

**Northern Marianas College  
Board Of Regents Policy**

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| <b>SUBJECT:</b>               | <b>Board Operations</b>                     | <b>EFFECTIVE:</b>   | <b>August 08, 2013</b>              |
| <b>SECTION:</b>               | <b>1014</b>                                 | <b>POLICY NAME:</b> | <b>Code of Conduct of the Board</b> |
| <b>WSCUC Standard/Policy:</b> | <b>Standard III<br/>CFR's 3.6, 3.7; 3.9</b> |                     |                                     |

All Board members must, at all times, comply with all applicable laws, regulations, policies and procedures. Activities that achieve results unlawfully or in violation of applicable policies or procedures or by unethical behavior - including, but not limited to, payments for illegal acts, indirect contributions, rebates, or bribery - are not tolerated and must be reported. All conduct must meet or exceed minimum standards established by **applicable** law.

The Board has Constitutional and Statutory Authority NMCBR Policy 1000 and has through policies established a foundation or framework for Board action and conduct of its members and College officers and employees. Additionally, it has established NMCBR Policy 5003 Integrity and Ethics. This Code of Conduct reinforces and supplements those policies.

Members of the Northern Marianas College Board of Regents will perform duties in accordance with their oath of office. The Board is an independent policy-making body that reflects the public interest in board activities. It advocates for and defends the College and protects it from undue influence or pressure. Board members shall commit to serving the educational needs of the citizens of the Commonwealth. Their primary responsibilities are to establish policies to assure the quality, integrity, and effectiveness of the student learning programs and services and the financial stability of the College. Additionally, the Board provides learning opportunities to each student regardless of sex, race, color, religion, ancestry, age, marital status, national origin, or handicap.

#### 1. General Conduct.

The Board supports an environment that is free of discrimination or harassment. All Board members and officers are expected to conduct themselves in a businesslike manner. Unlawful consumption of alcoholic beverages or use of illegal drugs, being at work while under the influence of alcohol or drugs, disruptive behavior, unlawful gambling, unauthorized use of public property or resources and other unauthorized activities that disrupt the efficient and economical administration of the College are prohibited. Violation of applicable laws or policies governing possession and use of alcoholic beverages or drugs, are prohibited. Likewise, sexual or other harassment (including actions contributing to a hostile work environment) in violation of applicable federal or CNMI law is prohibited.

Additionally, the Board will be committed to effective decision-making. Once a decision has been made, the Board will speak with one voice and acts as a whole. Toward this end, board members will:

- Speak from broad Board of Regents and community interests;
- Speak for themselves rather than for a group of members;

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- Refrain from “lobbying” other board members outside of board meetings that might have the
- On all issues, be balanced in one’s effort to understand others and to make oneself understood;
- Once made, support, indeed defend, board decisions, even if one’s own view is a minority one;
- Not disclose or discuss differences of opinion on the board outside of board meetings, especially with employees, volunteers, or community members;
- Respect the confidentiality of information on sensitive issues, especially in personnel matters;
- Refrain from speaking for the college unless authorized by the Chair to do so;
- Refrain from giving direction, as an individual board member, to the President or any NMC employee; and
- Not undermine the President’s authority by seeking information informally and directly from employees for the purpose of evaluating the President’s performance.

**2. Outside Activities and Employment.**

Board members share responsibility for good public relations, especially at the community level. Their readiness to help with religious, charitable, educational, and civic activities brings credit to the College and is encouraged.

**3. College Funds and Other Assets.**

Board members who have access to College funds and other assets in any form must follow the prescribed procedures for recording, handling, and protecting money and other assets as detailed in applicable College procedure manuals or other explanatory materials. Any person who has information concerning possible fraud or dishonesty shall immediately report such information to a superior or to legal counsel.

Board members responsible for spending or approving expenditure of College funds or incurring any reimbursable expenses must comply with all applicable laws and policies and use good judgment on behalf of the College to ensure that good value is received for every expenditure. College funds and all other assets are for College purposes only and not for personal use or benefit. College or other public equipment, supplies and other property or assets may not be used for private or personal use, except as authorized under Board Policy or other applicable law.

**4. College Records and Communications.**

Accurate and reliable records of many kinds are necessary to meet College legal and financial

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obligations and to manage the affairs of the College. College books and records must reflect in an accurate and timely manner all business transactions. Board members responsible for accounting and recordkeeping must fully disclose and record all assets and liabilities and exercise diligence in enforcing these requirements. Board members must not make or engage in any false record or communication of any kind, whether internal or external, including, but not limited to, false expense, attendance, enrollment, financial, or similar reports and statements, or false advertising, deceptive marketing practices, or other misleading representations.

5. Dealing with Outside People and Organizations.

Board members must take care to separate their personal roles from their College positions when communicating on matters not involving College business. They may not use College identification, stationery, supplies, and equipment for personal or political matters. When communicating publicly on matters that involve College business, Board members may not represent that they speak for the College, unless that is one of their duties or they are otherwise authorized to do so. When dealing with anyone outside the College, including public officials, Board members must take care not to compromise the integrity or damage the reputation of the College. The Board advocates for and defends the institution and the president and protects it from undue influence and pressure.

6. Prompt communications.

In all matters involving communication with College students, customers, suppliers, government authorities, the public and others, Board members must endeavor to make complete, accurate, and timely communications and respond promptly and courteously to all proper requests for information and complaints.

8. Privacy, Confidentiality and Open Records.

Board members must at all times comply with applicable laws, regulations and NMCBR policies concerning privacy, confidential records, access to open records and records retention.

**RESPONSIBILITIES**

It is the responsibility of each Board member to:

1. Be part of a team which seeks to meet student needs, extend their opportunities and enhance the quality of education they are offered; foster faculty and staff excellence; support the principles of academic freedom; and, serve as a steward of the resources and facilities available to the Northern Marianas College.
2. Work with fellow Board members in a spirit of harmony and cooperation in spite of differences of opinion that may arise during vigorous debates of points at issue.
3. Base personal decisions upon all available facts in each situation, vote with honest conviction in every case unswayed by partisan bias, and abide by and uphold the final

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majority decision of the Board.

4. Remember at all times that as an individual a board member has no legal authority outside the meetings of the Board, and shall conduct relationships with college staff, students, the local citizenry, and the media on that basis.
5. Be aware that board members are responsible to all citizens of the Commonwealth, and not solely to those from their area of residence. The authority delegated to board members must be exercised with as much care and concern for the least influential as the most influential member of the community.
6. Resist every temptation and outside pressure to use their position as a community college board member to benefit either themselves or any other individual or agency apart from the total welfare of the Northern Marianas College.
7. Recognize that it is as important for the Board to understand and evaluate the educational program of Northern Marianas College as it is to plan for the business of college operation. Bear in mind under all circumstances that the Board is legally responsible for the effective operation of the College. Its primary function is to establish the policies by which the Northern Marianas College is to be administered. The Board shall hold the President accountable for the administration of the educational program and the conduct of college business.
8. Board members shall request through the president the gathering of data, information, or viewpoints. The Board recognizes that deliberations of the Board in closed session are not to be released or discussed in public without the prior approval of the Board by majority vote, at which a quorum is present.
9. Be ready to maintain and enhance individual professional effectiveness and confidence through continuing education to improve skills and acquire new knowledge related to professional trusteeship.
10. Be informed and aware of local and national issues that impact community colleges.
11. Strive to provide the most effective community college board service of which they are capable and to sustain a spirit of teamwork and devotion to public education as the greatest instrument for the preservation and perpetuation of our representative democracy.

**CENSURE**

All Board members are expected to maintain the highest standards of conduct and ethical behavior. To give guidance to individual members in conforming their conduct to minimum standards, the Board has adopted this policy. In order to maintain public confidence in the Board, and in governance, the Board will be prepared to investigate the factual basis behind any charge or complaint of regent misconduct. In the instance a member of the Board of Regents fails to maintain the highest standards of ethical and professional conduct, he/she may be censured by the full Board.

1. Censure is an official expression of disapproval passed by the Board of Regents. A board member may be subject to a resolution of censure by the Board of Regents should it be determined that

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- regent misconduct has occurred.
2. A complaint of regent misconduct will be referred to the Board Chair. He/she will appoint an ad hoc committee composed of three regents not associated with the complaint to conduct an investigation and review of the matter. In the event the complaint involves the Board Chair, another officer of the Board shall form the ad hoc committee. A thorough fact finding process, formulated in a manner deemed appropriate by the committee shall be initiated. The committee shall be guided in its inquiry by the standards set forth in this policy and in adopted procedures and shall complete their inquiries within a reasonable period of time. The regent subject to the charge of misconduct shall not be precluded from presenting information to the committee. The matter shall be referred to an independent legal authority.
- The committee shall, within a reasonable period of time, make a report of its findings to the Board of Regents for action.

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| <b>HISTORY:</b> | Replaces Board Policy No. 1019 |
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