

Composition of Board of Trustees Executive Committee

Proposed Bylaw Change Approved on First Reading

The Higher Learning Commission (HLC) Board of Trustees (“the Board”) approved this bylaw change on first reading at its meeting on February 29, 2024.

Background

The composition of the Executive Committee of the HLC Board of Trustees is detailed in the HLC Bylaws. Currently, the committee 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 proposed change would expand the composition of the Executive Committee to include the immediate past chair of the Board. As the term of the chair is typically two years, the immediate past chair would also typically remain on the Executive Committee for two years, at which point there would be a new immediate past chair.

Comments Invited

HLC invites comments on this change before the Board takes final action at its meeting on June 27–28, 2024. Comments can be sent to policycomments@hlcommission.org. Comments are due by May 17, 2024.

Proposed 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~~~~).

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 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.