

**MEETING OF THE  
BOARD GOVERNANCE COMMITTEE  
OF THE BOARD OF TRUSTEES  
HOUSTON COMMUNITY COLLEGE**

**January 12, 2016**

**Minutes**

The Board Governance Committee of the Board of Trustees of Houston Community College held a meeting on Tuesday, January 12, 2016, at the HCC Administration Building, Second Floor Auditorium, 3100 Main, Houston, Texas.

**MEMBERS PRESENT**

Adriana Tamez, *Committee Chair*  
John P. Hansen, *Committee Member*  
Robert Glaser, *Committee Member*  
Eva Loreda, *Alternate Committee Member*  
Zeph Capo  
Carolyn Evans-Shabazz  
Neeta Sane  
Dave Wilson

**ADMINISTRATION**

Cesar Maldonado, Chancellor  
Melissa Gonzalez, Chief of Staff  
Ashley Smith, General Counsel  
Kimberly Beatty, Vice Chancellor, Instructional Services, Chief Academic Officer  
William Carter, Vice Chancellor, Information Technology  
Butch Herod, Vice Chancellor, Innovation, Planning and Institutional Analytics  
Teri Zamora, Senior Vice Chancellor, Finance and Administration  
Margaret Ford Fisher, President, Northeast College  
Madeline Burillo, Interim President, Southwest College  
William Harmon, President, Central College  
Zachary Hodges, President, Northwest College  
Phillip Nicotera, President, Coleman College  
Irene Porcarello, President, Southeast College  
Janet May, Chief Human Resources Officer  
Remmele Young, Associate Vice Chancellor, Governmental and External Relations

**OTHERS PRESENT**

Lillie Aranda, COPA President  
Jarvis Hollingsworth, Board Counsel, Bracewell & Giuliani  
Other administrators, citizens and representatives from the news media

**CALL TO ORDER**

Dr. Adriana Tamez, Committee Chair, called the meeting to order at 3:16 p.m. and declared the Board convened to consider matters pertaining to Houston Community College as listed on the duly posted Meeting Notice.

Motion – Mr. Glaser moved and Dr. Hansen seconded.

**ADOPT REVISIONS TO BOARD BYLAWS**

Mr. Jarvis Hollingsworth, Board Counsel, Bracewell & Giuliani presented revisions to the Board Bylaws. He presented a new board policy and provided an update on existing policies. The following policies was presented:

**New Board Bylaw Policy**

- Article H:8 Requests for Legal Advice

**Suggested Revisions to Board Bylaw Policy**

- Article A:9 Campaign Finance Reports
- Article A: Code of Ethics Complaint Form
- Article E:2 Appointing Campus Committees

*(Mr. Oliver stepped in at 3:33 p.m.)*

*(Ms. Sane and Mr. Capo stepped out 3:35 p.m.)*

- Article H:4 Public Statements And The Media
- Article H:5 Training

*(Ms. Sane returned at 3:43 p.m.)*

- Article H:9 Board Member Complaints

*(Mr. Capo returned at 3:45 p.m.)*

Dr. Hansen requested the bylaws be amended to reflect votes be required in open meetings.

Dr. Tamez requested Board Counsel revise the bylaws, include comments received from the committee, and forward a draft to the Board prior to the next meeting.

Dr. Tamez motion on the bylaws revision and changes presented to the committee by Board Counsel.

Vote – The motion passed with a vote of 3-0.

**PROPOSED REVISIONS TO TASB POLICIES: SECTION A & SECTION B**

Mr. Jarvis Hollingsworth, Board Counsel, Bracewell & Giuliani presented proposed revisions to the TASB Polices. Mr. Hollingsworth noted a full implementation of the TASB Polices would occur in Spring 2016. The following sections were presented:

*(Dr. Evans Shabazz stepped out at 3:50 p.m.)*

*(Mr. Oliver stepped out at 3:53 p.m.)*

- Section A: Basic District Foundation
- Section B: Local Governance

Mr. Hansen requested the definition of Senior Staff be defined once in the policies.

Mr. Hollingsworth stated that there are two different provisions the definition covers in two separate subjects. He will revise to eliminate redundancy.

Dr. Maldonado added BBE, Request for Legal Advice, be referenced and that it is in the bylaws, as well as in the TASB policy.

Mr. Hollingsworth noted the same would be for the bylaws in reference to the TASB polices.

*(Dr. Evans Shabazz returned at 4:01 p.m.)*

*(Mr. Capo stepped out at 4:03 p.m.)*

*(Mr. Oliver returned at 4:04 pm)*

*(Mr. Capo returned at 4:04 p.m.)*

Dr. Hansen suggested revising BBG, C & O to eliminate redundancy and BBH (Conventions, Conferences, and Workshop) to include Texas Association of School Boards.

Dr. Hansen suggested revising BCAB, to reflect, *“Officers of the Board shall be elected by a majority of the total membership of the Board in January, or at any time thereafter”*.

Dr. Hansen noted a grammatical error in BCG, 12; “evaluation” should be “evaluated”.

*(Ms. Loreda stepped out at 4:10 p.m.)*

*(Ms. Loreda returned at 4:12 p.m.)*

Dr. Hansen suggested to eliminate Sarbanes Oxley Act in BE, and revise the sentence to reflect *“All polices shall be consistent with the guidelines set forth by the Association of Community College Trustees and all state and federal laws”*.

Mr. Hollingsworth will provide general requirements of Sarbanes Oxley Act to the Board in a future meeting to the Board Governance Committee.

**ADJOURNMENT**

With no further business coming before the Board, the meeting adjourned at 4:19 p.m.

*Minutes recorded, transcribed & submitted by:*  
Rose Sarzoza-Pena, Manager, Board Services

Minutes Approved as Submitted: February 25, 2016