

**IVY TECH COMMUNITY COLLEGE OF INDIANA**

**BY-LAWS  
OF THE STATE TRUSTEES**

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**BY-LAWS OF THE STATE TRUSTEES  
OF THE IVY TECH COMMUNITY COLLEGE OF INDIANA**

**ARTICLE I**

**Definitions and Rules of Construction**

**SECTION 1. Application of Definitions.** The definitions set forth in this Article I apply throughout these By-Laws.

**SECTION 2. Code References.** All references to Indiana Code (IC) provisions in these By-Laws are to those provisions as amended from time to time.

**SECTION 3. Corporation.** The term "Corporation" means the body corporate and politic created by the General Assembly of Indiana under the name "The Trustees of the Ivy Tech Community College of Indiana." [IC 21-22-2-3 and IC 21-22-3-2]

**SECTION 4. Board.** The term "Board" or "State Board" means the State Board of Trustees of Ivy Tech Community College of Indiana.

**SECTION 5. College.** The term "College" means the educational institution created by IC 21-22-2 and governed by the Board.

**SECTION 6. Campus.** The term "Campus" means a campus of the College established by the Board under IC 21-22-6-1. [IC 21-22-1-1.3]

**SECTION 7. Campus Board.** The term "Campus Board" means a Campus Board of Trustees established under IC 21-22-6-2. [IC 21-22-1-1.4]

**ARTICLE II**

**The State Board**

**SECTION 1. Board of Trustees, Membership.** The College is governed by a board of trustees appointed by the governor. The number of members of the State Board equals the number of Regions established by the State Board plus one (1) additional at-large member, but shall not exceed fifteen (15) total members. One (1) member of the State Board must reside in each Region and members of the Board must have knowledge or experience in one or more of the following areas: (1) manufacturing; (2) commerce; (3) labor; (4) agriculture; (5) state and regional economic development needs; (6) Indiana's educational delivery system. Board members represent the interests of the entire College as a whole and not their regions of residence. Appointments are for three (3) year terms, on a staggered basis. Vacancies on the Board are filled by the governor. [IC 21-22-3-1 and IC 21-22-3-3]

**SECTION 2. General Powers and Duties of Trustees.** The State Board is a body corporate and politic and is known by the name of "The Trustees of Ivy Tech Community

College of Indiana." In the corporate name and capacity the State Board may sue and be sued, plead and be impleaded, in any court of record. The State Board has responsibility for the management and policies of the College and its Campuses within the framework of laws enacted by the general assembly. [IC 21-22-2-3, IC 21-22-3-2, and IC 21-27-6-2]

**SECTION 3. Specific Powers and Duties of the Trustees.** (a) The State Board has the following powers and duties:

<i>Item Number</i>	<i>Description of Statutory Power or Duty</i>	<i>Statute or Statutes</i>
1	Develop educational programs and workforce services	IC 21-41-5-10 (1)
2	Operate specialized educational programs through committee or other entities	IC 21-41-5-10 (2)
3	Contract with other educational institutions to provide specific programs	IC 21-41-5-10 (3)
4	Establish Campuses and service areas	IC 21-22-6-1 (1)
5	Issue charters to Campuses, supervise the development of a plan, and coordinate workforce aligned programs	IC 21-22-6-1 (2)
6	Study budget requirements, both for campuses and statewide, prepare a budget, and provide for the construction or rental of facilities	IC 21-22-6-1 (3)
7	See that the financial records of each Campus are audited on at least a biennial basis	IC 21-22-6-1 (4)
8	Appoint the members of each Campus Board of Trustees	IC 21-22-6-2 and IC 21-22-6-4
9	Acquire and sell real and personal property	IC 21-31-2-5 and IC 21-36-3
10	Accept gifts, grants, bequests, and devises	IC 21-30-4-2
11	Adopt educational programs to be offered and workforce services to be provided	IC21-41-5-8
12	Employ the College President and other staff and professional employees as are required	IC 21-38-3-6
13	Develop a statewide salary structure and classification system, employee benefit programs, and personnel policies	IC 21-38-3-7 (1)
14	Employ the chief administrator of each Campus	IC 21-38-3-7 (2)
15	Authorize the chief administrator of each Campus to employ campus personnel, determine their qualifications, and fix their compensation	IC 21-38-3-7 (3)
16	Grant appropriate certificates of achievement and associate degrees	IC 21-41-5-9
17	Prescribe rules for the effective operation of a statewide program	IC 21-27-6-3
18	Exercise powers not otherwise specified by law that are necessary for the efficient management of a statewide program	IC 21-27-6-4
19	Establish a schedule of fees or charges for students	IC 21-14-2-4
20	Provide scholarships and remission of fees in proper cases	IC 21-15-2-3
21	Establish written policies for the investment of College funds in a manner consistent with IC 30-4-3-3	IC 21-29-2-2
22	Enter into contracts with the federal government and others concerning the financing or operation of facilities and programs	IC 21-27-6-6
23	Establish a diversity committee at the home campus and each campus	IC 21-27-6-7

(b) Before taking any action under a statute referred to in item 9, 11, 14, 17, or 18 of the preceding table that would substantially affect a Campus, the State Board shall request recommendations concerning the proposed action from the Campus Board for that Campus. [IC 21-22-6-10]

(c) Upon request of a Campus Board that has submitted recommendations under subsection (b) or subdivision (7) of IC 21-22-6-8, the State Board shall conduct public hearings concerning the recommendations at a regular or special meeting of the State Board. [IC 21-22-6-11]

(d) To provide for the efficient management of the College, the State Board, by resolution, may from time to time delegate specific powers and duties to the President of the College or to other College officers. [IC 21-27-6-3 and IC 21-27-6-4]

### ARTICLE III

#### **Officers of the Board**

**SECTION 1. Election.** At the annual meeting of the Board in the third quarter of each calendar year, the Board shall elect from among its members a Chairperson, a Vice-Chairperson, and a Secretary. In order to provide for appropriate rotation of the offices of Chairperson, Vice-Chairperson, and Secretary among the various interests represented by the Trustees, a Trustee shall not be elected Chairperson for more than two (2) terms, nor Vice-Chairperson for more than two (2) terms, nor Secretary for more than two (2) terms. However, if the Board finds it to be in the best interests of the College, such terms may be extended for a fixed period beyond the two (2) year limitation if approved by a vote of two-thirds (2/3) of the members of the Board duly appointed and serving. The Board may select from its members a Treasurer, or the Board may appoint a Treasurer or Assistant Secretaries or Assistant Treasurers who are not members of the Board. The offices of Assistant Secretary or Assistant Treasurer of the College may be held by the same person. All officers shall serve for a term of one (1) year and until their successors have been duly chosen. [IC 21-22-4-1, IC 21-22-4-2 and IC 21-22-4-3]

**SECTION 2. Chairperson of the Board.** Except as otherwise provided in these By-Laws, the Chairperson of the Board shall call and preside at all meetings of the Board and shall have such other powers and duties as these By-Laws or the Board may prescribe.

**SECTION 3. Vice-Chairperson.** The Vice-Chairperson of the Board shall have all the powers and perform all the duties incumbent upon the Chairperson of the Board during the Chairperson's absence or disability and shall have such other powers and duties as these By-Laws or the Board may prescribe.

**SECTION 4. Secretary.** The Secretary for the Board shall keep, or cause to be kept, a true and complete record of the proceedings of meetings of the Board, and shall perform a like duty, when required, for all committees appointed by the Board. The Secretary or an Assistant Secretary shall:

- (1) if necessary, attest the execution by the College of all deeds, leases, agreements and other official documents;
- (2) if necessary, affix the corporate seal to documents;

- (3) see that all notices of the College required by these By-Laws or by law are given and served;
- (4) have custody of the books (except books of account), records and corporate seal of the College; and
- (5) perform all duties pertaining to the office of Secretary of the Board and such other duties as these By-Laws or the Board may prescribe. [IC 21-22-4-6]

**SECTION 5. Treasurer.** The Treasurer for the Board shall;

- (1) be the chief financial and business officer of the College;
- (2) keep correct and complete records of account, showing accurately at all times the financial condition of the College;
- (3) have charge and custody of, and be responsible for, all funds, notes, securities, gifts, fees, grants, bequests, devises, and other valuables which may from time to time come into the possession of the College;
- (4) deposit or invest, or cause to be deposited, invested or reinvested, all funds of the College to the benefit of the College;
- (5) furnish at meetings of the Board, or whenever requested by the Chairperson of the Board, a statement of the financial condition of the College; and
- (6) perform all duties pertaining to the office of Treasurer for the Board and such other duties as these By-Laws or the Board may prescribe. [IC 21-22-4-4]

**SECTION 6. Bond of Treasurer.** The Treasurer and Assistant Treasurer for the Board shall give a bond in an amount and with a surety approved by the Board. Each bond must be payable to the State and conditioned upon the faithful discharge of the Treasurer's duties. The Board's approval of the bond shall be recorded by the Secretary of the Board and shall be placed in the official records of the College. [IC 21-22-4-5]

**SECTION 7. Assistant Officers.** The Assistant Secretary and the Assistant Treasurer for the Board shall have such powers and duties as the Secretary and Treasurer whom they are appointed to assist specify and delegate to them and such other powers and duties as these By-Laws or the Board may prescribe. The Assistant Secretary for the Board may, in the absence or disability of the Secretary of the Board, attest the execution of documents in the name of the College and affix the corporate seal to College documents.

**SECTION 8. Compensation of Members of the Board.** Each member of the Board or of any committee of the Board shall be reimbursed for necessary expenses incurred by the member in the conduct of business of the Board and shall receive any salary per diem provided by law. [IC 21-38-2-3]

## ARTICLE IV

### **Meetings of the Board**

**SECTION 1. Regular Meeting.** Regular meetings of the Board shall be held at least four (4) times a year, with one (1) of the regular meetings to be held in each calendar quarter of each year. Regular meetings of the Board shall be held at such time, date and place as may be specified by the Chairperson of the Board at least ten (10) days prior to the date of the meeting. The regular meeting of the Board held in the third quarter of each calendar year shall be the annual meeting. Written notice of the time and place of all regular meetings shall be given by the Secretary or Assistant Secretary of the Board to each member of the Board at least ten (10) days prior to the date of the meeting. [IC 21-22-5-2]

**SECTION 2. Special Meetings.** Special meetings of the Board may be called by the Chairperson of the Board at any time. A special meeting of the Board shall be called by the Chairperson upon the written request of three (3) or more members of the Board. Written notice of the time and place of a special meeting of the Board shall be given by the Secretary or Assistant Secretary of the Board to each member of the Board at least ten (10) days prior to the date of the meeting.

**SECTION 3. Form of Notice.** Any written notice required to be given of any meeting of the Board is proper if the notice is delivered personally, by regular United States mail, by telegram, or by facsimile transmission.

**SECTION 4. Waiver of Notice.** Notice of any meeting may be waived in writing before or after the meeting. Attendance at a meeting constitutes a waiver of any notice of that meeting.

**SECTION 5. Action at Regular and Special Meetings.** At all regular and special meetings of the Board, the Board may act on any subject within the power of the Board and the College.

## ARTICLE V

### **Procedure at Meetings**

**SECTION 1. Quorum: Voting.** A majority of the number of Board members duly appointed and serving constitute a quorum for the transaction of business. In the absence of a quorum, a majority of those present at the time and place set for the meeting may adjourn the meeting from time to time until a quorum is present. If a quorum is present, the Board may take action by the affirmative vote of a majority of the members, unless a greater number is required by law or by these By-Laws.

**SECTION 2. Participation by Electronic Means.** (a) So long as One-third (1/3) of the of the Trustees are physically present at a meeting of the Board, then a member of the Board may participate in the meeting by using a means of communication that permits all members participating in the meeting and all members of the public who are physically present at the meeting to simultaneously communicate with each other during the meeting. A member who participates in a meeting by electronic communication is considered to be present at the meeting, shall be counted for purposes of establishing a quorum, and may vote at the meeting. All votes of the Board during the electronic meeting must be taken by roll call vote. Each member is required to physically attend at least one (1) meeting of the Board annually. [IC 5-14-1.5-3.6]

(b) For committees appointed by the Trustees who conduct a meeting by electronic communication there is no minimum number of members of the committee who must be physically present at the place where the meeting is conducted. [IC 5-14-1.5-3.6 (c)(1)]

**SECTION 3. Order of Business.** The business at each regular or special meeting of the Board shall be conducted in the following order unless changed by the Board:

- A. Roll call;
- A. Report of Secretary on giving notice of meetings;
- B. Approval of minutes of prior meetings of the Board;
- C. Report of officers;
- D. Reports of Board committees;
  - (1) Permanent committees,
  - (2) Special committees;
- E. Old business;
- F. New business.

## ARTICLE VI

### **Committees of the Board**

**SECTION 1. Permanent Executive Committee.** The Executive Committee of the Board shall consist of the Chairperson, Vice-Chairperson, immediate past Chairperson, Secretary of the Board and up to an additional three (3) members of the Board appointed by the Chairperson. If, at any time between the regular meetings of the Board, immediate Board action is required to further or safeguard the best interests of the College, the Chairperson of the Board shall cause each member of the Board to be given notice in person, by telephone, facsimile transmission or in writing, of the action so required. If a special meeting of the Board cannot be called and held in time to take the required action, the Executive Committee of the Board has and may exercise all the powers of the Board with respect to the matter necessitating the immediate action. All actions taken by the Executive Committee of the Board under this Section shall be reported to the Board at its next meeting and shall be entered in full upon the minutes of that meeting of the Board.

**SECTION 2. Other Permanent Committees.** In addition to the Executive Committee, the other permanent committees of the Board are the Financial Management Committee, the Academics and Student Experience Committee, the Buildings, Grounds, and Capital Committee, the Audit Committee, Human Resources and Operations Committee, Marketing and Public Relations Committee and the Workforce Alignment Committee. At any regular or special meeting,

the Board may designate such other permanent Committees of the Board as the Board may, from time to time, consider necessary or desirable. Those other permanent committees shall have such members and functions as the Board may prescribe and shall operate under the general supervision of the Board.

**SECTION 3. Special Committees of the Board.** At any regular or special meeting, the Board may designate such special committees of the Board as the Board may, from time to time, consider necessary or desirable. Those special committees shall have such members and functions and shall exist for such a period of time as the Board may prescribe and shall operate under the general supervision of the Board.

## ARTICLE VII

### **President, Faculty and Staff of the College**

**SECTION 1. President of the College.** (a) The President of the College shall be selected and employed by the Board. The employment of the President shall be determined by the affirmative vote of a majority of the Trustees duly appointed and serving provided two-thirds (2/3) of the Trustees duly appointed and serving are present at the meeting at which action is taken. The Board shall determine the length, which may be indeterminate, and terms of the President's employment. The President of the College, or a member of the President's staff whom the President designates, shall attend all meetings of the Board and shall report upon the affairs of the College.

(b) The President of the College shall be the chief executive officer of the College and, subject to the powers, duties and authorities granted to the Board, shall manage, direct, and be responsible for the administration, operation and for all affairs of the College, except those which by law or these By-Laws are made the specific responsibility of the Board, the Chairperson of the Board, another officer of the Board, or other persons.

(c) The President of the College shall have the power, in the name of the College, to make and execute all contracts and written instruments made in the ordinary course of the operation of the College except those which must be specifically approved and authorized by the Board or executed by the Chairperson or Vice-Chairperson of the Board as provided in Article IX of these By-Laws. Should the President cease to be employed or become incapacitated, the Board shall select an interim successor until a new President is selected by the Board. [IC 21-38-3-6]

**SECTION 2. Faculty and Administrative Staff.** All appointments to the faculty or administrative staff of the College, other than the Chief Administrator of each Campus, shall be made by the President, or his designee, subject to such policies and procedures as may from time to time be established by the Board.

## ARTICLE VIII

### **Policies and Procedures**

From time to time, the Board may cause to be prescribed and promulgated policies and procedures not inconsistent with the Indiana Code or these By-Laws. The policies and procedures may deal with the conduct and coordination of programs for carrying out the mission of the College throughout the State and the manner of conducting those programs by the College and by any Campus. [IC 21-27-6-3]

## ARTICLE IX

### **Execution of Contracts and Other Documents**

**SECTION 1. Approval and Authorization of the Board.** Except as otherwise expressly authorized by resolution of the Board or these By-Laws, all contracts and other written instruments relating to:

- (1) the acquisition or disposition of real estate or any interest in real estate (other than leases or licenses of two (2) years or less);
- (2) new capital plant improvements and additions or major alterations, repairs and rehabilitation to property owned by the College, including change orders increasing the amount of such a contract by ten percent (10%) or more;
- (3) the issuance of a charter to a Campus; and
- (4) any other contract imposing a financial obligation on the part of the College in excess of Five Hundred Thousand Dollars (\$500,000), unless the obligation was previously approved by the Board through the allocation of funds or otherwise;

must be specifically approved and authorized by the Board. Except as otherwise expressly provided by resolution of the Board, all of those contracts and written instruments shall be executed in the name of the College by the President of the College and may be attested by the Secretary or Assistant Secretary.

**SECTION 2. Other Instruments.** All contracts and written instruments not requiring the specific approval and authorization of the Board shall be executed in the name of the College by the President of the College or a person designated by the President of the College.

## ARTICLE X

### **Code of Conduct for State and Campus Trustees**

**SECTION 1. Introduction.** The State Board has adopted this Code of Conduct in order to insure that all those who act on behalf of the College do so in a manner that is consistent with the mission and values of the College. It is explicitly understood that the State and Campus Trustees of the College will execute their duties and responsibilities in a manner consistent with the office to which they are appointed and will, at all times, comply with this Code of Conduct. For purposes of this Article X, the term "Board," with respect to a State Trustee, means the State Board, and, with respect to a Campus Trustee means the applicable Campus Board.

**SECTION 2. Code of Conduct.** (a) Trustees shall be familiar with, accept and abide by the legal and fiscal responsibilities of their office as specified in federal and state law, federal and state regulations, Board bylaws and rules of procedure, and Board polices and resolutions.

(b) Trustees shall devote such time, attention and study to their duties as is necessary to faithfully carry out their responsibilities.

(c) Trustees shall be familiar with the mission of the College and its functions and shall recognize the College's unique role in post-secondary education in Indiana.

(d) Trustees shall carefully prepare for, regularly attend and actively participate in all Board meetings and committee assignments.

(e) Trustees shall base Board votes upon all available information and shall assess each situation exercising their best judgment in making decisions.

(f) Trustees shall vote according to their individual convictions. Trustees may challenge the opinions and views of others when necessary and appropriate, but must always exercise discretion, respect and civility. Trustees must also be willing to sustain and support the majority decisions of the Board and work with fellow Board members in a spirit of cooperation.

(g) Trustees shall, at all times, maintain the confidential nature of Board deliberations in executive session. This obligation of confidentiality includes written and verbal communication concerning any executive session. The Chairperson of the Board shall serve as the spokesperson for the Board on all matters of public interest. Other Trustees shall avoid commenting publicly (or anonymously) and shall not presume to act as spokespersons for the Board, unless specifically authorized to do so by the Chairperson. To that end, Trustees shall use designated institutional channels when conducting Board business. For example, Trustees shall refrain from public comment regarding presidential searches and shall refer inquiries to the Board Chairperson.

(h) Trustees shall understand the role of the Board as a general policy making and oversight body and avoid active involvement in the administration of the College and College policy, unless specifically authorized to do so by the Board or required by law.

(i) Trustees shall refrain from personal involvement in matters outside the scope of Board business and shall refer such matters through designated institutional channels. For example, faculty and student grievances that come to the attention of Trustees shall be referred to the appropriate College administration official.

(j) Trustees shall comply with the Conflict of Interest Policy and all requirements prescribed by Board By-Laws and state laws regarding conflicts of interest. Trustees will refrain from accepting duties, incurring obligations, accepting gifts or favors, engaging in private business or professional activities when there is, or would appear to be, a conflict of interest, unless that interest is disclosed and approval is given as outlined in the Conflict of Interest Policy.

(k) Trustees shall recognize that they represent the College and shall refrain from any actions, behaviors or acts of omission that may prove embarrassing to the College.

(l) Trustees shall act and make judgments always on the basis of what is best for the College as an institution and the advancement of the mission of the College.

**SECTION 3. Procedure for Addressing Violations of the Code of Conduct.** (a) All potential violations of this Code of Conduct shall be within the purview of the Executive Committee of the State Board, whether the alleged violation involves a State Trustee or a Campus Trustee. Campus Boards have no authority to investigate or take action regarding this Code of Conduct, except to report an alleged violation of the Code to the Executive Committee of the State Board and to cooperate in any investigation. If an allegation of a violation of the Code of Conduct involves a member of the Executive Committee that member may not participate whenever the Committee considers the allegation.

(b) Should evidence or an allegation of a violation of this Code of Conduct by a Trustee come to the attention of the Executive Committee, the Committee shall promptly review the matter and investigate the allegation. If necessary, the Executive Committee may enlist the assistance of additional Trustees or legal counsel in conducting the investigation. All Trustees are expected to provide full cooperation with regard to such an investigation.

(c) After a full review of all the circumstances, including the opportunity of the accused Trustee to respond to an alleged violation, the Executive Committee shall determine whether there is sufficient evidence to conclude that there has been a breach of the Code of Conduct. At the conclusion of its investigation and depending on the seriousness of the violation, the Executive Committee may attempt to resolve the matter with the accused Trustee without public action.

(d) Should the Executive Committee determine that the matter is not appropriate for private resolution, or should the Trustee commit an additional violation of the Code, the Executive Committee shall bring the matter to the State Board in executive session for discussion.

(e) If official action is considered necessary, the matter shall be placed on the agenda for discussion at a public meeting of the State Board. At that time, the State Board shall discuss the matter in an open session and permit the Trustee whose conduct is at issue to provide an explanation of the conduct. The State Board may then by majority vote censure the Trustee.

(f) If public action is taken to censure a member of the State Board, the State Board shall promptly report the matter to the office of the Governor. If public action is taken to censure a member of a Campus Board, the State Board shall promptly report the matter to the Campus Board.

## **ARTICLE XI**

### **Conflict of Interest Policy for State and Campus Trustees**

**SECTION 1. Purpose.** The purpose of this conflict of interest policy is to protect the interests of the College when it has entered into, or is contemplating entering into, any transaction or arrangement that might benefit the private interest of a State or Campus Trustee or related person

or entity. As a public institution, the College must conduct its business in a manner which is beyond reproach. The actions of College Trustees must be proper in all respects. The College expects all Trustees to exercise sound judgment and the highest ethical standards in their private activities if those outside activities can in any way affect the College. In particular, every Trustee has an obligation to avoid any activity, agreement, business investment or interest, or other situation that could be construed either as in conflict with the College's interest or as an interference with the Trustee's duty to serve the College. To implement this principle and to establish guidelines, this Policy has been adopted.

**SECTION 2. Definitions.** (a) As used in this Article, the term “interested person” means a Trustee who has a direct or indirect financial interest.

(b) For purposes of this Article, person has a “financial interest” if the person has, directly or indirectly, through business, investment or family:

(1) an ownership or investment interest in, or a compensation arrangement (which includes direct or indirect remuneration as well as substantial gifts or favors) with, any entity or individual with which the College has a transaction, purchase, contract or other arrangement; or

(2) a potential ownership or investment interest in, or a compensation arrangement (which includes direct or indirect remuneration as well as substantial gifts or favors) with, any entity or individual with which the College is negotiating a transaction, purchase, contract or other arrangement.

(c) As used in this Article, the word “Policy” means the conflict of interests policy established by this Article. (c) As used in this Article, the word “Trustee” means an individual who is a member of the State Board or a member of a Campus Board.

**SECTION 3. Policy.** It is the policy of the College that no interested person shall, without the specific approval provided for in this Policy:

(1) have a direct or indirect financial interest in any business enterprise or with any individual that has current or known prospective dealings with the College as a supplier, vendor, contractor, customer, lessor, or lessee;

(2) seek or receive, for personal or any other person's or entity's gain, any payment, whether for services or otherwise, loan (except from a bank at a competitive rate), gift or discount of more than nominal value, or entertainment that goes beyond common courtesies usually associated with accepted business practice from any business enterprise, that has current or known prospective dealings with the College as a supplier, vendor, contractor, customer, lessor, or lessee;

(3) for personal or any other person's or entity's gain, deprive the College of any opportunity that could be construed as related to any existing or reasonably anticipated future activity of the College;

(4) for personal or any other person's or entity's gain, make use of or disclose confidential financial information learned as a result of the person's relationship with the College; or

(5) do any act or omission that potentially could conflict with the purposes that this policy is intended to implement.

**SECTION 4. Duty to Disclose and Procedures for Assessment and Approval.** (a) Annual Statement. Each Trustee shall annually sign a statement similar to that attached as Exhibit 1, which affirms that such person:

- (1) has received and read a copy of the Policy;
- (2) agrees to comply with the Policy in all respects, and that in the event of any actual or potential conflict of interest, will comply with the disclosure obligations of the Policy; and
- (3) has received and read a copy of IC 35-44.1-1-4 and agrees to comply with the terms of that statute in all respects.

(b) Procedures for Assessment of Potential Conflicts of Interest and Approval. Occasionally, what appears to be prohibited by a conflict of interest may, under certain circumstances, be authorized by appropriate disclosure and approval. In connection with any actual or possible conflict of interest, an interested person must disclose the existence and nature of his or her financial interest. The disclosure must allow for the College to determine whether an actual conflict of interest exists and provide sufficient information for the potential approval of the transaction, contract, purchase or other arrangement in question. Such a disclosure must be made before action on the transaction, contract, purchase or other arrangement is taken by filing the form set forth in Exhibit 2 with the College's General Counsel. The interested person who has the actual or possible conflict of interest may not participate when action is taken on the proposed transaction, contract, purchase or other arrangement.

**SECTION 5. Violations of the Conflict of Interest Policy.** All interested persons have a fundamental duty of loyalty to the College. Accordingly, the prohibitions of this Policy should be construed broadly. Each interested person has the personal responsibility of compliance with this Policy. In the event of any question as to whether a conflict of interest exists in a particular situation, a Trustee is encouraged to discuss the matter with the President of the College or the Chairperson of the State Board. No set of guidelines can eliminate the need for good judgment. In the event an interested person fails to disclose an actual or possible conflict of interest or otherwise violates this Policy, appropriate action will be taken under the procedures established by the State Board for addressing a violation of the Code of Conduct.

## ARTICLE XII

### **Amendments**

These By-Laws may be changed or amended and additional By-Laws may be adopted at any regular or special meeting of the Board by an affirmative vote of a majority of the Board duly appointed and serving provided:

- (1) that two-thirds (2/3) of all of the members of the Board duly appointed and serving are present at the meeting at which the action is to be taken; and

(2) that notice of intention to change, amend, or add to the By-Laws, in whole or in part, and the exact text of such a change, amendment, or addition, was given in the notice of the meeting.

## EXHIBIT 1

### ANNUAL CONFLICT OF INTEREST STATEMENT

To: General Counsel, Ivy Tech Community College of Indiana

I, the undersigned, affirm that I am associated with Ivy Tech Community College of Indiana (hereinafter the "College") as either a member of the State Board of Trustees of the College or a member of one of the Campus Boards of Trustees of the College, and that, as of the date specified below:

1. I have received a copy of the College's Conflict of Interest Policy (the "Policy").
2. I have read the Policy.
3. I declare that I will comply with the Policy in all respects and that, in the event of any actual or potential conflict of interest, I will comply with the disclosure obligations of the Policy.
4. I understand that any violation of the Policy will result in appropriate action being taken under the procedures set forth in the Code of Conduct for Trustees of the College .
5. I have received a copy of IC 35-44-1-3, the Indiana conflict of interest statute, and the disclosure form developed for compliance with that statute.
6. I disclose the following in regards to my financial interests:

A. I am employed by the following entity or entities:

B. My spouse is employed by the following entity or entities:

C. I or my spouse, or both, have an ownership interest of more than five percent (5%) in the following business or businesses:

D. I am an officer or director of the following entity or entities:

E. My spouse is an officer or director of the following entity or entities:

**EXHIBIT 1 CONTINUED**

F. I or my spouse, or both, have a legal or beneficial interest in the following real estate that the College currently leases or that the College may have an interest in acquiring or leasing in the future because of its proximity to other property owned or leased by the College:

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

Name Printed: \_\_\_\_\_

## Exhibit 2

### **UNIFORM CONFLICT OF INTEREST DISCLOSURE STATEMENT Indiana Code 35-44.1-1-4**

A public servant who knowingly or intentionally has a pecuniary interest in or derives a profit from a contract or purchase connected with an action by the governmental entity served by the public servant commits conflict of interest, a Level 6 Felony. A public servant has a pecuniary interest in a contract or purchase if the contract or purchase will result or is intended to result in an ascertainable increase in the income or net worth of the public servant or a dependent of the public servant who is under the direct or indirect administrative control of the public servant; or receives a contract or purchase order that is reviewed, approved, or directly or indirectly administered by the public servant. "Dependent" means any of the following: the spouse of a public servant; a child, stepchild, or adoptee (as defined in I.C. 35-44.1-1-4(a)(1)) of a public servant who is unemancipated and less than eighteen (18) years of age; and any individual more than one-half (1/2) of whose support is provided during a year by the public servant.

The foregoing consists only of excerpts from I.C. 35-44.1-1-4. Care should be taken to review I.C. 35-44.1-1-4 in its entirety.

**1. Name and Address of Public Servant Submitting Statement:**

\_\_\_\_\_

**2. Title or Position With Governmental Entity:**

\_\_\_\_\_

**3. a. Governmental Entity:** \_\_\_\_\_

**b. County:** \_\_\_\_\_

**4. This statement is submitted (check one):**

a. \_\_\_\_\_ as a "single transaction" disclosure statement, as to my financial interest in a specific contract or purchase connected with the governmental entity which I serve, proposed to be made by the governmental entity with or from a particular contractor or vendor; or

b. \_\_\_\_\_ as an "annual" disclosure statement, as to my financial interest connected with any contracts or purchases of the governmental entity which I serve, which are made on an ongoing basis with or from particular contractors or vendors.

**5. Name(s) of Contractor(s) or Vendor(s):** \_\_\_\_\_

\_\_\_\_\_

**6. Description(s) of Contract(s) or Purchase(s)** (Describe the kind of contract involved, and the effective date and term of the contract or purchase if reasonably determinable. Dates required if 4(a) is selected above. If "dependent" is involved, provide dependent's name and relationship):

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**Exhibit 2 Continued**

**7. Description of My Financial Interest** (Describe in what manner the public servant or "dependent" expects to derive a profit or financial benefit from, or otherwise has a pecuniary interest in, the above contract(s) or purchase(s); if reasonably determinable, state the approximate dollar value of such profit or benefit.):

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(Attach extra pages if additional space is needed)

**8. Approval of Appointing Officer or Body** (To be completed if the public servant was appointed by an elected public servant or the board of trustees of a state-supported college or university):

I (We) being the \_\_\_\_\_ of

(Title of Officer or Name of Governing Body)

\_\_\_\_\_ and having the power to appoint

(Name of Governmental Entity)

the above named public servant to the public position to which he or she holds, hereby approve the participation to the appointed disclosing public servant in the above described contract(s) or purchase(s) in which said public servant has a conflict of interest as defined in Indiana Code 35-44-1-3; however, this approval does not waive any objection to any conflict prohibited by statute, rule, or regulation and is not to be construed as a consent to any illegal act.

Elected Official	Office

**9. Effective Dates** (Conflict of interest statements must be submitted to the governmental entity prior to final action on the contract or purchase.):

Date Submitted	Date of Action on Contract or Purchase

**10. Affirmation of Public Servant:** This disclosure was submitted to the governmental entity and accepted by the governmental entity in a public meeting to the governmental entity prior to final action on the contract or purchase. I affirm, under penalty of perjury, the truth and completeness of the statements made above, and that I am the above named public servant.

Signed: \_\_\_\_\_  
(Signature of Public Servant)

Date: \_\_\_\_\_

Within 15 days after final action on the contract or purchase, copies of this statement must be filed with the State Board of Accounts, Indiana Government Center South, 302 West Washington Street, Room E418, Indianapolis, Indiana, 46204-2765