



MARICOPA
COMMUNITY COLLEGES

**Maricopa County Community College District
Governing Board Special Session Agenda
September 10, 2020**

- vision** *A Community of Colleges—Colleges for the Community—working collectively and responsibly to meet the life-long learning needs of our diverse students and communities.*
- mission** *The Maricopa Community Colleges provide access to higher education for diverse students and communities. We focus on learning through: University Transfer Education, General Education, Developmental Education, Workforce Development, Student Development Services, Continuing Education, Community Education, Civic Responsibility, and Global Engagement.*

As a consequence of the COVID 19 Pandemic, **the Board’s September 10th Special Meeting will be conducted entirely remotely via WebEx Events.**

In order for the general public to attend the **Special Meeting at 5:30 p.m.**, either:

- **[Follow this link](#) | Enter your name and email address | Choose *Join by browser***
Please proceed to follow the onscreen instructions to continue to view the event; or
- If you do not wish to see the presented materials during the meeting, you may choose to join solely by audio conference.
Dial +1-408-418-9388 | Enter meeting access code 146 563 4161 # #

SPECIAL MEETING

5:30 p.m.

WebEx Events

CALL TO ORDER

1. Governing Board Discussion and Recommendation to Adopt a Resolution Pursuant to Governing Board Policy 4.10 Board Members Code of Conduct (10)(E).

ESTABLISHMENT OF NEXT MEETING DATES, TIMES, AND LOCATIONS

1. September 22, 2020, 6:30 p.m., Regular Board Meeting, via WebEx Events. *The Governing Board of MCCCCD will be assessing on a monthly basis the status of “in person” meetings.*

ADJOURNMENT

ACTION ITEM

Governing Board Agenda

Meeting Date September 10, 2020

<u>Item Number</u>	<u>Item Title</u>	<u>Responsible Agents</u>
1.0	Resolution of the Governing Board Pursuant to Governing Board Policy 4.10 Board Members Code of Conduct (10)(E)	Mrs. Marie Sullivan, Governing Board President

Recommendation

It is recommended that the Governing Board adopt the attached Resolution Regarding Governing Board Policy 4.10 Board Members Code of Conduct (10)(E).

Justification

All Board Members prior to beginning their term of office, take an oath, consistent with the Constitution of the United States, the Constitution of the State of Arizona, the Arizona Revised Statutes, and the Board Policies of the Maricopa County Community College District, to faithfully discharge the duties of a member of this Governing Board.

Various provisions of a confidentiality agreement, a statute, and policies have been violated by Board Member Ms. Kathleen Winn.

These provisions include: The Chancellor Search Committee Confidentiality Agreement (“Confidentiality Agreement”), the Arizona Revised Statutes, Section 38-421 (“Destroying Public Records”), Board Policies 4.0 (“Governance Commitment”), 4.1 (“Governing Values”), 4.2 (“Manner of Governing”), and 4.10 (“Board Members Code of Conduct”).

The Chancellor Search Committee Confidentiality Agreement (“Confidentiality Agreement”) provides, in relevant part, “If I improperly disclose or use information, I will be subject to removal from the Search Committee and other appropriate legal action. Unauthorized use of information may also subject me to civil or criminal action by the MCCCCD Governing Board and any affected individual”

An independent investigation established the integrity of the Chancellor Search Committee process was compromised, requiring the search to be paused and ultimately cancelled, and this breach of the process reflected poorly on the reputation of the District; Board Member Winn has conducted herself in violation of Arizona Revised Statutes, Section 38-421(A)(B), Board Policy 4.0 Governance Commitment, Board Policy 4.1 Governing Values, Governing Board Policy 4.2 Manner of Governing, Board Policy 4.10 Board Members Code of Conduct.

Board member Winn has conducted herself in violation of these standards in ways found by an independent investigation to have “significantly tainted and irreparably damaged” - the Chancellor Search Process.

(continued, next page)

Funding

Source
Account Information

The Board, as a fully constituted body, has an obligation under its own policies to “uphold [its] integrity and reputation”; Board member Winn, by her conduct, has produced a severe detriment to the Maricopa County Community College District through creating a need to pause, then ultimately cancel, the Chancellor Search Process, and her overall behavior has significantly damaged the reputation of District, the integrity of the Chancellor Search Process, and the morale of Maricopa employees.

Board member Winn’s actions have squandered valuable resources of the District; Board member Kathleen Winn is hereby censured and reprimanded by the Governing Board of the Maricopa County Community College District for the above referenced conduct and that any authority that has been delegated to her to represent the Governing Board is revoked.

The Governing Board of the Maricopa County Community College District respectfully requests that Board member Kathleen Winn resign as an elected member of the Governing Board, effective immediately, so that the District might begin to recover from her actions with all due haste.

MARICOPA COUNTY COMMUNITY COLLEGE DISTRICT

Resolution of Governing Board Action Pursuant to GB 4.10(10)(E).

September 10, 2020

WHEREAS, prior to beginning her term of office, Kathleen Winn took an oath, consistent with the Constitution of the United States, the Constitution of the State of Arizona, the Arizona Revised Statutes, and the Board Policies of the Maricopa County Community College District, to faithfully discharge the duties of a member of this Governing Board;

WHEREAS, various provisions of a confidentiality agreement, a statute, and policies have been violated by Board member Winn;

WHEREAS, these provisions include the Chancellor Search Committee Confidentiality Agreement (“Confidentiality Agreement”), the Arizona Revised Statutes, Section 38-421 (“Destroying Public Records”), Board Policies 4.0 (“Governance Commitment”), 4.1 (“Governing Values”), 4.2 (“Manner of Governing”), and 4.10 (“Board Members Code of Ethics”);

WHEREAS, the Chancellor Search Committee Confidentiality Agreement (“Confidentiality Agreement”) provides, in relevant part, “If I improperly disclose or use information, I will be subject to removal from the Search Committee and other appropriate legal action. Unauthorized use of information may also subject me to civil or criminal action by the MCCCDC Governing Board and any affected individual”;

WHEREAS, an independent investigation established the integrity of the Chancellor Search Committee process was compromised, requiring the search to be paused and ultimately cancelled, and this breach of the process reflected poorly on the reputation of the District;

WHEREAS, Arizona Revised Statutes, Section 38-421 (“Destroying Public Records”) provides,

A. An officer having custody of any record, map or book, or of any paper or proceeding of any court, filed or deposited in any public office, or placed in his hands for any purpose, who steals, or knowingly and without lawful authority destroys, mutilates, defaces, alters, falsifies, removes or secretes the whole or any part thereof, or who permits any other person so to do, is guilty of a class 4 felony.

B. A person not an officer who is guilty of the conduct specified in subsection A of this section is guilty of a class 6 felony;

WHEREAS, Board Policy 4.0 (“Governance Commitment”) provides,

The purpose of the Board, on behalf of the residents of Maricopa County, is to ensure that the Maricopa County Community College District a) achieves appropriate results for the community (as specified in Board Outcomes Policies), and b) avoids unacceptable outcomes and situations, with a strategic perspective through a continually improved commitment to its vision, mission, and values;

WHEREAS, Board Policy 4.1 (“Governing Values”) provides, in relevant part,

Our Institutional Values: The Maricopa Community Colleges are committed to:

- **Honesty and Integrity**
We value academic and personal honesty and integrity and believe these elements are essential in our learning environment.
- **Responsibility**
We value responsibility and believe that we are each accountable for our personal and professional actions.
- **Stewardship**
We value stewardship and honor the trust placed in us by the community. We are accountable to our communities for the efficient and effective use of resources . . .;

WHEREAS, Board Policy 4.2 (“Manner of Governing”) provides, in part,

The Board will govern lawfully, in a manner that is nonpartisan, with an emphasis on a) integrity and truthfulness in all of its activities and practices . . .

More specifically:

1. The Board will operate in all ways mindful of its civic trusteeship obligation to those who own the organization, the residents of Maricopa County.
2. The Board will conduct itself in a manner that complies with all relevant laws and regulations. The Board will fulfill all of its legal and fiduciary responsibilities as required by state statutes, the Arizona Constitution, and all state administrative rules . . .
3. The Board will cultivate a sense of group responsibility and shall work together harmoniously in pursuit of this obligation. The Board will conduct its business in a respectful and civil manner, always mindful of the Maricopa County Community College District’s public image.
5. The Board will observe “Policy Governance” principles as the framework for setting forth these policy standards/expectations for the Board's own processes, . . . Through these policies, the Board will establish and adhere to expectations for its own conduct, addressing matters such as attendance, policy making principles, respect of roles, respect for democratic processes, speaking to management and the public with one voice, and ensuring the continuity of governance capability;

WHEREAS, Board Policy 4.6 (“President’s Role”) provides, “As the District’s ‘chief governance officer,’ the President’s job is to ensure the integrity of the Board and its process”;

WHEREAS, Board Policy 4.10 (“Board Members Code of Conduct”) provides, in relevant part,

The Board expects of itself, as a whole and of its members, ethical, professional, and lawful conduct . . .

2. Board members are expected to discharge their duties honestly and in good faith. Board Members shall exercise the degree of care, diligence, and skill that a reasonably prudent person would exercise in similar circumstances.
4. Board Members must avoid any conflict of interest with respect to their fiduciary responsibility.
 - B. Board Members must not use their positions to obtain employment in the organization for themselves, family members, or close associates.
10. The Board and its members are committed to faithful compliance with the provisions of the Board's governing policies. To uphold the Board's integrity and reputation, the Board will constructively address perceived violations of these policies . . .
 - E. If, in the judgment of the majority of the Board, Board policy has been violated, the Board shall take what it considers to be appropriate steps to remedy the situation and protect the interests of the District. These may include:
 - i. Reminding the Board Member of the expectation and fiduciary duty to cease such actions/behaviors.
 - ii. Limiting any authority that has been delegated to the Board Member to represent the Board.
 - iii. A resolution publicly admonishing the action/behaviors.
 - iv. A resolution requesting the Board Member's resignation.
 - v. If the party deemed to be in violation of Board policy is an officer, removal from the elected officer position;

and

WHEREAS, Board member Winn has conducted herself in violation of these standards in ways found by an independent investigation to have "significantly tainted and irreparably damaged" the Chancellor Search Process;

WHEREAS, the Board, as a fully constituted body, has an obligation under its own policies to "uphold [its] integrity and reputation";

WHEREAS, Board member Winn, by her conduct, has produced a severe detriment to the Maricopa County Community College District through creating a need to pause, then ultimately cancel, the Chancellor Search Process, and her overall behavior has significantly damaged the reputation of District, the integrity of the Chancellor Search Process, and the morale of Maricopa employees;

WHEREAS, Board member Winn's actions have squandered valuable resources of the District;

NOW, THEREFORE, BE IT RESOLVED that Board member Kathleen Winn is hereby censured and reprimanded by the Governing Board of the Maricopa County Community College District for the above referenced conduct and that any authority that has been delegated to her to represent the Governing Board is revoked;

NOW, THEREFORE, BE IT FURTHER RESOLVED that the Governing Board of the Maricopa County Community College District respectfully requests that Board member Kathleen Winn resign as an elected member of the Governing Board, effective immediately, so that the District might begin to recover from her actions with all due haste.