of Bend. She noted that St. Charles Health System often uses COCC’s facilities for meetings and offered to find a way for St. Charles to host a Board meeting.
- c. Updating titles referenced in BPR 6.
  - i. Merz asked if “Vice President for Instruction” and “Vice President for Administration” should be changed as they are no longer in use.

- ii. Craska Cooper said “Vice President for Instruction” should be changed to “Vice President of Academic Affairs” and “Vice President for Administration” should be changed to “Vice President of Finance and Operations.” Chesley confirmed this to be correct.

**4. Discuss Investment Policy Committee in Light of GP 5.5a – LaLonde**

- a. Merz pointed out that, for committees overseen by the Board, only Board members can vote. For the proposed Investment Committee, the Board suggested that the Committee’s membership consist of one Board member and two non-Board members who are investment experts from the community.
- b. LaLonde explained that the Committee would have the following duties:
  - i. Review COCC’s investment policy
  - ii. Review COCC’s investments
  - iii. Review how those investments performed
  - iv. Review an allocation strategy that the Committee might develop
  - v. Approve any outside investment managers that COCC may hire
  - vi. Review any specific investments that COCC has
  - vii. Determine what direction to take on investments for COCC
- c. LaLonde felt it would help the Committee document its decisions by making votes part of their procedures.
- d. Chesley asked if the Investment Committee would be making recommendations to the full Board.
  - i. LaLonde confirmed that this is how the policy was written.
  - ii. Craska Cooper asked whether there would be any cases where the Committee would work with LaLonde *without* making recommendations to the Board. Is this discussed in COCC’s investment policy? Would “review and approve the college's investment portfolio and asset allocation” need to be presented to the Board for approval?
  - iii. LaLonde offered to clarify the sentence she referenced from the policy.
  - iv. Craska Cooper interpreted the policy to state that most of the substantial investment decisions would be brought before the Board, but concurred it would be a good idea for the Investment Committee to vote whether they should make recommendations to the Board with documentation that more than one person was of this opinion.
- e. Foote Morgan asked whether the Board’s committee policy needed to be changed at all.
  - i. Craska Cooper explained that she was recommending adding language that excludes the Investment Committee from the ruling that only Board members can vote on committees they oversee.
  - ii. Foote Morgan concurred.
- f. Craska Cooper asked LaLonde about recruitment for the Investment Committee.

- i. LaLonde said he was about to make some calls to people he knew in the industry, but when this issue came up, he decided to wait until he could explain what the Committee's role would be.

## **5. Proposed Changes to the Board Policies – Foote Morgan**

### **a. GP 4: Chairperson/Vice Chairperson Role**

- i. Foote Morgan suggested adding language to clarify the Chair's role and guide the Board on how to respond if they felt the Chair was not performing their role.
  - 1. Skatvold suggested there may be grounds for the Board having such a discussion with the Chair if the Chair misses a certain number of meetings outside of matters beyond the Chair's control (health, emergencies, etc.). But would this create conditions where only people with specific jobs and family supports would have the capacity to serve as Chair? Would this dissuade certain Board members from serving as Chair?
  - 2. Craska Cooper did not think this was the appropriate time to make this change to the policy, given the circumstances surrounding it, but understood Foote Morgan's intentions. She suggested that the Board already has the ability to evaluate whether the Chair is performing their duties to a satisfactory degree. She concurred that some specific language added to the policy could be helpful, but suggested waiting until July after a new Chair is elected. She suggested adding language that states, "the Chair should strive to not miss more than two meetings per year," and "if the Chair must miss more than two meetings, the Board may choose to discuss whether it would be appropriate to remove the Chair from the role," or something similar. She suggested discussing this further at one of the regular Board meetings in July or August 2024.
  - 3. Foote Morgan concurred.
- ii. Foote Morgan asked if the Vice Chair has any roles beyond supporting the Chair. She acknowledged that many boards keep this role flexible and asked if the Vice Chair's role could be given more responsibilities in order to alleviate some of the burdens of the Chair.
  - 1. Skatvold acknowledged that the Vice Chair's role has changed in the past few years. The role is now more involved in discussions and planning. She suggested reflecting further on the role's current duties and what aspirational changes could be made moving forward.

2. Craska Cooper added that the recent changes to the Vice Chair's role have been positive, citing their participation in semi-monthly meetings with the Chair and the President as an example. The role has more of a voice and helps make sure nothing is forgotten. She noted that Chesley also has an open-door policy. She concurred with Skatvold's suggestion for further reflection.
  3. Chesley concurred that two perspectives are more helpful than one, especially when they disagree.
- iii. Craska Cooper volunteered to draft changes to the policy.
- b. GP 6: Committee Structure
- i. Foote Morgan had discussed with Chesley, Craska Cooper and Skatvold on separate occasions the possibility of establishing an advocacy committee. The intention would be to support the President, College Advancement, and Marketing and Public Relations in strategizing how to make requests from all levels of government. The committee could establish how often it meets, similar to other committees. Foote Morgan volunteered to draft a policy for this proposed committee.
  - ii. Craska Cooper supported this idea, but asked whether this should be discussed with the rest of the Board first. The Board has advocated for COCC's needs in an informal capacity, but she suggested a formal committee would be a good idea if the rest of the Board concurred and gave feedback. She suggested Foote Morgan research other community college boards to see if they have similar committees to cite as examples and draft a policy for the Board.
  - iii. Foote Morgan concurred and planned to send a draft to Craska Cooper to present to the Board at an upcoming meeting.
- c. GP 7: Board Planning Cycle
- i. Foote Morgan asked whether the Board would set its own goals for the year or would they do so with the consultation of the President? Should this policy refer to the Board priorities for the year?
  - ii. Skatvold felt the examples Foote Morgan gave in a prior conversation were reasonable. She suggested the goals remain vague as the Board has never explicitly stated its goals in the past. While she concurred that achieving goals was important, she felt they should be reasonable.
  - iii. Craska Cooper suggested such a policy might be useful if the Board felt they were failing to carry out their duties, but was unsure whether it was necessary. She suggested this section would be a good place to add language for the Board to make a reasonable effort to meet in each zone.
  - iv. Foote Morgan offered to table this item for future discussion.
- d. GP 9.6: Board Operations

- i. At first, Foote Morgan thought that this policy could apply to meetings outside of a Board retreat. However, after some conversations with other Board members, she decided that there was no reason to change the policy and offered to drop it from the agenda.
  - ii. Craska Cooper liked the language stating that these decisions would be made at a retreat, implying they were made once per year, which would give time for COCC's staff to marshal resources accordingly. She acknowledged that matters may come up that cannot wait for a retreat, but felt the policy as written should remain in order to prevent a new standard where the staff would need to pivot every time the Board asks them to. She suggested adding language that states the Board can add goals during the year as necessary if they have a full consensus. She also suggested tabling this item for further consideration.
- e. GP 2.8.A: Governing Style
  - i. Foote Morgan asked who on the Board was responsible for self-monitoring.
  - ii. Skatvold said it is the Board Self-Evaluation Committee.
  - iii. Craska Cooper added that this Committee generally met on an annual basis, normally at a fall retreat, but did not do so in the past year as three new Board members had been sworn in. She suggested there was still time to discuss the policy before the Board's 2024 fall retreat. She asked Skatvold to reach out to Merz regarding this issue.
- f. GP 6.8 and 14: Board Member Orientation
  - i. The Board Member Orientation Committee was added to the Board's policies last year, but membership was never assigned.
  - ii. Skatvold suggested including a newer Board member on the committee. The committee would discuss what new incoming Board members should know, what the orientation process could look like, what documentation there should be regarding orientation, etc. They could meet on an annual basis and update orientation procedures as needed.
  - iii. Craska Cooper suggested both Skatvold and Foote Morgan be members of the proposed committee, noting Skatvold's passion for the topic and Foote Morgan's desire to improve the orientation process after recently joining the Board. She also suggested the College President be involved with the Committee, as well as either the Board's Chair or Vice Chair.
    - 1. Skatvold and Foote Morgan concurred.
  - iv. Skatvold added that the Committee should consider the contents of the orientation packet, required activities for new members, meeting with the senior leadership team, etc.

**6. Adding Calendar for Board of Directors and Committees to Policies – Craska Cooper**

- a. Craska Cooper suggested including a calendar in the Board’s policies could be aspirational, rather than prescriptive. It could help the Board know when they should plan for certain activities, including Board member trainings. She offered to prepare a draft and share it with the Policy Review Committee at a future meeting, with the goal of having it adopted by the Board in July 2024.
- b. Skatvold concurred and suggested including activities that would be intended specifically for retreats.

**7. Next Meeting: May 2024 (TBD)**

- a. Matthews said he would email an availability poll for the committee to fill out.
- b. Craska Cooper asked Chesley to continue to participate in their meetings when possible. Chesley concurred.

**8. Adjourn – Craska Cooper**

 Reply all |  Delete Junk | 



## Board Policy Suggestions



Erin Merz

Fri 3/22, 6:41 PM

Laurie Chesley; Laura Craska Cooper 

 Reply all | 

Inbox

You replied on 3/25/2024 9:56 AM.

Hi Laura & Laurie - I believe you are the two I should send these to; let me know if I'm mistaken.

- I'd like to see all binary gendered language removed from our policies: "his or her," "his/her," "he/she." They could all be replaced with singular "they" or "their," as in GP 13:
  - The Board will strive to maintain an awareness of local, regional and national trends in community college education. As such, there is an expectation that a least once in their 4-year term, a Board member will attend a convention of American Association of Community College Trustees (ACCT), American Association of Community Colleges (AACC), or Oregon Community College Association (OCCA).

Given their role on the Board, the Chair will be especially encouraged to attend the ACCT annual convention each year.

- GP 1: Update mission and vision to reflect newly adopted mission and vision
- GP 6: Add Investment Committee
- GP 9.1: Add something about making a reasonable effort to hold at least one board meeting per year on the Redmond, Prineville, and Madras campuses
- BPR 6: Do these titles need to be changed?
  - Vice President for Instruction
  - Vice President for Administration

Thanks,

Erin

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Erin Merz

COCC Board of Directors - Zone 5

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