

Composition of Board of Trustees Executive Committee

Bylaw Change Adopted on Second Reading

The Higher Learning Commission (HLC) Board of Trustees (“the Board”) adopted this bylaw change on second reading via electronic ballot on July 9, 2024.

Background

The composition of the Executive Committee of the HLC Board of Trustees is detailed in the HLC Bylaws. The committee currently consists of the Board chair, vice chair, treasurer and chairs of all standing Board committees.

In order to enhance continuity on the Executive Committee, the adopted change expands the composition of the committee to include the immediate past chair of the Board. The immediate past chair would remain on the Executive Committee for one year.

HLC circulated these policy changes to the membership and other interested parties after the Board’s February 2024 meeting. No comments were received warranting changes in language. However, HLC edited the bylaw language to include a reference to the Trustees Policy Manual.

Implementation

This bylaw is effective immediately.

Adopted Bylaw Change

Wording that was deleted or revised is shown as strikethrough (~~old wording~~); new language, whether through addition or revision, is shown in bold (**new wording**). Wording that was moved is shown with a double underline in its new location (moved to) and a double strikethrough in its previous location (~~~~moved from~~~~). Changes between first and second reading, other than minor editing, are indicated in italics (*new wording, old wording*). These revisions have been made on HLC’s website at hlcommission.org/about-hlc.

Article VIII: Committees of the Board

Section 1. Executive Committee.

There shall be an Executive Committee of the Board consisting of at least five (5) Trustees. ***This could include, as detailed in the Trustees Policy Manual, including*** the chair, vice chair, treasurer, **immediate past chair**, and chairs of all standing Board committees. The Executive Committee is authorized by the Board to act for the Board between meetings of the Board, except in such areas excluded by these Bylaws or Board policy. However, the Executive Committee may not act for the Board on the following: taking actions on member institutions; employing or terminating the chief executive officer; approving or revising policy; altering the Board-established budget; initiating litigation; filling vacancies on the Board or on any of its committees; electing or removing any Trustee officer or Trustee; or taking any other action expressly prohibited by law. All actions by the Executive Committee shall be reported to the Board no later than at its next meeting.