

CONSENT AGENDA NO. 6A-1

Approval of Minutes of the August 28, 2018 Work Session

It is recommended that the Board approve the minutes of the August 28, 2018 Work Session.

A Work Session of the Board of Trustees of Dallas County Community College District was held Tuesday, August 28, 2018, beginning at 12:32 p.m. in the lower level, room 036. The meeting was convened by Chair Diana Flores.

Board Members and Officers Present

Ms. Monica Lira Bravo
Ms. Charletta Rogers Compton
Ms. Diana Flores (chair)
Mr. Wesley Jameson
Dr. Joe May (secretary and chancellor)
Mr. Phil Ritter
Mr. JL Sonny Williams
Ms. Dorothy Zimmermann

Members Absent

None.

1. Certification of Notice Posted for the Meeting was confirmed by Chancellor Joe May.

2. Discussion Regarding Separate Legal Counsel for the Board

Presenter: Professor Becky Gregory, SMU Dedman School of Law

Rob Wendland introduced Prof. Gregory, who he asked to come speak to address the question raised by some members of the Board regarding whether or not the Board required separate legal counsel as a general proposition, as well as concerns regarding reporting structure and confidentiality. Prof. Gregory stated that it is her intent to give a general legal overview with respect to the applicable ethical rules and considerations, cost implications and other information to help inform the Board, not to dispense specific legal advice. She provided the Board with copies of the Texas Disciplinary Rule of Professional Conduct which is the seminal rule of professional responsibility which governs such matters. Prof. Gregory explained that the Rule provides that it is the role of lawyers employed or retained by an organization, to report to and represent the entity - not exclusively the governing body or Board

which is a constituent element of the entity. Prof. Gregory discussed that, unless there is a conflict of interest in dual representation of both the entity and a member of the Board, the Rule does not prohibit an attorney from representing both the Board and the entity and that to institute such a practice would result in unnecessary expense and duplication of effort. Prof. Gregory advised the Board that she specifically discussed the question with the General Counsel of SMU, Paul Ward, who has served as General Counsel at a number of institutions of higher education and has served in the past as President of the National Association of College and University Attorneys. Mr. Ward told Prof. Gregory that it was not common for a Board to have separate counsel, that he serves as counsel to both SMU and its Board of Trustee, and that in his experience with many institutions of higher education across the country, none operate in the manner in which their Boards have their own separate legal counsel when no conflict of interest situation is present.

Chair Flores and members of the Board continued to discuss questions and concerns regarding confidentiality with Ms. Gregory and Rob Wendland.

Trustee Compton had concerns regarding confidentiality. Rob reaffirmed that he represents DCCCD as the entity not the Board as individuals.

Chair Flores affirmed that the Board will not move forward to request that Legal Counsel to report to the Board, nor for the Board to have their own Legal Counsel and confirmed the consent of the Board in that regard.

Chair Flores requested that Rob share with the Board current policy regarding Legal Counsel, responsibilities and obligations. These will be included in the October agenda packets for Trustees.

Rob and the Board thanked Prof. Gregory for her time.

3. Executive Session

An Executive Session was not held.

4. Adjournment

The Work Session adjourned at 1:21 p.m.