



WESTERN

COLORADO UNIVERSITY

BOARD OF TRUSTEES

Western Colorado University Board of Trustees (BOT)

Ad Hoc Committee on Efficiencies, Bylaws, and Policy (Policy Committee)

Agenda

January 13th, 2023

2 – 3:30pm MTN

Virtual Meeting via Zoom. To join, click [HERE](#)

I. Call to Order

The meeting was called to order by Chair Szczurek at 2:02pm

II. Attendance

Members present: Chair Szczurek, Trustee Gutierrez, Trustee Vasquez

Additional attendees: Natalie Powell (AG Office), Carrie Shaw (Director of Financial Aid), Caitlin Rovner (EA),

Total attendance: 6

III. Additions to Agenda, if any, and Approval of the Agenda

Trustee Guterrez recommended the addition of a workplan for this Committee be added to Other Business in this meeting. Chair Szczurek noted the addition of a conflict-of-interest discussion to Other Business. Trustee Guterrez moved to approve the agenda as amended, and Trustee Vasquez seconded. Without objection, the motion to approve the amended agenda passed.

IV. Approve Minutes from 11/2022 Policy meeting

Trustee Guterrez moved to approve the minutes as presented, and Trustee Vasquez seconded. The minutes were approved by acclamation.

V. Discuss Trustee roles / behaviors in TPM

Natalie Powell provided draft language for Section 1.3 for the Committee prior to the meeting. The language of this was discussed. Chair Szczurek proposed adding the oath taken by Trustees as an appendix to the Trustee Policy Manual (TPM). Natalie Powell also reported on the Governor's ability to remove Trustees.

The WCU statute gives the Governor the ability to appoint Trustees; it says nothing about the Governor's authority to remove a Trustee. However if there is concern about illegal, unethical, or inappropriate behavior or lack of fulfilling Trustee duties, the Governor can ask a Trustee for a resignation. Trustees serve for only four years, unless approved for another four years. The Board of Trustees act as a body corporate. The WCU Policy Committee does NOT recommend adding a statement to the TPM about removal of a Trustee.

Section 1.3, Section 1.0 of the TPM states, "Each Trustee shall, before assuming their duties of office, take and subscribe an oath or affirmation of office as provided by Section 24-12-101, C.R.S." The WCU Policy Committee recommends that a copy of the oath be referenced in Section 1.3 as Appendix E.

In the interest of being more-clear on Trustee duties, the WCU Policy Committee recommends a statement be added to Section 1.3 that Trustees are fiduciaries to the University and shall act in the best interest of the University.

A motion to recommend that the Board accept the addition to Section 1.3 and the oath as Appendix E was presented by Trustee Gutierrez, and seconded by Carrie Shaw. With no objections, the motion passed. Here is the recommendation with yellow highlights for the addition:

Section 1. The affairs of the Board shall be governed and managed by the members thereof appointed or elected pursuant to the laws of the State of Colorado. Each Trustee shall, before assuming their duties of office, take and subscribe an oath or affirmation of office as provided by Section 24-12-101, C.R.S. **See Appendix E for a copy of the oath or affirmation of office.**

Trustees serve as fiduciaries to the University. Trustees shall exercise their powers and duties in the best interests of the University and in a manner reasonably consistent with the Mission Statement, Vision Statement, Values, and Policies of the University.

A fiduciary is, according to Black's Law Dictionary (11th ed. 2019), someone who is required to act for the benefit of another on all matters within the scope of their relationship; one who owes to another the duties of good faith, loyalty, due care, and disclosure.

Appendix E

West's Colorado Revised Statutes Annotated

Title 24. Government--State

Administration

Article 12. Oaths and Affirmations (Refs & Annos)

C.R.S.A. § 24-12-101

§ 24-12-101. Form of oath or affirmation for public office--requirements for oath or affirmation

Effective: August 8, 2018

Currentness

(1) When a person is required to take an oath or affirmation before the person enters upon the discharge of a public office or position, the form of the oath or affirmation is as follows:

I [name], do [select swear, affirm, or swear by the everliving God] that I will support the constitution of the United States, the constitution of the state of Colorado, and the laws of the state of Colorado, and will faithfully perform the duties of the office of [name of office or position] upon which I am about to enter to the best of my ability.

If choosing to swear an oath, the person swearing shall do so with an uplifted hand.

(2) The oath or affirmation must be:

(a) In writing and signed by the person taking the oath or affirmation;

(b) Administered as provided in section 24-12-103; and

(c) Taken, signed, administered, and filed as specified in subsection (3) of this section before the person enters upon the public office or position.

(3) Officers of the executive department, judges of the supreme and subsidiary courts, and district attorneys shall file their oaths or affirmations of office with the secretary of state. Every other person required by law to file an oath or affirmation of office shall file with the county clerk of the county wherein the person was elected or appointed.

Credits

Amended by Laws 2018, Ch. 88, § 2, eff. Aug. 8, 2018; Laws 2018, Ch. 355, § 1, eff. Aug. 8, 2018.

Notes of Decisions (5)

C. R. S. A. § 24-12-101, CO ST § 24-12-101

Current through the Second Regular Session, 73rd General Assembly (2022). Some statute sections may be more current. See credits for details.

VI. Other Business -- Other Policy Committee Suggestions and Discussion

Conflict of Interest and Non-Disclosure agreements will be researched. Recommendations for their possible inclusion in the TPM will be agenda items for the next meeting.

Other Actions were established:

1. complete minutes for 1/13/2023 meeting (Theresa and Caitlin)
2. draft memo and bring Policy recommendations to the BOT 2/2023 meeting (Theresa -- done and approved)
3. determine where the signed trustee oaths and COI forms are filed (Natalie)
4. research COI and NDA statements from other HEIs, send examples, and bring recommendation to next Policy committee meeting (Natalie)
5. look into posting minutes from Policy committee (Natalie)
6. review DEI statements on western.edu -- make sure they are up to date and consistent (Caitlin working with President Baca or appropriate party?)
7. review Section 2.0 of the TPM and the online DEI statements, to prepare for discussion at the next Policy committee meeting (All of Policy committee)

VII. Thanks and Adjournment

Chair Szczurek adjourned the meeting at 3:30pm.