

Minutes of Board Training Workshop

The Board of Trustees Kilgore College



A Board Training Workshop of the Board of Trustees of Kilgore College was held October 15, 2024, beginning at 5:30PM in the R. E. "Sonny" Spradlin Jr. Executive Board Room, McLaurin Administration Building, 895 Ross Ave., Kilgore, TX 75662 with the following members present:

Lon Ford, President
Jon Rowe, Vice President (arrived at 6:13pm)
Josh Edmonson, Secretary
Janice Bagley
David Castles
Kelvin Darden
Gina DeHoyos
Travis Martin

Absent: Jon Keller

1. CALL TO ORDER at 5:30pm

Presenter: Mr. Lon Ford

2. BOARD TRAINING WORKSHOP

Presenter: Leigh Porter, Attorney

The following are a listing of the items that Attorney Leigh Porter discussed in this Training:

A. Open Meeting Act Basics

- Quorum – Normally with our nine member Board, a quorum will be five members.
- Walking Quorum can involve physical meetings, emails, texts, or phone calls.
- Open Meeting Act (and Public Information Act) rules apply for all emails, texts, phone calls, etc. regardless if they are on college-owned or personal devices.
- Daisy Chain is when a board member meets (either in person, phone, text, or other electronic communication) with another board member to discuss college business. Then that same board member “meets” with a different board member or group of members to discuss the same topic. Government Code 551.143 makes it a crime/misdemeanor to knowingly engage in a communication among a series of conversations (Daisy Chain) outside a meeting in which there is less than a quorum, but members engaging in the series of communications would constitute a quorum.
- Closed Meetings
 - There are basically three exceptions that KC uses: Personnel, Real Estate, Attorney Confidentiality. There is a complete list on the Attorney General Website.
 - For the attorney exception to be used for Closed/Executive sessions, you may only ask the attorney for legal advice. The discussion cannot drift to other topics outside legal advice as was stated on the agenda.
 - You must have an exception apply to be able to go into a Closed/Executive Session according to Government Code 551.071-4. The reason for the exception and the meeting should be read out loud in the open meeting.

- No Action can be taken in a closed session and no “Straw Votes” may be taken in closed session.
- Board members decide who is allowed to an Executive Session/Closed Meeting.
- There must be a quorum at all times while in Executive Session.
- No individual has the right to record a closed session. Documents are also confidential.
- The certified agenda for closed session is kept confidential, should state broadly what was discussed, and state that “No Action” was taken.

B. Committees

- Committees can have any number of members, however any time there are more than 3-4 members we must post the meeting agenda and all Open Meeting Act rules apply.
- Committees are generally not subject to Open Meetings Act.
- Dialogue that happens in a committee meeting (unposted meeting) and a board member (not on that committee) wants some information on what was discussed, that discussion should only happen in an open Meeting.
- Dr. Kays explained how the KC committee process works and how board members receive information in BoardBook before the Board Meeting. Board members are expected to review information in BoardBook prior to the meeting.
- Consider adding additional members to committees.
- Committee meetings provide an opportunity find out what committee members think about an issue or plan. KC staff will then use that feedback to research and polish the presentation for the board meeting.
- Encourage discussion at the Board meetings about topics under consideration.
- Additional board members (not on the committee) are not allowed to attend (just to observe or because they are interested) committee meetings, even if they do not say anything. That additional board member’s presence there is a violation of the Open Meetings Act.

C. Board Rules of Order/Board Policies

- TASB Policies. Legal policies just restate the law. Local policies are what Kilgore College adopts. KC also has Administrative Rules – these Administrative Rules show how KC is going to carry out that policy.

D. Board Ethics/Etiquette and Conflicts of Interest

- TASB Policy BE: Board Member Policy and By-Law Development
Local shall follow parliamentary Procedures as stated in Robert’s Rules of Order.
 - Board President is in charge of halting discussion by Board members or the public, if necessary. Board President is responsible to maintain order at meeting.
 - A board member is allowed to state their opinion and express their decent.
 - Expressing facts about somebody is ok. Making personal remarks about another person is not appropriate. Discussion should never evolve to a personal level – attacking a person’s motives or attack someone personally.
 - The purpose of Robert’s Rules of Orders is to ensure civility. The Board president can tell a board member or a member of public that they are “out of order”.
 - Debate is fine; personal attacks are not.
 - TASB Policy BBF – Statement of Board Ethics says “I shall work with Board members in the spirit of harmony and cooperation.”

- Conflicts of Interest
 - Nepotism Law – if you own a business or someone you are related to owns a business; and that firm works/contracts with Kilgore College, that is not allowed. Texas Government Code 573.041. This is also covered in the Conflict of Interest form signed by Board Members each year.
 - This Nepotism Law applies to all Board members when hiring employees or independent contractors. There is a continuous employment exception.
 - Board Members must avoid an appearance or a perceived appearance of a “Conflict of Interest”.
 - Board Members don’t have any authority to address employee grievances or complaints. Those complaints or grievances should be directed to college administration. Employees have a right to speak to a Board member, but the board member cannot “handle” it.
 - Board members should also avoid asking employees for favors or for employees to do tasks for them.
- Board Member Ethics
 - TASB Policy BBF: Board Member Ethics – some specific ethics statement that were brought up:
 - I shall delegate the administrative matters of the College District to the College President and support the employment of qualified College District staff.
 - I shall 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 College District staff, the local citizenry, and all media of the community on the basis of this fact.
 - I shall recognize that it is as important for the Board to understand and evaluate the educational program of the College District as it is to plan for the business of the College District operations.
 - TASB Policy BBFB: Board Member Ethics: Prohibited Practices
 - Abuse of Office
 - Misuse of Official Information
 - KC Board Procedures Manual – Section 1.5
 - Board members cannot solicit employees for favors

3. EXECUTIVE SESSION

Adjourn to Executive Session at 7:19

Adjournment to Executive Session pursuant to Texas Government Code Section 551.074 of the Open Meetings Act for the following purpose:

LEGAL: (Government Code 551.071) (1) to seek the advice of its attorney about: (A) pending or contemplated litigation; or (B) a settlement offer; or (2) on a matter in which the duty of the attorney to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with this chapter.

Open Meeting Act Basics

Committees

Board Etiquette/Rules of Order

Board Ethics and Conflicts of Interest

4. RECONVENE OPEN MEETING

Board Reconvened into Open Meeting at 8:11pm

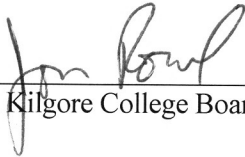
5. ADJOURNMENT

Meeting was adjourned at 8:12pm.

Respectfully submitted,



Karen Scibona, Recording Secretary
Kilgore College Board of Trustees



President, Kilgore College Board of Trustees



Secretary, Kilgore College Board of Trustees