

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-1

Updated: May 10, 2013

Policy Title: OPPORTUNITIES AND REWARDS OF REGENTS

Opportunities for Regents to be of service to many thousands of people whom Life Chiropractic College West serves are numerous and rewarding. Regents have the opportunity to stimulate local interest and support of Life Chiropractic College West and the profession, in addition to promoting progressive improvement in Life Chiropractic College West. Their influences will long be felt.

Regents acquire interest in and understanding about Life Chiropractic College West by participating in decisions that only they can make. Such participation provides many opportunities for Regents to educate the citizenry about the profession, Life Chiropractic College West, and its overall program, by providing sound policies and seeing these policies are executed.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2
Updated: February 19, 2014
Policy Title: STATUTORY FRAMEWORK

The body of statutory law which governs the duties and responsibilities of Regents of a nonprofit corporation in California is known as the California Nonprofit Corporation Law, and is found in the California Corp. Code 5000 and following. The law defines the "Board of Directors" as the group of persons vested with the management of the affairs of the corporation, irrespective of the name by which such group is designated. Life West has elected to designate its directors as "Regents," so wherever the word "director" appears in the California Nonprofit Corporation Code, in the case of Life West, that term is interchangeable with the term "Regent."

No limitation upon the authority a Regent would have in the absence of such limitation, whether contained in the Articles of Incorporation, By Laws or otherwise, shall be effective against persons, other than members and Regents, who are without actual knowledge of such limitation. This portion of the law means that if there is a limitation upon the authority of a Regent to function as a Regent, that limitation is not binding upon third parties outside Life West, who are without actual knowledge of any such limitation.

In order to serve as a Regent, a person must be eighteen (18) years of age or over, but need not be a resident of California or a member of the corporation unless the Articles of Incorporation or By Laws so require. There is no such limitation in the Articles of Incorporation or By Laws of Life West, nor is there any other provision which prescribes additional qualifications for a Regent. Regents also have the authority to fix their own compensation for services as Regents unless otherwise provided in the Articles of Incorporation or By Laws. Regents are prohibited from receiving such compensation as per the By Laws and Articles of Incorporation.

There must be at least (7) Regents. The initial Regents, who are named in the Articles of Incorporation, continue to hold office until the first annual election of Regents, or for such other period as may be specified in the Articles of Incorporation or By Laws. Thereafter, Regents are elected or appointed in the manner and for the terms provided in the Articles of Incorporation and the By Laws. Staggered terms of office are permissible, and Life West has provided for staggered terms in its By Laws. A Regent may be removed from office pursuant to any

procedure provided therefore in the Articles of Incorporation or the By Laws.

Vacancies occurring on the Board of Regents must be filled in accordance with the Articles of Incorporation and By Laws, and if no mention is made regarding vacancies, a majority of the remaining Regents may elect a person to fill a vacancy.

Nonprofit corporations may have an executive committee or other committees, each consisting of three (3) or more Regents, and each of which, to the extent provided in the resolution creating such committee or in the Articles of Incorporation or By Laws, shall have and may exercise all the authority of the Board of Regents. The By Laws of Life West provide for a number of standing committees.

California Corporation Code Section 5211 (b) allows Regents the option that "any action required or permitted to be taken by the board may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent, or consents, shall be filed with the minutes or proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of such directors. For the purpose of this section only, "all members of the board" shall not include any "interested director" as defined in Section 5233 (intro.)."

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.01

Updated: May 10, 2013

Policy Title: FIDUCIARY DUTIES OF REGENTS

California Corporation Code Section 5231 (a) and 5231 (b) sets forth the duties of directors (Regents) and officers and states the following:

5231. Good faith; standard of care; reliance on information presented by others; liability.
- A. A director shall perform the duties of a director, including duties as a member of any committee of the Board upon which the director may serve, in good faith, in a manner such director believes to be in the best interests of the corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.
 - B. In performing the duties of a director, shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:
 - 1. One or more officers or employees of the corporation whom the director believes to be reliable and competent in the matters presented;
 - 2. Counsel, independent, accountants or other persons as to matters which the director believes to be within such person's professional or expert competence; or
 - 3. A committee of the board upon which the director does not serve, as to matters within its designated authority, which committee the director believes to merit confidence;

so long as, in any such case, the director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

However, this Code Section should not be interpreted by a prudent Regent to mean that he or she is under no duty whatsoever to ask appropriate questions when attending meetings of the Board of Regents or committees of the Board. Similarly, a prudent Regent should make his or her own independent decision regarding how to vote on matters which come before meetings of the Regents rather than being influenced by the action of other Regents.

California Corporation Code Section 5238, allows a nonprofit corporation to indemnify its officers, directors, Regents, employees and agents, and to purchase and maintain liability insurance on their behalf, to the extent provided in the law applicable to business corporations. Generally speaking, Life West has the power to indemnify an officer, regent, employee or agent who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including an action or suit by or in the right of the corporation to procure a judgment in its favor, by reason of this corporate affiliation. The indemnification may cover the payment of money damages, whether through suit or settlement, expenses of litigation, including attorneys fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in such proceeding, if the person acted in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, in a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful.

Although the power exists to purchase and maintain insurance to cover such indemnification, this insurance is difficult to obtain and is quite expensive. Life West does provide such insurance for its Regents. The existence of an indemnification provision in the law, or in the Articles of Incorporation or By Laws of Life West, certainly would not be intended to relieve a Regent of the duty to act prudently while serving as a Regent; neither would the existence of insurance.

Regents (directors) of nonprofit corporations are prohibited by statute and by the By Laws of this corporation from paying any part of the income or profit to its members, Regents or officers. It is not likely that anyone would file suit against Life West alleging that said amounts had been paid unlawfully, whereas this is not uncommon in the case of business corporations. It is entirely proper for Regents to authorize compensation for officers of Life West. It is also legal under California Corporation Code Section 5235 (a) to authorize compensation of the Regents for their services as a Regent. This is expressly prohibited in the By Laws and Articles of Incorporation of the College.

Generally, Regents owe three duties to Life West:

1. Diligence: A Regent must act in good faith and, in most jurisdictions as in California, is held to the standard of care that an ordinarily prudent person

in a like position would exercise under similar circumstances.

2. Loyalty: A Regent is a fiduciary and thus must not pursue his or her own interests in a manner that is injurious to Life West. As a fiduciary, a Regent must act for the benefit of Life West and may be prohibited from:
 - a. competing with Life West
 - b. taking advantage of opportunities which belong to and might have been enjoyed by Life West; and
 - c. voting on Life West transactions in which he or she has a personal interest.
3. Obedience: A Regent owes Life West the duty to act only within the authorized power of said Regent. If those duties are observed, then conduct and decisions concerning Life West will likely be upheld by the courts under the business judgment rule. Regents can be held jointly and severally liable for breach of those duties. Regents can delegate to the administrative staff day-to-day control over corporate affairs, but Regents are charged with the ultimate responsibility for managing Life West.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.02

Updated: May 10, 2013

Policy Title: DELEGATION OF AUTHORITY BY THE BOARD OF REGENTS

1. In General: The activities and affairs of Life West are managed by the Board of Regents. Some delegation is implicit in the structure of Life West, but a total delegation of all the functions of the Board without the retention of any supervisory power runs afoul of even those statutes that provide for management under the direction of the Board.
2. Delegation to Committees: The delegation to committees of some of the Regents' functions does not violate the rule that the Board is the sole manager of Life West. The By Laws of Life West authorize the Board to do so in limited circumstances. The California Code requires the committee to consist of at least three (3) or more Regents and that the delegation shall not relieve the Regents of their own responsibility.
3. Delegation to Officers:
 - a. In General - selection and removal of the President and Chief Executive Officer is generally a function of the Board of Regents. The Board must maintain supervisory role over that officer's conduct. While the Board may remove said officer, under certain circumstances, such removal will not prejudice any contract rights that officer may have.
 - b. Term of Office - When an employment contract extends beyond the term of an incumbent Board, the fettering of the future Board's authority has been held to be an unlawful delegation even if the employee is not an officer. The trend now is to uphold the contract if its term is reasonable in light of all circumstances.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.03

Updated: May 10, 2013

Policy Title: SPECIFIC DUTIES AND LIABILITIES OF REGENTS

1. Fiduciary Duty - Regents relationship to Life West and its members. Regents occupy a position of trust and are required to manage Life West in such a way as to promote the interest of Life West rather than their own self interest. Regents owe members the duty to act in good faith.
2. Duty of Due Care - The Board of Regents owes Life West the duty to exercise that degree of diligence, care and skill which prudent men and women in like circumstances would exercise. While Regents must act in good faith, they are not liable for mistakes in judgment.

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POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.04

Updated: May 10, 2013

Policy Title: BREACHES OF DUTY OF CARE

1. Absence from Board meetings without reason or excuse - Regents should attend meetings of the Board of Regents or have a valid excuse for their absence. A Regent is not relieved of liability simply by not being present at a meeting. Moreover, an excuse predicated on nonresidence will not be sufficient to relieve the Regent of liability. Also, the development of a custom or practice of non-attendance by Regents at Board meetings is not an excuse which precludes the imposition of liability on Regents for failure to meet their duties of care and diligence. Also, this failure of obligation cannot be justified by the fact that the Regent receives no compensation.
2. Failure to keep informed of Life West affairs - The nature of the Regents' job necessarily implies that they have a basic knowledge of the activities of Life West. They are presumed to be familiar with and have knowledge of the information contained in the books and records of Life West. Regents are held accountable for that which they reasonably should have known or mere disavowal of knowledge by them will not relieve them from liability. Moreover, they cannot insulate themselves from liability by claiming lack of knowledge or wrongdoing by an officer or Regent if that ignorance resulted from the Regents' inattention to business. It is not defense that the Regency was an "accommodation" with the understanding that the duties of a Regent would not be exercised. The fact that the Regents merely "rubber stamp" the decisions of the administrative staff will not exempt them from liability.
3. Failure to properly manage the affairs of Life West - It is negligence for Regents to leave the management of Life West entirely up to others. However, Regents may delegate to the administrative staff the execution of details of the corporate business, but they may not divest themselves of their duty of general supervision and control. While Regents are not insurers, and are not charged with the knowledge of what the administrative staff in charge of Life West is doing, they are not absolved from the duty of reasonable supervision. Knowledge of wrongful activities of Regents or other agents will not be imputed to the other Regents unless, in the exercise of reasonable care, they should have

been aware of circumstances requiring their attention.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.05

Updated: May 10, 2013

Policy Title: CORPORATE OPPORTUNITY - DUTY NOT TO COMPETE

If a Regent does acquire any unfair personal advantage, Life West is entitled to an accounting and to all diverted income.

This corporate opportunity is to be distinguished from a conflict of interest.

Courts differ as to whether liability should be imposed on a Regent if Life West has not been injured. The approach taken by the court is important since it will determine the burden of proof.

A Regent is under a duty to present an opportunity to the Board even if he or she knows Life West may not take advantage of it. If the Board rejects that proposition within a reasonable period of time, then the Regent may treat it as his or her own opportunity. The mere fact that a Regent learned of an opportunity does not prevent him or her from acquiring it for himself or herself. An opportunity ceases to be corporate and is deemed personal when Life West is unable to utilize the opportunity.

Common Regents - A Regent sitting on more than one board must act fairly, and fully disclose his or her relationship to both corporations.

Whether a Regent's duty not to compete has been violated must be determined by the facts of each case. For liability to attach, interference and injury to Life West must be shown. Income or profits, if made, may be had by Life West through a constructive trust. Where business secrets are disclosed, injunctive relief may be available.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.06

Updated: May 10, 2013

Policy Title: CONFLICT OF INTEREST

A Regent is not prohibited by law from doing business with or from making a profit from business done by Life West. However, these dealings are subject to rigorous scrutiny and should have all the earmarks of an arm's length transaction. It is the policy of the College not to have business dealings with Regents. It is also the policy of the College for any Regent not to be directly employed by the College. However other kinds of conflicts can arise including relationship with a College employee, contractor, business partner, related organizational role or related representational role.

A declaration of conflict, or potential conflict, of interest will be taken and recorded at each Board meeting by all present.

Where a declaration of conflict, or potential conflict, of interest has been made by a Regent, that Regent will absent themselves from any Board discussion and vote on the issue that creates the conflict, or potential conflict, of interest.

California Corporation Code Section 5236 (a) authorizes loans from Life West to a Regent in limited situations.

California Corporation Code Section 5233 is the conflict of interest status.

5233 Self-dealing transactions; interested director, exceptions; actions; burden of proof; limitations; remedies

- (a) Except as provided in subdivision (b), for the purpose of this section, a self-dealing transaction means a transaction to which the corporation is a party and in which one or more of its directors has a material financial interest and which does not meet the requirements of paragraph (1), (2), or (3) of subdivision (d). Such a director is an "interested director" for the purpose of this section.
- (b) The provisions of this section do not apply to any of the following:

1. An action of the Board fixing the compensation of the director or officer of the corporation.
2. A transaction which is part of a public or charitable program of the corporation if it: (i) is approved or authorized by the corporation in good faith and without unjustified favoritism; and (ii) results in a benefit to one or more directors or their families because they are in the class of persons intended to be benefited by the public or charitable program.
3. A transaction, of which the interested director or directors have no actual knowledge, and which does not exceed the lesser of one percent of the gross receipts of the corporation for the preceding fiscal year or one hundred thousand dollars (\$100,000).

(c) The Attorney General or, if the Attorney General is joined as an indispensable party, any of the following may bring an action in the superior court of the proper county for the remedies specified in subdivision (h):

1. The corporation, or a member asserting the right in the name of the corporation pursuant to Section 5710
2. A director of the corporation
3. An officer of the corporation
4. Any person granted relator status by the Attorney General.

(d) In any action brought under subdivision (c) the remedies specified in subdivision (h) shall not be granted if:

1. The Attorney General, or the court in an action in which the Attorney General is an indispensable party, has approved the transaction before or after it was consummated; or
2. The following facts are established:
 - (A) The corporation entered into the transaction for its own benefit;
 - (B) The transaction was fair and reasonable as to the corporation at the time the corporation entered into the transaction;

- (C) Prior to consummating the transaction or any part thereof the Board authorized or approved the transaction in good faith by a vote of a majority of the directors then in office without counting the vote of the interested director or directors, and with knowledge of the material facts concerning the transaction and the director's interest in the transaction. Except as provided in paragraph (3) of this subdivision, action by a committee of the Board shall not satisfy this paragraph; and
- (D) (i) Prior to authorizing or approving the transaction the board considered and in good faith determined after reasonable investigation under the circumstances that the corporation could not have obtained a more advantageous arrangement with reasonable effort under the circumstances or (ii) corporation in fact could not have obtained a more advantageous arrangement with reasonable effort under the circumstances; or

3. The following facts are established:

- (A) A committee or person authorized by the Board approved the transaction in a manner consistent with the standards set forth in paragraph (2) of this subdivision;
- (B) It was not reasonably practicable to obtain approval of the Board prior to entering the transaction; and
- (C) The Board, after determining in good faith that the conditions of subparagraphs (A) and (B) of this paragraph were satisfied, ratified the transaction at its next meeting by a vote of the majority of the directors then in office without counting the vote of the interested director or directors.

- (e) Except as provided in subdivision (f), an action under subdivision (c) must be filed within two (2) years after written notice setting forth the material facts of the transaction and the director's interest in the transaction is filed with the Attorney General in accordance with such regulations, if any, as the Attorney General may adopt or, if not such notice is filed, within three (3) years after the transaction occurred, except for the Attorney General, who shall have 10 years after the transaction occurred within which to file

an action.

- (f) In any action for breach of an obligation of the corporation owed to an interested director, where the obligation arises from a self-dealing transaction which has not been approved as provided in subdivision (d), the court may, by way of offset only, make any order authorized by subdivision (h), notwithstanding the expiration of the applicable period specified in subdivision (e).
- (g) Interested directors may be counted in determining the presence of a quorum at a meeting of the Board which authorizes, approves or ratifies a contract or transaction.
- (h) If a self-dealing transaction has taken place, the interested director or directors shall do such things and pay such damages as in the discretion of the court will provide an equitable and fair remedy to the corporation, taking into account any benefit received by the corporation and whether the interested director or directors acted in good faith and with intent to further the best interest of the corporation. Without limiting the generality of the foregoing, the court may order the director to do any or all of the following:
 - 1. Account for any profits made from such transaction, and pay them to the corporation;
 - 2. Pay the corporation the value of the use of any of its property used in such transaction; and
 - 3. Return or replace any property lost to the corporation as a result of such transaction, together with any income or appreciation lost to the corporation by reason of such transaction, or account for any proceeds to the corporation together with interest at the legal rate. The court may award prejudgment interest to the extent allowed in Section 3287 or 3288 of the Civil Code. In addition, the court may, in its discretion, grant exemplary damages for a fraudulent or malicious violation of this section.

A contract between d) with common Regents will be enforced if found to be fair. IF the fairness of the contract is challenged, the corporation seeking to enforce has the burden of proof.

An unreasonable transaction between a Regent and Life West, cannot be validated by the members. If the transaction, however, is a voidable one, the members can ratify it, if it is found to be favorable to Life West.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.07

Updated: May 10, 2013

Policy Title: LIMITS ON LIABILITY FOR BREACH OF DUTY OF CARE

1. Even if a showing is made that the Regents or a particular Regent acted in a negligent or careless manner, the guilty Regent or Regents are not liable for their action or inaction, unless it can be further shown that the improper or careless conduct caused loss or injury to Life West (or that proper performance would have avoided the loss.) But while it might be a relatively simple matter to trace the loss to the misconduct of a Regent in the case of banking or financial corporations where loans were imprudently granted or a pattern of overdrafts condoned, in the case of failure of a nonfinancial corporation, it can be difficult to trace loss or failure to the lack of supervision of particular Regents or their failure to exercise due care. The burden of showing the causal relationship between the Regents' failure to exercise due care and the corporate injury of loss must be borne by the plaintiff in the event that a lawsuit is filed.
2. Regents may defend a claim of unreasonable conduct or bad faith by proof that they acted in reliance on advice of counsel, or on the advice of the administrative staff. Regents are entitled to rely on the honesty and integrity of their subordinates until something occurs to alert them that something may be wrong. However, a Regent may rely on information from a member of the administrative staff, only if he or she reasonably believes his or her "source" to be competent as to the matters presented. The extent to which Regents may rely on books and records is regulated in most states by statute; the majority of jurisdictions permit this reliance only under limited circumstances.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.08

Updated: May 10, 2013

Policy Title: INSULATING REGENTS FROM LIABILITY

Regents are advised to take certain minimal precautions to assure compliance with their duty of care. At the least, Regents should:

1. Keep informed generally of developments in the affairs of Life West and the general area in which it functions;
2. Attend Board meetings regularly, and, if meetings must be missed, place a valid excuse for absence on record;
3. Keep advised of By Law and Articles of Incorporation provisions that relate to Regents' functions;
4. Register dissent and cause it to be made a matter of record when there is disagreement with Board action;
5. Be knowledgeable of the statutes specifying that specific duties must be performed by Regents.

To help protect its Regents from liability, Life West can:

- a. Establish guidelines with respect to the conduct of Regents, including the amount of time that Regents should spend regarding Regency business, in order to maintain a good understanding of the affairs of Life West.
- b. Furnish each Regent on a regular basis with copies of financial reports, information regarding key members of the administrative staff and faculty concerning developments affecting the affairs of Life West.
- c. Hold periodic briefings with senior members of the administrative staff and faculty concerning developments affecting the affairs of Life West.

- d. Give Regents access to competent experts including legal counsel.
- e. Organize executive, financial audit, and other committees composed entirely of Regents.

Most of the cases involving civil and criminal liability of Regents relate to business corporations rather than nonprofit corporations. Such matters generally include:

1. Contractual dealings between a Regent and the corporation;
2. Dealings between two corporations that have Regents in common;
3. Loans from the corporation to a Regent.

Most instances of civil liability of a Regent have been imposed under the antitrust law, where corporate officials may be held liable for treble damages for injury to the "business or property" of persons affected by his actions. Clayton Act, 15 USC 15. It is unlikely that such an action would apply to Life West.

Under the Federal Election Campaign Act of 1971, as amended in 1976, it is unlawful for any corporation to make a contribution or expenditure in connection with any federal election, political convention, or caucus that is held to select candidates for a federal election. It is also unlawful for any Regent or officer of any corporation to consent to any such prohibited contribution or expenditure by the corporation. 2 USC 441 (1) and (b). this law must be carefully observed by Life West for the additional reason that it is a tax exempt organization under the I.R.S. section 501 (c) (3), and as such, is prohibited from participating in any political activity.

There is also the remote possibility of liability for damages being imposed on a Regent individually for violation of Section 1982 of the Civil Rights Act. 42 USC 1982. This section deals with property rights of citizens.

There have been many examples of Regent and director liability for violations of federal and state securities laws pertaining to misstatements and non disclosure of material information in connection with the offering of corporate stock. Those matters would not apply to a Regent of Life West because it is a nonprofit corporation with no shareholders.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.09

Updated: May 10, 2013

Policy Title: FUNCTIONS OF THE BOARD OF REGENTS

Regents must function as a Board, and are required to use their best judgment to determine and execute policy.

The Board has the power to delegate nonsupervisory functions to committees and the administrative staff. Regents can appoint standing committees composed of Board members as provided in the By Laws.

The Board has limited authority to delegate management functions to outsiders (e.g., management companies) and must retain supervisory control. When the Board reaches a deadlock, it can delegate its decision-making power to arbitrators.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-2.10

Updated: May 10, 2013

Policy Title: INDIVIDUAL RIGHTS OF REGENTS

A Regent of Life West has the following statutory rights:

1. To inspect the books and records of Life West;
2. To maintain suit on behalf of Life West against other Regents or officers for misconduct;
3. To defend himself or herself in suits brought against him or her as a Regent, and can be indemnified for his or her litigation expenses in doing so.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-3

Updated: February 19, 2014

Policy Title: STANDARDS AND EVALUATIONS

A primary function of this Handbook is to explain the standards and criteria that relate to the duties and responsibilities of the Regents of Life West. The following standards and evaluations criteria for Regents are recommended:

- A. Participation at the meetings of the Board of Regents.
- B. Participation at the meetings of the Committees of the Board.
- C. Maintaining an understanding of the policies and procedures relative to:
 - 1. Recognition by the Bureau for Private Postsecondary and Vocational Education.
 - 2. Recognition by the California Board of Chiropractic Examiners.
 - 3. Accreditation by the Commission on Accreditation of the Council on Chiropractic Education.
 - 4. Recognition of the College by various state, national, and international bodies.
 - 5. Accreditation by the Western Association of Schools and Colleges
- D. Assuming a leadership role in securing the financial support and resources needed by the College.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-3.01
Updated: May 10, 2013
Policy Title: STANDARDS

The Regents are appointed and function under the provisions of the Articles of Incorporation and the By Laws of Life West and the California Nonprofit Corporation Code. Within the provisions of those laws and formal corporate documents, the Regents are the policy-making body of Life West. That policy-making function must be consistent with the goals and purposes of Life West, with a clear differentiation between the policy-making functions of the Regents and the responsibility of the President and Chief Executive Officer for administering those policies.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-3.02

Updated: July 1, 2014

Policy Title: APPOINTMENT PROCESS AND CRITERIA

The Board of Regents appoints new members in the following manner:

1. The Board of Regents will determine the current needs of the Board in terms of representation in the following areas – skill set, experience, diversity (including but not limited to gender, ethnicity, professional, etc.), support for the college or other relevant criteria.
2. A current Regent may present a potential new Regent whom they believe fits these criteria, for discussion at a full Board meeting.
3. The Board will approve a formal invitation to the nominee to consider membership of the Board, and if willing, to provide their CV to the Board.
4. Once the Board has received and assessed the CV, if there is continued agreement on the suitability of the nominee, appointed Board members will hold a phone interview with the nominee.
5. If the Board is satisfied as to the suitability of the nominee, the Chairman will invite the nominee to attend the upcoming Board meeting as an observer. The nominee will also be provided the Board Manual for their information.
6. Following the approval of the Board, the Chairman will follow up with the nominee to assess their willingness to serve as a Regent. If the nominee continues to be willing, the Chairman will make a formal invitation.

In order to be of greatest service to Life West, each Regent should meet the following criteria:

1. Have access to the Articles of Incorporation and By Laws of Life West.
2. Be familiar with the responsibility and duties of the Regents as set forth in the Articles of Incorporation and By Laws and function within the framework of the California Code provisions dealing with higher education for private and public colleges.

3. Be familiar with and function within the framework of the policies, standards, and regulations promulgated by the Council on Chiropractic Education and other accrediting agencies.
4. Attend all meetings of the Board of Regents
5. Understand and support the role of Life West and the Council on Chiropractic Education and other accrediting agencies.

To make the greatest contribution to Life West, the Board of Regents should meet the following criteria:

1. Regents must be elected to committee positions and a majority of Regents be present to establish a quorum.
2. The Board of Regents must have a handbook and follow By Laws which are consistent with the philosophy, purpose and objectives of Life West. The handbook and By Laws give direction to the policies which the Regents approve.
3. An agenda should be prepared for each Board meeting.
4. Proper and permanent minutes of each meeting of the Board of Regents must be kept by the Secretary to the Board of Regents.
5. The Board must study and differentiate between policy-making functions and administrative functions.
6. The President and Chief Executive Officer of Life West must be vested with administrative power and given freedom to implement the policies adopted by the Board of Regents.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-4

Updated: February 19, 2014

Policy Title: POWER AND DUTIES OF REGENTS

The sole authority of each Regent is exercised as a Board. No individual member or committee has any authority except as delegated by the Board as a whole, with such action later approved by the Board and recorded in the minute book. Regents have powers and duties as specified by the Articles of Incorporation and By Laws. The following powers are specified in the Articles of Incorporation and By Laws:

- A. To elect a President and Chief Executive Officer of Life West for such term and under such conditions as the Regents may determine and periodically evaluate the President's performance.
- B. To elect or employ all other personnel of the institution upon nomination by the President (Chief Executive Officer).
- C. To purchase any property, easement, or right-of-way which shall be necessary for the proper operation of Life West.
- D. To adopt policy for standards and requirements for admission and graduation of students and other standards established by the Board of Regents.
- E. To receive and accept private donations, gifts, bequests, and the like and to adopt policy regarding them, for purposes and upon the terms which the donor may prescribe and which are consistent with the provisions of the Articles of Incorporation.
- F. To perform such other acts and do such other things as may be necessary or proper for the exercise of the foregoing specific powers, including the adoption and enforcement of all reasonable rules, regulations, and By Laws for the governance and operation of Life West.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-5

Updated: May 10, 2013

Policy Title: POLICY ENACTMENT BY REGENTS

It is the responsibility of the Regents to adopt policy so that the role and purposes of Life West are consistent with the accrediting agencies and that educational programs are provided accordingly. The Board of Regents of Life West should incorporate in the official catalogue of Life West a statement of philosophy (role of the institution) outlining the purposes and objectives of Life West and setting forth educational programs consistent with the definition and legal functions of Life West.

Regents are responsible for assuring that the faculty, student services, organization and administration, educational programs, financial management, and physical facilities are in keeping with the role and purposes of Life West and that they meet State and other approved standards. In short, Regents have ultimate responsibility for providing policies which give direction and guidance to the total Life West program.

Since Life West serves the community and is an integral part thereof, the Regents have responsibilities to the community, the profession and Life West.

It is generally recognized that the Board of Regents have two major responsibilities: (1) to enact policy; and (2) to see that policy is executed. Professional educators also have two similar responsibilities relative to policy enacted by the Board of Regents, to wit: (1) to advise the Board of Regents on policy; and, (2) to execute policy.

In addition to the criteria previously mentioned, the following minimal guides should be observed in the policy-making process:

1. The Board of Regents must understand its responsibility for policy-making and be cognizant of State and Federal laws dealing with Life West. Along with this responsibility, the Board must know the role and purposes of Life West, and provide policies accordingly.
2. Policies must be comprehensive and non-discriminatory.

3. In order that professional educators of Life West might effectively discharge their duties in the policy-making process, special provision must be made for the organization of the professional and non-professional staffs of Life West for proper participation in policy development and execution.
4. Special provisions, including well-defined institutional procedures, must also be made for student participation in the policy-making process.
5. Policies enacted by the Regents should be organized into a policy manual. There should be dissemination of policy information to all concerned.

Regents must support the administrative staff and faculty in the execution of policies.

In all matters pertaining to Life West and the enactment of policies, Regents should act as a unit.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-6

Updated: May 10, 2013

Policy Title: BOARD MEETINGS

Preparation for Board meetings is one of the more important responsibilities of the President and Chief Executive Officer of Life West. He must plan thoroughly, coordinate with his administrative staff and faculty, and take such other action as may be necessary to assure a productive meeting. Responsibility for Board meetings may be shared with the Chairman of the Board of Regents, but the President must take the initiative. Only one person, the President, or someone designated by him, should make reports to the Board. This is not meant to imply that only the President should report to the Board, but that all reports should be made at his request.

It is important that reports made to the Board give a clear overview of Life West along with immediate problems requiring action by the Board of Regents. In addition to a detailed financial report, often presented by the Business Manager, the President should make an annual report and other regular reports to include such items as new members of the Board, general status of Life West, plans for future development, overall financial situation, students, faculty and administrative staff, campus improvement, new projects and educational programs.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-6.01.

Updated: May 10, 2013

Policy Title: AGENDA

In order that Regents may be informed relative to items to be considered at a meeting, an agenda should be prepared in advance and mailed to every Regent. Regents should not be expected to vote on items with which they are not familiar. It is essential that matters of consideration be organized and scheduled so that the Regents devote their time to important matters. Regents should be provided with written reports on all important matters concerning Life West; otherwise their services will be limited.

The carrying out of these activities is a delicate and time-consuming task, requiring qualities of efficient and perceptive understanding. But the true focus of the President's authority and responsibility lies in his duty to organize the agenda for meetings with the Regents and to take the initiative in bringing necessary information to the individual and collective attention of the Regents. Most important of all is the leadership of the President and Chief Executive Officer with respect to the educational programs of Life West. Suggestions as to what should be included in the agenda and what policies should be adopted may come from many sources. Regardless of source, the selection and presentation of subjects for the agenda is the President's job, and to this material, the President is expected to add his personal interpretations and recommendations.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-6.02

Updated: May 10, 2013

Policy Title: ORGANIZATION AND SCHEDULE OF MEETINGS

The Board of Regents must elect a Chairman from its membership. Also, a Secretary must be provided who need not be a member of the Board.

Regents should meet at least every six (6) months. Board meeting dates are set at regular intervals so that Regents can make their plans accordingly. When attendance is impossible due to an emergency, the President should be notified. Properly conducted meetings with a well-organized and informed Board are the responsibility of all Regents.

Sometimes, Board action can be expedited by the appointment of standing committees, such as an executive committee, development committee, finance committee, and board affairs committee. At the discretion of the Board of Regents, standing and/or ad hoc committees may be established for appropriate procedures.

All committees, regardless of type, must keep the Board of Regents informed of their actions so that every Regent will be well acquainted with the major matters to be considered.

The By Laws specify that a majority of Regents must be present to establish a quorum.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7

Updated: May 10, 2013

Policy Title: REGENTS AND LIFE CHIROPRACTIC COLLEGE WEST

Regents occupy strategic positions in the total educational program. There is no comparable group that has such a broad range of opportunity for affecting the lives of so many people, both young and old. Regents cannot have grudges, vested interests, or financial rewards -- only the exciting and challenging job of providing educational opportunities for many people.

Regents are servants not only of the Life West community, but of the chiropractic profession. They must never lose sight of their responsibility to foster education. They should strive to improve that which already exists and to create new educational opportunities to meet the needs of an ever-changing society.

In order to be of greatest assistance, Regents must understand their responsibilities to Life West and to the chiropractic profession. They must understand the role and purposes of Life West and enact policies in support of such role and purposes.

Regents also have certain responsibilities concerning standards and accreditation, the President, the administrative staff, the faculty, the students, educational programs, research activities, financial management, land, buildings, equipment, and the campus.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.01

Updated: May 10, 2013

Policy Title: REGENTS AND STANDARDS AND ACCREDITATION

The Board of Regents has determined that accreditation by a specialty accrediting body with an emphasis on the Doctor of Chiropractic (D.C.) degree is essential for the College. The Board of Regents has determined that accreditation from the regional accrediting body WASC is also essential.

The Board of Regents supports the Standards for Doctor of Chiropractic Programs and Institutions as adopted by the Council on Chiropractic Education.

Individual members of the Board of Regents, while supporting the Standards, may have reservations about various aspects of the Standards and they support the role of the College in the Standards development process to see that those reservations are appropriately aired and considered.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.01 (a)

Updated: May 10, 2013

Policy Title: STANDARDS AND EVALUATIVE CRITERIA

Standards and evaluative criteria to assist institutions to achieve and maintain a minimum level of quality in their total educational programs have been adopted and published by a federally accepted accrediting agency, which is currently the Council on Chiropractic Education.

The comprehensive evaluation program for an institution includes participation in self-study and evaluation. This is one of the first steps an institution should take toward improving academic excellence, a perpetual goal of any college.

Regents should understand and support standards and evaluative criteria by which the academic excellence of Life West is measured.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.01 (b)
Updated: February 19, 2014
Policy Title: ACCREDITATION

Since it is desirable and necessary to have criteria by which to judge academic performance other than on a local or state-wide basis, professional and regional accrediting agencies have developed. The Council on Chiropractic Education and Western Association of Schools and Colleges are the accrediting agencies which are appropriate for Life West affiliation. The state standards and evaluation programs may be used as a means toward seeking regional and professional accreditation.

Even though accreditation by a regional agency or specialization accrediting agency for particular programs signifies a certain academic standing for Life West or a particular program, it does not mean that Life West or that program, has reached its full potential. It only signifies that certain minimal standards have been met. There is always the need for continued growth and development.

Regents should be informed of, and encourage institutional compliance with State, regional and professional accreditation standards.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.02

Updated: February 19, 2014

Policy Title: REGENTS AND THE PRESIDENT

The president, while a contracted employee of the College, works at the pleasure of the Board of Regents. The president relies on the individual members of the Board and the Board as a body understanding and respecting the distinction between policy formation and administration. The Board, in turn, relies on this understanding on the part of the president.

The Board's primary interface with the operations of the College is the president. The Board and the president must respect the responsibility each has to offer the other and the responsibilities reserved for one or the other.

The president must communicate the circumstances of the College to the Board with directness, honesty and integrity.

The Board will periodically evaluate the president's performance based on a written policy and process.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.02 (a)
Updated: May 10, 2013
Policy Title: SELECTION AND HIRING

Regents are responsible for the selection and hiring of the President and Chief Executive Officer of Life West.

With regard to the qualifications and election of the President and Chief Executive Officer, the following should be observed:

As Chief Executive Officer, the President is responsible for the entire operation of Life West. The President is the principal spokesperson for Life West. His or her competence and his or her personality will establish in the community the image of the institution. Regents should not be satisfied with less than the best that can be secured.

In view of the primary role of the President in guiding Life West in the accomplishment of its role and purposes, the selection of the President is probably the most important duty assigned to the Board of Regents. Specific instructions for fulfilling vacancies of the office are contained in the By Laws of Life West.

The President and Chief Executive Officer is an ex-officio member of all standing committees and organizations within Life West.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.02 (b)
Updated: September 2, 2014
Policy Title: PERMANENT VACANCY

In the event of the death of, or incapacity of the president, his duties on behalf of the College shall be addressed by the following plan and protocol:

1. The Executive Vice President and CFO would assume the duties of the president and become the acting Chief Executive Officer of the College.
2. The Vice President of Academic Affairs would be the second ranking administrator at the College.
3. A senior management team comprised of the Vice President of Academic Affairs and the Executive Vice President of the Health Center would be activated to assist the acting Chief Executive Officer.
4. The necessary changes in administrative function, i.e. check signing authority, representation to various governmental and voluntary organizations, etc. would be processed. Special attention would need to be provided for check signing authority in light of the dual role as CEO and CFO. The procedures for changes in check signing authority shall be approved by the College's auditors.
5. As soon as is possible, a meeting of the Board of Regents shall be convened to review the circumstances of the College at that time, to oversee the administrative changes noted above and to offer direction and guidance to the acting CEO in particular and to the senior management team in general.
6. The circumstances of the president shall be evaluated and determined if the situation is short term or long term in nature.
7. In the event of short-term period of incapacity (less than six (6) months), the structure outlined above, as modified by the Board of Regents shall administer the institution.
8. In the event of a long-term incapacity or the death of the president the immediate management needs of the College shall be met as outlined above and the Board shall initiate a review of the position of president, make appropriate changes to the job description of the president and initiate a presidential search process to fill the position.

This policy is specific to the persons identified above and if their assignments within the institution change, the policy is subject to change as well.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.02 (c)

Updated: May 10, 2013

Policy Title: RELATIONSHIP BETWEEN THE PRESIDENT AND BOARD OF REGENTS

Another important aspect of the relationship between the President and Board of Regents is the relationship of the Board with the administrative staff of Life West. The President must not be by-passed by the Board in its dealings with the institution.

The President is virtually the sole, or at least the most responsible, means of communication between the Board and the rest of the institution. For the Board to give subordinate administrative officers independent access to it or to seek information except through the President are sure ways to undermine the administrative authority of the President, and, ultimately, the Board's confidence in him. Nothing is more disturbing to an institution than evidence or rumor that the Board relies more confidently upon someone other than the President.

If the President and Chief Executive Officer is to function as a competent leader for Life West, a mutual relationship of trust and respect between the President and the Board of Regents must exist. Mutual trust and respect are the keys to the successful relationship between the President and Board of Regents.

One of the effective ways of gaining the confidence of the Board of Regents is to see to it that it is well informed. Regents should have access to the following materials as appropriate:

- a. Written statutes
- b. Regulations of the State Department of Education (State Board of Education)
- c. Role and purposes of Life West
- d. Policies of the Board of Regents
- e. Administrative directives and bulletins
- f. Handbooks - Board of Regents, faculty, administrative staff and student
- g. Job descriptions and classifications
- h. College publications - catalogue, bulletins, college paper, brochures

- i. describing special programs, studies and reports, student handbook
Budget and financial report

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.03

Updated: May 10, 2013

Policy Title: REGENTS AND ADMINISTRATIVE STAFF AND FACULTY

The selection and employment of an administrative staff and faculty is the responsibility of the Board of Regents. Other than the President himself, the Regents must elect to employ the administrative staff and faculty of Life West upon nomination by the President and Chief Executive Officer by a single vote. The President and Chief Executive Officer of Life West has the inherent authority and power to suspend or terminate any member of the administrative staff or faculty until the Board of Regents takes formal action thereon to the contrary.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.03 (a)

Updated: May 10, 2013

Policy Title: REGENTS, ADMINISTRATIVE STAFF AND FACULTY
RELATIONSHIPS

Probably the most important duty an administrative staff or faculty member can perform for a Board of Regents is that of understanding and supporting the role and purpose of Life West.

The most important way Regents can assist the administrative staff and faculty is by the formulation and enactment of adequate policies, by their faithful attendance and participation in Board meetings, and by understanding that the administrative staff and faculty report to the President. In general, the administrative staff and faculty, under the direction of the President, are responsible for providing leadership for the successful development and growth of Life West.

There must be appropriate communication between the administrative staff and faculty and the Regents. "Appropriate" means that Regents and administrative staff and faculty must understand their respective roles, and the duties and responsibilities of each must be respected. The Regents are responsible for assuring that Life West, through the President, has a competent administrative staff and faculty. The administrative staff is responsible for administration, and the faculty is responsible for teaching.

Regents, administrative staff and faculty relationships will be strengthened by the President when he provides, through himself and others, an adequate channel of communication to the Board of Regents.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.04

Updated: May 10, 2013

Policy Title: REGENTS AND THE STUDENTS

It is the responsibility of Regents to adopt student personnel policies that will provide unity of student personnel administration, a full understanding of the purposes and programs, clear admission requirements, sound record keeping, and a strong guidance and counseling program. It is the Regents' responsibility to apply these standards and other standards established by the State Board of Education and federal regulatory bodies.

Life West is designed and operated for students. The student is the end product and, therefore, becomes the final objective of Life West and, in particular, its Board of Regents, administrative staff, and faculty.

Regents should be familiar and concerned with student government, student athletics, student aid and other activities.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.05
Updated: May 10, 2013
Policy Title: REGENTS AND EDUCATIONAL PROGRAMS

One of the primary purposes of this Handbook is to assist Regents and the administrative staff and faculty in the improvement of educational programs at Life West.

Regents are responsible for seeing that Life West offers educational programs which meet the needs of the profession. In order that the educational programs are effective in carrying out the purposes of the institution, Regents should encourage, support, and provide policies for educational programs in line with the following:

1. Appropriate admission policies which will terminate with the completion of the prescribed course of study.
2. Upon completion of the program, the assurance that the student will have had the quality of instruction and will have completed the curriculum that will make it possible for him or her to meet successfully the demands of the chiropractic profession.

It is a basic responsibility of Regents to make sure that Life West offers the very best educational programs possible within the means available.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.06

Updated: May 10, 2013

Policy Title: REGENTS AND FINANCIAL MANAGEMENT

A primary responsibility of Regents is financial management and development of Life West. Regents and the administrative staff must see that funds are sufficient to provide programs of optimum quality and that the funds are managed effectively. Regents must work closely with the President and Chief Executive Officer in adopting sound fiscal management policies and accounting procedures.

In general, the responsibilities of the Board of Regents with regard to financial management may be placed in the following categories: methods of financing, budgets, payment and disbursement of funds, investments, surety bonds and insurance.

Regents have a responsibility to see that the budget is followed and that financial commitments are not made which cannot be met. Regents should concern themselves with whether the budget is ample to carry out the purposes of Life West. The Board of Regents should be concerned with the percentages of the budget used for educational programs, chiropractic research, library, plant operation and maintenance, food service operation, student aid, extra-curricular activities, and salaries paid to the administrative staff and faculty.

Regents have the following budgeting, accounting and fiscal management responsibilities:

The President and Chief Executive Officer shall submit to the Board a recommended annual budget. The Board shall approve an annual budget and see to it that the administrative staff pays all obligations incurred in the operation of Life West promptly when due.

Regents are responsible for complying with appropriate statutes and policies concerning financial and accounting procedures in handling funds. Regents must see that funds are disbursed in accordance with appropriate policies, and financial and accounting procedures.

The following are examples of questions which Regents should ask concerning the finances of Life West:

1. What are the anticipated sources of income?
2. How does this income compare with that of last year?
3. Is the budget balanced?
4. Is a deficit anticipated? If so, how will it be handled?
5. What reserves have been established for contingencies?
6. Is a surplus anticipated? If so, how will it be used?
7. What percentage of the budget is used for admissions, general administration, general expenses, instruction, research, library, capital acquisitions, and plant operation and management?
8. Are auxiliary enterprises operating at a profit or loss? If operating at a loss, why?
9. What funds are available for student aid?
10. How much money is being spent and for what purposes on extra-curricular activities?
11. What are the salary scales of the administrative staff and faculty?
12. How do tuition, fees, salaries, and other expenses of Life West compare with those of other institutions of like nature and size?
13. What are the immediate capital needs?
14. How do expenditures per student in the area of instruction and library compare with those of other institutions of comparable size?

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.07

Updated: May 10, 2013

Policy Title: REGENTS AND FACILITIES

1. Land

The Regents should make long-range plans which include acquisition of sufficient land for the future development of Life West. Regents are authorized to purchase any land, easement, or right-of-way which shall be necessary for the proper operation and expansion of Life West.

2. Equipment

Regents should be concerned with the equitable and appropriate distribution of equipment, insurance on all equipment, safe use of equipment, and comfort of the people who will use the equipment. Regents are also responsible for assuring that equipment and supplies are purchased in accordance with contracts made.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.08 (a)
Updated: May 10, 2013
Policy Title: FACULTY MANUAL

The Board shall adopt, as policy, a manual for the faculty and see that it is updated at least annually. Said Faculty Manual shall at least include the following policies:

- a. Appointment of the faculty
- b. Duties and responsibilities of the faculty
- c. Resolution of faculty and administrative disputes
- d. Rank, promotion and salary scales
- e. Leave, absence and vacation policies
- f. Academic freedom
- g. Retirement
- h. Patents and copyrights
- i. Equal opportunity statement
- j. All other items necessary for the orderly pursuit of academics

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.08 (b)

Updated: May 10, 2013

Policy Title: ADMINISTRATIVE STAFF MANUAL

The Board shall adopt, as policy, a manual for the administrative staff and nonprofessional personnel and see that it is updated at least annually. Said Manual should include the following:

- a. Appointment and hiring policy, including equal opportunity statement
- b. Leave, absence and vacation policies
- c. Termination and retirement policies
- d. Job classification and promotion
- e. All other items as deemed necessary for the orderly pursuit of administrative affairs

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.08 (c)
Updated: May 10, 2013
Policy Title: STUDENT HEALTH CENTER MANUAL

The Board shall adopt, as policy, a Student Health Center Manual regulating student activities in the Life West Health Center and other adjunct clinics that may be developed. The manual shall be updated annually. The manual should include, but not be limited to, the following:

- a. Hours of operation
- b. Student responsibilities
- c. A statement regarding the protection of patient rights
- d. Continuation of the non-profit status of the Life West Health Center(s).

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.08 (d)
Updated: May 10, 2013
Policy Title: CATALOGUE

The Board shall adopt and cause to be produced a bi-annual Life West catalogue in accordance with the academic standards established by the Council on Chiropractic Education, Western Association of Schools and Colleges and policies adopted by the Board of Regents of Life West. This document shall serve as the official announcement of Life West regarding student affairs. It shall include, but not be limited to, the following:

- a. Policy on student admission enrollment, retention, attendance and graduation
- b. Student fees and tuition policies
- c. Faculty information
- d. Current curriculum
- e. Other pertinent information regarding student life as is deemed necessary.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.09

Updated: May 10, 2013

Policy Title: CHIROPRACTIC RESEARCH

The Board of Regents shall encourage chiropractic research and support the formation and maintenance of a Department of Research. The Board also shall encourage each department of Life West to become active in chiropractic research, in concert with the Director of Research and the President and Chief Executive Officer. The Board shall provide funds for chiropractic research and shall encourage the solicitation of grants and monies from other sources for chiropractic research.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-7.10
Updated: May 10, 2013
Policy Title: MISSION STATEMENT

Mission Statement

Institutional Mission

To advance chiropractic through the Doctor of Chiropractic program, postgraduate education, philosophical inquiry, research and scholarly activity, in a climate of love and service.

Doctor of Chiropractic Program Mission

Life Chiropractic College West offers a leading edge curriculum and clinical training experience to provide graduate chiropractors with the knowledge, skills, philosophies, attitudes and competencies to serve the health care needs of the public in the 21st century.

The Doctor of Chiropractic program focuses on the relationship between the structure and function of the human body as coordinated by the nervous system, and the effects of the vertebral subluxation.

The Doctor of Chiropractic program instills in the chiropractic graduate an appreciation for the innate potential of the human body to heal and adapt to its environment, and the role of the nervous system in the restoration, preservation and enhancement of human health and performance.

The Doctor of Chiropractic program prepares graduates for personal and professional fulfillment in a climate of loving, serving and giving.

This Mission Statement was adopted by the Board of Regents on April 1-2, 2011.

Life Chiropractic College West exists solely for the betterment of humankind. The community

of interest to which the College has been dedicated includes its students, faculty, employees, administrators, regents, the health care consumer, the chiropractic profession and the health care community at large.

The roots of the College lie within the traditional chiropractic teachings of the Palmers. It is from this direction and viewpoint that Dr. George Anderson, was imbued with the desire to establish a chiropractic college in Northern California. It was also from these roots that Dr. Sid E. Williams, emerged with a vision of service to humankind through Chiropractic.

Life West is a hybrid, gathering tradition and strength from its historic roots in the Palmers, and the vision and purpose from its new roots with Dr. Williams and the Life movement.

One theme emerges, resurfaces and re-expresses itself consistently throughout our institution; that theme is Purposeful Service. Dr. Williams expressed the essence of a successful person's life as being dedicated and devoted to a Lasting Purpose--To love, To give and To serve out of abundance.

It is this overriding presence of Purpose that constitutes the mission of Life Chiropractic College West. Each segment of our community attempts to live the greatness embodied within the Lasting Purpose. It is this quality, and this quality alone, that establishes our directions, our goals, and our objectives in dealing with our fellow human beings.

This commitment to service causes every element within our purview to be tested, challenged, refined and improved until it becomes the ultimate manifestation of those involved.

Our mission as an institution of higher education offering the Doctor of Chiropractic degree is to advance traditional chiropractic viewpoints through professional education, postgraduate education and research in a climate of service, of love and of giving, for the sole reason that it is right and proper.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-8

Updated: May 10, 2013

Policy Title: PUBLIC DISCLOSURE

The Board of Regents hereby directs that all public disclosures required of the College by local, state and federal regulatory authorities and those required by the Council on Chiropractic Education be:

Posted to the College's website in an appropriately titled and visible area on the website,
Revised in a timely manner when additional disclosures are required or when the elements of disclosure are modified.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-9

Updated: May 10, 2013

Policy Title: ACADEMIC RESOURCES

It shall be the policy and priority of the Board of Regents that resources of the College be directed:

1. Consistent with the budgeting process of the College,
2. Based on the recommendations of the administration,
3. Based on the resource needs of the Doctor of Chiropractic (D.C.) program as the prime driver of this process.

POLICIES AND PROCEDURES MANUAL

Policy #: BR-10

Updated: May 10, 2013

Policy Title: ASSESSMENT OF INSTRUCTIONAL OUTCOMES AND STUDENT
ACADEMIC PERFORMANCE

It shall be the policy of the Board of Regents to direct the administration to develop and implement an assessment plan that addresses the assessment of instructional outcomes and student academic achievement. The Board of Regents shall review and approve the plan annually.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-11

Updated: MAY 2013

Policy Title: VALUES STATEMENT

Life West is guided by a set of values that give specific meaning and direction to the educational environment we provide.

- the philosophy of chiropractic and the understanding of vitalism, holism and innate intelligence;
- the congruence of chiropractic and living a congruent chiropractic lifestyle;
- the quality and commitment to excellence in all we do;
- the seriousness of the subluxation and its effect on individual and global life expression;
- the power and specificity of the chiropractic adjustment in restoring the integrity of the nervous system;
- the stewardship of the environment - and a commitment to a sustainable future;
- a purpose-driven life;
- our history and heritage;
- a nurturing climate of loving, serving and giving;
- integrity and ethics.

The original Values Statement was adopted by the Board of Regents on April 1-2, 2011.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-12

Updated: MAY 2013

Policy Title: STRATEGIC PLAN AND ANNUAL PLANS

The Board will approve the Strategic Plan that establishes the strategic priorities for the college for a five year period or longer. The Strategic Plan will be supported by Annual Plans that are planned and implemented by the President and the administration of the college for the purpose of achieving the strategic goals outlined in the Strategic Plan.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-13

Updated: November 11, 2016 (Membership Changes)

Policy Title: COMMITTEE ASSIGNMENTS

Executive (Risk) Committee

The Executive (Risk) Committee is a standing committee composed of the Chair of the Board of Regents and the chair of each standing committee of the Board of Regents. In the event that this totals an even number of committee members, an at-large appointee will be designated by the Board. All Committee Chairs selections must be reaffirmed by the Board to sit on the Executive Committee.

The Executive (Risk) Committee shall have and exercise the authority of the Board of Regents in the recognition and management of current or potential legal, accreditation or financial risk that may compromise the Corporation.

Subject to the limitations detailed in the by-laws, the Executive Committee shall possess and exercise all other powers of the Board of Regents, as reasonably necessary, during the intervals between meetings. Oversight of the Health Center and MRI matters will be under the Board's Executive Committee.

Committee membership:

Mr. Turner
Dr. Nanda (chair)
Dr. Ohm
Dr. Giles
Dr. Silk

Administrative contact: President of the College

Governance and Board Affairs (Policy) Committee

The Governance and Board Affairs (Policy) Committee is a standing committee, charged to review and offer input on all policy and by-law matters to be brought to the Board of Regents. This committee shall be responsible for the formulation of policy initiatives required by matters of law, regulation, and accreditation or otherwise necessitated for the appropriate and efficient operation of the Board and the College. The committee shall be responsible for oversight and compliance and input in matters related to Board members, their interactions with each other, the administration and entities with which the College does business. The Governance and Board Affairs Committee will be responsible for the identification of potential Board members as well as the monitoring and addressing of the duties associated with the membership of each Regent. The Governance and Board Affairs Committee will also offer advice and counsel to the Board of Regents regarding needed policy, procedures and practices to facilitate the smooth and consistent operation of the Board.

The Governance and Board Affairs Committee shall conduct, on at least an biannual basis, a review of all policies of the College.

Committee membership:

Dr. Ohm
Dr. Silk (chair)
Dr. Nanda
Dr. Ochoa-Rea

Administrative contact: Executive Vice President of the College

Academic Affairs Committee

The Academic Affairs Committee is a standing committee appointed by the Chair of the Board of Regents. Regents in sufficient number and experience will be appointed to provide strategic oversight and input on behalf of the Board of Regents in all academic-related matters. The Academic Affairs Committee shall interface primarily with the Vice President Academic Affairs of the College, other academic-related personnel they deem necessary.

The Academic Affairs Committee provides strategic counsel and support in all areas of the academic programs including but not limited to program accreditation, management and conduct of the academic program, including all courses for credit as well as seminars and other noncredit offerings, assessment of instructional outcomes and student academic achievement, research, academic and learning resources, admissions requirements. Oversight of Continuing Education and Research matters will be under the Board's Academic Affairs Committee.

Committee membership:

Dr. Nanda (ex-officio)
Dr. Kimes
Dr. Ohm (Chair)
Dr. Silk
Dr. Ochoa-Rea

Administrative contact: Vice President of Academic Affairs

Audit Committee

The Audit Committee is a standing committee appointed by the Chair of the Board of Regents. The Audit Committee shall appoint the Auditor of the College annual financial statements, to be approved by the Board of Regents, and oversee the annual financial audit. The Committee shall re-evaluate and consider at the minimum replacing the Auditor in charge every five years through an RFP process.

Committee membership:

Dr. Nanda (ex-officio) (Interim chair)
Dr. Silk
Mr. Turner

Administrative contact: Executive Vice President

Finance Committee

The Finance Committee is a standing committee appointed by the Chair of the Board of Regents. Regents in sufficient number and experience will be appointed to provide strategic oversight and input on behalf of the Board of Regents in all finance-related matters. The Finance Committee shall interface primarily with the Chief Financial Officer of the College, other finance-related personnel they deem necessary and the College's designated auditor or auditing firm.

Committee membership:

Dr. Ohm
Dr. Nanda (ex-officio)
Mr. Turner (chair)
Mr. Hastings

Administrative contact: Executive Vice President

Enrollment and Admissions Committee

The Enrollment and Admissions Committee is a standing committee to support the efforts of the College related to admissions development and enrollment enhancement. The members of this committee provide strategic counsel and support, for the purpose of ensuring College enrollments are growing based on established budget targets.

Committee membership:

Dr. Nanda (ex-officio)

Dr. Giles (chair)

Dr. Silk

Administrative contact: Executive Vice President

Development Committee

The Development Committee is an standing committee to oversee the operation of a vigorous and appropriate fund-raising program by the College. The Development Committee shall consist of no fewer than three, nor more than five members. Ex officio committee membership includes the Chairman of the Board of Regents, the College President and the Director of Institutional Advancement. Up to three members may be nominated and appointed to serve on the Committee from the Chiropractic profession at large, Life West alumni, or friends of Life West, and shall serve for a three year term and may be reappointed for up to two additional three year terms.

The Development Committee shall have broad oversight in regard to sourcing of funds donated to Life West for the purposes of supporting the Colleges vision and mission. It shall establish policies and plans for the procurement of endowment, capital and operational funds. It shall oversee the fulfillment of these policies and plans as carried out by the College Development Department. It shall cooperate with, and encourage the Alumni Association in its fund-raising activities. The Development Committee, with the concurrence of the Board of Regents, shall implement major campaigns or drives via the College Development Department for raising significant funds for the College. The Committee shall meet as often as it decides at its discretion but at least three times annually, shall keep a record of its proceedings and may appoint an executive officer from the IA office for that purpose.

The Development Committee recognizes that Regents should be advocates for the institution and its needs and thus should work closely with the president and Institutional Advancement Department in seeking philanthropic support from sources – private, corporate, and foundation – to which they have or could establish access.

Committee membership:

Dr. Nanda (ex-officio)

Dr. Silk

Dr. Kimes

Dr. Ochoa-Rea (chair)

Administrative contact: President of the College and Vice President of Institutional Advancement

Buildings and Facilities Committee

The Buildings and Facilities Committee is a standing committee composed of Board members and invited outside experts, responsible for oversight and input in matters related to Campus development and design. The committee will give advice and support to administration on strategic issues with regard to development and design, costs and budgets, timelines and planning.

Committee membership:

Dr. Nanda (ex-officio) (Interim chair)

Dr. Ohm

Mr. Turner

Administrative contact: Executive Vice President

1) Governance Committee in conjunction with Hirschfeld Kraemer LLP to develop a Code of Conduct which will be brought to the Board in a policy.

BOARD OF REGENTS CODE OF CONDUCT AND ETHICS

A. Preamble

As members of Life Chiropractic College West's (LCCW) community, all members serving on the Board of Regents ("Board Members") are responsible for sustaining the highest ethical standards of the institution and of the broader community in which the Board Members function. LCCW values integrity, honesty and fairness and strives to integrate these values into its teaching, research, governance and business practices. It is the intent of the Board of Regents Code of Conduct and Ethics to preserve the highest standard of behavior and to advance the mission of LCCW.

As part of fulfilling their fiduciary duties to LCCW, and to ensure the integrity of the Board, Board Members must:

- commit the time and effort required to participate fully and effectively in Board governance and related matters
- act at all times within their limits of authority as Board Members
- maintain appropriate confidentiality
- exercise respect, honesty and professionalism
- promote the positive image of the college and one another

B. Code of Conduct and Ethical Standards

Board Members, guided by a deep conviction of the worth and dignity of the advancement of knowledge, recognize the special responsibilities placed upon them. Their primary responsibility is to honor and advance the mission of LCCW. Board Members will, at all times, act in the best interests of LCCW and its stakeholders, with dedication to the Values, Vision and Mission of the college, and upholding the highest ethical and legal standards.

Board Members shall always conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board of Regents.

C. Code of Conduct Specific Rules and Regulations

In the spirit of the above Code of Conduct and ethical standards, Board Members must adhere to the following rules and regulations. Violation of any of the following rules and regulations may lead a Board Member to be removed from their role for cause.

- Board Members must fulfill their required fiduciary duties.
- Board members must comply with all federal laws, state laws, agreements with third parties, and LCCW's policies and principles pertaining to the use, protection, and disclosure of various types of confidential, proprietary, personnel, and private information. Board Members should not disclose such confidential information to anyone. These policies apply even after the Board Member's relationship with LCCW ends.
- LCCW's resources must be reserved for business purposes on behalf of LCCW. They may not be used for personal gain or profit, and may not be used for personal use except in a manner that is incidental, and reasonable in light of the Board Member's duties. LCCW's resources include, but are not limited to, the use of LCCW's systems, such as telephone systems, data communication and networking services, and the domain for electronic communication forums; the use of LCCW's equipment; the use of procurement tools such as purchasing cards and petty cash; and the time and effort of faculty, staff, students, and other employees at LCCW.
- Discrimination, including harassment, against another community member, including but not limited to Board Members, faculty, staff, administrators, students, and independent contractors, on political grounds, or for reasons of race, religion, gender, age, disability, and any other basis prohibited by state, federal, and/or local law, or for other arbitrary or personal reasons. Where actions are found to have occurred that violate this standard, LCCW will take prompt action to cease the offending conduct, prevent its recurrence and discipline those responsible.
- Violation of LCCW's Sexual Misconduct Policy.
- Disruption or obstruction of lawful institutional activities and functions.
- Threats, intimidation, physical contact, physical abuse harassment, coercion and any other conduct which threatens or endangers the health or safety of any person.
- Attempted or actual theft, unauthorized possession, and/or damage to property of LCCW, any person, or any other entity.
- Unauthorized use of institutional resources or facilities for personal, commercial, political, or other improper purposes.
- Violation of safety rules and policies.

- Possession or use on LCCW's premises of any weapon (i.e. firearms and dangerous knives), dangerous instruments, explosive devices, fireworks, or dangerous chemicals.
- Theft, abuse, and/or misuse of computer facilities and resources, including but not limited to:
 - Unauthorized entry into a file, to use, read, or change contents, or for any other purpose.
 - Unauthorized transfer of a file.
 - Use of another individual's identification and/or password.
 - Use of computing facilities and resources to interfere with the work of a student, board member, faculty member or LCCW official.
 - Use of computing facilities and resources to send obscene or abusive messages.
 - Use of computing facilities and resources to interfere with normal operation of LCCW's computing system.
 - Use of computing facilities and resources in violation of copyright laws.
 - Any violation of LCCW's Computer Use Policy.
- Evaluating other Board Members or employees by criteria not directly reflective of professional performance and judgment.
- Intentionally misrepresenting personal views as the position of LCCW.
- Conviction of criminal acts which demonstrate unfitness as a Board Member, including but not limited to crimes of moral turpitude.
- Providing alcoholic beverages to any student under 21 years of age.
- Possession, distribution, sale or use, or being under the influence of, illegal drugs while on LCCW's premises, participating in LCCW-sponsored activities, representing LCCW, or performing Board Member duties. Illegal drugs include drugs that are not legally obtainable, as well as drugs that are legally obtainable but used for illegal or unauthorized purposes.
- Violation of intellectual property rights as defined in LCCW's Intellectual Property Policy. Board members must abide by all rules and laws governing the use of copyrighted materials, patented ideas, licenses, and proprietary information. Board members must refrain from any activity that constitutes infringement of individual or LCCW-owned intellectual property and properly attribute the ideas and work of others.

- Interference with disciplinary procedures, including but not limited to destroying or concealing evidence, providing false or misleading information, intimidation of witnesses, or inducing a witness to provide withhold information or provide false information.
- Violation of LCCW's Whistleblower Policy.
- Board Members will not seek to individually resolve operational issues or complaints, will not personally direct any staff member or any part of the organization, and will at all times respect the authority of the President to require investigation and resolution of all operational matters.
- In their actions as Board Members, Regents will not publicly share personal opinions or make negative public judgments regarding LCCW or its officers, and will at all times respect the decisions of the full Board.
- Failure or refusal to cooperate in or interference with an investigation by LCCW.
- Board Members are actively prohibited from approaching any member of administration with the aim of soliciting or encouraging conduct that may be unlawful, unethical or have any negative impact on the institution.
- Violations of other published LCCW policies in hard copy or available on LCCW's website.

D. Managing Conflicts of Interest

Although Board Members shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Nevertheless, conflicts may arise from time to time and the purpose of this policy is to outline a procedure for management of any conflicts of interest.

When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of LCCW and the Board Member's personal interests, the Board Member has an affirmative duty to disclose the conflict of interest to allow the other Board Members to make decisions while being informed about the conflict.

Every Board Member possesses the fiduciary duty to ensure that the Board's decisions are made reflecting independent thinking. Accordingly, if a Board Member directly or indirectly receives compensation from LCCW, such compensation will be determined by and approved by the full Board in advance.

Any conflicts of interest, including but not limited to financial interests, on the part of any Board Member, shall be disclosed to the entire Board and through an annual procedure for all Board Members to disclose conflicts of interest in writing.

Any Board Member having a conflict of interest shall not vote or use his or her personal influence to address the matter involving the conflict, and he or she shall not be counted in determining the quorum for the meeting or any vote regarding the matter.

Conflicts of interest disclosed by the Board will be recorded in the minutes of the meeting in which the disclosure was made, and shall note that the Board Member abstained from the vote or was not present, as is applicable, and was therefore not included in the count for the quorum for that meeting.

Board Members shall be advised of this meeting during Board orientation and of the procedures for disclosing and managing conflicts of interest on an annual basis.

2) Governance Committee in conjunction with legal counsel to develop a policy concerning Investigations of Board Members Conduct and return it to the Board for discussion.

POLICY FOR INVESTIGATIONS REGARDING CODE OF CONDUCT VIOLATIONS

Members of the Board of Regents (“Board Members”) are required to act with the highest standards of fiduciary care, in good faith, with no undeclared conflicts of interest, and within the parameters of his/her authority as a Board Member.

Where a Board Member may have failed to comply with the LCCW’s Board of Regents Code of Conduct or other Board policies, or failed to fulfill their fiduciary duties with due care and diligence, the following actions may occur:

1. A staff, faculty member, or Board Member shall notify the Chairman of the Board about the possible violation of the Code of Conduct or other policy. The Chairman is then obligated to take action regarding the possible violation. This action shall include notifying the other Board Members of the alleged violation and, during which time, the Board Member who is accused of the violation will be recused from such conversations regarding the matter.
2. Depending on the nature of the alleged violation, the Board Members may consider whether to retain an independent investigator, who is not an employee, officer, director, or Board Member of LCCW to conduct an unbiased investigation of the violation and recommend appropriate action. In the event of an independent investigation, the investigator will provide a report to the Board for Board Members’ consideration and decision. Any investigation will allow the subject Board Member an opportunity to respond to any possible violation. An investigator may not conduct or participate in an investigation of a complaint or possible violation in which the investigator has a conflict of interest.
3. The Board may vest the Chairman with authority to discuss the issue with the Board Member with the goal of seeking a resolution.
4. Where the Board Member has attempted to solicit staff to engage in any conduct which, if executed, would be unlawful, unethical, or compromise the integrity of LCCW, this action will be considered a serious breach of the Board Member’s fiduciary duty and will be reported to LCCW’s general counsel for appropriate response and action.
5. The above actions will be performed during an Executive Session of the Board. The Board will vote, by majority vote, regarding the degree of appropriate publicity, if any.
6. No Board Member will be subject to retaliation for raising, in good faith and with legitimate reason, a Board Member’s possible violation of the Board of Regents Code of Conduct or other policies and procedures applicable to the Board.

Although LCCW maintains professional liability insurance for its Board Members, it fully expects Board Members to comply with the above requirements.

3) plan to develop monitoring for projects and adopt a policy that any LCCW Administration or Faculty projects that costs over 25K in the first year will need board approval, including the projects purpose, budget, timeline, and methods of assessment, along with requiring monitoring of the project at Board meetings in keeping with institutional mission of Life Chiropractic College West.

LCCW PROJECTS APPROVAL AND OVERSIGHT PROCESS POLICY

All LCCW projects or programs, with anticipated costs and expenses that equal \$25,000 or greater in the first 12 months of the project or program, must be evaluated and approved by the members of LCCW's Board of Regents ("Board Members") in order to commence.

Such projects may include, but not be limited to, new or upgraded physical plant and infrastructure, new or upgraded teaching technology or equipment, teaching and research programs, athletics and student life programs, sponsorship and marketing opportunities, community and outreach programs, and new or upgraded database and IT infrastructure. Proposals must be submitted to the Board Members for approval within 60 days of the commencement of the project or program:

A proposal for programs and projects must include:

1. A description how the project or program supports LCCW's mission
2. A budget for the initial year and projections for each year thereafter
3. A timeline, including the expected beginning and ending of the project
4. The identity of employee(s) who hold primary and secondary responsibilities for leading and monitoring the project
5. Measures or metrics by which the projects or programs will be assessed, including a timeline for when the measures and metrics will be evaluated

Expenses and costs associated with projects and programs must not be overall detrimental to the financial position of LCCW and must be included within the overall college operating budget, at either the commencement of the budget year as approved by the Board Members, or as an addition to the overall college operating budget with Board approval.

Project approval and any Board comments regarding the consideration of the project will be memorialized in the Board Minutes.

Project monitoring and assessment will be presented by the President or his/her designee at the first Board meeting that occurs immediately after the end of the fiscal quarter. This topic will be part of the consent agenda or placed as a discussion item on the Board's agenda.

Life Chiropractic College West

Presidential Evaluation Policy and Procedure

(Approved by the Board of Regents on October 13, 2016)

I. Statement of Purpose

The process of annual presidential assessment provides the chief executive with guidance and support, clarifies board expectations regarding presidential priorities, offers regular updates on progress toward those priorities, and adds to ongoing and evolving conversation about performance.

II. Statement of Policy

Both annual and more comprehensive three-year evaluations of the President are conducted. Annual presidential assessment is considered part of a larger cycle of assessment and governance review that also includes periodic assessment of the Board of Regents' ("Board") own performance and a comprehensive joint review of presidential and Board performance.

The Executive Committee will develop the written evaluation and self-assessment forms, and any other surveys or data collection mechanism designed to evaluate the President's performance.

Elements of the annual presidential review should include:

- The President's written self-assessment, based on mutually agreed-upon goals and how these goals meet the College's long-term strategic goals to be completed by January 1, annually.
- A Board evaluation of the President's performance in meeting mutually agreed-upon goals to be completed by February 1, annually.

- A face-to-face meeting between the President and the Board chair or the committee charged with responsibility for presidential assessment to be completed by March 1, annually.
- A follow-up report to the full Board regarding the results of the self-assessment and face-to-face meeting with the President, to be completed by April 1, annually.
- A letter or memorandum from the Board chair to the President describing the process and the general results of the review to be completed by May 1, annually.

The annual review will be completed within the above time frame. This annual review is in contrast to the longer comprehensive review that the Board will periodically conduct every three years. The three-year comprehensive evaluation involves obtaining data from faculty, students, alumni, and staff and examines long-term goals and effectiveness.

The Executive Committee of the Board will lead the evaluation process and communications with the President.

LIFE CHIROPRACTIC COLLEGE WEST

POLICIES AND PROCEDURES MANUAL

Policy #: BR-3.03

Effective Date: October 13, 2016

Policy Title: BOARD SELF-ASSESSMENT

The Board is committed to assessing its own performance as a Board in order to identify its strengths and areas in which it may improve its functioning.

To that end, the Board has established the following processes:

- In January of each year, the Board members complete an online Board assessment and a Board member self-assessment.
- The results are tabulated by the Governance Committee or their designee.
- The Governance Committee reviews both assessments.
- Governance Committee will send the results of the Board members' reviews of the Board only to the full Board to be discussed at the next Board meeting. No names are included on the final results.

Board of Regents Full Board Evaluation_2015

Board of Regents Activity

1. Indicate the extent to which you agree or disagree with the following statements regarding the activities of the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
The board operates under a set of policies, procedures, and guidelines with which all members are familiar.	☐	☐	☐	☐	☐
The Executive Committee reports to the board on all actions taken.	☐	☐	☐	☐	☐
There are standing committees of the board that meet regularly and report to the board.	☐	☐	☐	☐	☐
Board meetings are well attended, with near full turnout at each meeting.	☐	☐	☐	☐	☐
Each board member has at least one committee assignment.	☐	☐	☐	☐	☐
Nomination and appointment of board members follow clearly established procedures using known criteria.	☐	☐	☐	☐	☐
Newly elected board members receive adequate orientation to their role and what is expected of them.	☐	☐	☐	☐	☐
Each board meeting includes an opportunity for learning about the organization's activities.	☐	☐	☐	☐	☐
The board follows its policy that defines term limits for board members.	☐	☐	☐	☐	☐

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
The board fully understands and is supportive of the strategic planning process of the College.	☐	☐	☐	☐	☐
Board members receive meeting agendas and supporting materials in time for adequate advance review.	☐	☐	☐	☐	☐
The board adequately oversees the financial performance and fiduciary accountability of the organization.	☐	☐	☐	☐	☐
The board receives regular financial updates and takes necessary steps to ensure the operations of the organization are sound.	☐	☐	☐	☐	☐
The board regularly reviews and evaluates the performance of the CEO.	☐	☐	☐	☐	☐
The board actively engages in discussion around significant issues.	☐	☐	☐	☐	☐
The board chair effectively and appropriately leads and facilitates the board meetings and the policy and governance work of the board.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Mission and Purpose

2. Indicate the extent to which you agree or disagree with the following statements regarding the mission and purpose of Life West as they relate to activities of the Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
Statements of the organization's mission are well understood and supported by the board.	☐	☐	☐	☐	☐
Board meeting presentations and discussions consistently reference the organization's mission statement.	☐	☐	☐	☐	☐
On a regular basis the board reviews the organization's performance in carrying out the stated mission.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Governance/Partnership Alignment

3. Indicate the extent to which you agree or disagree with the following statements regarding the governance role and partnership alignment of the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
The board ensures that the organization supports and upholds the mission statement, core values, vision statement, and partnership policies.	☐	☐	☐	☐	☐
The board periodically reviews, and is familiar with, the organization's partnership core documents.	☐	☐	☐	☐	☐
The board reviews its own performance and measures its own effectiveness in governance work.	☐	☐	☐	☐	☐
The board is actively engaged in the board development processes.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Board Organization

4. Indicate the extent to which you agree or disagree with the following statements regarding the organization of the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
Information provided by staff is adequate to ensure effective board governance and decision-making.	☐	☐	☐	☐	☐
The committee structure logically addresses the organization's areas of operation.	☐	☐	☐	☐	☐
All committees have adequate agendas and minutes for each meeting.	☐	☐	☐	☐	☐
All committees address issues of substance.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Board Meetings

5. Indicate the extent to which you agree or disagree with the following statements regarding the meetings of the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
Board meetings are frequent enough to ensure effective governance.	☐	☐	☐	☐	☐
Board meetings are long enough to accomplish the board's work.	☐	☐	☐	☐	☐
Board members fully and positively participate in discussions.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Board Membership

6. Indicate the extent to which you agree or disagree with the following statements regarding the membership of the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
The board size is adequate to effectively govern the organization.	☐	☐	☐	☐	☐
The board has a range of talents, experience, and knowledge to accomplish its role.	☐	☐	☐	☐	☐
The board uses its members' talents and skills effectively	☐	☐	☐	☐	☐
The board makeup is diverse with experience, skills, ethnicity, gender, denomination, and age group.	☐	☐	☐	☐	☐
Fellow board members review each member's performance at the end of every three-year term.	☐	☐	☐	☐	☐
Each board member participates in financially supporting the organization on an annual basis.	☐	☐	☐	☐	☐
The board demonstrates a commitment to Life Chiropractic College West and the chiropractic profession.	☐	☐	☐	☐	☐

Board of Regents Full Board Evaluation_2015

Administration and Staff Support

7. Indicate the extent to which you agree or disagree with the following statements regarding the administrative and staff support for the Life West Board of Regents.

	Strongly Disagree	Disagree	Agree	Strongly Agree	Not Observed or Not Applicable
The committee structure provides adequate contact with administration and staff.	☐	☐	☐	☐	☐
Communication is strong and clear between the board and staff.	☐	☐	☐	☐	☐
Staff support before, during, and after board meetings is effective.	☐	☐	☐	☐	☐

Open Comments

8. Please make any other comments about the work and effectiveness of the board.

Sample #2 — Board of Directors – Self Evaluation Form

Board Member: _____

1. How do you assess your contribution to the College?
(You might want to include such things as: attendance at board meetings, participation, promotion and fund-raising, committee work, or any other areas on which you would like to comment)

2. Do you feel that your financial contributions to the College are at a level which is “personally significant” for you? Why or why not?

3. How has our College invested in your growth as a board member?

4. What would you like to contribute to or involve yourself in if you were to serve another term?

5. How would you like the College to invest in and facilitate your personal development as a board member?

6. What changes would you suggest, as a board member, in the operation and involvement of the board?



Policies and Procedures Manual

1. Budget process, timeline and template is sent by Business Office to all budget managers in Jan/Feb along with Q2 YTD department variance reports
2. Institutional Research Office/EVP commence work with all budget managers on their annual department plan for the next financial year commencing Jan/Feb.
3. Business Office/EVP receives final budget requests in April and reviews these with all budget managers to ensure mission focus, budget integration with department annual plans, comparison with current year monthly budget variance reports
4. President and EVP review college level budget report for financial ratio and covenant compliance in April/May
5. EVP presents college level and department level budget to Board of Regents Finance Committee in April/May for review
6. Finance Committee recommendations reviewed at department manager level with BO/EVP for final agreement at all levels in May
7. Board of Regents Finance Committee makes recommendation for budget approval to full Board in June
8. Approved department budgets loaded into GP and college annual plan updated and finalized in June
9. Monthly department reviews of budget/YTD variances commence July

Budget Variation Policy

I. PURPOSE

The purpose of this policy is to outline procedures to be utilized by LCCW's administration and members of the Board of Regents ("Board Members") in the event that actual expenses vary significantly from budget expenses. LCCW establishes its goals and priorities through the creation and adoption of an annual budget. Budgets often reflect an estimate of projected expenses. Accordingly, it is important to outline procedures to use when there are significant changes between the budgeted expenses and the actual expenses. This Budget Variation Policy identifies those procedures.

II. POLICY

LCCW expects that its programs, activities, and projects will be governed by the allocations approved during the budget process and adopted by the Board Members. LCCW acknowledges that circumstances may arise during a fiscal period that results in the actual revenues, expenses and expenditures varying from the budgeted amounts. LCCW also recognizes that flexibility is necessary to react to actual circumstances. To monitor budgeted versus actual expenses, LCCW's policy is that when a projected expense exceeds 10% of the total line item budget, the Business Office must communicate this information to the Board Members for consideration and action.

III. PROCEDURES

The Business Office ("BO") will report to the Finance Committee of the Board of Regents on a monthly basis the actual revenues and expenses with the budgeted revenues and expenses by department, including all approved department projects, in a Budget Variation Report. All variances that are 10% and over from the budgeted amounts will require the department budget managers or key administrators responsible for the project to create an Action Plan to remedy the variance. Department budget manager(s) or administrator(s) who do not adhere to spending requirements are subject to disciplinary action, up to and including termination, if they do not resolve the variance with a proscribed amount of time, as will be determined according to the circumstances.



**LIFE CHIROPRACTIC
COLLEGE WEST**

Whistleblower Protection Policy

Approved by the Board of Regents on October 13, 2016

I. Policy Overview

Life Chiropractic College West ("LCCW")'s Mission, Goals and Objectives require its Board of Regents (board members), officers, employees, students, volunteers and interns to observe the highest standards of professional and personal ethics in executing their duties and responsibilities to LCCW. As members of LCCW's community, we must exhibit honesty and integrity in fulfilling our responsibilities and comply with all applicable laws, regulations, rules and policies. This policy sets forth LCCW's requirements regarding the disclosure of an actual or potential violation of the law and protects board members, employees, volunteers, students, alumnae and applicants from retaliation in the form of an adverse employment action or other action for disclosing what the member of our community reasonably believes is an actual or possible violation of the law. This Whistleblower Protection Policy is intended to encourage and enable any person to raise serious, fact-based concerns in good faith within LCCW and prior to seeking resolution outside LCCW.

II. Statement of Policy

It is LCCW's policy to encourage the reporting of misconduct that may violate federal and/or state law(s). No board member, officer, employee, student, volunteer, intern or alumnus, who, in good faith and with a reasonable basis, (1) reports to a supervisor, LCCW Administrator, board member or to a federal, state or local agency what the employee believes to be in good faith a violation of the law; (2) participates in good faith in any resulting investigation or proceeding; or (3) exercises his or her rights under any federal or state law(s) or regulation(s) to pursue a claim or take legal action shall suffer retaliation or any adverse employment action or other action as a result of the report.

All reports will be investigated promptly. In conducting an investigation, LCCW will aim to keep the identity of the complaining party as confidential as possible while conducting an appropriate and comprehensive investigation.

Retaliation for disclosures made under this policy, or intentionally providing false information regarding an actual or potential violation of this policy, may result in discipline, suspension, termination or any other action LCCW deems appropriate. "Retaliation" includes discriminating against, mistreating or taking adverse employment action against someone who has made a complaint under this policy or raised any concern under this policy, or who referred a matter for investigation or who participated in a complaint, investigation or hearing process under this policy. "Adverse employment action" is discharge, demotion, suspension, being threatened or harassed or in any manner discriminated against with respect to compensation, or terms or conditions of employment or participation in LCCW activities. Other adverse actions include suspending, dismissing or disciplining a student or changing or lowering a grade or

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evaluation of a student or in any manner negatively impacting the student's academic career and discriminating against or mistreating alumni, volunteers or interns.

This policy is not intended to and does not prohibit an employment action or other action that would have been taken regardless of the disclosure of information or a complaint or concern raised under this policy.

III. Reporting Violations

If a board member, officer, employee, volunteer, student, vendor, alumnus or applicant has a reasonable belief that a member of the LCCW community has engaged in any action that he or she reasonably believes constitutes misconduct that may violate federal and/or state law(s), or constitutes a fraudulent practice, the individual is expected to immediately report such information to the Director of Human Resources either in person or by telephone at (510) 780-4541. For any allegations regarding fraudulent behavior with respect to financial or accounting matters, please contact the Chief Financial Officer either in person in the Executive Offices or by telephone at (510) 780-4543. If the complainant does not feel comfortable reporting the information to the Director of Human Resources or Chief Financial Officer, he or she is expected to report the information to a campus conduct hotline at 510-780-4564.

If a board member, officer, employee, student, volunteer, intern or alumnae provides knowingly false information in relation to a complaint, investigation, hearing or other event under this policy, or intentionally withholds information without an appropriate basis for doing so, he or she will be subject to disciplinary action, up to and including termination or expulsion.

IV. Investigation

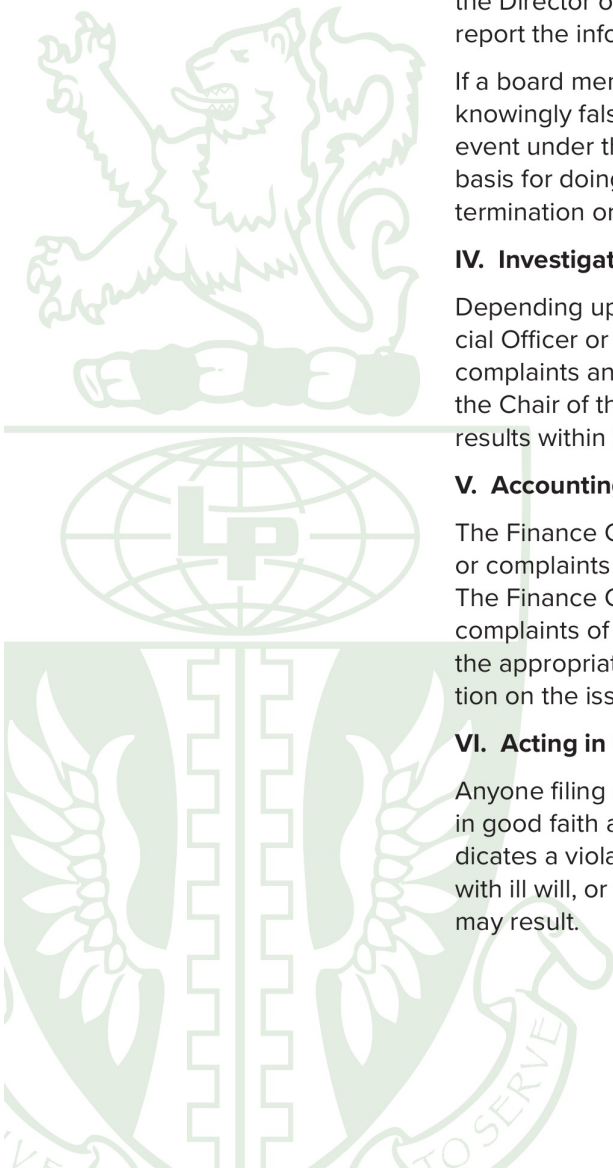
Depending upon the subject matter, the Director of Human Resources, Chief Financial Officer or his/her designee is responsible for investigating and resolving reported complaints and allegations concerning violations and shall advise the President or the Chair of the Board of Regents and the Executive Committee of the investigation results within 21 days of the reported concern or complaint.

V. Accounting and Auditing Matters

The Finance Committee of the Board of Regents shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Finance Committee will be notified within ten business days after receipt of any complaints of fraudulent behavior with respect to financial or accounting matters, and the appropriate administrator will work with the Finance Committee to reach a resolution on the issue.

VI. Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. If it is determined that any unsubstantiated allegations were made with ill will, or were stated with knowledge of the allegations falsity, then discipline may result.



VII. Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Anonymous reports must include sufficient specific facts to enable LCCW to investigate the matter. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the requirements of law and regulations and the need to conduct an adequate investigation.

VIII. Handling of Reported Violations

The initial recipient of a complaint will acknowledge receipt of the reported violation or suspected violation within ten business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

