

The logo features a stylized, colorful wave or ribbon design in teal, purple, green, and orange. A horizontal teal bar is superimposed over the center of the wave.

**CALIFORNIA COMMUNITY COLLEGES CLASSIFIED SENATE**

Dedication. Leadership. Advocacy.

## Board Policies

Adopted January 29, 2022

Adopted & Approved: July 29, 2023

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**BP 1100 California Community Colleges Classified Senate (4CS)**

The organization has been named California Community Colleges Classified Senate (4CS).

The name is the property of the Organization. No person shall, without the permission of the Board, use the name of the Organization, or any abbreviation of, to imply, indicate or otherwise suggest that an organization, product or service is connected or affiliated with, or is endorsed, favored, supported, or opposed by, the Organization.

Adopted: January 29, 2022  
*(Replaces former Board Policy 1.1)*

Revised: July 29, 2023

### **BP 1200 Purpose**

The specific purpose of the non-profit Corporation shall be to represent the Classified Professionals of the California Community College System for participation in governance and to support the mission of the California Community College System.

- Dynamic support of student success efforts statewide – support services that foster a climate of inquiry and promotes seamless and accessible evidence based decision-making.
- Acknowledge and value input from all classified professionals and help to develop various points of view into effective solution steps.
- Support and collaborate with statewide leaders to actively develop community.
- Organizational responsibility: commit to the protection, management, and responsible use of 4CS resources.
- Provide avenues for success and development
- Ensure participatory governance for classified professionals throughout the CCC system, including the Consultation Council.
- Promote shared mutual respect among students, faculty, administrators, and classified professionals.
- Continuously seeking out new and adaptive technology to facilitate classified professionals working smarter rather than harder.
- Address concerns as requested by its membership

Adopted: January 29, 2022  
*(Replaces former Board Policy 2.1)*

Revised: July 29, 2023

### **BP 1205 Mission**

California Community Colleges Classified Senate recognizes and values the insight of Classified Professionals, and advocates for their inclusion in decision making through participatory governance and active participation in professional development and leadership in student success.

The mission is evaluated and revised on a regular basis.

Adopted: September 2021  
*(Replaces former Board Policy 2.2)*

Revised: July 29, 2023

### **BP 2100 Representation**

All classified professionals, as defined in Article X of the bylaws, are represented by 4CS.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.1)

Revised: July 29, 2023

### **BP 2200 Electorate**

The Electorate has voting rights and are defined as voting members of the Board of Directors and certified local senates. Certified local senates are those that have a constitution/bylaws on file with, and certified by, the 4CS.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.3)*

Revised: July 29, 2023



### **BP 3100 Board of Directors Qualifications**

All candidates must be Classified Professionals and meet the following qualifications by position:

- Due to the demands of managing the California Community College Classified Senate, the 4CS President shall not concurrently hold any other president/CEO position in unions and local senates.
- All candidates for the President and President-Elect positions must be active members of the current 4CS Board of Directors for a minimum of two (2) full years and be from a college with a certified local senate.
- All candidates for the Vice President and Director of Government Relations positions must have served a minimum of one (1) full year on the 4CS Board of Directors and be from a college with a certified local senate.
- All candidates to the Secretary, Treasurer, and Directors of Professional Development and Communications positions must have served a minimum of one (1) full year on the 4CS Board of Director or have equivalent experience as it relates to the duties of the role.
- All candidates for Region Representative must have served at least one year on a local classified senate.
- Any classified professional can serve in an Associate role. This includes classified professionals from community colleges without classified senates.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.4)

Revised: July 29, 2023

### **BP 3105 Board Composition**

The Board of Directors shall consist of no more than 25 members. The minimum composition must include the president, treasurer, and secretary.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.4)*

Revised: July 29, 2023

### **BP 3110 Terms**

A term of office is two years for all board of director positions except the President-Elect. The President-Elect is a one-year position, and is selected at the beginning of the second year of the President's term. Members of the Board of Directors except the President, President-Elect, and Past-President may serve consecutive terms. Exceptions can be made to the President and Past President term limits due to unforeseen circumstances with approval of the Board of Directors.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.7)

Revised: July 29, 2023

### **BP 3115 Elections**

Members of the board of directors shall be elected annually as determined by the election schedule outlined in the Procedures manual.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.6)*

Revised: July 29, 2023

### **BP 3120 Appointment**

An individual may request an appointment to represent a vacant area as outlined in AP 3105, Board Composition. Such an appointment must be recommended by the 4CS President and approved by a majority of the 4CS Board of Directors.

Appointed members of the board of directors shall hold office until completion of the term in process or until their successor has been elected, unless they sooner resign, are removed, or become ineligible to continue to serve in such capacity.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.10)*

Revised: July 29, 2023

### **BP 3125 Removal**

An elected member of the Board of Directors may be removed from office for cause following the process outlined in the Procedures manual.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.8)*

Revised: July 29, 2023

### **BP 3130 Resignation**

Any member of the Board of Directors may resign by written notice to the President.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.8)*

Revised: July 29, 2023

### **BP 3135 Leave of Absence**

Any member of the Board of Directors may request a leave of absence by written notice to the President.

Adopted: January 29, 2022  
*(Replaces former Board Policy 3.9)*

Revised: July 29, 2023



**BP 3140 Recall**

Recall of a member of the Board of Directors shall follow procedures outlined in the Procedures manual.

Adopted: January 29, 2022

Revised: July 29, 2023

**BP 3145 Vacancies**

A vacancy in office shall be filled in accordance with the Procedures manual.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.10)

Revised: July 29, 2023

### **BP 4100 Organizational Powers**

All the business and affairs of the 4CS shall be managed and controlled by the Board of Directors.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.11)

Revised: July 29, 2023

## **BP 4105 Duties**

The Board of Directors will adopt rules of procedure and implement policies consistent with the intent, purposes and provisions of the 4CS bylaws.

- A. President – Provides leadership and organizational oversight, supports the overall mission, upholds the finances, and supervises the Board of Directors roles and responsibilities as it relates to the interests of the organization, along with fulfilling the duties outlined in the Procedures manual.
- B. President-Elect – Works closely with the current President and assists in providing overall leadership, organizational oversight, and support of vision and mission, finances, policies and procedures, goals, and direction for actions for the organization. The President-Elect will be assigned to make important decisions in the absence of the 4CS President, along with fulfilling the duties outlined in the Procedures manual.
- C. Vice President – Provides support, mentorship, and training to Region Representatives. The Vice President holds leadership roles within the organization and will make decisions in the absence of the 4CS President, 4CS President-Elect, and 4CS Past-President, along with fulfilling the duties outlined in the Procedures manual.
- D. Secretary – Performs the function of general secretary and provides administrative support for the Board of Directors, along with fulfilling the duties outlined in the Procedures manual.
- E. Treasurer – Performs the function of maintaining all records pertaining to the organization's financial status, along with fulfilling the duties outlined in the Policies and Procedures manual.
- F. Director, Communications – Responsible for managing the communication activities of the organization, under the direction of the Board of Directors. This includes communication and marketing strategies content, along with fulfilling the duties outlined in the Procedures manual.
- G. Director, Government Relations – Represents the 4CS on the CCLC Advisory Committee on Legislation, participates in legislative visits, attends the annual CCLC Legislative Conference, coordinates resolutions and works with chair of elections committee on the

voting process for resolutions, along with fulfilling the duties outlined in the Procedures manual.

- H. Director, Government Relations – Represents the 4CS on the CCLC Advisory Committee on Legislation, participates in legislative visits, attends the annual CCLC Legislative Conference, coordinates resolutions and works with chair of elections committee on the voting process for resolutions, along with fulfilling the duties outlined in the Procedures manual.
- I. Past President – Ensures continuity during governance transitions and organizational change, to help ensure the appropriate succession of the Board of Directors, supports the President in their role, and provides mentorship to the Board, along with fulfilling the duties outlined in the Procedures manual.
- J. Region Representatives – Provides resources and support for their regional classified professionals including dissemination and collection of information, mentoring, and training. Region Representatives hold leadership roles within the strategic planning of the organization and are assigned duties by the 4CS President and/or designee, along with fulfilling the duties outlined in the Procedures manual.
- K. Associates – Provides support to the success of the organization by taking on special assignments and participating in meetings as non-voting members.
- L. Board Advisors – Former board members who operate in an advisory capacity to the board as non-voting members.

Adopted: January 29, 2022  
(Replaces former Board Policy 3.11)

Revised: July 29, 2023

### **BP 5100 Notice and Place of Meeting**

All meetings shall be scheduled in advance by the Board of Directors except for special circumstances provided for within these bylaws. Notice of all meetings must be sent at least seventy-two (72) hours prior to the date of the proposed meeting to the Board of Directors. The Board of Directors will determine the place and times for each meeting. Meeting times and places shall be made available to the 4CS membership.

Adopted: January 29, 2022  
*(Replaces former Board Policy 4.1)*

Revised: July 29, 2023

### **BP 5105 Frequency**

The Board of Directors shall meet no fewer than four times each fiscal year. All meetings of the Board of Directors will be held according to the Procedures manual.

Adopted: January 29, 2022

Revised: July 29, 2023

**BP 5110 Quorum**

In order to conduct business, the Board of Directors shall consist of a simple majority of voting members (not including vacancies).

Adopted: January 29, 2022  
*(Replaces former Board Policy 4.5)*

Revised: July 29, 2023



### **BP 5115 Parliamentary Authority**

The Board of Directors reserves the right to establish meeting procedures for all 4CS meetings. In the absence of specific action by the Board of Directors, Robert's Rules of Order (latest edition) shall be the designated parliamentary authority for reference at all 4CS meetings.

Adopted: January 29, 2022

Revised: July 29, 2023

### **BP 5120 Special Meetings**

Special meetings may be called by the President or board designee to be held at such place and time when needed.

Adopted: January 29, 2022  
*(Replaces former Board Policy 4.8)*

Revised: July 29, 2023

**BP 6100 4CS Bylaws**

The Board of Directors shall adopt bylaws to establish rules and other provisions for implementing the intent and purpose of the non-profit Corporation. The Board of Directors is charged with the responsibility to update and change the bylaws as necessary per Corporation Code.

Adopted: January 29, 2022  
*(Replaces former Board Policy 6.1)*

Revised: July 29, 2023

### **BP 6105 Amendment of Bylaws**

Bylaws consistent with and necessary to implement the organization's mission may be adopted or amended by the 4CS Board of Directors as outlined in the Policies and Procedures manuals. Any local member senate or 4CS Board of Directors member may propose bylaw changes to the President. Approval of proposed changes to the bylaws shall require a two-thirds (2/3) majority vote of those present. If passed, the amendments will move to the Electorate for approval. The amendments must be approved by the Electorate by a two-thirds (2/3) majority vote of those present. All changes shall be implemented immediately and shall be made available to all Classified Professionals.

Adopted: January 29, 2022  
*(Replaces former Board Policy 6.2)*

Revised: July 29, 2023

### **BP 6115 Dissolution Clause**

The 4CS may be dissolved only with the authorization of its Board of Directors given at a special meeting called for that purpose with approval by a two-thirds (2/3) vote of the full board. If passed, the dissolution clause will move to the Electorate for approval. This must be approved by the Electorate by a two-thirds (2/3) majority vote of those present. Upon dissolution or other termination of 4CS, all remaining assets of the 4CS, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt organizations with purposes similar to those of the 4CS, which shall be chosen by the then existing Board of Directors of 4CS.

Adopted: January 29, 2022

Revised: July 29, 2023

## **BP 7100 Conflict of Interest**

Upon becoming a member of the Board of Directors and annually thereafter, members shall sign a copy of the Conflict of Interest Policy. A Conflict-of-Interest Policy is a nonprofit requirement per IRS code and should be revisited every five (5) years at minimum to review currency.

### **ARTICLE I**

The purpose of this Conflict-of-Interest Policy is to protect this tax-exempt organizations (“the Organization”) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal law as governing conflicts of interest applicable to nonprofit and charitable organizations.

### **ARTICLE II**

1. Interested Person. Any director, officer, or member of a committee of the board of directors, or his or her spouse, who has a material financial interest (as defined below) in a transaction or arrangement involving the Organization is an “interested person.”
2. Material Financial Interest. A person has a material financial interest if the person has any of the following:
  - (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
  - (b) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement;
  - (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.
3. Compensation. “Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

### **ARTICLE III**

#### **Procedures**

1. Duty to Disclose. An interested person must disclose the existence of his or her material financial interest and be given the opportunity to disclose all material facts to the directors and to members of committees with the board of directors considering the

proposed transaction or engagement, for them to determine whether an actual or possible conflict of interest exists.

2. Determining Whether a Conflict of Interest Exists. After disclosure of the material financial interest and all material facts, and after any discussion with the interested person, he or she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
3. Procedures for Addressing the Conflict of Interest
  - (a) An interested person may make a presentation at the governing board or committee meetings but, after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - (b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - (c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  - (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
4. Violations of the Conflicts of Interest Policy.
  - (a) If the governing board or committee has reasonable cause to believe that a member has failed to disclose actual or potential conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - (b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## **ARTICLE IV**

### **Exception**

1. Those transactions set forth in California Corporations Code Section 5233(b) shall not give rise to a conflict of interest. Such transactions include the following:
  - (a) An action of the board of directors fixing the compensation of a director as a director or officer of the corporation.

- (b) A transaction which is part of a public or charitable program of the Organization if it (i) is approved or authorized by the Organization in good faith and without unjustified favoritism; and (ii) results in a benefit to one or more directors or to their families because they are in the class of persons intended to be benefited by the public or charitable program.
- (c) A transaction of which the interested person has no actual knowledge and which does not exceed the lesser of one percent (1%) of the gross receipts of the Organization for the preceding fiscal year or One Hundred Thousand Dollars (\$100,000.00).
- (d) Any transaction or arrangement approved either before or after it is consummated by the State of California Attorney General's Office, or by a court of law.

## **ARTICLE V**

### **Records of Proceedings**

The minutes of the board of directors and all committees with board delegated powers shall contain:

- (a) The names of other persons who disclosed or otherwise were found to have a material financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, an action taken to determine whether a conflict of interest was present, and the board of director's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, or including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **ARTICLE VI**

### **Compensation**

- (a) Except as permitted in Article IV 1(a) above, a voting member of the board of directors who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- (b) Except as permitted in Article IV 1(a) above, a voting member of any committee whose jurisdiction includes compensation matters and who received compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- (c) No voting member of the board of directors or any committee whose jurisdiction includes compensation matters and who received compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.



## **ARTICLE VII**

### **Annual Statements**

Each director, principal officer and member of a committee with powers delegated by the board of directors shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy;
- (b) Has read and understands the policy;
- (c) Has agreed to comply with the policy; and
- (d) Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **ARTICLE VIII**

### **Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## **ARTICLE IX**

### **Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VIII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the board of directors of its responsibility for ensuring periodic reviews are conducted.

Adopted: January 29, 2022  
(Replaces former Board Policy 7.1)

Revised: July 29, 2023

### **BP 7105 Administration**

The 4CS Board of Directors will develop procedures by which the Board may conduct business and clearly direct Board member participation.

All posted documents and videos available for public use shall be in accordance with ADA compliance laws. All images posted online will be tagged in accordance with ADA compliance laws. All 4CS webpages will be in accordance with ADA compliance laws.

Administrative Procedures shall not conflict with non-profit regulations or the Bylaws of the organization.

Adopted: January 29, 2022  
(Replaces former Board Policy 7.1)

Revised: July 29, 2023

### **BP 7110 Budget and Use of Funding**

The 4CS will develop procedures for budget, funding and auditing processes to follow non-profit guidelines for appropriate reporting.

Adopted: January 29, 2022  
*(Replaces former Board Policy 7.2)*

Revised: July 29, 2023