

# JACKSON THEOLOGICAL SEMINARY

*Board Manual*  
*Policies, Procedures and Bylaws*  
**2020-2021**



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# **INSTITUTIONAL VISION AND MISSION**

## **VISION**

Jackson Theological Seminary is a global academy, providing biblical foundations for Christian ministries that serve, transform and liberate communities.

## **MISSION**

Jackson Theological Seminary is an educational community preparing people for service to the local church and the broader community through transformative teaching and training. The faculty, administration and staff are committed to preparing students for effective Christian leadership in pastoral and ministerial service.

## **PURPOSE**

The purpose of this document is to describe the governance of Jackson Theological Seminary Board of Trustees, including its board structure and management policies.

## **MISSION STATEMENT**

It is the policy of Jackson Theological Seminary Board of Trustees to annually review and adopt a clearly articulated mission statement, which guides the Seminary's work. This statement shall describe why the Seminary exists and what it hopes to accomplish. The Board shall also develop business and strategic plans that describe that describe whom, where and what activities that the Seminary will undertake, where, and for whom.

## **BIBLICAL FOUNDATION STATEMENT**

Jackson Theological Seminary as a part of the African Methodist Episcopal Church, believes and affirm that the Bible is the Word of God and that the "Holy Scriptures" contains all things necessary to salvation. The Bible is primary, authoritative, foundation in all matters of faith and practice. There is nothing like the written Word of God for showing the way to salvation through faith in Christ Jesus. Every part of Scripture is God-breathed, showing us truth, exposing our rebellion, correcting our mistakes, and training us to live the way God intended. In the name of the Holy Scriptures, we do understand those canonical books of the Old and New Testament, of whose authority was never any doubt in the Church. We do believe and affirm the Apostle's Creed.

## **INSTITUTIONAL GOALS AND OBJECTIVES**

1. The seminary shall prepare students for careers and service in Christian Ministry for local church and global Christian ministry.
2. The seminary shall promote and prepare academic and theological excellence and scholarship through teaching and training of students for the Bachelor of Arts in Biblical Studies and the Master of Divinity degree programs.
3. The seminary shall educate, encourage, and engage students from varied spiritual, ethnic, cultural, male/female and students with physical handicaps to encourage diversity and inclusiveness at the seminary.

4. The seminary staff, faculty and Board of Trustees shall encourage solicitation of grants, aid, federal funding, research procedures and practices to establish and enhance funding and scholarship for deserving students.
5. The seminary shall promote and encourage professional development of its faculty and staff to insure relevant, realistic and reliable instruction and training for all students.
6. The seminary shall sponsor a wholistic, inclusive and involved teaching, training, and learning environment, where all are encouraged to participate, grow and develop in Christian faith and service.

## **DISCRIMINATION FREE ENVIRONMENT**

Jackson Theological Seminary admits students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered programs.

## **ORGANIZATIONAL DOCUMENTATION**

The Board shall ensure that the Seminary is organized and operated exclusively for the exempt purposes defined in its organizational charters, articles, bylaws, and related documents.

## **GOVERNING BODY**

The Governing body of Jackson Theological Seminary is its Board of Trustees. The Board shall be charged to maintain a coeducational Christian Seminary, where students may secure a sound theological education. The seminary shall also provide for the delivery and holding of worship, lectures, exhibitions, public meetings, classes and conferences, calculated directly or indirectly to advance the cause of theological education, as the Board of Trustees acting through their duly authorized officials may deem proper; and further to promote Christian learning and piety; to confer, the Bachelor of Arts Biblical Studies degree completion diplomas and the Master of Divinity diplomas as offered at the Seminary.

## **BOARD RESPONSIBILITIES**

The Board is responsible for the leadership and control of Jackson Theological Seminary. This includes, but is not limited to, policy making and review, board appointments, strategic plan approvals, budget and funding approvals, significant expenditure approval, and annual review of the seminary's policies, procedures, and internal controls. "No Trustee Board member designated as ex-officio will be a voting member unless the Board requires a tie to be broken by the Chairperson, (who will typically be ex-officio)."

The Board has delegated responsibility for the management of Jackson Theological Seminary to the President/Chief Executive Officer (CEO). The following are the chief responsibilities of the Board of Trustees:

1. The Board reviews the performance achieved by the seminary's management and instigates change if necessary.
2. The Board approves the religious educational programs.
3. The Board ensures the well-being of the faculty, students, and staff.

4. The Board ensures adequate financial resources and management of all financial resources.
5. The Board preserves institutional autonomy.
6. The Board interprets the campus to the community.
7. The Board interprets the needs of society to the campus.
8. The Board serves as a court of appeal.
9. The Board annually reviews its own performance and initiates improvement measures as necessary.
10. The Board approves executive compensation plans.

## **CONFLICT OF INTEREST POLICY**

1. Board members have a fiduciary duty to conduct themselves without conflict to the interests of Jackson Theological Seminary. In their capacity as Board members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Jackson Theological Seminary.
2. A conflict of interest is a transaction or relationship which presents or may present a conflict between a Board member's obligations to Jackson Theological Seminary and the Board member's personal, academic, business or other interests.
3. Full disclosure of all actual and potential conflicts, and a determination by the disinterested Board or Jackson Theological Seminary Executive Committee members (Chairperson, Seminary President and the Board Parliamentarian. If the Parliamentarian is in question, a third member from the Board will be appointed who is not affiliated to the situation at hand) – with the interested Board member(s) recused from participating in debates and voting on the matter – are required.
4. All actual and potential conflicts of interests shall be disclosed by Board members to the Trustee Board's Executive Committee through documentation disclosing any existing or new conflict that arises. The disinterested members of the Trustee Board's Executive Committee shall decide as to whether a conflict exists and what subsequent action is appropriate (if any). The Trustee Board's Executive Committee shall inform the Board of such determination and action. The Board shall retain the right to modify or reverse such determination and action and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.
5. All Board members shall be provided with a copy of this policy and required to complete and sign the acknowledgment and disclosure form below. All completed forms shall be provided to and reviewed by the Jackson Theological Seminary Executive Committee, as well as all other conflict information provided by Board members.

## BOARD MEMBERS

NAME	POSITION	CONFERENCE	ADDRESS	EMAIL
BISHOP MICHAEL MITCHELL	Ex-Officio Chairperson	ARKANSAS	Little Rock, AR	<a href="mailto:bishopmitchell134@gmail.com">bishopmitchell134@gmail.com</a>
REVEREND CECIL WILLIAMS	Ex-officio/ CEO Member	EAST	1117 W. Pullen Street, Pine Bluff, AR. 71601	<a href="mailto:rev.cecilwilliamsjr@gmail.com">rev.cecilwilliamsjr@gmail.com</a>
REVEREND CHESTINE SIMS	Member	ARKANSAS	141 Grizzly Bear, White Hall, AR. 71602	<a href="mailto:chestinesims@gmail.com">chestinesims@gmail.com</a>
REVEREND TRUMAN TOLEFREE	Vice-Chair	ARKANSAS	2924 Shadow Creek Drive, Little Rock, AR. 72212	<a href="mailto:trumantolefree@att.net">trumantolefree@att.net</a>
MRS. TINA GRISSOM	Recording Secretary	ARKANSAS	4401 West 17th Street, Little Rock, AR. 72204	<a href="mailto:grissomtina@gmail.com">grissomtina@gmail.com</a>
REVEREND JOHNNY KELLEY	Member	EAST	P.O. Box 726, Marianna, AR. 72360	<a href="mailto:cjkelly@ipa.net">cjkelly@ipa.net</a>
REV. BILLY R. REDDICK	Member	EAST	196 Hill Road, Warren, AR. 71671	<a href="mailto:reddickfuneralhome@sbcglobal.net">reddickfuneralhome@sbcglobal.net</a>
DR. SHARON FLETCHER	Secretary	EAST	11514 Dogwood Forest Dr., Pine Bluff, AR. 71603	<a href="mailto:sharonfletcher10@msn.com">sharonfletcher10@msn.com</a>
REVEREND GERALD PATTERSON	Member	OKLA. STATE	3312 No. Maloney Dr., Oklahoma City, OK. 73121	<a href="mailto:gpatt002@aol.com">gpatt002@aol.com</a>
REVEREND ANGELA BREWSTER	Member	OKLA. STATE	1128 NE 16th St., Oklahoma City, OK. 73117	<a href="mailto:angelbrewster55@yahoo.com">angelbrewster55@yahoo.com</a>
REVEREND GREGORY C. NETTLES	Chaplain	WEST	317 Lakeside Ave., Camden, AR. 71701	<a href="mailto:gcnettles@yahoo.com">gcnettles@yahoo.com</a>
REVEREND CHARLENE BOONE	Member	WEST	227A Clubhouse Cir., Hot Springs, AR. 71901	<a href="mailto:cboone7145@aol.com">cboone7145@aol.com</a>
REVEREND KENT BROUGHTON	Treasurer	WEST	1221 Hwy. 425 So. #24, Monticello, AR. 71655	<a href="mailto:Brohamk2000@yahoo.com">Brohamk2000@yahoo.com</a>
REVEREND CLARENCE GUY	Parliamentarian	WEST	63 Wedgeside Dr., Little Rock, AR 72210	<a href="mailto:clarenceguy@sbcglobal.net">clarenceguy@sbcglobal.net</a>

# BYLAWS OF JACKSON THEOLOGICAL SEMINARY

## ARTICLE I

### *The Organization*

**Section 1.1.** The organization shall be known as the “Jackson Theological Seminary, Incorporated.”, “(JTS)” or “the Seminary” and shall be a school of the “African Methodist Episcopal Church”, “AMEC” under the auspices of the 12th Episcopal District.

**Section 1.2.** The Seminary is the legal entity. The Seminary shall not hold itself out to the public as an agent of the AME Church, nor the 12<sup>th</sup> Episcopal District, without the express written consent of the AME Church and the 12<sup>th</sup> Episcopal District.

## ARTICLE II

### *Order of Business*

**Section 2.1.** The following shall constitute the order of business for meetings:

- a. Devotion/Prayer
- b. Reading and Disposal of Minutes of the previous meeting
- c. Reports of Boards and Standing Committees
- d. Reports of Special (Select) Committees
- e. Unfinished Business and General Orders
- f. New Business
- g. Devotion/Prayer

**Section 2.2.** Members of the Board of Trustees shall have the option to transact business out of the regular order if desired. Whenever it is desired to transact business out of its order, it shall be necessary to suspend the rules.

## ARTICLE III

### *The Board of Trustees*

**Section 3.1.** The business and affairs of the Seminary shall be managed by the Board of Trustees in accordance with the rules, regulations and policies of the African Methodist Episcopal Church, and the terms and provisions of any participation agreement or arrangement to which the Seminary is a party with the staff institutions. In addition to the powers and authority expressly conferred upon it by these bylaws, the Board of Trustees shall exercise all such powers of the Seminary and do all such lawful acts as are not prohibited by law, by the articles of incorporation, the most current The Doctrine and Discipline of the African Methodist Episcopal Church printed or by these bylaws.

**Section 3.2** The number of trustees of the Seminary shall be not less than thirteen (13) nor more than nineteen (20). The Presiding Bishop of the 12<sup>th</sup> Episcopal District of the African Methodist Episcopal Church and the President of Jackson Theological Seminary shall be members of the Board of Trustees by virtue of their offices. The Bishop of the 12th Episcopal District shall serve as Chairperson by virtue of office and the remaining trustees shall be elected by each Annual Conference, annually. A person may serve as a trustee for 3 consecutive terms. Each trustee shall serve a term of



two years or, except in case of death, resignation, retirement, disqualification or removal, shall serve until the successor shall have been elected and qualified.

**Section 3.3.** Any trustee may be removed from office with or without cause by the affirmative vote of a majority of the members or the Board of Trustees. Removal action may be taken at any Board of Trustees meeting with respect to which notice, or such purpose has been given.

**Section 3.4.** A vacancy occurring in the Board of Trustees may be filled for the unexpired term by the Chair. A person removed from trusteeship shall not be named again for twenty-four months.

**Section 3.5.** Trustees shall not receive any stated compensation for their services as trustees, but by resolution of the Board may be reimbursed for their expenses of attendance and travel to the meetings of the Board.

**Section 3.6.** Every member of the Board will pay \$500.00 by April 5<sup>th</sup> each year while serving on the Board.

## ARTICLE IV

### *The Committees of Trustees*

**Section 4.1.** An Executive Committee (elected officers) of the Board of Trustees shall exist which shall have all of the powers and authority of the Board of Trustees, during the interim meetings of the full Board, except as otherwise provided by law. Such Executive Committee shall not have the power to amend or repeal any resolution of the Board of Trustees which by its terms is not subject to amendment or repeal by the Executive Committee.

**Section 4.2.** The Executive Committee shall meet quarterly or at the call of the Chairperson. Meeting of the committee may be held at such place or places as the members of the Committee shall determine or as may be specified or fixed in the respective notices or wavers of such meetings. The Executive Committee must fix its own rules or procedures, including provision for a notice of its meetings. It shall keep a record of its proceedings and shall report those proceedings to the Board of Trustees at the next meeting of the Board, and all such proceedings shall be subject to revision or alteration by the Board of Trustees except to the extent that action shall have been taken pursuant to or in reliance upon such proceedings prior to any such revision or alteration.

**Section 4.3.** Committees may be formed directed by the Chairperson of the Board. The Chairperson will select its members. All committees shall include the appropriate staff members of Jackson Theological Seminary as a member of their committee.

## ARTICLE V

### *Meetings of the Board of Trustees*

**Section 5.1.** Regular Meetings of the Board of Trustees shall be bi-annually (Fall and Spring semesters). In addition, the Board of Trustees may schedule other meetings at the call of the Chairperson.

**Section 5.2.** Special meetings of the Board of Trustees may be called by a majority of the Board after due notice.

**Section 5.3.** Trustees may hold their meetings at any place. The Board of Trustees may from time to time establish for regular meetings or as is set forth in the notice of special meeting.

**Section 5.4.** Unless waived as contemplated, the Chairperson of the Board of Trustees, shall give notice to each trustee of each meeting stating the time, purpose and place of the meeting. Such notices shall be given by mailing the notices of

the meeting at least five (5) days before the date of the meeting, or by telephone, telegram, email or personal delivery at least three (3) days before the date of the time the notice is filed with the transmitting agency. Attendance at a meeting by a trustee shall constitute waiver of notice of such meeting, except where a trustee attends a meeting for the express purpose of objecting to the transacting of business because the meeting is not lawfully called.

**Section 5.5.** At meetings of the Board of Trustees, the number necessary to constitute a quorum for the transacting of business shall be those present after a legal call for meeting.

**Section 5.6.** Except as otherwise provided in this section or bylaw, the actions of a majority of the trustees present at a meeting shall be the act of the Board of Trustees. Adoption, amendment and repeal of a bylaw is provided for in Article X of these bylaws. Vacancies in the Board of Trustees may be filled as provided in Section 3.4 of these bylaws. Removal of a trustee requires the vote set forth in Section 3.3.

**Section 5.7.** Any action required or permitted to be taken at any meeting of the Board of Trustees may be taken without a meeting if a written consent thereto shall be signed by all of the trustees then in office and such written consent is filed with the minutes of the proceedings of the Board. Such consent shall have the same force and effect as a unanimous vote of the Board of Trustees.

**Section 5.8.** A meeting of the Board of Trustees may be adjourned by a majority of the trustees present to reconvene at a specific time and place. It shall be necessary to give notice of the reconvened meeting or of the business to be transacted other than by announcement at the meeting which was adjourned. At any reconvened meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting which was adjourned.

## ARTICLE VI

### *Officers*

**Section 6.1. *Qualifications.*** Any member of the Board of Trustees shall be eligible to be elected to office. A member of the Board does not have to be a member of the African Methodist Episcopal Church in order to be elected to office. At-large members elected by the Board shall occupy the same status as members of the Board who are elected by an annual conference. The Presiding Bishop who serves as chair of the Board and ex-officio member, all duly elected officers, and all committee chairpersons shall be qualified to serve on the Executive Committee.

**Section 6.2. *Positions.*** The officers of the Board of Trustees shall be the Chair of the Board “ex-officio”, Vice Chair of the Board, Recording Secretary, Assistant Recording Secretary, Treasurer, Chaplain and Parliamentarian. The President/CEO of Jackson Theological Seminary shall be ex-officio member.

**Section 6.3. *Election and Term of Office.*** The officers shall be elected or appointed for a term of two years or the length of the term of the trustee, to fill vacancies, at the first meeting of the Board following the series of annual conferences for the Twelfth Episcopal District of the African Methodist Episcopal Church. If the election is not held at such meeting, then the election shall be held as soon thereafter as possible. Each officer shall hold office until a successor has been duly elected and qualified. Election or appointment to office shall not of itself create contractual rights. The majority of members of the Board of Trustees shall constitute a quorum, and the affirmative vote of a majority of the members present shall be necessary for any person to be elected.

**Section 6.4. *Removal from office and Resignations.*** The following procedures(s) shall apply to, Removal and Resignations.

**Removal.** Any officers may be removed by a two-thirds vote of the Board of Trustees whenever in its judgment the best interests of the Seminary will be served thereby. Such removal, other than for cause, shall be without

prejudice to any contractual rights of the person so removed. A person removed from trusteeship shall not be named again for twenty-four months.

**Resignations.** Any officer of the Board of Trustees may resign at any time by giving a written notice of such resignation to the Chair of the Board. Unless otherwise specified, such resignation shall take effect upon receipt by the Chair of the Board.

**Section 6.5.** Any interim vacancy of office shall be filled by the Board of Trustees upon official notification that the vacancy has occurred, and the chair of the Board has acknowledged receipt of such vacancy. The affirmative vote of a majority of the remaining members shall be necessary for filling all vacancies. A vacancy occurring in the Board of Trustees may be filled for the unexpired term by the Chair.

**Section 6.6.** Trustees shall not receive any stated compensation for their services as trustees, but by resolution of the Board may be reimbursed for their expenses of attendance and travel to the meetings of the Board.

## ARTICLE VII

### *Duties of the Officers*

**Chairperson of the Board:** The Chairperson of the Board of Trustees shall preside at meetings conducted by both the Board of Trustees and the Executive Committee. The chair shall appoint chairpersons of all committees as may be necessary to conduct the business of the Board. The Chairperson or designee will conduct formal orientation and training process for new Governing Board members. The New Member Orientation entails the following:

- a. Extensive reviews of the Board Manual (History, Board Roles and responsibilities, Board Committees, List of Board Members).
- b. Approved Budget for the current Fiscal Budget
- c. Most recently monthly financials
- d. Most Recent Audited Financial Statement

The chair shall have general supervision and direction of all activities of the Board of Trustees and shall be limited only by the powers specified in the Charter and these by-laws.

**Vice-Chairperson of the Board:** The Vice Chair of the Board of Trustees shall serve in the absence of the chair of the Board. The Vice-Chair shall plan, evaluate and promote the activities of the Board of Trustees under the direction of the chair if the opportunity to serve becomes a reality.

**Recording Secretary:** The Recording Secretary shall keep accurate records of the business of the Board of Trustees and the Executive Committee, and under the direction of the Chair of the Board, shall perform all other duties common to such office. The Recording Secretary shall make available duplicate copies of all materials for the Board's consideration, including the publication of minutes. All minutes shall be published by the recording secretary and distributed at least four (4) days prior to the next meeting.

**Assistant Recording Secretary.** The Assistant Recording Secretary shall assist the recording secretary in keeping all records, and in the absence of the recording secretary, shall perform all other duties assigned to the Recording Secretary.

**Treasurer.** The Treasurer shall cooperate with the Chair of the Board in setting up the budget and shall work closely with the President of the Seminary. The Treasurer shall use approved accounting procedures at all times. All checks shall be signed by the Treasurer and another member designated by the Board. The Treasurer shall only write checks that have been ordered by the chair. The Treasurer shall receive all monies and disburse the same upon authorization of the Chair as approved by the Executive Board and/or the Board of Trustees. The Treasurer shall keep accurate records and

give an itemized report at each board meeting. The Treasurer shall be bonded and said bond shall be held by the Secretary or other designated official.

**Chaplain.** The Chaplain, or appointee, should open all meetings with an invocation of divine blessing upon the Seminary and governing board. The Chaplain is of the Christian faith and has had training in the area (i.e. clergy member or an ordained minister of faith).

**Parliamentary.** The Parliamentarian is responsible for the ensuring Robert Rules of Order and the proper procedures are used for conducting Board meetings. Parliamentarians are responsible for ensuring bylaws, procedures and policies are properly followed.

## ARTICLE VIII

### *Indemnification*

**Section 8.1.** Each trustee, officer, employee and or volunteer worker of this Seminary shall be indemnified by the Seminary against those expenses which are allowed by Arkansas law and which are reasonably incurred in connection with any action suit or proceeding, pending or threatened, in which such person may be involved by reason of their being or having been an officer or trustee of this Seminary. Such indemnification shall be made only in accordance with the laws of the State of Arkansas and subject to the conditions prescribed therein.

The Seminary may purchase and maintain on behalf of any such person(s) insurance against any liabilities asserted against such persons whether or not the Seminary would have the power to indemnify such officers and trustees against such liability under the laws of the State of Arkansas.

## ARTICLE IX

### *Fiduciary Responsibilities*

**Section 9.1.** The Board of Trustees is authorized to fix the fiscal year of the Seminary and to change the same from time to time as it deems appropriate.

**Section 9.2.** Not later than two months after the close of the fiscal year, the Seminary shall prepare (a) a balance sheet showing in reasonable detail the financial condition of the Seminary as of the close of the fiscal year, and (b) a profit and loss statement showing the results of the Seminary's operations during its fiscal year.

**Section 9.3.** The President of the Seminary must submit quarterly financial reports to the Board of Trustees and should be reviewed accordingly, to ensure fiscal viability and health of the Seminary.

**Section 9.4.** The President of the Seminary must present a proposed budget annually for review and approval prior to the commencement of the fiscal year. The annual operating budget of the Seminary is the statement of planned operating revenues and expenses for the fiscal year (July 1 through June 30). Development of the annual operating budget for Board Approval shall occur no later than April of the current fiscal year. The budget shall summarize estimated expenditures by source. Expenditure authority is granted to the President upon Board approval of the Budget. Budgeting at the Seminary is a continuous process that is carried out at all levels of management. The President and the Chief Financial Officer "CFO" are both responsible for managing the budgeting process ensuring adoption by the Board of Trustees. The President/CEO of the Seminary and the CFO are both responsible for initiating the preparations of the annual budget during the strategic planning process. The Chief Financial Officer (CFO) of the Seminary is responsible for developing the budgeting policies and procedures. The annual budget shall be organized by the following revenue sources (where applicable): Tuition and Fees, Connectional Support, Episcopal District Support, Fundraising,

Unrestricted Gifts and Donations, Restricted Funds, Grants and Scholarships, Investment Income. The following expense groups shall be included (where applicable) in the annual budget: Staff Positions, Fringe Benefits, Insurance and Taxes, Consulting and Professional Fees, Rent, Supplies, Equipment, Telephone and Communications and Contingency.

## ARTICLE X

### *Amendments*

**Section 10.1.** The Board of Trustees shall have power to alter, amend or repeal these bylaws or adopt new bylaws.

**Section 10.2.** Action by the Board of Trustees with respect to bylaws shall be taken by affirmative vote of a majority of the Board of Trustees.

**Section 10.3.** Robert's Rules of Order are to be applied where these bylaws are deficient.

## ARTICLE XI

### *Code of Conduct*

**Section 11.1.** The Staff of this Seminary is expected to adhere to the following Jackson Theological Seminary's Code of Conduct required for participation in this Seminary which serves to assure public confidence in the integrity and service of preparing future religious leaders and supporters.

This Code of Conduct of the Jackson Theological Seminary is intended as a guide to staff in their activities with the Seminary and with other Staff.

- A. Member of the Staff shall not engage in any business or transaction or have any financial or private interest which creates a conflict of interest with the Seminary.
- B. A primary mission of the Association is to promote the field of human resources management and to foster the professional development of its staff. The free and open flow of communications between staff must be treated with the utmost professionalism and confidentiality, should demonstrate the highest level of professional ethics by refraining from the use of staff for purposes of direct or person business solicitation or promotion.
- C. No staff will engage in activities which would serve to bring JTS into disrepute.
- D. No guests at JTS functions will be allowed to engage in activities not permitted by the staff without the express authorization of the Executive Board or the Chairperson. Staff are responsible for the conduct of their guests at Seminary functions.
- E. The Seminary shall not be represented as advocating or endorsing any issue unless approved by the Board of Trustees.
- F. Any breach of this Code shall be referred to the Board of Trustees for possible action.

### ARTICLE XII

### **Dissolution**

In the event of the Seminary's dissolution, the remaining assets, after Seminary expenses have been paid, will accrue to the 12<sup>th</sup> Episcopal District of the African Methodist Episcopal Church.

## ARTICLE XII

### *Responsibilities and Evaluation of the President*

**Section 12.1.** The president's responsibilities shall be centered around the following nine (9) areas:

1. Ability to relate to the Board of Trustees
2. Ability to reasonably interpret and execute board policy and procedures
3. Academic management and leadership
4. Administrative management and leadership
5. Fiscal management and leadership
6. Fundraising skills with the ability to attract new money
7. Ability to provide leadership in effecting and implementing a strong student recruitment program
8. Ability to provide leadership in the recruitment of outstanding faculty and staff
9. External relations and the ability to work with people.

**Section 12.2.** The Board of Trustees shall annually conduct a formal evaluation regarding the performance of the President/CEO.

## ARTICLE XIII

In an effort to understand the attitudes and perceptions about the Seminary and determine initiatives for improving leadership performance and effectiveness, the Board of Trustees are invited to annually complete a Board Self-Evaluation Assessment. The Board evaluate itself by assessing the following areas:

- **Leadership.** This evaluates the effectiveness of Board leadership, including the Officers and Members. It examines how the leaders were chosen, the skills and experiences the individual brings to bear, their leadership style, and their areas of knowledge and expertise.
- **Effectiveness and Involvement.** This evaluates how the board meetings are conducted. They should note whether the meetings are organized for maximum productivity and the effective exchange of ideas. This includes which Trustees participate and how decisions are made and whether the Trustees encourage the full participation of all members.
- **Professionalism.** This evaluates how board members interact, including who participates and how decisions are made. It is important to note the manner in which the Trustees contribute. In particular, the evaluation process should review the behaviors that Trustees adopt in interacting with others. Encouraged are positive behaviors, which include asking the right questions, building on others' points of view, framing content in a constructive fashion, and staying engaged.

## The Board Self-Evaluation

**Section 13.1.** The purpose of the Board self-evaluation is to identify A self-evaluation form will be distributed to all Board members, annually (in the Spring, Board Meeting, with results being discussed during the fall board meeting). The following process will be used:

<b>RATING SCALE</b>			
<b>4 = Excellent 3 = Acceptable 2 = Need Improvement 1 = Unsatisfactory 0 = Unknown</b>			
<b>QUESTION</b>	<b>Yes/No</b>	<b>Ratings</b>	<b>Comments/Suggestions</b>
1. Board meeting are conducted in a manner that the purposes are achieved effectively and efficiently.			
2. board member are punctual to and attend all meetings to conclusion.			
3. The Board reviews agenda materials and it prepared for Board meetings.			
4. Board members respect the opinions of on another.			
5. Discussions are structured so that all members have an opportunity to contribute to the decision.			
6. Board members have adequate information upon which to base decisions.			
7. The Board reaches decisions o the basis of study of all available background data and consideration of the recommendation of the President.			
8. The Board members receive an orientation to rules and responsibilities and the institution's mission and policies.			
9. Board members are knowledgeable about community college and state related issues.			
10. The board acts as an advocate for the college.			
11. Board members participate actively in community affairs.			
12. The board keeps the President informed of community contacts.			
13. the Board shows its support for the college through members attending various events.			
14. The Board is sensitive to the concerns of student and employee while maintaining impartiality.			
15. The Board is knowledgeable abut the college's history, values, strengths and weaknesses.			
16. Members of the Board reflects Board policy in individual answers to public questions and in public statements.			
17. The board reflects the interest of the college.			
18. The Board has processes in place for appropriately involving the community in relevant decisions.			
19. The Board helps promote the image of the college in the community.			
20. The Board agendas focus on policy issues that relate to Board responsibilities.			
21. Agenda include legislative and state policy issues that will impact the District.			
22. Board meeting include some education or information time.			
23. The Board is involved in and understand the budget process.			
24. Board meetings provide adequate time for discussion.			
25. The board gives adequate attention to the mission and goals of the college.			
26. The Board gives adequate attention to future planning.			
27. The Board has a procedure for annual evaluation of the President.			
28. The Board provides appropriate commendations for college employees.			
29. The Board demonstrates a good understanding of collegial consultants and related processes.			
30. In general, what rating does the Board as a whole deserves?			