SOUTHWESTERN COMMUNITY COLLEGE DISTRICT
GOVERNING BOARD

TIM NADER, GOVERNING BOARD PRESIDENT
NORMA L. HERNANDEZ, GOVERNING BOARD VICE PRESIDENT
NICK AGUILAR, GOVERNING BOARD MEMBER
JEAN ROESCH, ED.D., GOVERNING BOARD MEMBER
TERRI VALLADOLID, GOVERNING BOARD MEMBER
MANUEL R. LOPEZ, JR., STUDENT GOVERNING BOARD MEMBER
DENISE WHITTAKER, INTERIM SUPERINTENDENT/PRESIDENT

SUGGESTED ORDER OF BUSINESS
SPECIAL MEETING OF THE GOVERNING BOARD
POLICY COMMITTEE
NICK AGUILAR, GOVERNING BOARD MEMBER & COMMITTEE CHAIR
JEAN ROESCH, ED.D., GOVERNING BOARD MEMBER

Written notice is hereby given in accordance with Government Code Section 54956 that a special meeting of the Governing Board of the Southwestern Community College District will be held as noted below:

DATE:	Thursday, April 14, 2011
TIME:	11:00 a.m. – 12:00 p.m.
LOCATION:	Southwestern College Building 100, Conference Room A 900 Otay Lakes Road Chula Vista, CA 91910

Compliance with Americans With Disabilities Act

Southwestern Community College District, in compliance with the American Disabilities Act (ADA), requests individuals who may need special accommodation to access, attend, and/or participate in Board meetings to contact Mary Ganio at (619) 482-6301 in advance of the meeting for information on such accommodation.

	ITEM
Call to Order	**1. CALL TO ORDER** (Aguilar) Building 100, Conference Room A Attendance at this special meeting (Board members arriving after meeting commences will be noted as "present" at point in this suggested order of business at which they arrive). Present:
Oral Communication	**2. ORAL COMMUNICATION** Persons wishing to address the Governing Board under this item should fill out a yellow request card (available at the reception table) and indicate on the card if they wish to be called under Oral Communication, or when a specific agenda item is considered. An oral presentation to the Board does *not* constitute an open discussion on the presentation topic, unless that topic is on the posted agenda. Pursuant to the Brown Act (Government Code Section 54954.2(a)): "No action or discussion shall be undertaken on any item not appearing on the posted agenda, except that members of a legislative body or its staff may *briefly* respond to statements made or questions posed by persons exercising their public testimony rights under Section 54954.3."
Action	**3. APPROVAL OF MINUTES (ENCLOSURE)** (Aguilar) Policy Committee Meeting, March 16, 2011

	ITEM
	4. AMENDMENT OF POLICY NO. 2340 (ENCLOSURE) (Aguilar) The Policy Committee will review and discuss proposed amendments to Policy No. 2340 – Agendas.
	5. PROPOSED PROCEDURE NO. 2340 – AGENDAS (ENCLOSURE) (Aguilar) The Policy Committee will review the Procedure No. 2340 – Agendas.
	6. PROPOSED REVISED POLICY NO. 2430 - DELEGATION OF AUTHORITY TO THE SUPERINTENDENT/PRESIDENT (ENCLOSURE) (Aguilar) The Policy Committee will review a proposed revised Policy No. 2430 – Delegation of Authority to the Superintendent/President.
	7. DRAFT INDEPENDENT CONTRACTOR AGREEMENT (ENCLOSURE) (Aguilar) Consultant Contract drafted pursuant to committee discussions regarding the establishment of general legal counsel hired by and reporting directly to the Governing Board.
	8. ESTABLISHMENT OF POLICIES (Aguilar) The Policy Committee will discuss establishment of the following policies: Policy Regarding preference for local businesses, vendors, contractors.
Adjournment	**9. ADJOURNMENT** (Aguilar)

Nick Aguilar
Policy Committee Chair

Enclosure #3 - Minutes

SOUTHWESTERN COMMUNITY COLLEGE DISTRICT
GOVERNING BOARD

TIM NADER, GOVERNING BOARD PRESIDENT
NORMA L. HERNANDEZ, GOVERNING BOARD VICE PRESIDENT
NICK AGUILAR, GOVERNING BOARD MEMBER
JEAN ROESCH, ED.D., GOVERNING BOARD MEMBER
TERRI VALLADOLID, GOVERNING BOARD MEMBER
MANUEL R. LOPEZ, JR., STUDENT GOVERNING BOARD MEMBER
DENISE WHITTAKER, INTERIM SUPERINTENDENT/PRESIDENT

SUGGESTED ORDER OF BUSINESS
SPECIAL MEETING OF THE GOVERNING BOARD
POLICY COMMITTEE
NICK AGUILAR, GOVERNING BOARD MEMBER & COMMITTEE CHAIR
JEAN ROESCH, ED.D., GOVERNING BOARD MEMBER

Written notice is hereby given in accordance with Government Code Section 54956 that a special meeting of the Governing Board of the Southwestern Community College District will be held as noted below:

DATE: Wednesday, March 16, 2011
TIME: 10:00 a.m.
LOCATION: Southwestern College
Building 100, Conference Room A
900 Otay Lakes Road
Chula Vista, CA 91910

Compliance with Americans With Disabilities Act

Southwestern Community College District, in compliance with the American Disabilities Act (ADA), requests individuals who may need special accommodation to access, attend, and/or participate in Board meetings to contact Mary Ganio at (619) 482-6301 in advance of the meeting for information on such accommodation.

	ITEM
Call to Order	**1. CALL TO ORDER** (Aguilar) 10:04 a.m., Building 100, Conference Room A Attendance at this special meeting (Board members arriving after meeting commences will be noted as "present" at point in this suggested order of business at which they arrive). Members Present: *Nick Aguilar, Jean Roesch* Staff Present: *Denise Whittaker, Michael Kerns, Patti Blevins* Others Present: *Angelina Stuart*
Oral Communication	**2. ORAL COMMUNICATION** Persons wishing to address the Governing Board under this item should fill out a yellow request card (available at the reception table) and indicate on the card if they wish to be called under Oral Communication, or when a specific agenda item is considered. An oral presentation to the Board does *not* constitute an open discussion on the presentation topic, unless that topic is on the posted agenda. Pursuant to the Brown Act (Government Code Section 54954.2(a)): "No action or discussion shall be undertaken on any item not appearing on the posted agenda, except that members of a legislative body or its staff may *briefly* respond to statements made or questions posed by persons exercising their public testimony rights under Section 54954.3." *No speakers.*

	ITEM
Action	**3. APPROVAL OF MINUTES (ENCLOSURE)** (Aguilar) Policy Committee Meeting, February 16, 2011 *The minutes were accepted by consensus with amendments.* **4. AMENDMENT OF EXISTING POLICIES** (Aguilar) The Policy Committee will review and discuss proposed amendments to the following policies: 4A. Policy No. 2340 – Agendas (ENCLOSURE) • Revision amending responsibility for developing Board agendas to Board President in consultation with Superintendent/President • Revision re Governing Board members placing items on agenda • Pursuant to discussion at 2/16/11 meeting this item will go to May Board for first reading *Blevins gave an overview of the proposed amended policy; further amendments related to timelines for submission of agenda items were made. Proposed amendments submitted by Tim Nader were discussed, and it was determined that the proposed language was already included in the proposed policy.* *It was determined that Blevins would make the changes and bring forward the final revised proposed policy to the next Policy meeting and draft procedures if they do not already exist. The policy was slated to be submitted to the Board for first reading in May.* 4B. Policy No. 2210 – Officers (ENCLOSURE) • Revision to reflect amended responsibilities for developing Board agenda • Will go to May Board for first reading *No further changes were made. It was determined that the proposed policy would be held for the May Board meeting.* 4C. Policy & Procedure No. 2715 - Code of Ethics (ENCLOSURE) • Current Policy & Procedure • WASC Recommendation *The policy and procedure were reviewed and targeted for the Board's first reading in April. No changes were made to the policy. The existing procedures were amended with Paragraphs 2 – 5 deleted. After discussion, the Committee recessed at 10:55 a.m. while Blevins developed a revised policy as discussed. The Committee reconvened at 11:35 a.m. and reviewed the revised procedure; further revisions were made. It was determined that the proposed revised procedure would be submitted for the Board's first reading in April.* **5. PROPOSED AGENDA INPUT** (Aguilar) 5A. Process of Operations – Agenda Input Granting Authority to Superintendent/President (ENCLOSURE) • Education Code section 81656 • Public Contract Code section 20651 • San Diego County Office of Education *Bulletin* dated December 15, 2010 "Pursuant to Education Code section 81656 and Public Contract Code section 20651, the Governing Board grants authority to the Superintendent/President to make purchase and/or enter into contracts on behalf of the College District for the lease or purchase of equipment materials, supplies or services in an amount not to exceed $78,900 50,000 per contract. A list of all purchases and/or contracts made pursuant to this authority shall be submitted for review by the Governing Board as an *Information*

	ITEM
	item on the monthly Governing Board agenda. The amount of authority is subject to changes made by the San Diego County Office of Education in its 'Annual Adjustment to Bid Threshold.' "
	The Committee reviewed and discussed the proposed agenda input. It was noted that delegation of routine administrative matters was not included and needed to be addressed. After discussion, a threshold of $50,000 for purchases and contracts was agreed upon to delegate to the Superintendent/President.
	Interim VP for Business & Financial Affairs Robert Temple and Director of Finance Wayne Yanda will be invited to the Policy Committee meeting to explain the bid process. It was determined that a proposed policy would be developed to be submitted for the Board's first reading in April.
	The remainder of the agenda was tabled to the April Policy Committee meeting. The next agenda will include for discussion a policy on bids.
	6. DRAFT INDEPENDENT CONTRACTOR AGREEMENT (ENCLOSURE) (Aguilar)
	Consultant Contract drafted pursuant to committee discussions regarding the establishment of general legal counsel hired by and reporting directly to the Governing Board.
	7. ESTABLISHMENT OF POLICIES (Aguilar)
	The Policy Committee will discuss establishment of the following policies:
	7A. Policy Regarding preference for local businesses, vendors, contractors.
Adjournment	**8. ADJOURNMENT –** 11:53 a.m. (Aguilar)

Denise Whittaker
Governing Board Secretary (Interim)

Nick Aguilar
Policy Committee Chair

AGENDAS

References: Education Code Sections 72121 and 72121.5;
Government Code Sections 6250 et seq. and 54954 et seq.

It shall be the responsibility of the Governing Board President, in consultation with the Superintendent/President, to identify the agenda items for each regular and special meeting, in accordance with Robert Rules of Order, pursuant to Policy No. 2355, "Decorum." It shall be the responsibility of the Superintendent/ President, ~~in consultation with the Governing Board President~~, to develop and prepare an agenda containing the items of business to come before the Governing Board at each regular and special meeting, consistent with District Policy & Procedure No. 2510, "Shared Planning & Decision Making," and No. 2515 "Academic Senate: 10+1."

Any Board member may put items pertinent to the subject matter jurisdiction of the Governing Board on the agenda. Members of the Governing Board who wish to introduce an item for action at the public Board meeting at which that item is first considered should file such item for inclusion on the agenda with the Governing Board President and the Superintendent/President at least seven (7) working days preceding public notice of the next Board meeting for agenda items that do not require enclosures and at least twelve (12) working days preceding public notice of the next Board meeting for agenda items that require enclosures.

The agenda shall be posted adjacent to the place of meeting at least 72 hours prior to the meeting time for regular meetings. The agenda shall include a brief description of each item of business to be transacted or discussed at the meeting, and specify the date, time and location of the meeting. If requested, the agenda shall be provided in appropriate alternative formats so as to be accessible to persons with a disability. The Superintendent/ President shall establish administrative procedures that provide for public access to agenda information and reasonable annual fees for the service.

No business may be acted on or discussed which is not on the agenda, except when one or more of the following apply:

- a majority decides there is an "emergency situation" as defined for emergency meetings;
- two-thirds of the members (or all members if less than two-thirds are present) determine there is a need for immediate action and the need to take action came to the attention of the Board subsequent to the agenda being posted;
- an item appeared on the agenda of and was continued from a meeting held not more than five days earlier.

Agenda items initiated by members of the public pursuant to District Procedure No. 2340, shall be placed on the Governing Board's agenda following the items of business initiated by the Governing Board and by staff. An agenda item submitted by a member of the public and heard at a public meeting may not be resubmitted within 90 days of the initial submission.

The order of business may be changed by consent of the Governing Board.

See also, District Policy No. 2345, "Public Participation at Board Meetings."

Enclosure #5 – Procedure 2340

AGENDAS

PROPOSED DRAFT

Reference: Education Code Sections 72121

Any member of the public may request an item to be placed on the agenda of a regularly scheduled Governing Board meeting by submitting a written request with the Office of the Superintendent/President at least seven (7) working days preceding public notice of the next Board meeting for agenda items that do not require enclosures and at least twelve (12) working days preceding public notice of the next Board meeting for agenda items that require enclosures.

A written request to place an item on the Governing Board meeting agenda shall include the name, address and telephone number of the person(s) making the request, the name of the organization represented (if any), the nature of the request, and supportive information regarding the request.

The Superintendent/President shall post an agenda containing a brief description of each item of business to be transacted or discussed at the meeting. The agenda shall specify the time and location of the regular meeting and shall be posted in a location that is freely accessible to members of the public. No action shall be taken on any item not appearing on the posted agenda.

Governing Board meeting agendas are made available to employees and members of the public as follows:

- A hard copy of the agenda is posted outside the Office of the Superintendent/ President, the Office of Communications, Community & Government Relations, and the place of meeting, at least 72 hours prior to the meeting time;
- An electronic copy of the agenda is posted on the College District's website at www.swccd.edu under "About SWC;"
- An electronic copy is posted in the Public Folders of the College District's email network; and
- Persons with a disability may request an agenda in an alternative format. A fee may be charged for the alternative format service, based upon actual cost to the College District.

Enclosure #6 – Policy 2430

DELEGATION OF AUTHORITY TO THE SUPERINTENDENT/PRESIDENT

DRAFT REVISIONS

References: Education Code Sections 70902(d) and 72400;
Accreditation Standards IV.B.1.j and IV.B.2

The Governing Board hereby delegates to the Superintendent/President the responsibility for executing all decisions of the Governing Board requiring administrative action. The Superintendent/President shall have full authority and responsibility for the proper conduct of the business and education programs of the District. This delegation of authority to the Superintendent/President shall remain in effect until revoked by the Governing Board.

Pursuant to Education Code §81656 and Public Contract Code §20651, the Governing Board hereby delegates authority to the Superintendent/President to make purchases and/or enter into contracts which are operational in nature on behalf of the College District (for the lease or purchase of equipment, materials, supplies, or services) in an amount not to exceed $50,000. A list of all purchases and/or contracts made pursuant to this authority shall be submitted for review by the Governing Board as an *Information* item on the monthly Governing Board agenda. The amount of authority is subject to changes made by the San Diego County Office of Education in its "Annual Adjustment to Bid Threshold." This delegation of authority to the Superintendent/President shall remain in effect until revoked by the Governing Board.

The Superintendent/President may delegate any powers and duties authorized by the Governing Board, including the administration of education centers, but shall be responsible to the Board for the execution of such delegated powers and duties.

The Superintendent/President is empowered to reasonably interpret and administer Governing Board policy. When there is no applicable written policy, the Superintendent/President shall have the power to act, but such decisions shall be subject to review by the Governing Board. It is the duty of the Superintendent/ President to inform the Governing Board of such action and to recommend a written Board policy if necessary.

The Superintendent/President is expected to perform the duties contained in the Superintendent/President's job description and contract and to fulfill other responsibilities as may be determined in annual goal-setting or evaluation sessions. The job description and goals and objectives for performance shall be developed by the Governing Board in consultation with the Superintendent/President.

DELEGATION OF AUTHORITY TO THE SUPERINTENDENT/PRESIDENT

The Superintendent/President will communicate regularly with each member of the Governing Board to review District business. The Superintendent/President shall inform the Governing Board of new developments and significant events in the field of higher education. Individual members of the Governing Board have the right to review or inspect any District documents or records which would otherwise be disclosable pursuant to the California Public Records Act, at any reasonable time upon request for the purpose of fulfilling their duties and responsibilities as Governing Board members.

The Superintendent/President shall generate any reports requested by the Governing Board as a whole or by any Board Committee. The Superintendent/President will also generate reports requested by individual members of the Governing Board where such requests are made at a Board meeting or made in writing and submitted to the Superintendent/President, with a copy to the full Governing Board, unless the Governing Board, in its sole discretion, determines that the request is unduly burdensome or disruptive to District operations. Information provided to any Governing Board member shall be provided to all members; except that the Student Trustee may not receive confidential materials.

The Superintendent/President shall ensure compliance with all relevant laws and regulations, and that required reports are submitted in timely fashion.

Enclosure #7 – Independent Contractor Agreement

Independent Contractor Agreement
Between
The Governing Board of Southwestern Community College District
And

_____

DRAFT

WHEREAS, it is the desire of the Governing Board of the Southwestern Community College District (hereinafter referred to as "District" or "Client") to contract with _____ _____ as an Independent Contractor (hereinafter referred to as "Contractor"); and whereas such service will assist the Governing Board in discharging its legal obligation to provide an adequate educational program; and whereas Government Code section 53060 authorizes the Governing Board to enter into contracts to obtain special services and advice in financial, economic, accounting, engineering, legal or administrative matters for the District; and

WHEREAS, Contractor has represented to the Governing Board that Contractor is knowledgeable and qualified, and covenants that Contractor is capable of performing the services required under this Agreement; and

WHEREAS, the Governing Board recognizes that Contractor is acting as an independent contractor in the performance of work under this Agreement, and that Contractor, to the extent required by law, shall be solely responsible for the payment of any and all claims for loss, personal injury, death, property damage, or otherwise, arising out of any act or omission of its employees or agents in connection with the performance of work under this Agreement; and

WHEREAS, Contractor understands that, for purposes of this Agreement, Contractor is not an employee of the District and does not qualify for employee benefits, including workers' compensation benefits;

NOW THEREFORE, the following is agreed:

I. SERVICES TO BE RENDERED BY THE INDEPENDENT CONTRACTOR.

Contractor agrees to undertake, carry out and complete for the Governing Board, in a satisfactory and competent manner:

All of the following services, solely at the request of the Governing Board, and for the benefit of the Governing Board:

1. **Review and/or revise documents;**
2. **Provide opinions and options;**
3. **Provide guidance regarding use of outside legal firms.**

II. COMPENSATION, MAXIMUM COST AND PAYMENT

(a) In consideration of the service to be rendered by Contractor as outlined in this Agreement, the Governing Board agrees to pay Contractor a total amount not to exceed $____ **per hour** for services and product delivery and subsequent receipt of invoice for services rendered and products delivered by Contractor.

(b) Invoices shall be processed within thirty (30) days upon receipt and approval by Southwestern Community College District of an invoice, in triplicate, showing services rendered for the period covered by the invoice.

III. PERIOD OF PERFORMANCE

The period covered by this Agreement shall begin on **May 12, 2011** and shall terminate on **June 30, 2012**.

IV. CONFLICT OF INTEREST

Contractor is a "Consultant" and shall comply with all applicable Conflict of Interest laws, including filing of Statement of Economic Interests, pursuant to District Procedure No. 2712, "Conflict of Interest Code."

V. TAXES

Contractor acknowledges and agrees that it is the sole responsibility of Contractor to report as income its compensation received from District and to make the requisite tax filings and payments to the appropriate federal, state or local tax authority. No part of Contractor's compensation shall be subject to withholding by District for the payment of social security, unemployment, or disability insurance or any other similar state or federal tax obligation.

VI. INDEMNIFICATION

Contractor agrees to indemnify, defend, and hold harmless the District, its officers, agents, and employees from any and all liability claims and losses accruing or resulting to any and all contractors, suppliers, laborers, and any other person, firm, or corporation furnishing or supplying work, services, materials, or supplies in connection with the performance of this Agreement and from any and all liability, claims, and losses accruing or resulting to any person, firm, or corporation who may be injured (including death) or damaged by the acts or omissions of the Contractor in the performance of this Agreement.

VII. TERMINATION OF AGREEMENT

The District may, at any time, with or without reason, terminate this Agreement upon thirty (30) days prior written notice to Contractor. In the event of termination, the Contractor shall be entitled to payment only for acceptable and allowable work performed under this Agreement through the date of termination.

VIII. ASSIGNMENT

This Agreement is not assignable by Contractor, either in whole or in part, nor shall the Contractor further contract for the performance of any of its obligations hereunder, without the prior written consent of the Governing Board.

DRAFT

IX. CONFIDENTIALITY

Contractor shall hold any confidential information in trust for the District, and shall not disclose same to any person.

X. GOVERNING LAW

This Contract shall be governed by and construed in accordance with the laws of the State of California.

Name of PERSON

Name:

SS#/Federal Tax ID:

Address:

City/State/Zip:

Telephone:

Fax:

Are you a District employee? ☐ Yes ☐ No

Is a Credential or Special License required for this consultancy? ☐ Yes ☐ No

If yes, please specify and attach a copy of current License. _____

Signature: _____

Date: _____

Southwestern Community College District

Timothy Nader
Governing Board President
900 Otay Lakes Road
Chula Vista, CA 91910-7299

Telephone: 619 482-6301/Fax: 619 482-6413

Signature: _____

Date: _____

Originator:

Account No.: