



**BOARD OF TRUSTEES  
Regular Monthly Meeting**

**Wednesday, January 24, 2024 – 4:30 p.m.  
Conference Center (E126AB)**

**Zoom Option:**

**<https://frederick-edu.zoom.us/j/88948030629?pwd=YXVLaGdvM215Q1g2Qkw2cC94QVBidz09>**

**Call-in Option:**

**Phone Number: 301-715-8592 | Meeting ID: 889 4803 0629 | Passcode: 010349**

**1. Call to Order**

**2. Approval of Minutes: November 15, 2023 (Regular Meeting)  
December 1, 2023 (Board Retreat)**

**3. Board & CEO Comments**

**4. Consent Agenda**

- \* A. Approval of Recommendation to Award – RFP 24-CPPM-03 for Architectural/Engineering Services for the New Campus Services Building Project to RRMM Architects, PC in the amount of \$799,990
- \* B. Approval of Recommendation to Award – RFP 24-CPPM-04 for Construction Manager at Risk (CMR) with Guaranteed Maximum Price (GMP) for the New Campus Services Building Project to Dustin Construction, Inc. in the amount of \$100,000 for pre-construction services
- \* C. Approval of Piggyback Contract with Henley Construction Co., Inc. for Miscellaneous Campus Improvements Projects in the amount of \$489,457, plus a 10% contingency of \$48,946 to cover any potential unforeseen or hidden conditions, at a total proposed cost of \$538,403; Piggyback of the Frederick County Public Schools (FCPS) Contract #21MISC3 Qualifications of General Construction Contractors for Minor Construction Projects
- \* D. Approval of Piggyback Contract with GRC General Contractor, Inc. for Construction Services for Renovations for the Monroe Center Baking & Pastry Lab Project in the amount of \$396,194, plus a 10% contingency of \$39,619 to cover any potential unforeseen or hidden conditions, at a total proposed cost of \$435,813; Piggyback of the Frederick County Public Schools (FCPS) Contract #21MISC3 Qualifications of General Construction Contractors for Minor Construction Projects

\*Backup documentation is available for this agenda item in the meeting packet.

- \* E. Approval of Piggyback Contract with Schneider Electric for Design/Build Services for the Visual & Performing Arts Center (Building F) – HVAC Project in the amount of \$893,897; Piggyback of the Omnia Contract #R221504/RFP #22-15 for Energy Solutions

## 5. Information/Discussion Items

- \* A. Review of Draft Board-CEO Delegation Policy – Monitoring President Performance
- \* B. Review of Draft Executive Limitations Policy – Planning
- \* C. Review of Draft Executive Limitations Policy – Land Use
- \* D. Review of Draft Governance Process Policy – Global Governance Commitment
- \* E. Review of Draft Governance Process Policy – Board Job Contributions
- \* F. Review of Draft Governance Process Policy – Role of the Board Chair
- \* G. Review of Draft Governance Process Policy – Role of the Vice Chair
- \* H. Review of Draft Governance Process Policy – Board Code of Conduct

## 6. Closed Session

The Board of Trustees will hold a public vote to meet in closed session in accordance with the Maryland Open Meetings Act, Section 3-305(b)(7) to consult with counsel to obtain legal advice; Section 3-305(b)(9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter. The topics are: to obtain legal advice related to potential unionization and collective bargaining strategy and potential positions; to obtain legal advice regarding the legal implications of public scholarship programs; and review and approval of closed session minutes from November 15, 2023 and December 1, 2023 pursuant to Section 3-306(c)(3)(ii) of the General Provisions Article of the Maryland Annotated Code.

## 7. Adjournment

**NEXT MEETINGS: Saturday – February 17, 2024**

- **9:00 a.m. – Board Retreat**

**Wednesday – February 21, 2024**

- **4:30 p.m. – Regular Monthly FCC Board Meeting**

*Under the ADA and Section 504, Frederick Community College (FCC) makes every effort to accommodate individuals with disabilities for College-sponsored events and programs. For FCC employees needing accommodations, including interpreting, please email [humanresources@frederick.edu](mailto:humanresources@frederick.edu). For students and others with accommodation needs or questions, please call 301-846-2408, or to request sign language interpreter services, please email [Interpreting@frederick.edu](mailto:Interpreting@frederick.edu). Sign language interpreters will not be automatically provided for College-sponsored events without a request for services. Requests must be made at least five workdays before a scheduled event to guarantee accommodations.*

\*Backup documentation is available for this agenda item in the meeting packet.

**BOARD OF TRUSTEES  
FREDERICK COMMUNITY COLLEGE**

**November 15, 2023  
Regular Meeting**

The Board of Trustees of Frederick Community College met in regular session on Wednesday, November 15, 2023 in the Conference Center (E126AB). A virtual option to participate was provided. Participating in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. John Molesworth; Dr. William Reid; and Myrna Whitworth.

Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Janice Spiegel, Special Projects Manager/Budget Office Frederick County Government; Edmund O'Meally, PK Law, College legal counsel; Avis Boyd, Chief of Staff to the President; Jerry Boyd, Special Assistant to the President for Institutional Effectiveness; Dr. Anne Davis, Provost and Vice President (VP) for Teaching, Learning and Student Success; Dr. Bridgette Cofield, VP for Talent and Culture; Dr. Barbara Larson, Interim VP for Finance and Administration; Deborah Powell, Executive Director for the Office of Institutional Advancement and the FCC Foundation; Dr. Benita Rashaw, Interim VP for Student Affairs; Adam Reno, Interim Chief Information Officer (CIO); Lewis Godwin, Chief of Operations; Dr. Molly Carlson, Associate Vice President (AVP) for Continuing Education and Workforce Development; Dr. Renee Davis, AVP, Center for Teaching and Learning; Dr. Sandy McCombe Waller, AVP for Academic Affairs/Dean of Health, Business, Technology & Science; Nichole Pollard, Interim AVP for Student Success; Amy Stake, AVP for Finance; Dr. Brian Stipelman, AVP for Academic Affairs/Dean of Liberal Arts; Jeanni Winston-Muir, Interim AVP for Student Affairs; Michael Anderson, Director of Career and Academic Planning Services; Kathy Francis,

**Executive Director of the Mid-Atlantic Center for Emergency Management and Public Safety; Diana Oliver, Human Resources Manager; Esther Slack-Metellus, Support Staff Association (SSA) Executive; and Kari Melvin, Recording Secretary. Joyce Ruane, Career and Academic Planning Services Student Support Manager; and Advising, Connecting, Empowering, Students (ACES) Team members Josephine Barnett, Velva Cooper, Emily Gyamfi, Tony Hopko, Samantha Mills, Kathleen Ministri-Madrid, Thorsten Torok, and Lovy Joel Nkomo Wamba attended for a portion of the meeting.**

**Participating virtually were Dr. Kevin Martin, Administrative Staff Association (ASA) Executive; Robin Shusko, Vice Chair, College Senate; Fred Hockenberry, Executive Director of Auxiliaries, Procurement and Special Projects; Pamela Murphy, Labor Relations Specialist; Cathy Florimbio, Director, Children's Center; and other guests.**

#### **CALL TO ORDER**

**The meeting was called to order by Chair Kimberlin at 4:31 p.m.**

#### **APPROVAL OF MINUTES**

**Chair Kimberlin called for approval of the minutes of the October 18, 2023 regular meeting.**

***On a motion made by Vice Chair Lynch, the Board unanimously approved the minutes, as presented.***

#### **BOARD & CEO COMMENTS**

**Chair Kimberlin reported that she and Vice Chair Lynch had the pleasure of attending the FCC/FCPS annual Veterans Appreciation Ceremony last week. The program included a flag-raising ceremony with students from the Career and Technology Center, led by Donald Duman, a teacher and U.S. Army Veteran; the singing of the National Anthem by FCC music student Connor Frazier; and remarks from President Cheek and**

**Hugh Warner, a U.S. Army Vietnam War Veteran. Chair Kimberlin expressed appreciation for all those who serve. Chair Kimberlin then stated she received a copy of the magazine *Going First: The Journey of Overcoming*. It is the product of the FCC Advising, Connecting, Empowering, Students (ACES) Team, first generation students who are now employed as student workers contributing crucial insights to the FCC Career and Academic Planning Services (CAPS) program, under the leadership of Director Michael Anderson. They each conducted the interviews shared in the magazine issue and offered thoughts and opinions to encourage other first generation scholar potentials to attend FCC. Chair Kimberlin recognized Joyce Ruane, the CAPS Student Support Manager, who shepherded this effort and assisted with the magazine editing and publishing. She congratulated the ACES Team and thanked them on behalf of the Board of Trustees for their courage to not only take the step to be a college scholar, but to spread the wealth and invite others to join them.**

**ACES Team members Josephine Barnett, Velva Cooper, Emily Gyamfi, Tony Hopko, Samantha Mills, Kathleen Ministri-Madrid, Thorsten Torok, and Lovy Joel Nkomo Wamba each introduced themselves and stated their program of study and how far along they are in their college journey. Ms. Ruane thanked Interim VP Rashaw for her vision and Director Anderson for helping her create this team. She said it is an awesome group of students and a privilege to show up every day to help and encourage them. Director Anderson commended Ms. Ruane for her creativity and leadership. President Cheek commented that this is an example of creating the right conditions and that there is magic happening every day in different pockets of the institution, and she thanked the ACES Team.**

**Chair Kimberlin asked if any other Trustees had comments. Trustee Whitworth said that it was her understanding community colleges in Maryland should be funded one-third from the state, one-third from the county, and one-third from tuition. She read a recent article that reported state funding under the Cade formula has now been fully satisfied at 29%. She asked why it was not 33 $\frac{1}{3}$ %. It was noted that this item was not on the agenda. President Cheek will work with Interim VP Larson to provide follow up information to the Board.**

**Vice Chair Lynch commented that President Cheek was at the ribbon cutting ceremony for the Asian American Center of Frederick's Family Support Services Center he attended yesterday. He stated that Elizabeth Chung is a force of nature and it was an incredible ceremony. Governor Wes Moore attended and afterward he went to the downtown site of the future hotel and conference center. President Cheek added that FCC was the only organization Governor Moore recognized other than those who were on stage. She continued that Elizabeth Chung is a phenomenal leader and noted Trustee Reid, AVP for Continuing Education and Workforce Development Dr. Molly Carlson, and FCC Allied Health Program Manager Kelanie Yordy were also in attendance.**

**President Cheek announced the kickoff of the men's and women's basketball seasons and encouraged everyone to come out and support FCC student athletes. She then announced that the "FCC Scholar Ship" will be launched this Saturday, as part of the "Sailing Through the Winter Solstice" boat display on Carroll Creek. President Cheek encouraged everyone to vote for our boat to support scholarships for FCC students, and she recognized the talented team who collaborated on this project: Captain Sam Martin, Dr. Molly Carlson, Deborah Powell, Eran Bosaz, Ryan Ridge, Edwin Koester, Charles Pham, Brian DeCesare, and Mike Baisey.**

President Cheek then reported on various meetings and events. She attended the Maryland Association of Community Colleges (MACC) Board Meeting on October 27, 2023 with Trustee Whitworth, where the legislative agenda for the upcoming session of the Maryland General Assembly was approved. President Cheek overviewed the MACC legislative agenda, which Trustees received at the meeting. Her editorial, titled “Higher ed is high impact for democracy,” was published in the Frederick News-Post on October 28, 2023, and is the first in a series she will be submitting. President Cheek attended the African American Resources Cultural and Heritage Society Unity Ball on October 28 2023. On November 7, 2023, she met with the leaders of the Student Government Association for them to share their thoughts and what they have planned for this year. President Cheek hosted a special holiday dinner at 200 Monroe on November 9, 2023 to celebrate and acknowledge the commitment of local leaders to the FCC community of excellence. She thanked Elizabeth DeRose, Ray Maldo, and Danny Vasquez for working to ensure it was a lovely evening.

President Cheek noted that this is the last regular meeting until January. The College will host a Legislative Breakfast for the Frederick County State Delegation on December 1, 2023, followed by another Board Retreat with Dr. Dan Phelan to continue developing Board policies under the Policy Governance model. She said she is looking forward to seeing everyone at the Winter Holiday Luncheon on December 11, 2023 in the Cougar Café.

### **CONSENT AGENDA**

The following items were submitted and distributed to the Trustees in their meeting packet:

- **Approval of Piggyback Contract with MetLife in the amount not to exceed \$764,821.38; Piggyback of Montgomery County, Maryland Contract #1153634 for Basic Life and AD&D Life Insurance and Contract #1161539 for Long-Term Disability for three years**
- **Award Recommendation – RFB 24-CEWD-01, Baking and Pastry Program Equipment Procurement project in the amount of \$148,253 to TriMark Adams-Burch, with funds to be covered by the Maryland State Tourism Grant Program of the Maryland Department of Commerce**
- **Approval of Piggyback Contract with Iron Bow Technologies in the amount of \$670,423.83; Piggyback of OMNIA Partners, Public Sector Contract Number R210404 for Cisco Phone System License and Support for three years**

**Chair Kimberlin asked if any Board member wanted to remove an item from the consent agenda. Hearing none, she asked for a motion for approval.**

*On a motion made by Trustee Luck, the Board unanimously approved the consent items, as presented.*

#### **INFORMATION/DISCUSSION ITEMS**

**Fiscal year-to-date Financial Report through the Quarter Ending September 30, 2023** – President Cheek reported that Credit and Continuing Education tuition revenue and fees for FY 2024 exceed the YTD budget. Expenses are 17% below the YTD budget and the primary reason for this is being under budget in compensation, fringe benefits and contracted services. Auxiliary operations recorded a combined net income loss of \$44,630 as of September 30. Per the Financial Conditions and Activities policy number EL-4, section 5.1, the President shall not allow a combined operating fund balance reserve to be less than the Government Finance Officers Association recommended minimum of 16.6%



(two months) of annual operating expenses. For FY 2024, this amounts to \$11,086,502. Overall, the College's revenue exceeds expenses by \$12.3M as of September 30 due to higher than anticipated enrollment and expenses that are favorable to budget.

Interim VP Larson went through the report in detail with the Board. A copy of the report is available from the President's Office.

*This item was presented for information only – no action was taken or requested.*

**Middle States Reaccreditation Update** – President Cheek stated that the College is accredited by the Middle States Commission on Higher Education (MSCHE). FCC received initial accreditation in 1971. The College is currently engaged in a host of activities that support the reaccreditation process. An update was last provided to the Board in September 2022.

Special Assistant Boyd provided a presentation on the current status and timeline. Last year, MSCHE changed the reaccreditation process from every ten years to every eight years. The process for FCC's reaccreditation started in July 2022. Dr. Kevin Martin and Frederick Cope were named the co-chairs of the Self Study and the Self Study Steering Committee was formed. A Self Study Institute was held to educate everyone involved. The Self Study Design was completed and approved by Middle States in April 2023. Dr. Paul Starkey, MSCHE Vice President, visited FCC in May 2023 and spent time speaking with the President, Board Chair and Vice Chair, and various members of the College community to gain insight. The College is currently in the period of inquiry and analysis. There are approximately 74 employees working in seven work groups, organized around each of the MSCHE standards. A draft of the Self Study will be ready by the end of November 2024 and will be submitted to the Visiting Team Chair. The Visiting Team Chair will visit in November 2024 and will speak with the President, Trustees, and various

members of the College community and provide feedback on the draft Self Study. The Evaluation Team Visit will occur in March 2025. From November 2024 to March 2025, participation of employees will increase from 74 to about 125. The Board will be heavily engaged to understand the draft report and as active participants during the visit. The last item during the Evaluation Team Visit is a session with the College community where the Chair gives a summary of the report they will submit to MSCHE. FCC has two weeks to officially respond to the report. The MSCHE will meet in June 2025 to make a final decision. Special Assistant Boyd commended everyone who is working on this. A copy of the presentation is available from the President's Office.

Chair Kimberlin asked if there are any responsibilities the Board has in this process. Special Assistant Boyd answered that Trustees can best contribute by participating in the review process of the Self Study draft and being present for any required meetings. President Cheek added that the College will provide guidance to the Board during each step.

*This item was presented for information only – no action was taken or requested.*

#### **ACTION ITEM**

##### **Approval of CIP and County Capital Budget Request (FY 2025-FY 2030) –**

President Cheek stated that the College is required every year to submit to the County (for review and budget approval) its capital improvements program (CIP) and capital budget request for the next six years. President Cheek and her team met with County budget representatives to review this request on November 6, 2023. She also discussed the request with the County Executive during their regular meeting on November 8, 2023. The FY 2025 – FY 2030 capital improvements program request is based on the College's ten-year Facilities Master Plan which was approved by the Board and submitted to the Maryland

**Higher Education Commission in June 2023. The College has not built a major building or addition on campus in almost a decade, but instead has invested in improving existing facilities. As part of the master planning process, a space needs assessment demonstrated a significant projected need for space, with an overall space deficit of nearly 124K net assignable square feet (NASF), which is 40% above the College's current NASF of 305K. Additional space needs were identified in almost every space use category, including class laboratory space, student study space, and other academic support spaces. Recognizing that Frederick County is the fastest growing county in the State of Maryland, FCC is increasingly being called on to fulfill and expand its mission of preparing the county's workforce of today and the future.**

**Chief of Operations Godwin provided a presentation which overviewed the master planning process, projected space needs, and the College 10-year capital priorities. A copy of the presentation is available from the President's Office.**

**Chair Kimberlin commented on the challenges of planning for the future and how the Board needs to be forward thinking. Chief of Operations Godwin noted that the environmental scan was conducted to help, as best possible, future proof these plans. The plans can be revisited every year and changes can be made as needed.**

**Vice Chair Lynch commented on the growth of Frederick County and the number of schools FCPS will need to build. He asked if there are ongoing discussions about expanding the Career and Technology Center, given that they had to turn away hundreds of students this year. President Cheek answered that FCPS is one of FCC's most significant partners, and FCC stands ready to support and align in any way that makes sense. FCPS is currently envisioning what the Career and Technology Center should look like.**

**President Cheek detailed the College's six-year Capital Improvements Program budget. It totals \$171.75 million, including County funding of \$90.29 million, and includes three buildings: Campus Services Building; Health and Wellness Building / Building D Renovation; and an Innovation and Technology Center. The request also includes life safety systems and fire sprinkler upgrades; ADA accessibility repairs and upgrades; roof repairs/replacements; mechanical/electrical/ plumbing systems upgrades; site improvements (walkways, roadways, parking); as well as other deferred maintenance and ongoing renovations.**

**President Cheek recommended approval of the FY 2025 – FY 2030 CIP and County Capital Budget submittal request.**

*On a motion made by Trustee Luck, the Board unanimously approved the FY 2025 – FY 2030 CIP and County Capital Budget submittal request, as presented.*

#### **CLOSED SESSION**

*At 5:42 p.m., the motion was made by Vice Chair Lynch to convene in closed session and unanimously approved by the Board.*

**This action was taken in accordance with Maryland's Open Meetings Act, Section 3-305(b)(1) to discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of an appointee, employee, or official over whom this public body has jurisdiction; or any other personnel matter that affects one or more specific individuals; Section 3-305(b)(7) to consult with counsel to obtain legal advice; Section 3-305(b)(9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter. Attending in person**

were: Trustees Carolyn Kimberlin, Chair; Theodore Luck; Tracey McPherson; Dr. John Molesworth; Dr. William Reid; and Myrna Whitworth. Vice Chair Tom Lynch had to leave after the regular meeting and was unable to participate. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Edmund O'Meally, PK Law, College legal counsel; Avis Boyd, Chief of Staff to the President; Dr. Bridgette Cofield, Vice President (VP) for Talent and Culture; Dr. Barbara Larson, Interim VP for Finance and Administration; and Kari Melvin, Recording Secretary.

Pamela Murphy, Labor Relations Specialist, participated virtually for a portion of the meeting.

The Board reviewed closed session minutes from October 18, 2023.

*On a motion made by Trustee Luck, the October 18, 2023 closed session minutes were approved 6-0-1, as presented, with Vice Chair Lynch absent.*

*Labor Relations Specialist Murphy joined virtually.*

The Board obtained legal advice on matters related to potential unionization and collective bargaining strategy and potential positions.

*On a motion made by Trustee Whitworth, the Board approved 6-0-1, with Vice Chair Lynch absent, for the FCC bargaining team to expend up to a specified amount on fiscal items for 2024-25 contained in the collective bargaining agreement with United Academics AFT/AAUP Frederick Community College Chapter, contingent upon the approval of the President.*

*VP Cofield, Interim VP Larson, and Labor Relations Specialist Murphy left the meeting.*

The evaluation of the President was discussed. No action was taken.

*The meeting adjourned at 6:37 p.m.*

**NEXT MEETING**

**The next regular meeting of the Board will be held on Wednesday, January 24, 2024.**

**Dr. Annesa Payne Cheek  
Secretary/Treasurer**

**Prepared by Kari Melvin  
Office of the President  
Frederick Community College**

DRAFT

**BOARD OF TRUSTEES  
FREDERICK COMMUNITY COLLEGE**

**December 1, 2023**

**Board Retreat**

**Chris T. Matthews Board Room (A201)**

**Attending In Person:**

**Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. John Molesworth; Dr. William Reid; and Myrna Whitworth. Also present were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Avis Boyd, Chief of Staff to the President; Edmund O’Meally, PK Law, College legal counsel; and Dr. Daniel Phelan, Facilitator.**

**Participating Virtually:**

**Kari Melvin, Recording Secretary.**

**Board Chair Kimberlin convened the retreat at 9:15 a.m.**

**Approval of Sole Source Procurement for Achieving the Dream Network Membership in the Amount of \$234,000 (\$78,000/year for Three Years) – President Cheek presented this request. Achieving the Dream (ATD) is a national organization and network of community colleges dedicated to furthering student success and equity by helping colleges use institutional data to create evidence-based strategies. ATD works with over 300 community colleges and offers a framework and consultation to implement best practices to enhance student outcomes and completion. This unique set of practices and support is only available through the College’s participation in Achieving the Dream. During the past 18 months, nearly two dozen FCC faculty, staff and administrators have attended ATD national convenings to investigate, explore and determine viability and fit for FCC’s participation in the ATD network. To enhance the student experience at FCC, the primary focus as an ATD member will be advancing efforts to design effective Guided Pathways. The intent is to refine existing and possibly implement new strategies that will enhance the overall student experience, thereby improving student outcomes overall, especially for students from historically marginalized backgrounds. President Cheek noted the importance of disaggregating data to better understand and address the diverse needs of students. More rigorous data analysis will enable FCC to identify and address attrition points and barriers to student persistence and success.**

**The Board discussed the potential benefits of joining this initiative, including the opportunity to learn from the experiences and strategies of other community colleges across the country, professional development opportunities, and a systematic approach to improving student outcomes.**

**President Cheek recommended approval of this sole source procurement for the three-year membership with funding provided through the Student Success Initiative allocation from the Strategic Reserves.**

*On a motion made by Vice Chair Lynch, the Board unanimously approved the sole source procurement for Achieving the Dream Network Membership, as presented.*

**Development of Board Policies** – Dr. Phelan led the discussion and review of the following draft policies: Global Governance Commitment, Board Code of Conduct, Role of the Board Chair, Role of the Vice Chair, Board Job Contributions, Monitoring President Performance, Planning, and Land Use. The Board provided feedback and revisions. The draft policies with revisions will be reviewed at the January 24, 2024 regular meeting.

President Cheek and Trustees thanked Dr. Phelan.

**Closed Session** – *At 11:37 a.m., the motion was made by Vice Chair Lynch to convene in closed session and unanimously approved by the Board.*

This action was taken in accordance with Maryland’s Open Meetings Act, Section 3-305(b)(1) to discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of an appointee, employee, or official over whom this public body has jurisdiction; or any other personnel matter that affects one or more specific individuals. Attending in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. John Molesworth; Dr. William Reid; and Myrna Whitworth. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Avis Boyd, Chief of Staff to the President; Edmund O’Meally, PK Law, College legal counsel; and Dr. Daniel Phelan, Facilitator. Participating virtually was Kari Melvin, Recording Secretary.

The evaluation of the President was discussed. No action was taken.

The retreat adjourned at 11:56 a.m.

**Dr. Annesa Payne Cheek**  
**Secretary/Treasurer**

Prepared by Kari Melvin  
Office of the President  
Frederick Community College





January 24, 2024

**TO:** Dr. Annesa Payne Cheek, President  
Members of the Board of Trustees  
Frederick Community College

**FROM:** Dr. Barbara Larson, Interim Vice President for Finance and Administration

**TITLE:** **CONSENT ITEM:**  
Award Recommendation – RFP 24-CPPM-03, Architectural/Engineering Services  
for a New Campus Services Building

**OVERVIEW:**

In the College Financial Procedures Manual, under General Procurement Procedures, it states that in the purchase of all goods and services, the prices paid by the College will reflect competitive pricing resulting in the lowest reasonable cost with due consideration being made for quantity, quality, the service record of the vendor, and the best interest of the institution. To ensure that the College receives the best value, all purchases that are expected to be \$50,000 or more will be competitively solicited through a formal invitation to bid or a request for proposals, unless another method is authorized.

The College solicited proposals from firms interested in providing Architectural/Engineering Services for a New Campus Services Building. The objective of the request for proposals (RFP) was to select an architectural firm to provide professional services during the design and construction of New Campus Services Building project.

This project is identified in the College's ten-year Facilities Master Plan update and replaces the current Plant Operations building. The proposed new building shall include all functions housed in the existing building along with additional functions, which are currently distributed throughout the campus. Site work includes a new access driveway, a fenced service/storage yard, and a parking lot.

The project scope includes demolition of the existing Plant Operations Building, inclusive of the Plant out-building, and the classroom portable adjacent to the Central Plant building. Design documents, construction documents, bidding documents, and permit documents for demolition of the existing Plant Operations Building shall be separate from the proposed new building documents.

The Plant Operations building, originally constructed in 1995 with an addition in 2003, is approximately 6,100 square feet (Sf). The building is in fair condition but requires deferred maintenance on the exterior. Due to its age, the interior finishes and some building infrastructure are beyond their useful life and require replacement. The facility lacks staff space, storage, and maintenance work areas. In addition, the College lacks a sufficient loading dock and receiving area. Finally, a Plant Operations, Receiving, and Warehousing facility should be located outside the academic core to accommodate the future growth of the student-focused core campus functions.

The project will be designed and constructed to meet LEED Silver certification.

The total project budget for the new Campus Services Building is \$16,238,000. The tentative project start date is March 1, 2024.

### **ANALYSIS:**

A formal request for proposals (RFP) was advertised on eMaryland Marketplace Advantage and posted to the College Bid Board on September 12, 2023. A pre-proposal conference was held at the College on September 26, 2023 to review the project scope of work and address questions. Thirty-five (35) firms attended the pre-proposal conference.

Sixteen (16) technical proposals were received by the published due date of October 24, 2023. An Evaluation Committee scored the technical proposals based on the RFP scoring criteria (responsiveness to the scope of work, experience of key personnel, relevant project experience, understanding of the project, adequacy of personnel, capacity considering workload, and references). Based on the technical score rankings, six (6) firms were short-listed and selected to present oral presentations and submit a price proposal.

Oral presentations were an opportunity for firms to introduce their key personnel and present their experience, understanding of the project, and their project approach. The Evaluation Committee scored each oral presentation and then proceeded to the final step in the evaluation process, opening and scoring the price proposals.

Two firms, RRMM Architects, PC and Marshall Craft Associates, Inc. were requested to provide clarifications of their proposals. Each firm provided the requested clarifications and an updated price proposal.

The overall combined technical, oral, and price scores are as follows:

<b>Overall Combined Score Results</b>				
<b>Firm Name</b>	<b>Technical Proposal (35 Pts. Possible)</b>	<b>Oral Presentation (35 Pts. Possible)</b>	<b>Price Proposal (30 Pts. Possible)</b>	<b>Total Points (Max. 100)</b>
RRMM Architects, PC	26.4	30.2	29 \$799,990	85.6
Marshall Craft Associates, Inc.	23.2	29.6	29 \$799,500	81.8

Proffitt & Associates Architects, P.C.	25.6	21.6	30 \$760,750	77.2
Johnson, Mirmiran & Thompson, Inc	24.8	27.4	23 \$1,013,274	75.2
Bignell Watkins Hasser Architects, PC	23.4	21.8	29 \$793,013	74.2
Bushey Feight Morin Architects Inc.	22.6	18	27 \$841,978	67.6

Based on the results of the overall combined scores, the Evaluation Committee recommends that the award be made to RRMM Architects, PC with the highest total score of 85.6 points.

Funds for this award are available in the capital improvements program (CIP) budget. This is a County funded project.

**RECOMMENDATION:**

Recommend the award of RFP 24-CPPM-03 for Architectural/Engineering Services for the New Campus Services Building project to RRMM Architects, PC in the amount of \$799,990.



January 24, 2024

**TO:** Dr. Annesa Payne Cheek, President  
Members of the Board of Trustees  
Frederick Community College

**FROM:** Dr. Barbara Larson, Interim Vice President for Finance and Administration

**TITLE:** **CONSENT ITEM:**  
Award Recommendation – RFP 24-CPPM-04, Construction Manager at Risk with  
Guaranteed Maximum Price for a New Campus Services Building

**OVERVIEW:**

In the College Financial Procedures Manual, under General Procurement Procedures, it states that in the purchase of all goods and services, the prices paid by the College will reflect competitive pricing resulting in the lowest reasonable cost with due consideration being made for quantity, quality, the service record of the vendor, and the best interest of the institution. To ensure that the College receives the best value, all purchases that are expected to be \$50,000 or more will be competitively solicited through a formal invitation to bid or a request for proposals, unless another method is authorized.

The College solicited proposals from firms interested in providing Construction Manager at Risk (CMaR) with Guaranteed Maximum Price (GMP) Services for a New Campus Services Building. The objective of the request for proposals (RFP) was to select a construction manager at risk firm to provide professional management services during the design and construction of the New Campus Services Building project. The selected firm will complete the project as specified by the College, on time, and for a guaranteed maximum price.

The proposed new building will include all functions housed in the existing building along with some additional functions, which are currently distributed throughout the campus. Site work includes a new access driveway, a fenced service/storage yard, and a parking lot.

The project scope includes demolition of the existing Plant Operations Building, inclusive of the Plant out-building, and the classroom portable adjacent to the Central Plant building. Design documents, construction documents, bidding documents, and permit documents for demolition of the existing Plant Operations Building shall be separate from the proposed new building documents.

The Plant Operations building, originally constructed in 1995 with an addition in 2003, is approximately 6,100 square feet (Sf). The building is in fair condition but requires deferred maintenance on the exterior. Due to its age, the interior finishes and some building infrastructure are beyond their useful life and require replacement. The facility is lacking in staff space, grounds storage, and maintenance work areas. In addition, the College lacks a sufficient loading dock and receiving area, and there is no warehouse storage for stocked materials or surplus storage. Finally, a Plant Operations, Receiving, and Warehousing facility should be located outside the academic core to accommodate future growth of student-focused core campus functions.

The project will be designed and constructed to meet LEED Silver certification.

The total project budget for the new Campus Services Building is \$16,238,000. Pre-construction services are tentatively scheduled to start on March 1, 2024. The Notice to Proceed with construction is tentatively scheduled for October 2025.

### **ANALYSIS:**

A formal request for proposals (RFP) was advertised on eMaryland Marketplace Advantage and posted to the College Bid Board on September 26, 2023. A pre-proposal conference was held at the College on October 10, 2023 to review the project scope of work and address questions. Nineteen (19) firms attended the pre-proposal conference.

The College received fourteen (14) Technical Proposals by the due date of November 7, 2023. An Evaluation Committee scored the technical proposals based on the RFP scoring criteria (responsiveness to the scope of work, experience of key personnel, relevant project experience, understanding of the project, adequacy of personnel, capacity considering workload, and references). Based on the technical score rankings, five (5) firms were invited to present oral presentations and submit a price proposal.

The oral presentations and price proposal submissions took place on December 13-14, 2023 and evaluated by the same Evaluation Committee. The oral presentations were an opportunity for firms to introduce key personnel and present their experience, understanding of the project, and their project approach. Firms also had the opportunity to explain why they were uniquely qualified for this project. The Evaluation Committee scored each oral presentation and then opened and scored the price proposals.

The overall combined technical, oral, and price scores are as follows:

<b>Overall Combined Score Results</b>				
<b>Firm Name</b>	<b>Technical Proposal</b> (35 Pts. Possible)	<b>Oral Presentation</b> (35 Pts. Possible)	<b>Price Proposal</b> (30 Pts. Possible)	<b>Total Points</b> (Max. 100)
Dustin Construction, Inc.	28	27.8	30 \$1,955,138	85.8

Gilbane Building Company	26.2	27.6	29.2 \$2,011,015	83
Whiting-Turner Contracting Company	21.8	29	27.2 \$2,154,577	78
Harkins Builders, Inc.	21	26	28.6 \$2,052,328	75.6
Coakley Williams Construction	21.2	26.6	26.5 \$2,212,296	74.3

Based on the results of the overall combined scores, the Evaluation Committee recommends that the award be made to Dustin Construction, Inc. with the highest total score of 85.8 points. The current award recommendation to the Board is for pre-construction services (\$100,000). The construction management fee will be included as part of the GMP to be presented to the Board for approval following the completion of design, approval of construction documents, and acceptance of the GMP.

Funds for this award are available in the capital improvements program (CIP) budget. This is a County funded project.

**RECOMMENDATION:**

Recommend the award of RFP 24-CPPM-04 for Construction Manager at Risk (CMR) with Guaranteed Maximum Price (GMP) for the New Campus Services Building project to Dustin Construction, Inc. in the amount of \$100,000 for pre-construction services.



January 24, 2024

**TO:** Dr. Annesa Payne Cheek, President  
Members of the Board of Trustees  
Frederick Community College

**FROM:** Dr. Barbara Larson, Interim Vice President for Finance and Administration

**TITLE:** **CONSENT ITEM:**  
Approval of Piggyback Contract with Henley Construction Co., Inc.; Piggyback of the Frederick County Public Schools (FCPS) Contract #21MISC3  
Qualifications of General Construction Contractors for Minor Construction Projects; for Miscellaneous Campus Improvements Projects

**OVERVIEW:**

In the current commercial construction market, small projects gain little interest from general contractors, subcontractors, and suppliers. When executed, these smaller contracts have high ratios of overhead for management and supervision and general contractors struggle to find qualified subcontractors to perform the work. By bundling several small projects, the College will benefit by having shared management and supervision of the projects and gain efficiencies under one contract. This recommendation is for a single contractor to perform several minor campus construction projects under a single contract as listed on the following page.

In the College Financial Procedures Manual, under General Procurement Procedures, it states that in the purchase of all goods and services, the prices paid by the College will reflect competitive pricing resulting in the lowest reasonable cost with due consideration made for quantity, quality, the service record of the vendor, and the best interest of the institution. To ensure that the College receives the best value, all purchases or cumulative purchases expected to be \$50,000 or more will be competitively solicited through a formal invitation to bid or a request for proposals (RFP), unless another method is authorized.

Piggyback contracts are another method of procurement that can be authorized to meet this requirement through the use of a contract that has already been formally and competitively bid, and awarded, by other agencies and organizations. A cost justification worksheet is reviewed by the Interim VP for Finance and Administration to determine if the pricing offered through a piggyback contract is reasonable and offers the best value to the College before this method is selected.

The cost justification worksheet for this project was reviewed and approved by the Interim VP for Finance and Administration.

**ANALYSIS:**

Capital Planning and Project Management prepared a request for quotes, RFQ 24-CPPM-05, dated October 23, 2023, to solicit a proposal from Henley Construction Co., Inc. for construction services related to several minor improvement projects on campus, as listed below:

- Repair and update Exterior Map/Information Kiosks around campus
- Replacement of some existing and the addition of new accessible parking signage (total of 47) throughout campus
- Visual and Performing Arts Building (Building F) interior signage replacement and improvements
- Renovation of classroom C112 in Catoctin Hall to improve audio-visual technology and interior finishes
- Replacement of elevator cab finishes (2 elevator cabs) in Braddock Hall
- Refresh an Art classroom, two Pottery Studios, and the Blackbox Theater in the Visual and Performing Arts Building (Building F)

The College's Scope of Work emphasized the need to minimize disruptions to student instruction and College operations during construction.

The cost proposal solicited from Henley Construction Co., Inc. was submitted with the intent to enter into a piggyback contract utilizing the Frederick County Public Schools (FCPS) Contract #21MISC3 for Qualifications of General Construction Contractors for Minor Construction Projects.

The proposed project cost is listed below:

<b>Item</b>	<b>Phase</b>	<b>Cost</b>
1	Kiosk Update	\$38,617
2	Signs & Posts	\$104,308
3	Visual & Performing Arts Center (Building F) Signs	\$61,754
4	Catoctin Hall (Room C112)	\$64,804
5	Elevator Cab Update	\$135,830
6	Visual & Performing Arts Center (Building F) Updates	\$84,144
<b>Total Proposed Project Cost</b>		<b>\$489,457</b>



The Construction phase is scheduled between February 5 and June 14, 2024, with final completion of the project(s) scheduled for June 30, 2024.

Funds for items 1-4 and 6 are available in the Systemics / Miscellaneous Renovations Capital Improvements Program (CIP) budget. Funds for item 5 are available in the FY24 Facilities Renewal Supplemental Grant (State capital funds).

**RECOMMENDATION:**

It is recommended that the Board of Trustees approve the use of the Frederick County Public Schools (FCPS) Contract #21MISC3 with Henley Construction Co., Inc. for Construction Services related to the Miscellaneous Campus Improvements Project in the amount of \$489,457, plus a 10% contingency of \$48,946 to cover any potential unforeseen or hidden conditions, at a total proposed cost of \$538,403.



January 24, 2024

**TO:** Dr. Annesa Payne Cheek, President  
Members of the Board of Trustees  
Frederick Community College

**FROM:** Dr. Barbara Larson, Interim Vice President for Finance and Administration

**TITLE:** **CONSENT ITEM:**  
Approval of Piggyback Contract with GRC General Contractor, Inc.; Piggyback of the Frederick County Public Schools (FCPS) Contract #21MISC3  
Qualifications of General Construction Contractors for Minor Construction Projects; for Construction Services for Renovations for the Monroe Center Baking & Pastry Lab Project

**OVERVIEW:**

In the College Financial Procedures Manual, under General Procurement Procedures, it states that in the purchase of all goods and services, the prices paid by the College will reflect competitive pricing resulting in the lowest reasonable cost with due consideration being made for quantity, quality, the service record of the vendor, and the best interest of the institution. To ensure that the College receives the best value, all purchases or cumulative purchases expected to be \$50,000 or more will be competitively solicited through a formal invitation to bid or a request for proposals, unless another method is authorized.

Piggyback contracts are another method of procurement that can be authorized to meet this requirement through the use of a contract that has already been formally and competitively bid, and awarded, by other agencies and organizations. A cost justification worksheet is reviewed by the Interim VP for Finance and Administration to determine if the pricing offered through a piggyback contract is reasonable and offers the best value to the College before this method is selected.

The cost justification worksheet for this project was reviewed and approved by the Interim VP for Finance and Administration.

**ANALYSIS:**

Capital Planning and Project Management prepared RFB 24-CPPM-07 seeking bids from qualified General Contractors for Construction Services related to the Renovations for the Monroe Center Baking & Pastry Lab project. The renovations are meant to improve the

functionality of the existing space by renovating the existing Monroe Center MC 121 classroom into a flexible kitchen laboratory to support Hospitality, Culinary & Tourism Institute (HCTI) courses including Food Business Entrepreneurship.

Four general contractor firms were invited to provide bids with the intent to enter into a piggyback contract with the selected offeror, utilizing the Frederick County Public Schools (FCPS) Contract #21MISC3 for Qualifications of General Construction Contractors for Minor Construction Projects or Frederick County Government (FCG) RFP #22-537 for Renovation, Repair & Minor Construction Services and the contract's associated hourly rates, and materials mark-up percentage. Three of the four solicited contractors submitted bids on December 12, 2023.

The bid results are listed below:

<b>BIDDERS</b>	<b>Waynesboro Construction</b>	<b>GRC General Contractor, Inc.</b>	<b>Henley Construction Co.</b>	<b>Keller Brothers, Inc.</b>
<b>Total Base Bid</b>	<b>No Bid</b>	<b>\$396,194</b>	<b>\$421,700</b>	<b>\$474,200</b>

GRC General Contractor, Inc. was the low bidder with a Total Base Bid price of \$396,194.

Services to be provided include the renovation of an approximately 694 Square Foot (Sf) classroom in the Monroe Center to include demolition of existing room finishes, demolition and replacement of the existing interior door, new room finishes, new plumbing fixtures, new kitchen equipment, new lighting, new audio-visual devices, new overhead pull-down power, and new air handling unit cassettes. The existing building will remain occupied during the construction period.

The Construction phase is scheduled to start April 8 – June 28, 2024, with final completion of the project scheduled for July 12, 2024.

Funds for this project are available in the Systemics / Miscellaneous Renovations CIP budget.

**RECOMMENDATION:**

It is recommended that the Board of Trustees approve the use of the Frederick County Public Schools (FCPS) Contract #21MISC3 with GRC General Contractor, Inc. for Construction Services related to the Renovations for the Monroe Center Baking & Pastry Lab Project in the amount of \$396,194, plus a 10% contingency of \$39,619 to cover any potential unforeseen or hidden conditions, at a total proposed cost of \$435,813.



January 24, 2024

**TO:** Dr. Annesa Payne Cheek, President  
Members of the Board of Trustees  
Frederick Community College

**FROM:** Dr. Barbara Larson, Interim Vice President for Finance and Administration

**TITLE:** **CONSENT ITEM:**  
Approval of Piggyback Contract with Schneider Electric Buildings Americas, Inc. (Schneider Electric); Piggyback of the Omnia Contract #R221504/RFP #22-15 for Design/Build Services for the Visual & Performing Arts Center (Building F) – HVAC Project

**OVERVIEW:**

The Visual & Performing Arts Center (Building F) was constructed in 1988 and the current Facilities Master Plan indicates that it will continue to be utilized in that capacity for the next 10 to 20 years. The Heating, Ventilation, and Air Conditioning (HVAC) Systems that serve the building are original to the facility. This project proposes to replace/refurbish three of the main air handling units (AHUs) that serve the building, including much of the art and music instructional space as well as the JBK Theater. This building is also served by a single chilled water pump with no redundancy and is the only building with this configuration that is served by the campus chilled water loop. If this pump were to fail, the building would be without cooling until the pump was repaired or replaced. This project also proposes to install two new chilled water pumps to provide system redundancy. The AHUs and pumps in this project will all be energy efficient, served by variable frequency drives (VFDs), and will result in improved comfort, operational reliability, and energy savings.

In the College Financial Procedures Manual, under General Procurement Procedures, it states that in the purchase of all goods and services, the prices paid by the College will reflect competitive pricing resulting in the lowest reasonable cost with due consideration being made for quantity, quality, the service record of the vendor, and the best interest of the institution. To ensure that the College receives the best value, all purchases or cumulative purchases expected to be \$50,000 or more will be competitively solicited through a formal invitation to bid or a request for proposals, unless another method is authorized.

Piggyback contracts are another method of procurement that can be authorized to meet this requirement using a contract that has already been formally and competitively bid, and awarded,

by other agencies and organizations. A cost justification worksheet is reviewed by the Interim VP for Finance and Administration to determine if the pricing offered through a piggyback contract is reasonable and offers the best value to the College before this method is selected.

The cost justification worksheet for this project was reviewed and approved by the Interim VP for Finance and Administration.

**ANALYSIS:**

The Chief of Operations solicited a proposal from Schneider Electric for design/build services related to Visual & Performing Arts Center (Building F) – HVAC project. Schneider Electric offered the most competitive pricing in the Omnia Partners portfolio for this category of work. The contract provides open book accounting for all-inclusive guaranteed project costs, competitive predetermined rates and markups, and the contract meets audit requirements for Federal funds. The College already utilizes Schneider Electric’s EcoStruxure building automation controls and software solution. Additionally, Frederick County Government is utilizing this same Omnia contract with Schneider Electric to provide the microgrid power system for the new 911 Center on Prospect Boulevard with favorable review of their services.

The cost proposal solicited from Schneider Electric was submitted with the intent to enter into a piggyback contract utilizing the Omnia Contract #R221504/RFP #22-15 for Energy Solutions.

The proposed project costs are listed below:

<b>Item</b>	<b>Component</b>	<b>Cost</b>
1	Primary Chilled Water Pumps Labor & Materials	\$158,091
2	AHU-1 Replacement Labor & Materials	\$228,515
3	AHU-2 Replacement Labor & Materials	\$224,725
4	AHU-6 Refurbishment Labor & Materials	\$132,445
5	Design & Engineering	\$42,455
6	Construction Management & Supervision	\$82,201
7	Commissioning, Training, & Warranty	\$15,052
8	Bonds & Insurance	\$10,413
<b>Total Proposed Project Cost</b>		<b>\$893,897</b>

The project is scheduled to start February 2024 (ordering of equipment), with substantial completion of the project scheduled for August 2024. The College staff will work with the contractor so that construction activities are minimally disruptive to instruction and College operations over the course of the project.

Funds for this project are available from the State Facilities Supplemental Renewal Fund and Systemics.

**RECOMMENDATION:**

It is recommended that the Board of Trustees approve the use of the Omnia Contract #R221504/RFP #22-15 with Schneider Electric for design/build services related to the Building F - HVAC Project in the amount of \$893,897.



## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Board-CEO Delegation

**Policy Title:** Monitoring President Performance

**Policy Number:** BCD-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Responsible Party:** President's Office

**Reviewing Committee:** Board of Trustees

Monitoring CEO performance is synonymous with monitoring organizational performance against Board policies on Ends and on Executive Limitations. Any evaluation of the President's performance, formal or informal, may be derived only from these monitoring data. Systematic and rigorous monitoring of President job performance will be solely against the Board's required President job outputs: organizational accomplishment of the President's reasonable interpretation of Ends policies and organizational performance with the boundaries of the President's reasonable interpretation of Executive Limitations policies.

1. The purpose of monitoring is to determine the degree to which Board policies are being fulfilled. Only information which addresses this will be considered to be monitoring.
2. A given policy may be monitored in one or more of three ways:
  - 2.1. Internal report: Disclosure of compliance information by the President, along with his or her explicit interpretation of Board policy, and justification for the reasonableness of interpretation.
  - 2.2. External report: Discovery of compliance information by an external, disinterested third party, who has appropriate qualifications and a suitable level of independence from management, and who is selected by and reports directly to the Board. The President should be notified of this activity.
  - 2.3. Direct Board Inspection: Discovery of compliance information by a Board Member, a committee or the Board as a whole. This is a Board inspection of documents, activities or circumstances directed by the Board which allows a "reasonable/sound judgment" test of policy compliance. Such an inspection is only undertaken at the instruction of the Board and requires notification to the President.

3. Regardless of the method of monitoring, the standard for compliance shall be any reasonable President interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness, but will always judge with a “reasonable person” test rather than interpretations favored by Board members, the disinterested third party, or even the Board as a whole.
4. Upon the choice of the Board, any policy can be monitored by any of the above methods at any time. For regular monitoring, however, each Ends and Executive Limitations policy will be classified by the Board according to frequency and method.
5. A formal evaluation of the President by the Board will occur annually in June, based on the achievement of the Board’s Ends policies and non-violation of its Executive Limitations policies. This formal evaluation will be conducted by cumulating the regular monitoring data provided during the year and the Board’s recorded acceptance or non-acceptance of the reports, and identifying performance trends evidenced by that data.

<b>MONITORING SCHEDULE</b>				
<b>Number</b>	<b>Policy</b>	<b>Method</b>	<b>Frequency</b>	<b>Date</b>
E-1	Ends	Internal Report	Annually	TBD
EL-0	Global Executive Constraint	Internal Report	Annually	TBD
EL-1	Treatment of Students	Internal Report	Annually	TBD
EL-2	Treatment of Employees	Internal Report	Annually	TBD
EL-3	Communication & Support to the Board	Internal Report	Annually	TBD
EL-4	Financial Conditions and Activities	Internal Report	Annually	TBD
EL-5	Organizational Culture	Internal Report	Annually	TBD
	Land Use *	Internal Report	Annually	TBD
	Planning *	Internal Report	Annually	TBD
	Access to Education *	Internal Report	Annually	TBD
	Asset Protection *	Internal Report	Annually	TBD
	Investments *	Internal Report	Annually	TBD
	Compensation and Benefits *	Internal Report	Annually	TBD

\* in development



<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President



## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Executive Limitations

**Policy Title:** Planning

**Policy Number:** EL-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

The President shall not permit planning that endangers the fiscal soundness of future years or ignore the organizational capability (people, programs, services, facilities) required to achieve Board Ends in future years.

Accordingly, the President shall not:

1. Operate without a written, multi-year strategy that can be expected to achieve a reasonable interpretation of the Ends.
2. Permit planning that does not explain and justify assumptions and identify relevant environmental factors.
3. Permit planning that omits capital enhancements, replacement, repair or acquisitions necessary to achieve Ends.
4. Permit budgeting for any fiscal period or the remaining part of any fiscal period that is not derived from the multi-year plan.
5. Permit financial planning that does not enable accurate projection of revenues and expenses, separation of capital and operational items, cash flow projections, contingency plans, and disclosure of planning assumptions.
6. Plan for a deficit.
7. Operate without a campus facilities master plan.

8. Operate without succession plans for senior leadership positions, to facilitate smooth operations during key personnel transitions and ensure competent operation of the organization over the long term.
9. Permit the organization to be without sufficient organizational capacity and current information about President and Board issues and processes for the competent operation of the organization to continue in the event of sudden loss of President services.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President



## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Executive Limitations

**Policy Title:** Land Use

**Policy Number:** EL-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

The President shall not allow development of the campus or other College lands in a manner that is inconsistent with the core business of the College, environmentally irresponsible, aesthetically displeasing, or that does not make the most effective use of land.

Further, without limiting the scope of the above statement by the following list, the President shall not:

1. Allow the College to be without an approved Facilities Master Plan that adheres to the Maryland Higher Education Commission's requirements and fosters future development that will avoid infrastructure redundancy and redevelopment costs.
2. Permit joint ventures or partnerships that do not provide for design and construction standards consistent with overall campus design.
3. Permit development that is not energy efficient and to a reasonable extent, minimize adverse environmental impacts and preserve the natural landscape.
4. Permit new development that does not meet at least one of the following criteria:
  - Provision of enhanced learning and ancillary space consistent with Ends achievement.
  - Extending the College's alliances with business, industry, colleges, universities, or other organizationally mission-compatible non-profit organizations.
  - Creation of opportunity to generate new revenue streams.
  - An opportunity to ~~differentiate~~ distinguish the College's learning and co-curricular environment.
  - Positioning the College as a leader in new programs targeted at future market opportunities.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President



## **FCC BOARD OF TRUSTEES POLICY**

**Policy Type:** Governance Process

**Policy Title:** Global Governance Commitment

**Policy Number:** GP-0

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

The purpose of the Frederick Community College Board of Trustees, functioning on behalf of the residents of Frederick County, is to ensure that Frederick Community College achieves appropriate results for the appropriate people, and at an appropriate cost, as specified in the Boards Ends policies, and avoids unacceptable actions and situations, as specified in the Board's Executive Limitations policies.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President





## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Governance Process

**Policy Title:** Board Job Contributions

**Policy Number:** GP-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

As an informed agent of the Ownership (the residents of Frederick County), the Frederick Community College Board of Trustees' specific job products are those that ensure appropriate organizational performance.

Accordingly, the Board has direct responsibility to:

1. Create the link between the Owners and the College.
2. Create written governing policies that address the broadest levels of all organizational decisions and situations:
  - 2.1. Ends: What good or benefit the organization is to produce, for which recipients, at what worth.
  - 2.2. Executive Limitations: Constraints on executive authority that establish the boundaries of prudence and ethics within which all executive activity and decisions must take place.
  - 2.3. Governance Process: Specification of how the Board conceptualizes, carries out, and monitors its own task.
  - 2.4. Board-CEO Delegation: How authority is delegated and its proper use monitored, including the President role, authority, and accountability.
3. Provide assurance of organizational performance on Ends and Executive Limitations.
  - 3.1. Continuity of the President role and function.

- 3.2. Structured monitoring of the President as outlined in Board-CEO Delegation policies.
4. Advocate on behalf of the College with federal, state, local governing bodies and other public and private entities.
- ~~5. Operational decisions that the Board has prohibited the President from making by its Executive Limitations policies.~~
- ~~6.5.~~ Provide a transparent process of review and disclosure that enhances owner and stakeholder confidence in the organization's legal counsel and auditor utilization.
  - 5.1. The Board may at its discretion engage in additional options to assist the Board in its decision-making, including but not limited to, ~~Options for Board decision re:~~ appointment, compensation and oversight of the College attorney; designation of specific area(s), if any, of legal focus; and liaison with legal counsel on behalf of Board.
  - 5.2. The Board may at its discretion engage in additional options to assist the Board in its decision-making, including but not limited to, ~~Options for Board decision re:~~ appointment, compensation and oversight of the College auditor; designation of specific area(s), if any, of financial areas of focus; and liaison with the auditor on behalf of Board.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President



## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Governance Process

**Policy Title:** Role of the Board Chair

**Policy Number:** GP-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

The Frederick Community College Board Chair, who is also designated as the Board's Chief Governance Officer – CGO, is a specially empowered member of the Board, and assures the integrity of the Board's processes and Policy Governance compliance.

1. The assigned result of the Board Chair/CGO's job is that the Board behaves consistently within its own rules and those legitimately imposed upon it from outside the organization.
  - 1.1. Meeting discussion content will include only those issues that, according to Board policy, clearly belong to the Board to decide or monitor.
  - 1.2. Information that is neither for monitoring performance nor for Board decisions will be avoided or minimized and always noted as such.
  - 1.3. Deliberation will be timely, fair, orderly, and thorough, but also efficient and kept to the point.
  - 1.4. The Board's Vice-Chair will be sufficiently informed of Board issues and processes to provide continuity in the event of planned or unexpected Board Chair/CGO absences.
2. The authority of the Board Chair consists in making decisions that fall within topics covered by Board policies on Governance Process and Board-CEO Delegation, with the exception of (a) employment or termination of a President and (b) instances where the Board specifically delegates portions of this authority to others. The Board Chair/CGO is authorized to use any reasonable interpretation of the provisions in these policies.
  - 2.1. The Board Chair/CGO is empowered to chair Board meetings with all the commonly accepted power of that position, such as ruling and recognizing.

- 2.2. The Board Chair/CGO is authorized to appoint the members of all Board committees.
  - 2.3. The Board Chair/CGO has no authority to make decisions about policies created by the Board within *Ends* and *Executive Limitations* policy areas. Therefore, the Board Chair/CGO has no authority to independently supervise or direct the President.
  - 2.4. The Board Chair/CGO may represent the Board to outside parties in announcing Board-stated positions and in stating the Board Chair/CGO's decisions and interpretations within the area delegated to the Chair.
  - 2.5. The Board Chair/CGO may delegate this authority, but remains accountable for its use.
3. The Board Chair/CGO bears responsibility for annual professional development relative to Policy Governance principles and practices.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President



## **FCC BOARD OF TRUSTEES POLICY**

**Policy Type:** Governance Process

**Policy Title:** Role of the Vice Chair

**Policy Number:** GP-X

**Date Adopted:** XX.XX.XX

**Version:** 1.0

**Date Last Reviewed:** XX.XX.XX

**Office Responsible:** President's Office

**Reviewing Committee:** Board of Trustees

The Frederick Community College Board Vice Chair shall, in the absence of the Board Chair/CGO, preside at all meetings of the Board and have such other duties, powers, and accountabilities as the Board may specify.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President





## FCC BOARD OF TRUSTEES POLICY

**Policy Type:** Governance Process

**Policy Title:** Board Code of Conduct

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**Office Responsible:** President's Office

**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 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 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 between Trustees, 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.

<b>Date Of Change</b>	<b>Version</b>	<b>Description of Change</b>	<b>Responsible Party</b>
XX	1.0	First release following Policy Governance consulting work.	President