

Resources for Governing Board on Codes of Ethics

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The following information is Chapter 14 of the 2007 *Trustee Handbook*, published by the Community College League of California.

Ethics and Laws

Trustees and governing boards have the responsibility to be both ethical and legal. Ethics are standards of right and wrong, good and bad. Ethics address what one ought to do to fulfill one's moral duty. Being legal means complying with the laws and regulations that apply to college boards and elected officials.

Ethics refers to moral responsibilities and may go beyond legal considerations. Being ethical and legal involves more than understanding what the right thing is to do; it means that one must perform in ethical and legal ways – one must actively “walk the talk.” First, one determines what is right or wrong, good or bad. Then, one does what is right, good, and legal.

Many professions and groups have developed a set of rules of conduct for specific situations. These rules of conduct or standards of practice are based on ethical values.

Ethical Values

The ethical values described below are from the Josephson Institute, and are called the “Six Pillars of Character”(see www.josephsoninstitute.org). The pillars are trustworthiness, respect, responsibility, fairness, caring and citizenship.

Trustworthiness. When we are trustworthy, people believe in us. Being trustworthy requires honesty, integrity, reliability and loyalty.

Being honest means we are sincere, truthful, straightforward, and avoid deception. It does not mean violating confidentiality, being uncivil, or making promises that one might not be able to keep.

Integrity refers to “wholeness.” A person who has integrity is consistent in decision-making and behavior, and bases his or her behavior on a core set of ethics or values.

Reliability means we keep our promises. If we commit to a task, we follow through. Ethical trustees spend the hours each week that are required to perform the job well.

Loyalty means protecting and promoting the interests of people, a group or organization. As a trustee, the primary loyalty is to the college and the public good—loyalty to friends and single interest groups is subordinate.

Respect. The second “pillar of character” is respect. It includes civility, courtesy, decency, autonomy, and tolerance.

Civility and courtesy are particularly important when engaging in discussions with others with whom we disagree. Autonomy means that we do not try to live others’ lives for them. Tolerance means we accept others’ perspectives and judge others only on their core ethical values.

Responsibility. Responsibility means being willing to make decisions and choices and to be accountable for those. Responsible people do not shift the blame to others.

Responsibility means doing the best one can, and being diligent, careful, prepared, and informed. It means persevering, following through, and finishing tasks that one has promised to do.

Responsibility also involves self-restraint, prudence, and recognizing the importance to set a good example. Responsible trustees recognize that there are some limits on being able to say whatever one wants to, because people look to them as representatives of the college.

Fairness. The fourth pillar, fairness, involves equality, impartiality, openness and using due process. People say that “life is unfair,” and it can be very difficult to define what’s fair in a way that all would agree. Exhibiting fairness involves using open and impartial processes for gathering and evaluating information, so that even those who disagree with a decision can understand how it was made. It means seeking equity and avoiding favoritism or prejudice.

Caring. Caring means that we are genuinely concerned about the welfare of others. As public officials, we care about the common good and welfare of the community. Public education is a benevolent act and expresses caring for the public well being.

Trustees are often asked to care about many different people—community members, students, faculty, and others. Benevolence as a trustee involves seeking the well being of the entire community. Challenges arise when decisions must be made for the benefit of the public welfare that may not meet the needs of specific groups. Caring trustees understand those challenges, and realized that their role requires focusing on the public good.

Because we care about other people, we care about being ethical, about being respectful, responsible, and trustworthy. Being unethical is easier if we do not care about others.

Citizenship. The final “pillar” is citizenship, which involves how we behave as part of a community. Ethical citizens obey laws, contribute to the community through service and leadership, and protect the environment. Citizenship is concerned with the future health and welfare of society. Trusteeship is an expression of civic leadership, and the ethics of trusteeship reflect good citizenship practices.

Four questions to ask yourself

To help determine ethical behavior, ask:

- Am I doing to others what I would want done to me?
- Would I mind seeing what I am doing on the front page of a newspaper?
- Am I comfortable with members of my family knowing what I am doing?
- Do I want to encourage employees and students to do this?

Codes of Ethics

Trusteeship brings with it certain responsibilities and expectations. Some of these are related to what is ethical and appropriate behavior for public officials. The public expects its leaders and representatives to uphold high standards in the performance of their duties. The Western Association’s Accrediting Commission for Junior and Community Colleges, require boards of trustees to have a code of ethics.

Codes of ethics (or “standards of practice” as they are sometimes called) define specific expectations for board members. It is important for boards to clarify for themselves, the college, and the community, what behavior they think is appropriate. It is not enough to assume that because something is legal, that it is ethical, or that everyone knows how they are supposed to act as board members the minute they are elected or appointed to the position. Codes of ethics put in writing what the “oughts” are of trusteeship. They usually address board roles and responsibilities, and trustee conduct.

Board Roles

Represent common good. Trusteeship is an expression of civic leadership and citizenship. Governing boards derive their authority from and are accountable to the community as a whole. As public officials, trustees fulfill the core value of responsibility to society by acting on behalf of the entire community. They express the value of benevolence by seeking well being of the entire community. They represent the interests of the community in their board decisions.

Student success. The college’s purpose is to educate students and produce people who contribute to society. Boards should expect their members to uphold the welfare and success

of students as a primary concern. They should expect themselves to focus on mission and goals of the college in their meetings.

Board as a unit. One of the most basic tenets of effective trusteeship is the recognition that governing authority rests with the entire board, not with any individual trustee. As individuals, trustees have no authority to direct staff, determine programs and procedures, or represent the college, and ethical trustees do not try to do so.

The board's voice is expressed through the policies and actions it takes in its official meetings. Once the board has decided a policy or position, a trustee must be prepared to support it publicly. It is unethical to try to use authority independently from the board, to speak out against, or to try to sabotage a board decision.

Making decisions. Making ethical decisions means applying core values in decision-making. Making good decisions also means seeking and considering all available facts and perspectives. It means studying and asking questions to clarify board agenda materials. Being ethical and responsible to the public means not making any promises about how one will vote prior to discussions at open meetings.

Special interests. Single and special interest groups play an important part in representing various segments of our diverse society, such as political parties, racial and ethnic groups, employee associations, religious groups, neighborhood associations, taxpayer groups. While all of these interests are important, trustees must remember that the first and foremost obligation of every trustee is to represent the general interests of the college's service area. Ethical behavior involves being aware of a wide variety of public and community needs, and integrating them into the interests of the whole.

Policy-making. Board responsibilities include establishing policies that direct the operations of the college and assuring that the college performs according to policies. Ethical trustees engage wisely in policy making and respect the delegation of authority to the chief executive to administer the college. Problems occur when boards and trustees become involved in the day-to-day operations and try to second guess or direct staff activities. Although often well intentioned, these acts are disrespectful of the college and chief executive.

Trustee Conduct

Civility, decorum, and consideration for others. Remaining courteous and open-minded and treating others with honesty, decency, and respect are characteristic of ethical trustees. Ethical trustees practice responsible self-restraint and set a good example for others by communicating thoughtfully and representing the college well in their interactions with others. They avoid bitter arguments and use courteous, non-inflammatory language at board meetings.

Consideration for others means speaking well of others in public. Criticizing or belittling other trustees, college staff, or community members hurts the reputation of the entire board.

Board/CEO relationship. Respect, reliability, trustworthiness and justice are all key values in the board/CEO relationship. Specific ethical concepts include committing to thoughtful, thorough CEO search processes; fair and attractive contracts; "no surprises," and clear differentiation of roles, delegation and direction.

Open communication. All board members, as well as the CEO, are responsible for maintaining an open, cooperative environment and promoting a free exchange of information at the board meetings. Trustee deliberations are characterized by fairness, and open and impartial processes for gathering and evaluating information. Trustees are honest and straightforward in civil and respectful ways.

Communicating with staff and students. The board and CEO should discuss and reach agreement on protocols for trustee contact with other college administrators, faculty, and classified staff members. Ethical trustees support the authority of the CEO position and respect established lines of communication.

Student and employee complaints to trustees should be referred directly through appropriate channels or to the chief executive officer. Every community college has, or should have procedures that provide for fair treatment of students or employees

Communicating with community members and media. A code of ethics may include statements about protocols for communicating with community members and media personnel. The protocols usually state that individual trustees do not speak for the board unless specifically delegated to do so, and refer and/or follow up with community members through appropriate channels. These protocols ensure reliability of information, and respect the board as a unit and the roles of those designated as spokespeople for the college.

Function as a team member. Being a good board member requires the ability to function as part of a team. Board members differ in personality, motivation, knowledge, attitude, experience, background, community stature, and capability. Differing points of view help develop alternatives, stimulate the imagination, and lead to creative solutions. Being open to and respectful of other members' viewpoints are skills that are necessary to reach consensus.

Trustees often bring specialized knowledge to the board by virtue of their backgrounds and professions. However, trustees are not on the board to be "experts" in their fields – they are there to represent broad community interests and do not play other roles while acting as a trustee.

Maintaining confidentiality. While most of what the board does is public, an important aspect of trustee ethics is maintaining confidentiality about issues discussed in closed session. Violating confidentiality occurs when individuals share closed session information, such as informing the union of the collective bargaining positions, leaking information to the media, or discussing private personnel information.

Commitment. There is a great deal to learn about the role of trustees and the governing board, the colleges, and educational issues and trends. This learning requires much time, effort, and thought. It is irresponsible to take on the trustee role without devoting time and attention to learning and performing the responsibilities.

Compensation and expenses. Trustees should accurately account for their expenses and follow local protocols and laws about receiving compensation of any kind. There should be appropriate reimbursement criteria and procedures, which define fair reimbursement for trustee expenses. Ethical trustees always ask themselves if their expenses are authorized, legitimate, direct, and reasonable.

Developing and Using Codes of Ethics

Developing a code of ethics engages all trustees and the CEO in discussions of ethical values. One format for these discussions is a board retreat or workshop, which may be facilitated by an outside consultant to allow all present to fully participate in discussions.

First, those involved define and explore what they think is ethical behavior. The concepts presented in this chapter and other resources may be used as the basis for discussion. Then, working together, they agree on what the expectations are for board members and the CEO. The code of ethics or standards of practice is then adopted by the board at a public meeting and included in board policy.

There are models for board codes of ethics; the model code adopted by ACCT is at the end of this chapter. However, much of the benefit of a code derives from the discussion that goes into developing one that fits the board. Therefore, effective boards engage in discussions about ethical practices for themselves, instead of simply adopting a sample statement.

Codes of ethics are useful tools to orient new trustees to their responsibilities. They are used as references when there are questions about specific situations or behaviors. The policies and practices in a code are excellent criteria for board self-evaluations. Periodically reviewing the code helps keep it current, useful, and relevant to the board.

Unethical Conduct

Living by ethical standards is not always easy. And, boards face ethical dilemmas, when honoring one ethical value may mean violating another. In addition, it is often difficult to uphold ethical values when they conflict with self-interest, the desire to promote single interests or a personal agenda, and the difficulty of fully respecting those with whom one disagrees.

Ethical dilemmas occur one ethical course of action may mean that another value is violated. Making a decision to do what is right for the college may result in significant personal cost to trustees, to other persons, or to a group of constituents. In other cases, making a decision that honors one ethical set of values may be at odds with another. For instance, supporting a regional or state initiative that benefits community colleges as a whole may mean that a local need might not be met as fully.

Resolving ethical dilemmas requires board members to engage in often very difficult discussions to determine which ethical values are most important in a specific situation. The criteria for decision-making include which uphold the public good and what is best for the community and college as a whole.

Unethical trustee behavior often occurs when personal interests override trustee responsibilities; examples include independently pursuing pet projects, breaking confidentiality, or not devoting time to the role. These activities hurt the college. Unethical trustee behavior can lead to loss of public support for the entire institutional. It has caused problems in the re-accreditation process. Community members and legislators lose faith in the college, and may be more reluctant to support funding for the institution. Trustees who act unethically fail to fulfill their fiduciary responsibility to protect the value of the college.

Dealing with Ethical Violations

Accreditation Standard IVB.1.h. states that boards must have a policy that addresses violations of the Code of Ethics. The statement should address steps to address potential or actual violations of ethics laws (open meetings, conflict of interest and use of public resources), as well as the board's own expectations for behavior.

It is generally the board chair's responsibility to address possible ethical violations. He or she will talk with those who suspect the problem and the person who may have committed one. The reasons and motivations for the behavior and of those who have identified the behavior as unethical should be explored. Early steps may include seeking legal advice, particularly for violations of ethics laws.

An ad hoc committee of the board may be appointed to review the matter, talk with the trustee, and make a recommendation to the full board for action, if any. A board workshop or retreat may be held to discuss the code of ethics. Adopting a resolution at a board meeting to censure the behavior may be called for, if it is necessary to make a public statement that unethical behavior is not tolerated.

Additional information on addressing ethical violations, as well as sample policy statements is available in the *Board Focus, Upholding Board Ethics*, available from the League.

Legal Responsibilities

There are many laws and regulations that affect what the board does and how it conducts itself. The statutes that designate board responsibilities are covered in chapter 7, and other chapters refer to many relevant laws and regulations. Two major sets of laws that affect trustees directly are covered below: conflicts of interest and open and public meetings.

Conflicts of Interest

California has two sets of laws governing conflicts of interest of public officers and employees. The first, most restrictive statutes, are in Government Code sections 1090, *et seq.* The second

is found in the Political Reform Act, at Government Code sections 81000, *et seq.* The basic intent of both sets of statutes is to avoid even the appearance of impropriety.

It is important that all public officers and employees be aware of these laws and their implications, which include criminal prosecutions and bars from holding further public office. The statutes address personal interests that may be affected by the trustee's exercise of his or her official duties, including personal investments and businesses, and the employment of trustees and family members as college employees.

In addition to the laws, trustees should be aware of activities that create the perception of favoritism or personal gain. Examples of potential problem areas are preferential treatment of other trustees or college staff, selectively sharing information with only certain people, or informally steering business to or seeking to have friends hired.

Public perceptions that board members are furthering their own interests rather than those of the district harm the college. Being sensitive to situations for potential conflicts, and seeking legal advice when necessary will help avoid problems.

Further information on conflict of interest laws is published in *Local Official's Guide to Ethics Laws*, available from the League (provided to new trustees with this handbook).

Open and Public Meetings

State law requires that public boards do their work in public. Public service requires that issues affecting the public are shared and debated openly. Doing so promotes trustworthiness and reliability.

The Brown Act created the primary set of statutes (Government Code 54950-54961) that governs community the legislative bodies of local agencies. Community college governing boards, academic senates, and associated student governing bodies are among the groups to whom the Act applies.

The laws cover board meetings and agendas, public participation, and limits on how boards may meet. They provide for holding executive or closed sessions on a number of matters, including personnel, contract negotiations, and lawsuits. Closed sessions protect the rights of personnel and the college, and it is unlawful to reveal information discussed in these sessions.

Details on Brown Act provisions are covered in *Open and Public III*, available from the League (provided to new trustees with this handbook).

Use of Public Resources

Both the law and ethical considerations prohibit the use of public resources for personal benefit and political activity. Therefore, boards usually have clear policies on and trustees adhere to travel budgets and expense reimbursement provisions, and the prohibition on using college equipment, e-mail networks, supplies, and other resources for personal reasons.

Legal references include Education Code 7054, 7056, 72423; Government Code 8314, and Penal Code 424.

Other Areas

There are many other complex laws and regulations that affect the district and board responsibilities. Key areas include: elections and campaigns, lawsuits, auxiliary organizations, fiscal management, confidentiality of records, bonds, construction, and personnel. Boards and CEOs should seek legal advice when they have questions.

Legal Advice

Most districts rely on county counsel or retain a law firm or attorney to be available to answer questions; some districts have an attorney on staff. A college's attorney is there to advise the

district. He or she is a resource that provides valuable information, but is not the decision-maker. Trustees who have legal questions should work through the CEO and/or board chair in seeking an answer.

When boards seek legal advice, they should:

- Plan ahead: give attorneys sufficient lead time to provide advice on a question.
- Ask about legal implications prior to making certain decisions: it is easier to prevent problems than solve them.
- Be open about all of the facts of a situation, both good and bad.
- Accept and expect realistic assessments of the legal position, including options and the risk involved in various alternatives.
- Understand that legal advice to public institutions is usually conservative, in order to protect the public trust.
- Get legal advice in writing to avoid misunderstandings.
- Avoid entering into adversarial situations, if possible: look for long-term solutions to problems.

Summary

Ethical public service is based on a desire to do good for the community. Codes of ethics define in more detail for trustees and board members how public service is best expressed. Ethical behavior by trustees enhances the value of the college and sets a high standard for the rest of the college. Ethical leadership by trustees makes it more likely that the college will fulfill its mission to the community.

In addition to being ethical, boards must ensure that trustees and the college adhere to laws and regulations. Two major legal concerns for trustees are conflicts of interest and open and public meetings. Legal advice may be necessary from time to time in order to ensure compliance with a myriad of laws and regulations.

Resources

The **Community College League** helps all new trustees learn about their roles and responsibilities by providing each new trustee with *Trustee Handbook, A Local Officials Reference on Ethics Laws* (published by the Institute for Local Government) and *Open and Public III, A User's Guide to the Ralph M. Brown Act*. These materials and others are distributed at the annual Effective Trusteeship Workshop, designed for new trustees and others interested in improving board effectiveness.

The **Institute for Local Government** is the nonprofit research arm of the League of California Cities and is an outstanding source of research and information for California's local officials. The Institute has extensive resources on ethics and ethics laws, most of which are available on the web, www.ilsg.org (also, www.ca-ilg.org).

Other outstanding resources for materials and training on ethics are:

- Josephson Institute of Ethics, Los Angeles, <http://www.josephsoninstitute.org>.
- Markkula Center for Applied Ethics at Santa Clara University, <http://www.scu.edu/ethics>.
- International City/County Management Association, www.icma.org.

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Sample Statements

Codes of Ethics and Standards for Practice

Community college boards of trustees have many choices when developing their codes of ethics or statement of standards for trustee behavior. The following sample statements of ethics and standards for good practice may be used to generate ideas and stimulate discussion. They are not intended to be all-inclusive and are not in priority order.

Boards may use the samples in a variety of ways. They may select or adapt specific statements. They may choose one, none, or more than one from each area. They may develop and adopt statements that are not on the list.

Samples are provided in the following areas:

1. Common Good
2. Advocate and Support the College
3. Act as a Unit/Support Final Action
4. Student/Education Focus
5. Create a Positive Climate
6. Decision-Making
7. Policy Role and Delegation to Administration)
8. Board Relations
9. Relationships with CEO, Staff and Community
10. Confidentiality
11. Commitment
12. Fiduciary Responsibility

1. Common Good

- a. Recognize that the primary responsibility of the board is to govern the college in the best interests of the education needs of the entire college district.
- b. Be aware that I am responsible to all citizens of the communities served by the college. The authority delegated to me must be exercised with as much care and concern for the least influential as for the most influential member of the community.
- c. Recognize that the primary duty of the board is to represent the entire college with awareness at all times of special needs of each of the branches and campuses.
- d. Serving as stewards of the college resources and facilities and, as agents of the communities served by the college, protecting, advancing and promoting the interests of all citizens and maintaining independent judgment unbiased by private interests, partisan political groups, or in any other way.

2. Advocate and Support the College

- a. Communicate and promote the needs of the community to the college and the needs of the college to the community.
- b. Use the powers of the office honestly and constructively, communicating and promoting the needs of the community to the college, and the needs of the college to the community.
- c. Promote the importance of community support for the college by supporting fundraising efforts and making a donation to the best of my ability.

3. Student/Education Focus

- a. Hold the educational welfare of the students attending the community college as his/her primary concern.
- b. Protect the interests of students in every decision, and assure the opportunity for high-quality education for every student.
- c. In all decisions hold the educational welfare and equality of opportunity of the students of the district as his/her primary concern; board members should demonstrate interest in and respect for student accomplishments by attending student ceremonies and events
- d. Maintain consistent and vigilant oversight of the college as a policy setting board with emphasis on instructional quality, operational efficiency, and fiscal stability.

- e. Recognize that it is as important for the board to understand and evaluate the educational program of the college as it is to plan for the business of college operation.

4. Board as a Unit

- a. Recognize and actively communicate that authority rests only with the whole board assembled in a legally-constituted meeting and make no personal promises nor take any private action inconsistent with that principle.
- b. Recognize that trustees have authority only when the board is in official meetings; an individual member cannot bind the board outside of such meetings.
- c. Remember at all times that as an individual I have no legal authority outside the meetings of the board, and conduct my relationships with college staff, students, and local citizenry, and the media on that basis.
- d. Recognize that a board member is a member of an educational team, and that the strength and effectiveness of the board is as a board, not as a group of individuals.
- e. Recognize that a trustee is a member of a legal entity; that the strength and effectiveness of the board is as a unit, not as a group of individuals; and that majority decisions of the board shall be abided by.

5. Create a Positive Climate

- a. Encourage and support innovation and creativity in college programs and operations.
- b. Recognize that the board sets an example for the entire institution; therefore act with integrity and reflect the values of trustworthiness, respect, fairness, and caring at all times when performing trustee responsibilities.
- c. Support the college by attending college events, expressing appreciation for employees and their commitment and accomplishments, and recognizing student success and achievement.

6. Decision-Making

- a. Seek to be informed by asking timely and substantive questions; request data and information through protocols established by the board and CEO.
- b. Focus requests for information and discussions at board meetings on topics that address the fulfillment of the college mission, the future of the college, and long-term strategies.

- c. Avoid judgment based on information received from individuals or groups with a real or perceived grievance.
- d. Support fully all board decisions once they have been made, even though the vote may have been divided.
- e. Respect the opinions of others and abide by the principle of majority rule.
- f. Base personal decisions upon all available facts in each situation, vote one's honest conviction in every case, and abide by and uphold the final majority decision of the board.

7. Policy Role and Delegation

- a. The board has, as its basic function, the establishment of the policies by which the college is to be administered. The board will hold the president/CEO and staff accountable for the administration of the educational program and the conduct of college business.
- b. Bear in mind under all circumstances that the board is legally responsible for the effective operation of the district. Its primary function is to establish the policies by which the community college district is to be administered. The board shall hold the superintendent/president and his/her staff accountable for the administration of the educational program and the conduct of college business.
- c. Delegate authority to the president as the board executive officer and confine board action to policy determination, planning, performance evaluation, and maintaining the fiscal stability of the district.
- d. Delegate authority to the college president and staff to initiate policy recommendations, administer education programs, conduct college business, and implement board actions.

8. Board Relations and Communication

- a. Develop and maintain good relations with fellow board members by recognizing the importance of keeping an open mind and promoting the opportunity to think through other facts and points of view which may be presented; respecting the opinions of others and abiding by the principle of majority rule, and respectfully working with other board members in a spirit of harmony and cooperation, giving members courteous consideration of their opinions.
- b. The board is made up of individuals with differing values and beliefs; debate is expected and natural. Although there are individual expressions, there are no individual decisions. Board members must work with fellow board members in a spirit of harmony and cooperation in spite of differences.

- c. I will work with my fellow board members in a spirit of harmony and cooperation in spite of differences of opinion that may arise during vigorous debates of points at issue.
- d. Maintain an atmosphere in which controversial issues can be debated openly and fairly, protecting the dignity of individuals.
- e. Making only courteous remarks in or out of meetings about other members of the board and recognizing that each member is entitled to a courteous consideration of his/her opinion.
- f. Work together to achieve common goals, looking beyond self-interest and encouraging compromise and positive change when necessary.

8. Confidentiality

- a. Recognize that deliberations of the board in closed session are confidential and not for release or discussion in public without the prior approval of the board by majority vote.
- b. Maintain the confidentiality of privileged and executive session information.

9. Commitment

- a. Devote time to activities that will enhance the ability to function effectively as an governing board member.
- b. Attend all scheduled board meetings insofar as possible and become informed about the issues to be considered at those meetings.
- c. Join with the other members of the board, staff, community and students in becoming fully informed about the nature, value and direction of contemporary education in our society.
- d. Enhance one's potential as a board member through participation in educational conferences, workshops, and training sessions offered by local, state, and national organizations.
- e. Be informed about the issues facing public, non-profit educational institutions.
- f. Enhance one's ability to function effectively as a trustee through devotion of time to study contemporary educational issues, as well as attendance at professional workshops and conferences on the duties and responsibilities of trustees.

10. Relationships with the CEO, Staff and Community

- a. Promote a healthy working relationship with the college president through supportive, open, and honest communication and regular evaluation.
- b. Employ a competent, productive administration and staff, giving them confidence and support; when that is not possible, accept the responsibility for changing personnel, and restoring confidence.
- c. Supporting college personnel in the appropriate performance of their duties and ensuring that they have the requisite responsibility, adequate resources, and necessary authority to perform effectively.
- d. Assure the orderly operation of the college by insisting that employees make use of established channels before bringing their concerns to the board.
- e. Referring contacts from employees, students, and citizens to the president or advising that concerns presented in writing to the board as a whole through the chancellor.

11. Involving Staff and Community Members

- a. Encourage and safeguard open access to the board while maintaining appropriate and well defined college communication and decision-making channels.
- b. Welcome and encourage the active involvement of students, employees, and citizens in local communities with respect to establishing policy on current college operation and proposed future developments, and consider their views in deliberations and decisions as a board.
- c. Establish and uphold protocols for communicating with the media that recognize the roles of the chief executive and the board chair to ensure a unified voice in representing the college.

12. Fiduciary Responsibility

- a. Fulfill the fiduciary responsibility for sound budgetary and fiscal management by reviewing financial reports, asking questions, and providing direction to the president.
- b. Accurately account for trustee expenses, establish and uphold fair and prudent expense standards and reporting procedures.

- c. Recognize that the reputation of the college is a valued asset, and protect its reputation through supporting and promoting the institution in the community and at the state level. Trustees should not make critical and negative comments about the college or staff members in public.
- d. Recognize that staff time is valuable and is best spent furthering the educational mission of the college; trustees should avoid making undue demands on staff time and should carefully consider the impact of requests for information on the ability of staff to fulfill their responsibilities to the college.

Association of Community College Trustees Models

Model Code of Ethics

As a governing board member, I am responsible to:

1. devote time, thought, and study to the duties and responsibilities of a community college board member so that I may render effective and creditable service;
2. work with my fellow board members in a spirit of harmony and cooperation in spite of differences of opinion that arise during vigorous debates of points of issue;
3. base my personal decision upon all available facts in each situation; vote my honest conviction in every case, unswayed by partisan bias of any kind; therefore, to abide by and uphold the final majority decision to the board;
4. remember at all times that as an individual I have no legal authority outside the meetings of the board, and to conduct my relationships with the community college staff, the local citizenry, and all media of the community on the basis of this fact;
5. resist every temptation and outside pressure to use my position as a community college board member to benefit myself or any other individual or agency apart from the total interest of the community college district;
6. recognize that it is as important for the board to understand and evaluate the educational program of the community college as it is to plan for the business of college operation;
7. bear in mind under all circumstances that the primary function of the board is to establish the policies by which the community college is to be administered;
8. welcome and encourage active cooperation by citizens, organizations, and the media of communication in the district with respect to establishing policy on current college operations and proposed future developments;
9. support the state and national community college trustees associations;
10. finally, strive step by step toward ideal conditions for the most effective community college board service to my community, in a spirit of teamwork and devotion to public education as the greatest instrument for the preservation and the perpetuation of our representative democracy.

ACCT Standards of Good Practice for Trustee Boards

The ACCT Board adopted the following standards of good practice, and encourages local boards to use it to guide their own practice.

In support of effective community college governance, the governing board of the community college believes:

- That it derives its authority from the community and that it must always act as an advocate on behalf of the entire community;
- That it must clearly define and articulate its role;
- That it is responsible for creating and maintaining a spirit of true cooperation and a mutually supportive relationship with its CEO;
- That it always strives to differentiate between external and internal processes in the exercise of its authority;
- That its trustee members should engage in a regular and ongoing process of in-service training and continuous improvement;
- That its trustee members come to each meeting prepared and ready to debate issues fully and openly;
- That its trustee members vote their conscience and support the decision or policy made;
- That its behavior, and that of its members, exemplify ethical behavior and conduct that is above reproach;
- That it endeavors to remain always accountable to the community;
- That it honestly debates the issues affecting its community and speaks with one voice once a decision or policy is made.

ACCT Board of Directors, 2000.

The following is adapted from *Board Focus*, Winter 2006. *Board Focus* is a periodic publication of the Community College League, providing resources on trusteeship for boards and CEOs of California's community colleges.

Upholding Board Ethics

What Should Boards Do When Codes of Ethics are Violated?

"I care about, serve, and respect the community, the college and its employees, and our students."

"I am law-abiding, trustworthy, and fair."

Virtually all community college trustees believe these important ethical values. The public and college employees expect community college trustees to uphold these high standards in the performance of their duties. Governing boards, which serve the public and provide leadership for the campus community, must live up to these expectations.

Being ethical and legal involves knowing the law, developing a code of ethics, and then behaving lawfully and ethically. Effective boards know and comply with the laws and regulations that apply to college boards and public officials. They also establish and uphold a code of ethics, which defines what they ought to do to fulfill their moral duty as community servants and leaders.

Ethical behavior fosters confidence in the colleges and its governing board and promotes the public good. Being ethical means upholding the values of trustworthiness, respect, responsibility, fairness, caring, and citizenship.

Adopting and Upholding a Board Code of Ethics

Prevention is the best cure in promoting ethical behavior. The best prevention consists of adopting a code of ethics, educating board members about laws and ethical expectations, and making an ongoing and public commitment to behaving legally and ethically.

Codes of ethics (or "standards of practice" as they are sometimes called) define specific expectations for board members. The codes define what boards think is appropriate behavior for trustees, college staff and community members. Codes of ethics put in writing the "oughts" of trusteeship. They go beyond legal requirements in describing board roles and responsibilities and trustee conduct.

The governing board has a code of ethics that includes a clearly defined policy for dealing with behavior that violates its code.

Standard IV.B.1.h

Accrediting Commission for Community and Junior Colleges

Therefore, a key to success is to have a code of ethics that is periodically reviewed. There are many resources boards can use to develop and revise a code of ethics—the Community College League has a set of materials, and other resources are listed at the end of this article.

Much of the value of having a code of ethics comes from board review of the concepts in the code. Effective boards periodically review the code to be sure it continues to be an effective guide for board behavior. They foster awareness of ethical expectations by:

- Ensuring that all trustees are aware of the board’s ethical expectations by providing it to all trustees and having it available at board meetings.
- Including a review the code of ethics when orienting new trustees and CEOs.
- Using the standards in the code as criteria in the board self-evaluation process.
- Identifying consequences for violations of the code of ethics, since violations negatively impact the board and the college.

Ethical Violations Cause Harm

Trustees who violate the board’s code of ethics harm the board and the college in a number of ways. Violating ethics laws may subject the board and college to legal action, which can involve penalties and significant costs. Not addressing ethical and legal violations may cause the public and college employees to lose respect for and trust in the board, which may lead to loss of trust in the college and district. Unethical behavior may reduce support for community college issues from community leaders and the state legislature. Bond issues are less likely to pass. Collective bargaining processes are more difficult. Significant violations have caused colleges to risk their accreditation status.

Boards cannot afford to ignore “bad behavior” and violations of the code of ethics. It is difficult to approach a fellow trustee about perceived violations, but it must be done for the sake of the college and its students. The strategy a board uses to address ethical breaches depends on whether the behavior violates related laws or the board’s own code of ethics.

Types of Violations

Violating Ethical Laws

There are three major categories of laws that address ethical behavior by public officials:

Financial Interests. Conflicts of interest laws prohibit trustees from financially benefiting from board decisions, or acting on matters that benefit family members.

Fair and Open Decision-Making. California’s open and public meetings laws (the Brown Act) require that the public’s business be done in public. Examples of violations include making decisions in private or that should be made in public meetings, discussing items that have not been noticed to the public, and violating provisions that closed session information shall be kept confidential.

Use of Public Funds. It is felony to misuse public funds. Examples include claiming expenses that they did not incur and using college resources for personal or political purposes.

Further information on ethics law, steps to take, and the consequences of violating them is in *Walking the Line: What to Do When You Suspect an Ethics Problem*, by the Institute for Local Government (2005). See www.ilsg.org and click on Publications.

Actual or perceived violations of the law must be dealt with expeditiously and legal advice should be sought. A study session or workshop may be appropriate for the entire board if it appears that trustees may be unaware of the law.

Violating the Board's Code of Ethics

In some cases, behaviors may violate the board's own board code of ethics or standards of practice, but do not violate the law. Addressing these violations can be difficult, because different people have different interpretations of ethical behavior and expectations. Following are three statements found in most codes of ethics and examples of behaviors that violate the statement.

- *"We recognize that a trustee is a member of a legal entity and shall abide by majority decisions of the board. We work with fellow board members in a spirit of harmony while respecting differences of opinion."* Examples of violations include attacking other trustees or the president in public, publicly advocating against board decisions after they are made, or sabotaging the work of the board. Trustees must find ethical ways to express their individual opinions that don't violate the all-important principle that the board is a unit.
- *"We clearly delegate to and support the CEO in the performance of his or her responsibilities."* Examples of violations include ongoing and substantial attempts by trustees to administer, rather than govern the college, which violate the separation of CEO and board roles. Examples include ignoring local decision-making process and communication protocols by working directly with staff members, telling college staff whom they should hire, and attempting to direct the day-to-day duties of staff members.
- *"We represent the District as a whole, but recognize the unique needs of the individual colleges and local communities. We are not advocates for special interest groups."* Trustees who persistently advocate a single interest instead of the common public good may be violating this statement. Examples include trustees who ignore the broad range of public needs in community college education in their decision-making and appear to be agents of a union, a specific community group, or a business interest. All interests are important and should be considered; but solely representing single interests does not serve the greater good for the college and community.

Steps in Addressing Ethical Violations

The board of trustees has responsibility for monitoring itself, and the chair plays a key role in ensuring that laws and codes of ethics are followed. While CEOs help ensure the board is knowledgeable by providing information about ethics laws and the board's code of ethics, they should not be put in the position of enforcing trustees' ethical behavior.

Ethical dilemmas are not uncommon, where people are faced with decisions where they must balance two conflicting ethical values, or where doing the ethical thing comes at great personal cost. Good people may disagree on whether or not certain behavior is unethical.

Therefore, a first step in addressing a perceived violation of an ethical code or law is to examine the various perspectives about and interpretations of the behavior. Look both at the intention and motives of the trustee in question and those making the charge. Was the action or decision based on an ethical dilemma? Is the decision open to interpretation? Does the perceived violation betray the public trust? Do those expressing the concern have a particular interest that may influence their perception?

Accusations of unethical behavior can do as much harm to an institution as the behavior under question—care must be taken that misguided righteousness does not do more harm than good. Unfortunately, some accusations may be based on retribution, personal benefit or the desire to embarrass someone.

Therefore, when considering charges that an ethical code has been violated, one should take into account the motives of the parties involved. Are they to benefit the college and its mission, are they to benefit or protect a certain group of people or the trustee, or are there other possible motives?

Also think about whether addressing the behavior will foster confidence in the district and its governing board. Take into account what will happen if this issue is not addressed. When considering possible responses, choose the one(s) that are most likely to uphold the public trust and that most closely reflect ethical values.

Boards and CEOs should seek advice from legal counsel regarding violations that may have legal ramifications. A presentation by an attorney about legal constraints and standards expectations may be all that is needed to prevent further violations of law and regulations. The CEO can be very helpful in ensuring that board members (particularly new ones) have the information they need to be aware of legal expectations and alerting the board to its legal responsibilities.

Addressing ethical issues is the responsibility of the board chair or other trustees identified by the board. Following are some possible courses of action:

- The board chair talks to the person about the implications of the perceived violation, including the negative impact the behavior will have on the college, the board, and the individual trustee. Other influential trustee(s) may also be asked to talk to the person. An opportunity should be provided for the person to explain his or her perspective and motives and to set matters straight. Good human relations and communication skills are helpful in handling these difficult situations—charging someone with unethical behavior may lead to hostility and defensiveness and may make the situation worse.
- An ad hoc committee may be appointed to look into the allegations and make a recommendation to the board chair or the board as a whole. Again, the person should be provided an opportunity to present their perspectives and rationale.
- The board may hold a workshop or retreat on codes of ethics and the importance of upholding them. All trustees discuss interpretations of the code and reinforce expected behavior.
- The board may, in a meeting, make a public statement of expected board behavior, adopt a board resolution about what expected behavior is, and/or publicly reaffirm the ethics policy. This course of action alerts the public that individual violations are not condoned by the board.
- The board may issue a public statement in which it expresses concern with an individual trustee's behavior. The statement would be made at a board meeting.
- A last resort is a board vote to censure the trustee's behavior. Censure distances the board from the unethical behavior of one of its members and is a clear, public statement that unethical behavior is not condoned or tolerated. However, censure officially divides the board, which may lead to additional problems.

If illegal or unethical behavior occurs during a board meeting, the chair can state what the expectations and standards are of board behavior, recess the meeting, and/or state that the behavior is not the policy and practice of the board. Examples of possible ethical violations include the trustee remaining at the board table when he or she has a conflict of interest, engaging in debate or discussion with audience members on topics not on the agenda, attacking a speaker, or not following the board's meeting procedures.

Policy Statements

Effective boards have a process to deal with violations of the board code of ethics. In 2002, the Accrediting Commission for Community and Junior Colleges adopted standards that require that the board's code of ethics include a "clearly defined policy for dealing with behavior that violates its code."

Concepts that may be addressed in such a policy include who on the board is responsible to address charges or perceptions of violations, what steps will be taken to examine and address both legal and ethical violations, and possible consequences of violations.

The following sample statements are provided as starting places for board discussion. Boards should change, delete or add additional detail to the suggested language to reflect their own procedures

Sample 1

The CEO and board chair are authorized to consult with legal counsel when they become aware of or are informed about actual or perceived violations of pertinent laws and regulations, including but not limited to conflict of interest, open and public meetings, confidentiality of closed session information, and use of public resources. Violations of law may be referred to the District Attorney or Attorney General as provided for in law.

Violations of the board's policy code of ethics will be addressed by the president of the board, who will first discuss the violation with the trustee to reach a resolution. If resolution is not achieved and further action is deemed necessary, the president may appoint an ad hoc committee to examine the matter and recommend further courses of action to the board. Sanctions will be determined by the board officers [or committee] and may include a recommendation to the board to censure of the trustee. If the president of the board is perceived to have violated the code, the vice president of the board is authorized to pursue resolution.

Sample 2

Charges by any person that a board member has violated laws and regulations governing board behavior or the board's code of ethics shall be directed to the board president or the board of trustees. The board chair may establish an ad hoc committee to examine the charges and recommend further courses of action to the board.

Possible courses of action include:

- *If alleged behavior violates laws governing board behavior, legal counsel may be sought and the violations referred to the District Attorney or Attorney General as provided for in law.*
- *If the alleged behavior violates board policy on ethical conduct, the chair of the board shall alert the board member in question regarding the violation of policy, the board may discuss the violation at a board meeting and affirm its policy expectation, and/or the board may move to censure the trustee.*

Sample 3

All board members are expected to maintain the highest standards of conduct and ethical behavior and to adhere to the Board Code of Ethics. The board will be prepared to investigate the factual basis behind any charge or complaint of trustee misconduct. A board member may be subject to a resolution of censure by the governing board should it be determined that trustee misconduct has occurred. Censure is an official expression of disapproval passed by the governing board.

A complaint of trustee misconduct will be referred to an ad hoc committee composed of two trustees not subject to the complaint. In a manner deemed appropriate by the committee, a fact-finding process shall be initiated and completed within a reasonable period of time to determine the validity of the complaint. The committee shall be guided in its inquiry by the standards set forth in the Code of Ethics as defined in policy. The trustee subject to the charge of misconduct shall not be precluded from presenting information to the committee. The committee shall, within a reasonable period of time, make a report of its findings to the governing board for action.

Resources

Community College League of California

The League helps all new trustees learn about their roles and responsibilities by providing each new trustee with *Trustee Handbook, A Local Officials Reference on Ethics Laws* (published by the Institute for Local Government) and *Open and Public III, A User's Guide to the Ralph M. Brown Act*. These materials and others are distributed at the annual Effective Trusteeship Workshop, designed for new trustees and others interested in improving board effectiveness.

The League also provides on request the *Board Ethics Resource Guide* (2006), a packet of information that includes articles on board ethics and standards of practice, sample ethical statements.

Institute for Local Government

The Institute is the nonprofit research arm of the League of California Cities, is an outstanding source of research and information for California's local officials. The Institute has extensive resources on ethics for local officials, most of which are available on the web, www.ilsg.org (also, www.ca-ilg.org).