

**NORTHWEST ARKANSAS COMMUNITY COLLEGE  
SPECIAL BOARD OF TRUSTEE MEETING  
Friday, August 31, 2012**

**MINUTES**

Chair Alex Vasquez called the Special Board of Trustees of NorthWest Arkansas Community College meeting to order on Friday, August 31, at 7:05 a.m. in the Burns Hall 3<sup>rd</sup> Floor Conference Room.

**Members Present:** Alex Vasquez (Chair), Joe Spivey, Randy Lawson, Mark Lundy, Joan Clifford, Ric Clifford, Johnny Haney, Mike Shupe

**Also in Attendance:** Dr. Becky Paneitz

**CONSIDERATION OF REQUEST BY MARTY PARSONS FOR AN APPEAL OF HIS TERMINATION UNDER NWACC POLICY & PROCEDURE 2-7-4 (3)(D)**

Mr. Vasquez told the Board Mr. Marty Parsons was represented by Mr. Brandon Cate. Mr. Vasquez asked if Mr. Cate or Mr. Parsons had any other information they wanted to give the Board in addition to the letters from Mr. Cate. Mr. Cate said in terms of the request for an appeal everything is stated in their previous letters. He said they believe there were no grounds for Mr. Parsons's termination as stated in the letters and he would like to be granted an appeal.

Mr. Marshall Ney, Legal Council for the College and the Board, told the group he agreed the determination needed to be made as to whether Mr. Parsons' appeal should be granted by the Board. He said Mr. Cates only points the Board to half of the rule. He said the rest of the rule says that any appeal to the Board of Trustees must contain specific evidence, not just opinion, of a conflict of interest in the specific matter of the dismissal.

Mr. Ney said the Board is governed by policy management, not day-to-day management of the College. He said this can be seen in the Board Manual in many places such as provision 3.2. He said provision 3.2 discusses the decisions of the Board should be collective rather than individual and future view rather than looking to the past or present. He said rule 304 empowers the Board to hire the President for day-to-day management of the college. He said in three different rules the manual states the Boards sole connection to the College is through the President. He added the President has the authority to run the College on a day-to-day basis. He said this can be found in rule 202, 204, and 205.

Mr. Ney went on to say that rule 400 states the Boards sole official connection to the operational organization, its achievements, and its conduct will be through the Chief Executive Officer, titled the President. He said that there is a delegation of authority to the president in Rule 405. He said this rule states the Board gives delegation to the president is to establish all policies, make all decisions, take all actions, establish all practices and develop all activities. In subdivision 5 in rule 405 it specifically and expressly delegates to the president the responsibility of employment decisions.

Mr. Ney said it would take an extraordinary circumstance for an employment decision to come to the Board. He said the Board should not be and should not desire to be involved in every employment decision. He said the policies and procedures for the College state that three prerequisites should be met before the board is involved in an employment decision. He said first and second, there should be specific evidence, not just opinion that the decision maker acted with a conflict of interest. He said the last prerequisite is that the specific evidence of conflict of interest related to the specific matter of dismissal.

Mr. Ney told the Board no specific evidence has been brought forward to show a conflict of interest. He said Mr. Parsons and Mr. Cate have not offered any facts that would evidence a conflict of interest. He said in Mr. Cate's first letter he said the conflict of interest was the President acted without all the facts. Mr. Ney told the group that was not a conflict of interest. He said by the third letter Mr. Cate stated that the President acted without all the information and also had an apparent personal vendetta against Mr. Parsons. He added there is no specific evidence given to support this claim. He said there is no evidence of a conflict of interest in the matter of this dismissal.

Mr. Ney recommended to the Board that the request for appeal be denied. He said the Board does not want to set precedence that every time an employee is terminated that it becomes the arbiter of the dispute. He suggested the Chair entertain a motion to accept an appeal or not to accept an appeal. He said if an appeal was granted the Board would need to discuss what the appeal would look like.

Mr. Ney said the Board needed to decide if there was specific evidence of a conflict of interest specific to the matter. He said if so, they should provide an appeal. He said if not, they should not provide an appeal. Mr. Vasquez asked if Mr. Glenn Kelley had anything to add to Mr. Ney's information to the Board. Mr. Kelley said he concurred with his analysis and his recommendation to the Board.

Mr. Cates said he believes there was a conflict of interest. He said Mr. Parsons was not notified of the grounds of termination. He said the President relied on one version of facts and did not give Mr. Parsons the opportunity to explain his side of the story. He said he did not believe it would set a negative precedent for the Board to hear an appeal. He added this is an extraordinary circumstance. He said Mr. Parsons would like the opportunity to be heard.

Mr. Vasquez said he would like to entertain a motion with regard to whether Mr. Parsons has provided specific evidence, not just opinion, of a conflict of interest in the specific matter of dismissal. Mr. Haney moved that the Board give Mr. Parsons a hearing. Mr. Shupe seconded the motion. Mr. Haney asked for a copy of the College policies on these matters. Mr. Ney gave Mr. Haney a copy of the policy referred to in the discussion. Mr. Shupe said he did not receive the College policies.

Mr. Spivey said it seemed that the Board is a Policy Governance Board first and if the Board supported this appeal there would be possible conflict as there has been no proof. Mr. Ney said he agreed. He said he thinks that if the appeal is accepted the Board would violate its own policy. Mr. Haney said there

have been a number of times the Board does not follow the Board policies. Mr. Vasquez said our own policies, College policy, and law is what governs the Board. Mr. Shupe said he believes the Board has the power to violate their policy. Mr. Vasquez disagreed. Mr. Ney said the Board has the power to change its style of governance. He added that he does not agree that the Board has the authority to violate its existing policy. Mr. Vasquez then stated he wanted all Board members to have an opportunity to speak if they wanted, but were not required. Mr. Vasquez then asked for a vote on the motion.

**Consideration of Request by Marty Parsons for an Appeal of his Termination**

Mr. Haney moved and Mr. Shupe seconded a motion to approve the request by Marty Parson for an appeal of his termination. After Board discussion, Mr. Vasquez asked for a vote on the motion by rising of right hands. Mr. Haney and Mr. Shupe voted yea. Mr. Vasquez, Mr. Spivey, Mr. Lawson, Mr. Lundy, Ms. Clifford, and Mr. Clifford voted nay. The motion failed and the appeal was denied.

**ADJOURNMENT**

The meeting adjourned at 7:28 a.m.

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Mr. Alex Vasquez, Chairperson

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Mr. Randy Lawson, Secretary