



**Governance
Process**

ENDs

**Board – CEO
Delegation**

**Executive
Limitations**

JACKSON COLLEGE BOARD OF TRUSTEES POLICY

Policy Type: GOVERNANCE PROCESS

Policy Title: Board Code of Conduct

Policy Number: GP-09

Date Adopted: 6.8.20

Version: 5.0

Date Last Reviewed: 05.12.25

Responsible Party: Chief Governance Officer

Reviewing Committee: Chairwoman Patterson,
Trustee Hoffman,
Trustee Mackey

GOVERNANCE PROCESS STATEMENT:

The Jackson College Board of Trustees expects of itself and its members ethical, business-like, impartial, and lawful conduct. This includes proper use of authority and appropriate decorum when acting as Trustees. It further expects Trustees, as first ambassadors of the College, to treat one another, the CEO, College employees, citizens of Jackson County and surrounding areas, students, and parents with respect, co-operation, and a willingness to deal openly on all matters.

1. Trustees must have loyalty to the Ownership that supersedes any loyalties to the CEO, College employees, other organizations, or any personal interest as a consumer.
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 must avoid a conflict of interest with respect to their fiduciary responsibility.
 - 3.1. 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 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.
 - 3.2. 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 from the deliberation. This absence shall be recorded in the minutes.

- 3.3. Trustees will not use their Board position to obtain employment with, furnish services or goods from the College for themselves, family members, associates, or organizations upon which a Trustee serves as a Board member.
- 3.4. Should a Trustee become employed by the College, they must resign from the Board before the first day of said employment.
4. 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.
5. Trustees shall not attempt to exercise individual authority over the organization or the CEO.
 - 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 preparation 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 legitimacy and 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 shall hold themselves and other Trustees accountable for complying with this Code of Conduct.
12. 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	Reviewing Trustees
06.08.20	1.0	First release following Policy Governance consulting work.	Chief of Staff
6.13.22	1.0	Regular Review – Approved	CEO
5.8.23	2.0	Regular Review w/ minor edits	CGO, CEO
6.12.23	3.0	Regular Review Part II – Approved - Definition of reprimand provided in item 12.	CGO
5.13.24	4.0	Regular review – minor grammar edit.	CGO
3.17.25	5.0	Federally mandated compliance amendment.	CGO
5.12.25	5.0	Regular Review – no edits.	CGO