



## TRUSTEE TERM LENGTH

### Proposed Bylaw Change on First Reading

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The Higher Learning Commission (HLC) Board of Trustees (“the Board”) approved this policy on first reading at a scheduled special meeting on December 3, 2021.

#### Background

Currently, Trustees may only serve on the HLC Board of Trustees for six (6) years, unless their term is extended based on additional responsibilities. In all instances, a Trustee may not serve on the Board for longer than eight (8) years.

The Board would like to extend the total possible term length for Trustees to twelve (12) years. Additionally, the Board would like to simplify the criteria and process for when a Trustee may serve additional terms beyond their initial four (4) year term.

Allowing for longer service by Trustees will promote continuity in HLC’s commitment to diversity, strategic oversight, and decision-making for the Board.

#### Comments Invited

HLC invites comments on these changes before the Board takes final action at its meeting on February 24– 25, 2022. Comments can be sent to [policycomments@hlcommission.org](mailto:policycomments@hlcommission.org). Comments are due by February 7, 2022.

#### Proposed 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**).

### ARTICLE V: Membership of the Board of Trustees

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#### Section 3. Terms of Office

Each Trustee shall serve a term of four (4) years with an option to extend for **subsequent** two (2) years **terms** upon approval of the Board, for a total of **no more than twelve** (12) ~~six~~ years. ~~In the following two circumstances trustees may be asked to serve an additional two (2) years, beyond the six years, for a total of eight (8) years on the board:~~

~~Trustees who are appointed by the Board to fulfill an extended responsibility may need to have their term extended an additional one (1) or two (2) years to meet that responsibility, but only so that their total time on the Board does not exceed eight (8) years.~~

~~Upon approval of the Board, trustees who are elected vice chair/secretary or chair of the Board may serve a total of eight (8) years on the Board. This extension may occur during or after the end of their term as officer, but only so that their total time on the Board does not exceed eight (8) years.~~

A person who is appointed Trustee to fill a vacancy on the Board shall serve the remainder of the uncompleted term. Terms shall begin on September 1. Except in cases of removal or resignation, a Trustee completing a term of office shall serve at the Board's discretion until an elected successor assumes office. No person shall be appointed or reappointed or elected to a term or a portion of a term as a Trustee if by completion of that appointment the person will have served more than ~~eight (8)~~ **twelve (12)** years as a Trustee.

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## Section 6. Vacancies.

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A Trustee appointed to fill a vacancy may stand for election to a full term if nominated by the Nominating Committee provided such election does not extend the Trustee's service beyond the ~~term eight (8) year~~ **limit as defined in Section 3 of this Article.**

## ARTICLE VIII: HLC Officers

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### Section 2. Terms of Office

The term of office of the chair and the vice-chair/secretary shall be two (2) years, commencing on September 1 following their election. When a Trustee is elected as an officer, the term of that person as a Trustee shall, upon approval of the Board, be extended to ~~eight (8) years~~ **as so long as that person otherwise meets the requirements for service as a Trustee and does not otherwise exceed the term limit as defined in Article V, Section 3.**