

**GUAM COMMUNITY COLLEGE  
Board of Trustees**

**FIRST AMENDED BY-LAWS**

**ARTICLE I**

**THE INSTITUTION**

**SECTION 1. NAME OF THE COLLEGE**

Guam Community College was created by the Community College Act of 1977. <sup>1</sup>

**ARTICLE II**

**BOARD OF TRUSTEES**

**SECTION 1. TRUSTEES**

The Board of Trustees shall consist of seven (7) trustees; of the seven, one is to represent organized labor on island, one is to represent business & industry and employer organizations, one is to represent the students of the College, and the remainder shall be members of the general public; <sup>2</sup> (provided, however, that at least two (2) of the seven (7) trustees shall be women.)

**SECTION 2. APPOINTMENT**

Trustees shall be nominated and appointed by *I Maga'lahaen Guahan* with the advice and consent of *I Liheslaturan Guahan*.

Student member shall be elected by a plurality vote of students of the school. The student member must be a student at the college and may be re-elected to no more than one (1) successive one-year term. The procedures for election of the student members shall be developed by The Board of Trustees. <sup>3</sup>

**SECTION 3. TERM OF OFFICE**

- A.** Three (3) trustees shall be appointed for a term of three (3) years, three (3) trustees shall be appointed to terms of five (5) years and the seventh (7<sup>th</sup>) shall be an elected student member who shall serve a term of one (1) year. All vacancies occurring on the Board of

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<sup>1</sup> 17 GCA § 30101

<sup>2</sup> 17 GCA § 31101 (b)

<sup>3</sup> 17GCA §31101 (a)

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Trustees, with the exception of the student member, shall be filled by the *I Maga'lahen Guahan* with the advice and consent of *I Liheslaturan Guahan* for the unexpired term.<sup>4</sup>

- B.** No person may serve as a trustee if he/she is a Government of Guam employee or if such service would amount to a conflict of interest.

**SECTION 4. OATH OF OFFICE**

Before service on the Board of Trustees, each trustee shall take the oath of office required of all officers of the Government of Guam.

**SECTION 5. POWERS AND DUTIES**

The Board of Trustees shall adopt policies, rules, and regulations necessary for the operation of the College. They shall also appoint and evaluate the President of the College.

The Board shall have the following duties:<sup>5</sup>

- (a) to evaluate existing and potential job skills needed in the territory of Guam, including business, industry, territorial and federal governments;
- (b) to coordinate and recommend improvements in career and technical educational programs in order to match career and technical education programs with current and existing job needs;
- (c) to encourage work-study programs in industry and more scholarships funded by private employers, labor unions, territorial and federal governments;
- (d) to encourage retraining programs for the unemployed and under-employed in order to provide a guaranteed work force;
- (e) to evaluate and make recommendations for executive and legislative action to improve programs regarding job innovation and development;
- (f) to act as the Board of Control for Vocational Education; and
- (g) to formulate plans and objectives in measurable terms and to continuously evaluate, in terms of those plans and objectives, the various programs operated by the College to determine if the College is complying with its statutory mandate and to that end, to provide for five (5) year follow-up studies of the various graduates of the various programs operated by the College.

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<sup>4</sup> 17GCA §31101 (a)

<sup>5</sup> 17GCA §31108 (a-g)

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**SECTION 6. COMPENSATION**

The voting trustees shall receive the sum of fifty dollars (\$50.00) for each attendance at the meeting of the Board at which a quorum is present, but such compensation shall be limited to not more than one-hundred dollars (\$100.00) in any calendar month. Trustees shall be reimbursed for actual travel, in accordance with Travel Policy. Subsistence, and out-of-pocket expenses incurred in the discharge of their responsibilities shall be reimbursed in accordance with GCC Procurement Regulations.

**ARTICLE III**

**MEETINGS**

**SECTION 1. ANNUAL MEETINGS**

The annual meeting of the College shall be held as a special meeting in addition to the regular meetings during the month of November of each year at such time, date, and place within Guam as selected by the Board and shall be for passing upon reports for the previous fiscal year and transacting such other business as may come before the meeting. It shall be the responsibility of the President to make adequate plans and preparations for the annual meeting.

**SECTION 2. MEETINGS OPEN TO THE PUBLIC**

All regular and special meetings of the Board of Trustees shall be open to the public, except during such times as are provided by the laws of Guam.

**SECTION 3. REGULAR MEETINGS**

Regular meetings of the Board of Trustees shall be held at such date, time, and place as may from time to time be determined by the Board. A copy of the agenda, with documentation, is to be delivered to Board members at least five (5) calendar days prior to the meeting. Any documentation delivered less than (5) calendar days prior to the meeting may result in the agenda item being deferred until the next regular or special meeting.

**SECTION 4. SPECIAL MEETINGS**

A special meeting may be called at any time by the Chairman, or by the majority of the Trustees

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of the College, by delivering personally written notice or by mail a written notice to each member of the Board of Trustees. Notice to Trustees and the media shall take place at least twenty-four (24) hours prior to meeting time. The call and notice shall specify the time and place of the meeting and the agenda with supporting documentation. No other business shall be considered at the special meeting. The twenty-four (24) hour notice may be waived in the event of an emergency certified in writing by the Chairperson or majority of the Board of Trustees. Written notice may be dispensed with as to any member who at, prior to the time the meeting convenes, files with the Secretary of the Board of Trustees, a written waiver of notice. Said written notice may be dispensed with as to any member who is actually present at the meeting at the time it convenes.

**SECTION 5. NOTICE OF MEETINGS**

All meetings, both regular and special, shall be widely announced to the public. Such notice shall be given to all media on Guam at least 24 hours prior to the meeting time.

**SECTION 6. QUORUM**

Four (4) trustees shall constitute a quorum of the Board of Trustees for the purpose of conducting the business of the College and exercising its powers, and for all other purposes. The concurrence of four (4) trustees shall be necessary for the validity of any act of the Board at a duly called and noticed regular or special meeting.

**SECTION 7. ORDER OF BUSINESS**

The following shall be the order of business:

1. Roll Call
2. Approval of Minutes (previous meeting)
3. Communications
4. Public Discussion
5. President's Report
6. Monthly Activity Reports
7. Unfinished Business
8. New Business
9. Executive Session (if necessary)
10. Reopening of Meeting to Public
11. Adjournment

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**SECTION 8. PUBLIC DISCUSSION**

Public Discussion shall be for the purpose of allowing anyone the opportunity to bring pertinent matters before the Board. A request to make a presentation during Public Discussion must be made at least forty-eight (48) hours prior to the Board meeting and must be accompanied by a copy of the presentation to be made. No action of the Board may be taken on any item of Public Discussion at the meeting first presented with the sole exception being the referral of the item to the President or other official of the College for follow-up.

**SECTION 9. BOARD CALENDAR**

The Chairperson of the Board shall cause to be developed an annual Board Calendar which indicates items which routinely require Board action, periodic reports, and the meeting dates for that calendar year.

**SECTION 10. OFFICIAL ACTIONS**

All policy decisions shall be in written resolution form; the resolution as approved shall be attached to the official minutes of the meeting at which it was approved.

Whenever a handbook, state plan, or similar extensive document is approved, one copy of that document shall be placed in the Recording Secretary's file and one copy shall be placed in the Board of Trustees library.

Other Board of Trustees official actions, except as provided by law, which are topic specific and not general policy statements need not be in resolution form. These motions as approved shall be a part of the regular minutes of the meeting at which they were approved.

**SECTION 11. RULES OF ORDER**

All rules of order not herein provided for shall be determined in accordance with "Robert's Rules of Order".

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**ARTICLE IV**

**OFFICERS**

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**SECTION 1. OFFICERS, ELECTION, AND TERM**

The officers of the Board of Trustees shall be the Chairperson, Vice Chairperson, Secretary, and Treasurer. Officers are elected at the December meeting in odd numbered years and shall serve two (2) year terms.

**SECTION 2. CHAIRPERSON**

The Chairperson shall determine the agenda of meetings, preside at all meetings of the Board of Trustees, shall appoint all committees, shall have all the powers and duties conferred upon him/her by law, and shall perform such other duties as may be prescribed by the Board.

**SECTION 3. VICE CHAIRPERSON**

The Vice Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairman. In case of resignation, removal, or death, the Vice Chairperson shall perform such duties as are imposed on the Chairperson until a new Chairperson is elected.

**SECTION 4. SECRETARY**

The Secretary shall cause to be kept the minutes of each meeting and shall authenticate the signature of the Chairperson or Vice Chairperson, by attesting to it. The Secretary shall have custody of the seal to all resolutions, contracts, and instruments authorized to be executed by the College requiring this seal. In the absence of the Secretary, the Treasurer shall act in that capacity.

**SECTION 5. TREASURER**

The Treasurer shall authorize the President to deposit the funds of the College in the name of the College in such banks as the Board may select. In the absence of the Treasurer, the Secretary shall act in that capacity.

**SECTION 6. VACANCIES**

Any vacancy among the officers of the Board shall be filled by election among the members; the

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person so elected shall complete the remainder of the term of office until the next regular elections are held.

**SECTION 7. COMMITTEES**

The Board may establish Ad Hoc Committees from time-to-time as necessary to conduct the business of the Board. Committee recommendations are subject to approval of the Board. Such committees shall automatically expire upon completion of their assigned task.

The Board shall establish Advisory Committees for each of the different career programs or levels of instruction and appoint committee members from among people in the community who can best advise the Board in their area of expertise or on matters pertaining to the Board's responsibilities as established by law.<sup>6</sup>

**ARTICLE V**

**PRESIDENT AND OTHER OFFICIALS**

**SECTION 1. PRESIDENT**

The President is an unclassified employee appointed by the Board of Trustees who shall fix the compensation for the office; the President can only be removed for cause by the Board. The President is the Chief Executive Officer of the College and the Executive Officer of the Board and shall have full charge and control, not in conflict with the policy making authority of the Board of Trustees, of the administration and business affairs of the College.

The powers of the President include the following:<sup>7</sup>

- A. To see that all policies, rules and regulations are enforced.
- B. To attend all meetings of the Board and submit a general report of the affairs of the College, and to keep the Board advised of the needs of the College.
- C. To devote his/her entire time to the business of the College; to select and appoint the employees of the College; to plan, organize, coordinate and control the services of such employees exercising such power under the general direction of

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<sup>6</sup> 17GCA § 31102

<sup>7</sup> 17GCA § 31110

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the Board.

- D. To have prepared the budget submission of the College for the consideration and approval of the Board of Trustees.
- E. To cause to be submitted to *I Maga'lahi (the Governor)* and *I Liheslatura (the Legislature)* one hundred twenty (120) days from the end of each fiscal year a report describing the condition and progress of career and technical education during the year including a financial report showing, the result of operations for the preceding fiscal year and financial status of the College on the last day. The report shall be made in the manner provided by the Board.
- F. To act, in cases where action must be taken within the College, where the Board of Trustees has provided no guides for administrative action, provided, however, that all actions and/or decisions shall be subject to review and concurrence by the Board of Trustees at the next regular meeting. It shall be the duty of the President to inform the Board promptly of such action and to recommend a policy therefore.
- G. To perform such duties as the Board may require.

**SECTION 2. OTHER PERSONNEL**

The President shall hire other personnel as necessary to carry out the business of the College. The qualifications, duties, and salary ranges of such personnel shall be determined by the Board subject to the laws of the Territory of Guam. All employees of the College with the exception of the President and Private Executive Secretary are classified employees.

**SECTION 3. AFFIRMATIVE ACTION**

The Guam Community College adheres to the policy of equal opportunity and affirmative action in education, training, and employment of all persons regardless of race, religion, color, sex (including gender identity or expression), age, handicap, or national origin.

**SECTION 4. BONDING**

The Treasurer/Secretary and any other officer or agent of the College charged with responsibility for the custody of any of its funds or property shall be bonded in such sum and with such surety as the Board shall determine. The Board at its discretion may also require any other officer,



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agent, or employee of the College to be bonded in such amount and with such surety as it may determine.

**ARTICLE VI**

**FINANCIAL CONSIDERATIONS**

**SECTION 1. CONTRACTS**

Except as otherwise provided in these by-laws, the Board may authorize by resolution any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and behalf of the College and such authority may be general or confined to specific instances.

**SECTION 2. CHECKS, DRAFTS, AND ORDERS FOR PAYMENT**

All checks, drafts, or other orders for payment of money issued in the name of the College shall be signed by such officer or officers, agent or agents, employee or employees of the College in such manner as shall from time-to-time be determined by official action of the Board in the form of a resolution.

**SECTION 3. DEPOSITS**

All funds with the exception of petty cash, shall be deposited daily to the credit of the College in such bank or banks as the Board may select.

**SECTION 4. FISCAL YEAR**

The fiscal year of the College shall begin on the first day of October of each year and shall end on the thirtieth day of September of the following year.

**SECTION 5. FUNDING**

The Guam Community College, as a semi-autonomous Government of Guam agency, is funded by the Government of Guam through Legislative appropriations. The Board of Trustees shall seek Federal funds and grants, private donations and grants, and any other funding which will

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enable the College to provide as broad a range of educational programs as possible.

**SECTION 6. GUAM COMMUNITY COLLEGE FOUNDATION**

There shall be a Guam Community College Foundation administered by a Board of Governors which shall have the responsibility to oversee the financial management of the endowment funds of the College. Members of the Board of Governors are selected by that body.

In accordance with the Articles of Incorporation of the Board of Governors, the Chairperson of the Board of Trustees (or his designee) and another member of the Board of Trustees, selected by that body, shall be members of the Board of Governors.

**ARTICLE VII**

**MISCELLANEOUS**

**SECTION 1. POLICIES, RULES, AND REGULATIONS**

The Board shall adopt reasonable policies, rules and regulations not inconsistent with the laws of the United States and this Territory (a) for its own governance, (b) for the governance of the College and (c) for the purpose of carrying out all other duties and powers herein conferred. <sup>8</sup>

All policies, rules and regulations adopted by the Board shall be made available to the public. <sup>9</sup>

**SECTION 2. SEAL OF THE COLLEGE**

The seal of the College shall be surrounded by the name of the College and the date of creation in the form of a circle containing the College logo. The seal shall be affixed to all resolutions and contracts.

**ARTICLE VIII**

**AMENDMENTS**

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<sup>8</sup> 17GCA § 31104

<sup>9</sup> 17GCA § 31105

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**SECTION 1. AMENDMENT TO BY-LAWS**

These by-laws may be amended by the Board to the extent permitted by applicable laws and by-laws at a regular or special meeting, provided that any proposed amendment to be voted on at any meeting shall be included in the notice of such meeting.

IN WITNESS WHEREOF, the undersigned, being the current members of the Board of Trustees of Guam Community College, have hereunto subscribed their names this **16th** day of **November** **W** 2017.

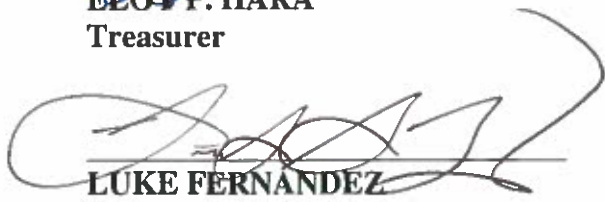
  
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**FRANK P. ARRIOLA**  
Chairperson

  
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**RICHARD P. SABLAN**  
Vice Chairperson

  
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**GINA Y. RAMOS**  
Secretary

  
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**ELOY P. HARA**  
Treasurer

  
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**DEBORAH C. BELANGER**  
Member

  
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**LUKE FERNANDEZ**  
Member