Board of Trustees

Bylaws

December 10, 2018
I. PURPOSE AND MANAGEMENT

I.1. OBJECTIVES

I.2. MANAGEMENT OF THE ICOM

II. MEMBERS

II.1. ESTABLISHMENT OF THE BOARD OF TRUSTEES

II.2. NUMBER AND QUALIFICATIONS

II.3. TERM OF OFFICE

II.4. REMOVAL

2.4 Any member of the Board of Trustees, with the exception of members from the Board of Managers, may be removed by a majority vote of all other Members or by the Board of Managers whenever the Board of Trustees or the Board of Managers determines such removal will be in the best interest of the ICOM. Prior written approval of the Board of Managers shall be required if the Board of Trustees votes to remove a Member. Members nominated by Rice and described in paragraph 2.2.1.3(d), may only be removed by Rice.

II.5. ELECTION

2.5 Each June, a nominating committee consisting of the Chairman, Vice Chairman, and Secretary shall, after appointment by the Board of Trustees, present to the Board of Managers a complete list of names to replace the class of Members whose term is next scheduled to expire (other than any Member nominated by Rice in such class). Within 30 days after receiving the names of the nominees, but not later than the 31st day of August each year, the Board of Managers shall ratify Members either from the list submitted by the nominating committee or from names nominated by the Board of Managers and appointed by the Board of Trustees. Such appointments shall become effective on the first day of January.

II.6. MEETINGS

II.7. NOTICE

II.8. QUORUM

II.9. INFORMAL ACTION

II.10. ATTENDANCE
# TABLE OF CONTENTS CONTINUED

<table>
<thead>
<tr>
<th>Section</th>
<th>Title</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>II.11.</td>
<td>VACANCIES</td>
<td>5</td>
</tr>
<tr>
<td>II.12.</td>
<td>CONFLICT OF INTEREST</td>
<td>5</td>
</tr>
<tr>
<td>III.</td>
<td>OFFICERS</td>
<td>5</td>
</tr>
<tr>
<td>III.1.</td>
<td>OFFICERS</td>
<td>5</td>
</tr>
<tr>
<td>III.2.</td>
<td>ELECTION AND TERM OF OFFICE</td>
<td>5</td>
</tr>
<tr>
<td>III.3.</td>
<td>REMOVAL</td>
<td>6</td>
</tr>
<tr>
<td>III.4.</td>
<td>VACANCIES</td>
<td>6</td>
</tr>
<tr>
<td>III.5.</td>
<td>CHAIRMAN OF THE BOARD OF TRUSTEES</td>
<td>6</td>
</tr>
<tr>
<td>III.6.</td>
<td>VICE CHAIRMAN OF THE BOARD OF TRUSTEES</td>
<td>6</td>
</tr>
<tr>
<td>III.7.</td>
<td>SECRETARY</td>
<td>6</td>
</tr>
<tr>
<td>IV.</td>
<td>FISCAL YEAR</td>
<td>7</td>
</tr>
<tr>
<td>IV.1.</td>
<td>FISCAL YEAR</td>
<td>7</td>
</tr>
<tr>
<td>V.</td>
<td>COMMITTEES OF THE BOARD OF TRUSTEES</td>
<td>7</td>
</tr>
<tr>
<td>V.1.</td>
<td>EXECUTIVE COMMITTEE FUNCTION</td>
<td>7</td>
</tr>
<tr>
<td>V.2.</td>
<td>COMMITTEES OF THE BOARD OF TRUSTEES</td>
<td>7</td>
</tr>
<tr>
<td>VI.</td>
<td>BOARD OF TRUSTEES FUNCTIONS</td>
<td>8</td>
</tr>
<tr>
<td>VI.1.</td>
<td>LIAISON</td>
<td>8</td>
</tr>
<tr>
<td>VI.2.</td>
<td>COMPLIANCE WITH LAWS, REGULATIONS AND MAINTENANCE OF ACCREDITATION</td>
<td>8</td>
</tr>
<tr>
<td>VI.3.</td>
<td>MANAGEMENT OF THE ENVIRONMENT OF CARE</td>
<td>9</td>
</tr>
<tr>
<td>VI.4.</td>
<td>PLANNING</td>
<td>9</td>
</tr>
<tr>
<td>VI.5.</td>
<td>CONTRACTED SERVICES</td>
<td>10</td>
</tr>
<tr>
<td>VI.6.</td>
<td>DEPARTMENTAL POLICIES AND PROCEDURES</td>
<td>10</td>
</tr>
<tr>
<td>VI.7.</td>
<td>ORIENTATION, EDUCATION AND EVALUATION</td>
<td>11</td>
</tr>
</tbody>
</table>
TABLE OF CONTENTS CONTINUED

<table>
<thead>
<tr>
<th>V. ADMINISTRATION</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>VII.1. APPOINTMENT AND EVALUATION</td>
<td>11</td>
</tr>
<tr>
<td>VII.2. AUTHORITY AND DUTIES</td>
<td>12</td>
</tr>
<tr>
<td>VIII. INDEMNIFICATION</td>
<td>18</td>
</tr>
<tr>
<td>VIII.1. INDEMNIFICATION</td>
<td>18</td>
</tr>
<tr>
<td>IX. APPROVAL</td>
<td>18</td>
</tr>
<tr>
<td>IX.1. APPROVAL AND AMENDMENTS</td>
<td>18</td>
</tr>
</tbody>
</table>

9.1 Proposed amendments to these Bylaws may be proposed by the affirmative vote of a majority of the Board of Trustees; provided, however, these Bylaws and any amendments or alterations thereto shall not become effective until final approval by the Board of Managers as provided in this Section 9.1. These Bylaws may be amended at any time by the Board of Managers after first seeking the advice of the Board of Trustees; provided, however, notwithstanding anything in these Bylaws to the contrary, any provision in an amendment of these Bylaws that increases the number of members of the Board of Trustees or modifies, alters or changes any of the rights of the Rice Members or Rice Management Company set forth in these Bylaws, including, but not limited to this Section 9.1 or Sections 2.2, 2.3, 2.4, 2.10 or 2.11, shall require approval of the Board of Managers and Rice. 19

X. NON-DISCRIMINATION                      | 19   |

X.1. NON-DISCRIMINATION POLICY AND PROCEDURE | 19   |

10.1.1 Policy & Procedure Statement: 19
I. PURPOSE AND MANAGEMENT

1. OBJECTIVES

1.1 Idaho College of Osteopathic Medicine (“ICOM”) is an osteopathic medical college licensed to do business in Meridian, Idaho and is owned by ICOM Investment Partners, LLC (the “Corporation”). The role and purpose of the ICOM is to provide the education and clinical training of future osteopathic physicians. The primary responsibility and goal of the Board of Trustees (the “Board of Trustees”) is to further the role and purpose of the ICOM by providing oversight of the ICOM thereby facilitating the establishment of policies, the maintenance of quality education and the provision of institutional management and planning, all in a manner that is responsive to the needs of the states of Idaho, Montana, Wyoming, South Dakota and North Dakota.

1.2 MANAGEMENT OF THE ICOM

1.2 The ICOM is owned by the Corporation. The Corporation retains all authority and control over the business, policies, operations, and assets of the ICOM. The Corporation’s managing member is ICOM Management, LLC (The “Manager”), which is governed by a Board of Managers (the “Board of Managers”). The Corporation is the sole member and manager of the ICOM. The Board of Managers has delegated to the ICOM’s officers and Board of Trustees the governance rights and duties set forth in these Bylaws, subject to the duties, fiduciary and other, that the Manager has to the Corporation’s members.

The Board of Trustees has authority to appoint the President/CEO of the ICOM based upon his or her competency. The appointment of the President/CEO requires ratification by the Board of Managers. The President/CEO manages the business affairs and administration of the ICOM. The President/CEO reports to the Board of Managers, while maintaining continuing communication with the Board of Trustees.

The Board of Managers has established the Board of Trustees to assist and advise the Board of Managers, the Corporation, the ICOM, and the ICOM’s officers. The primary function of the Board of Trustees shall be to provide governance and to oversee the operations of the ICOM, including establishment of its academic program, and to assure that the ICOM provides quality medical education that meets the needs of the community and complies with all regulatory, licensing and accrediting bodies.

II. MEMBERS

II.1. ESTABLISHMENT OF THE BOARD OF TRUSTEES

II.1.1 The Board of Trustees, as a collective entity, and its individual members (each, a “Member”), derive their power from the Board of Managers. They shall serve at the discretion of the Board of Managers, exercising only those privileges and duties specified by the Board of Managers and these Bylaws.
II.1.2. The Board of Trustees shall be delegated full authority by the Board of Managers to oversee general administrative matters of governance of the ICOM as described within these Bylaws, if not specifically reserved unto the Board of Managers, including, but not limited to, policy development, performance improvement, and organizational management and planning, noting that ratification of a proposed action of the Board of Trustees by the Board of Managers will be required if there is a budgetary impact not previously addressed in an approved budget. Members are selected for their dedication to the ICOM and its mission, and for their ability to represent the medical profession and/or community. The Board of Managers acknowledges the Members as a valuable resource necessary for the delivery of quality education in a manner that is efficient and responsible to the community. The authority granted to the Board of Trustees shall be exercised in a manner commensurate with these quality goals.

II.2. NUMBER AND QUALIFICATIONS

II.2.1. The number of voting members of the Board of Trustees of the ICOM shall be 12, but may be increased or decreased by amendment of these Bylaws by the Corporation. The Board of Trustees shall be composed of:

II.2.1.1. the President/CEO of the ICOM, who shall serve as Secretary of the Board of Trustees;

II.2.1.2. the Chief Academic Officer & Dean who shall serve as a non-voting ex-officio member;

II.2.1.3. three classes of members, comprising two four-member classes (Classes I and II) and a three-member class (Class III), totaling 11 additional voting members. The three classes will consist of the following types of members:

a. Four members from the general public, nominated and appointed by the Board of Trustees, and ratified by the Board of Managers, with three serving in Class I and one serving in Class II;

b. Two members from Idaho State University (ISU) as nominated by ISU’s CEO, and appointed by the Board of Trustees, serving in Class II and Class III. ISU’s CEO is able to serve as one of the two ISU members;

c. Two members, nominated by the Managing Member, and appointed by the Board of Trustees, to serve in Class II and Class III, one of whom shall serve as Chairman;
d. One member of each Class shall be nominated by Rice, and appointed by the Board of Trustees, for so long as the Rice Members (as defined in the Second Amended and Restated Limited Liability Agreement of the Corporation as in effect from time to time, the “LLC Agreement”), solely to the extent the Rice Members have acquired at least 32,000 Class B Units (as defined in the LLC Agreement) in the aggregate and continue to collectively own at least 16,320 Class B Units.

The Board of Trustees shall include broad representation of education, finance, legal, health policy, and osteopathic medical expertise. At least one Member of each class, nominated and appointed by the Board of Trustees and ratified by Board of Managers, shall represent the medical profession in the states served by the ICOM clinical network.

II.3. TERM OF OFFICE

2.3 Each class of Members shall be appointed to a term of three years commencing January 1st. A Member (other than a Member nominated by Rice, ISU or ICOM Management, LLC) may serve no more than two consecutive terms without approval from the Board of Managers. The terms of the classes shall be staggered successively, with the term of one class expiring each year. Each Member initially appointed to Class I shall serve for an initial term expiring at the Board of Trustees’ first annual meeting following the effectiveness of this provision; each Member initially appointed to Class II shall serve for an initial term expiring at the Board of Trustee’s second annual meeting following the effectiveness of this provision; and each Member initially appointed to Class III shall serve for an initial term expiring at the Board of Trustee’s third annual meeting following the effectiveness of this provision.

II.4. REMOVAL

2.4 Any member of the Board of Trustees, with the exception of members from the Board of Managers, may be removed by a majority vote of all other Members or by the Board of Managers whenever the Board of Trustees or the Board of Managers determines such removal will be in the best interest of the ICOM. Prior written approval of the Board of Managers shall be required if the Board of Trustees votes to remove a Member. Members nominated by Rice and described in paragraph 2.2.1.3(d), may only be removed by Rice.

II.5. ELECTION

2.5 Each June, a nominating committee consisting of the Chairman, Vice Chairman, and Secretary shall, after appointment by the Board of Trustees, present to the Board of Managers a complete list of names to replace the class of Members whose term is next scheduled to expire (other than any Member nominated by Rice in such class). Within 30 days after receiving the names of the nominees, but not later than the 31st day of August each year, the
Board of Managers shall ratify Members either from the list submitted by the nominating committee or from names nominated by the Board of Managers and appointed by the Board of Trustees. Such appointments shall become effective on the first day of January.

II.6. MEETINGS

2.6 Regular meetings of the Board of Trustees shall be held at least quarterly. A requirement for more frequent regular meetings may be established by resolution of the Board of Trustees. Special meetings of the Board of Trustees may be called by the President/CEO, the Chairman on his/her initiative, by the Chairman at the request of any four Members or by the Board of Managers. Meetings shall be held at the ICOM unless otherwise designated by the Chairman with the agreement of the CEO.

II.7. NOTICE

II.7.1. Notice of any regular or special meeting shall be given at least three days in advance by written notice delivered personally, by reliable overnight courier service, or by email, in each case addressed at a Member’s address as provided to the ICOM from time to time. Notice will be deemed to have been delivered at the time of delivery or transmission if delivered personally or by email and on the next business day if given by overnight courier.

II.7.2. Any Member may waive notice of any meeting. The attendance of a Member at any meeting shall constitute a waiver and any defect therein unless the Member, at the beginning of the meeting (or promptly upon arrival) objects to holding the meeting or transacting any business at the meeting and does not thereafter vote or assent to action taken at the meeting.

II.7.3. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Trustees need be specified in the notice or waiver of notice of such meeting.

II.8. QUORUM

II.8.1. A majority of the Members shall constitute a quorum for the transaction of business at any regular or special meeting of the Board of Trustees. If less than a majority of the Members are present at the meeting, a majority of the Members present may adjourn the meeting from time to time without further notice.

II.8.2. The Members present at a duly organized meeting may continue to transact business until adjourned, notwithstanding the withdrawal of enough Members to leave less than a quorum. The act of the majority of Members present at a duly organized meeting shall be the act of the Board of Trustees. Notwithstanding the foregoing no official action of the Board of Trustees shall occur unless a quorum is present and a majority of those present vote on a particular action.
II.9. INFORMAL ACTION

2.9 Any action required or permitted to be taken at a meeting of the Board of Trustees may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed or voted upon in writing, including voting by email, by all of the members entitled to vote with respect to the subject matter thereof.

II.10. ATTENDANCE

2.10 Each Member shall be required to attend in person or telephonically at least 50% of all regular meetings each year, unless excused for cause, as determined by the Chairman. Failure to meet the attendance requirements shall be grounds for revocation of Board of Trustees membership by the Board of Managers, except in the case of Board of Managers Members or Members nominated by Rice.

II.11. VACANCIES

2.11 Any vacancy occurring on the Board of Trustees, whether by virtue of an increase in the size of the Board of Trustees, or of a loss or relinquishment of individual membership, shall be filled by appointment of the Board of Trustees with ratification by the Board of Managers. The Board of Managers may select the nominee(s) after first giving due consideration to any nominees offered by the Board of Trustees; except that only Rice may select the nominee for appointment by the Board of Trustees to fill a vacancy caused by the loss or relinquishment of a Member nominated by Rice. A Member appointed to fill a vacancy shall be appointed to the unexpired term of the class of membership in which the vacancy occurs.

II.12. CONFLICT OF INTEREST

2.12 Each Member shall be bound by the conflict of interest policy established from time to time by the Board of Managers after first consulting with the Board of Trustees.

III. OFFICERS

III.1. OFFICERS

3.1 The officers of the Board of Trustees shall be a Chairman, a Vice Chairman, and a Secretary.

III.2. ELECTION AND TERM OF OFFICE

3.2 The officers of the Board of Trustees, except the Secretary, who shall be the President/CEO of the ICOM, shall be elected annually by the Board of Trustees at its first meeting of each fiscal year. If the election of officers shall not be held at such meeting, such election shall be held thereafter as soon as is practicable. Each officer shall hold office until his/
her successor shall have been duly elected and shall have qualified, until his/her death or until he/she resigns or shall have been removed in the manner hereinafter provided.

III.3. REMOVAL

3.3 Any officer of the Board of Trustees may be removed from office by the Board of Managers whenever the Board of Trustees or the Board of Managers determines such a removal will be in the best interest of the ICOM. Written prior approval of the Board of Managers shall be required if any officer is removed by action of the Board of Trustees.

III.4. VACANCIES

3.4 A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board of Trustees for the unexpired portion of the term, subject to the approval of the Board of Managers.

III.5. CHAIRMAN OF THE BOARD OF TRUSTEES

3.5 The Chairman shall preside at all meetings of the Board of Trustees and shall see that all orders and resolutions of the Board of Trustees are carried into effect. The Chairman shall also perform such other duties given by these Bylaws and those as may be assigned from time to time by the Board of Trustees or the Board of Managers.

III.6. VICE CHAIRMAN OF THE BOARD OF TRUSTEES

3.6 The Vice Chairman of the Board of Trustees shall perform such duties given by these Bylaws and those as may be assigned from time to time by the Board of Trustees, or the Chairman of the Board of Trustees. In the absence of the Chairman, the Vice Chairman shall have all the powers and responsibilities of the Chairman.

III.7. SECRETARY

III.7.1. The Secretary shall:

III.7.1.1. record all proceedings of the meetings of the Board of Trustees and any committees thereof in a book or books to be kept for that purpose;

III.7.1.2. cause all notices to be duly given in accordance with the provisions of these Bylaws;

III.7.1.3. whenever any committee shall be appointed pursuant to a resolution of the Board of Trustees, furnish the chairperson of such committee with a copy of such resolution; and
III.7.1.4. in general, perform all duties incidental to the office of the Secretary and such other duties as are given by these Bylaws or as may be assigned from time to time by the Board of Trustees, the Chairman, or the Vice Chairman.

IV. FISCAL YEAR

IV.1. FISCAL YEAR

4.1 The fiscal year of the Board of Trustees shall commence on July 1st of each year.

V. COMMITTEES OF THE BOARD OF TRUSTEES

V.1. EXECUTIVE COMMITTEE FUNCTION

5.1 An Executive Committee consisting of the officers of the Board of Trustees shall have the power to exercise all authority delegated to the Board of Trustees during the periods between Board of Trustees meetings. The Executive Committee shall meet as often as they deem necessary. The Executive Committee shall render its report to the Board of Trustees at each regular meeting of the Board of Trustees.

V.2. COMMITTEES OF THE BOARD OF TRUSTEES

V.2.1. The Board of Trustees shall act as a committee of the whole unless separate committees are established as provided herein below.

V.2.2. The Board of Trustees may establish one or more additional committees. Each committee shall have at least two Members in their composition. Committees may also have advisory members who are not Members. All members of committees shall serve at the pleasure of the Board of Trustees.

V.2.3. The creation of a standing committee shall require approval of the number of Members required by these Bylaws to take action on behalf of the Board of Trustees. The Board of Trustees may also establish ad hoc or special committees by the same process. Except as provided below, committees established by the Board of Trustees may exercise any authority of the Board of Trustees that is delegated by Board of Trustees action. When establishing a committee the Board of Trustees shall define:

V.2.3.1. qualifications for membership on the committee including the selection of non-Members to the committee;

V.2.3.2. the term of committee membership;

V.2.3.3. the minimum frequency of meetings and attendance requirements;
V.2.3.4. the frequency and type of required reports on committee activities; and

V.2.3.5. the specific authority and responsibilities of the committee.

V.2.4. The Chairman may establish ad hoc or special committees for any purpose the Chairman deems appropriate to the business of the Board of Trustees and the ICOM. Those committees established unilaterally by the Chairman shall be advisory in nature and shall not have the authority to transact business on behalf of the Board of Trustees.

V.2.5. The Chairman shall appoint the members of any Board of Trustees committees. Members of committees may be removed by the Chairman or by the affirmative vote of the number of Members required to take Board of Trustees action.

V.2.6. Any member of a committee who is not also a Member shall serve in an advisory capacity without the right to vote.

V.2.7. No committee shall have authority to fill vacancies on the Board of Trustees or on any of its committees nor to adopt amend or repeal these Bylaws.

VI. BOARD OF TRUSTEES FUNCTIONS

The Board of Trustees is charged with the responsibility to undertake all lawful actions commensurate with its role and purposes as defined in these Bylaws. Without limiting the generality of the foregoing, the Board of Trustees shall perform the following functions:

VI.1. LIAISON

VI.1.1. The Board of Trustees shall oversee the implementation of a system for resolving conflicts among leaders and the individuals under their leadership. The system’s effectiveness shall be regularly reviewed, and revised as necessary.

VI.2. COMPLIANCE WITH LAWS, REGULATIONS AND MAINTENANCE OF ACCREDITATION

VI.2.1. The Board of Trustees shall ensure compliance with all applicable federal, state, and local laws and regulation. The Board of Managers, in conjunction with the Board of Trustees, shall require the CEO to review and respond to the reports and recommendations from planning, regulatory, and inspecting agencies, and regularly report to the Board of Trustees regarding the status of compliance.

VI.2.2. The Board of Trustees shall ensure the acquisition and maintenance of accreditation by the American Osteopathic Association’s Commission on College of Osteopathic Accreditation (COCA) and any other required accreditation bodies. From
time to time, the Board of Trustees shall require that COCA standards be used in a review of the ICOM’s ongoing compliance with accreditation standards.

VI.2.3. The Board of Trustees shall receive reports, as needed, pertaining to compliance with local, state, federal and accreditation bodies.

VI.3. MANAGEMENT OF THE ENVIRONMENT OF CARE

VI.3.1. The Board of Trustees shall ensure the planning and implementation of methods for providing for the safety, protection, and care of the ICOM’s students, faculty, staff, visitors and others, and ensure allocation of appropriate resources to maintain a safe, secure care environment.

VI.3.2. The Board of Trustees shall adopt and periodically review a written plan regarding safety management, life safety management, emergency preparedness, hazardous materials and waste management, security management, medical equipment management, and utility management.

VI.3.3. The Board of Trustees shall receive and review regular reports about performance related to safety management, life safety management, emergency preparedness, hazardous materials and waste management, security management, medical equipment management, and utility management.

VI.3.4. The Board of Trustees shall receive and review an annual evaluation of the scope, objectives, performance, and effectiveness of safety management, life safety management, emergency preparedness, hazardous materials and waste management, security management, medical equipment management, and utility management.

VI.4. PLANNING

The Board of Trustees shall govern the process of institutional planning, subject to the review of the Board of Managers as indicated below.

VI.4.1. The institutional planning process shall include the following minimum features:

VI.4.1.1. approval of the ICOM’s operating budget, subject to ratification of the Board of Managers regarding the ICOM’s operating budget, which shall be developed as indicated in these Bylaws, prepared according to generally accepted accounting principles;

VI.4.1.2. approval of the ICOM’s capital budget, subject to the ratification of the Board of Managers; the form of the capital budget shall be a three year capital expenditure plan, which shall be developed by the President/CEO and CAO in collaboration with other leaders of the
organization, and which shall identify the objectives of, and anticipated sources of financing for, each proposed capital expenditure in excess of $100,000;

VI.4.1.3. a review and updating at least annually of the overall business plan and budget recommendations; and

VI.4.1.4. establishment of a collaborative planning process within the ICOM, to address:

VI.4.1.4.1. definition and communication of a mission, a vision, and values for the ICOM and creating the strategic, operational, programmatic, and other plans and policies to achieve the mission and vision;

VI.4.1.4.2. planning which addresses all of the important organizational functions identified by COCA;

VI.4.1.5. the economic viability of the ICOM, and shall include the establishment of a faculty development plan that determines the appropriate quantity, specialties, and practice profiles of professionals necessary to the delivery of quality education and the economic viability and success of the ICOM, as appropriate to the mission and vision of the ICOM, and the scope of services provided, subject to ultimate budgetary approval by the Board of Managers.

VI.5. CONTRACTED SERVICES

VI.5.1. The Board of Trustees shall have delegated to the President/CEO to provide mechanisms to ensure that services provided under contract are in compliance with all applicable conditions of participation, regulations, and COCA standards for the contracted service.

VI.5.2. The Board of Trustees shall require that the ICOM maintain a list of all contracted services to include the nature, scope of services, and delineation of contractor responsibilities.

VI.6. DEPARTMENTAL POLICIES AND PROCEDURES

6.6 The Board of Trustees shall require that the ICOM’s officers and other relevant personnel collaborate in the development of ICOM-wide programs, policies, and procedures that describe how student’s needs are assessed and met. Departmental policies and procedures shall be developed to reflect the department’s goals and scope of services, as well as staff knowledge and skill. At a minimum, policies and procedures shall describe how the department addresses routine functions in areas including, but not limited to, student, academic, research and clinical
administration. The Board of Trustees has delegated to the President/CEO authority to approve such routine departmental policies and procedures. All policies and procedures shall be reviewed and revised periodically by the President/CEO or his/her designee. The period between reviews will comply with COCA standards, at a minimum.

VI.7. ORIENTATION, EDUCATION AND EVALUATION

VI.7.1. The Board of Trustees, acting through the Chairman and the President/CEO, shall provide resources necessary to enable all members of the Board of Trustees to understand and fulfill their responsibilities. An annual orientation program for all new Board of Trustees members shall be conducted, as well as relevant continuing education programs as may be appropriate from time to time.

VI.7.2. The Board of Trustees shall review and evaluate its own performance and effectiveness on an annual basis.

VII. ADMINISTRATION

VII.1. APPOINTMENT AND EVALUATION

VII.1.1. PRESIDENT/CEO

Upon vacancy of the founding President/CEO, the Board of Trustees shall advise the Board of Managers who shall select a competent President/CEO for appointment by the Board of Trustees, using a criteria-based process which outlines qualifications for the position based on education and experience, who shall be responsible for implementing the Board of Managers’ management of the ICOM. The Board of Trustees shall also advise the President/CEO in the selection process for the hiring of the Dean/Chief Academic Officer.

VII.1.2. Ongoing, the Board of Trustees shall participate in monitoring the performance of the President/CEO and Chief Academic Officer. At least annually, the Board of Trustees (excluding the President/CEO) shall advise the Board of Managers in providing input to be considered in conducting a performance evaluation for the President/CEO which shall be done by the Board of Managers (excluding President/CEO). The President/CEO will perform the Dean/CAO’s annual performance evaluation, in consultation with the Board of Trustees (excluding the Dean/CAO), and subject to the consent of the Board of Managers (excluding the Dean/CAO).

VII.1.3. DEAN & CHIEF ACADEMIC OFFICER

Reporting to the President/CEO, the Dean/Chief Academic Officer shall be the chief academic and administrative officer of ICOM, with primary responsibility for implementing the mission of ICOM. The Dean/Chief Academic Officer must have an earned DO degree from a COCA accredited COM. The Dean/Chief Academic Officer must have received AOA board certification in his/her primary specialty. The Dean/Chief Academic Officer must be employed
full time by ICOM and will not engage in other gainful employment outside the institution. Upon
vacancy of this position following the term of the founding Dean/Chief Academic Officer, the
Dean/Chief Academic Officer shall be appointed by the Board of Managers upon nomination by
the President/CEO from among a slate of nominees provided by a Search Committee, in
consultation with the Board of Trustees.

The members of the Search Committee shall be appointed by the President/CEO; the
members will be selected from a list of individuals recommended by ICOM’s Faculty, selected
student representation, alumni, and representatives of the healthcare, business and civic
community within ICOM’s service area. Representatives of ISU will also be included in the
search process as well as selected members of the Board of Trustees.

The Dean/Chief Academic Officer shall serve at the pleasure of the President/CEO and
under the terms of his or her contract. For any reason should the Dean/Chief Academic Officer’s
Office become vacated, the President/CEO, with approval of the Chairman, may appoint an
Acting or Interim Dean and inform the Board of Trustees and Board of Managers.

There shall be an annual performance review of the stewardship of the Dean/Chief
Academic Officer. The President/CEO shall conduct the review and will recommend appropriate
action to the Board of Trustees and Board of Managers. The President/CEO shall take steps to
ensure that members of the Board of Managers, Board of Trustees, the Faculty and other
appropriate constituencies have opportunity for input to the annual review.

VII.2. AUTHORITY AND DUTIES

VII.2.1. PRESIDENT/CEO

The Board of Trustees shall empower the President/CEO to be responsible for the
ICOM’s management. The specific authority and duties of the President/CEO shall be the
following:

VII.2.1.1. to establish effective day-to-day operations of the ICOM through
appropriate departmentalization and delegation of duties;

VII.2.1.2. to establish information and support systems;

VII.2.1.3. to recruit and maintain staff;

VII.2.1.4. to conserve physical and financial assets;

VII.2.1.5. to carry out all policies established by the Board of Trustees or by
the ICOM when policy authority has been delegated to its officers
by the Board of Trustees;
VII.2.1.6. to develop and submit to the Board of Trustees for review and approval, a plan of organization of the personnel and others concerned with the operation of the ICOM. This plan of organization will be subsequently reviewed and approved annually by the Board of Managers with the budget. The President/CEO has the authority, within the approved budget, to authorize changes to the organization as needed within the academic year with final consent approval to follow by the Board of Trustees and ratified by the Board of Managers at the next regularly scheduled board meeting;

VII.2.1.7. to prepare, with direct input from the Dean, an annual operating budget showing expected receipts and expenditures, and a long-term capital expenditure plan, which shall be presented to the Board of Trustees, followed by the Board of Managers for approval of the final annual budget with such changes as it deems appropriate;

VII.2.1.8. to select, employ, control and discharge employees who report directly or indirectly to the President/CEO, including competent individuals who provide services;

VII.2.1.9. to ensure personnel policies and practices for the ICOM are implemented;

VII.2.1.10. to ensure the physical properties remain in a good state of repair and operating condition;

VII.2.1.11. to supervise the business affairs of the ICOM;

VII.2.1.12. to present to the Board of Trustees or its authorized committee, periodic reports reflecting the professional service and financial activities of the ICOM and prepare and submit special reports as may be required by the Board of Trustees and the Board of Managers;

VII.2.1.13. to attend all meetings of the Board of Trustees and committees, thereof;

VII.2.1.14. to keep the Board of Trustees fully informed of the conduct of the ICOM;

VII.2.1.15. to review and respond to all inspection reports of any authorized inspecting agency, and to insure that the ICOM meets the standards of COCA and any other appropriate accreditation requirements; and
VII.2.1.16. to perform other duties that may be necessary in the best interests of the ICOM.

VII.2.1.17. In the absence of the President/CEO the Board of Managers will designate the officer who will perform the duties of the President/CEO.

VII.2.2. DEAN & CHIEF ACADEMIC OFFICER

The Dean & Chief Academic Officer is provided with the resources and budgetary authority necessary to fulfill his or her responsibility for the management of the ICOM. The specific authority and duties of the Dean & Chief Academic Officer shall be the following:

VII.2.2.1. Primary responsibility for ICOM’s educational, research, health care, and service programs; for the development of teaching and research affiliations; for administration of the ICOM; for promotion of the ICOM’s development and effectiveness; and for maintaining accreditation with appropriate groups or agencies;

VII.2.2.2. Design, implementation, evaluation, and revision of curricula;

VII.2.2.3. Supervision of the members of the academic and non-academic staff of the ICOM, in accordance with the approved organizational structure;

VII.2.2.4. Recommendation to the President/CEO and the Board of Trustees of appointment, reappointment, promotion of the Faculty of the ICOM;

VII.2.2.5. Recommendation to the President/CEO and the Board of Trustees of appointment, reappointment and promotion of qualified individuals to serve as administrators of the ICOM;

VII.2.2.6. Oversight of a system of career development for individual paid and Faculty members;

VII.2.2.7. Development and implementation of a system of review of the effectiveness of performance of individual paid Faculty members;

VII.2.2.8. Ensuring compliance with COCA Standards;

VII.2.2.9. Preparation and recommendation of an annual budget through the President/CEO to the Board of Trustees and Board of Managers;

VII.2.2.10. The Dean and CAO has been provided with the resources and budgetary authority necessary to fulfill his or her responsibility for
the management of the ICOM. The Dean and CAO is responsible for fiscal management including the implementation of the expenditure of funds allocated to the ICOM in accordance with the budget approved by the Board of Trustees and the Board of Managers;

VII.2.2.11. Assignment of space within the ICOM;

VII.2.2.12. Development of liaisons and mechanisms to foster consultation and discussion with appropriate community groups and other external constituent groups;

VII.2.2.13. Submission of reports and recommendations to the President/CEO and the Board of Trustees concerning the operation, plans and development of the ICOM.

VII.2.3. ACADEMIC ADMINISTRATIVE OFFICERS

The Dean may, after consultation with the approval of the President/CEO and the Board of Trustees, appoint and delegate authority and/or responsibility to such subordinate administrative officers as may be deemed necessary for effective administration. All appointees shall serve at the pleasure of the Dean and per the terms of their contracts if applicable.

VII.2.4. DEPARTMENTS

The ICOM may be subdivided into divisions and departments in a manner consistent with its missions and goals on the recommendation of the Dean and with the approval of the President/CEO, subject to the Board of Trustees approval and ratification by the Board of Managers, of the overall organizational structure as addressed within these Bylaws. The organization chart will depict such structure(s). Each academic or student support department shall have a chairperson or equivalent position (Chairperson) who serves at the pleasure of the Dean.

The goal of departmental formation is to minimize the number of departments and foster maximum collaboration towards the achievement of the mission. Under the Dean, a department Chairperson shall have administrative responsibility for, as well as participate in, the educational, research, health care and service programs of the department.

There shall be an annual performance review and evaluation of the department and its Chairperson’s stewardship thereof by the Dean.

The Chairperson’s duties shall include the following:
VII.2.4.1. Development and operation of departmental programs;

VII.2.4.2. Supervision of departmental Faculty and staff;

VII.2.4.3. Annual evaluation of all departmental paid Faculty and review of those evaluations delegated to division, section or program heads;

VII.2.4.4. Establishment of annual goals and objectives with individual paid Faculty members and review of those delegated to division, section or program heads;

VII.2.4.5. Establishment of a career development program and counseling and training concerning progress and career development for individual members of the paid Faculty;

VII.2.4.6. Making recommendations to the Dean regarding all issues of concern to the department;

VII.2.4.7. Review of the budget and program plans with the Faculty members of the Department;

VII.2.4.8. Recommendations to the Dean regarding the annual budget;

VII.2.4.9. In consultation with the full-time Faculty of the department holding appointments as Associate Professor and above, make recommendations regarding appointments, reappointments, promotions, changes in status, leaves, dismissals and acceptance of resignations;

VII.2.4.10. Evaluation of the department’s educational, research, service and, where appropriate, health care programs;

VII.2.4.11. Maintenance of accreditation with appropriate groups and agencies;

VII.2.4.12. Preparation and submission of an annual report to the Dean regarding instructional activities, research and service accomplishments, performance and progress of paid Faculty and financial management within the department. The annual report shall include a description of the process used for consultation with the Faculty. The annual report shall be shared with the Faculty of the Department.

Prior to the recruitment of an initial department chairperson, or in the event of a vacancy in a Chairperson position, the above mentioned duties and powers may be borne by the appropriate Associate/Assistant Dean or by an Interim/Acting
Chairperson, selected by the Dean. This selection shall follow consultation by
the Dean with the full-time Faculty of the department holding appointments as
Associate Professor and above.

Each Chairperson shall be appointed only by the Dean upon the concurrence of
the President/CEO.

The Chairperson shall serve at the pleasure of the Dean. The performance of the
Chairperson will be reviewed annually by the Dean.

Divisions or sections may be formed within a department on the recommendation
of the Chairperson and with the approval of the Dean and the President/CEO
within the overall approved organizational structure as discussed within these
Bylaws. Programs leading to the conferral by the ICOM of certificates or degrees
may be established within a department on the recommendation of the
Chairperson and with the approval of the Dean and the President/CEO. A division,
section or program head may be appointed only by the Dean and the President/
CEO, and shall serve at the pleasure of the

Chairperson. There shall be an annual performance review and evaluation of the
division, section or program and its head’s stewardship. The findings of such
review and evaluation shall be reported to the Chairperson and to the Dean.

VII.2.5. THE FACULTY

The Faculty shall consist of the Dean, subordinate administrative officers of the
ICOM with academic appointments, and Emeritus Faculty, and those individuals
who hold full academic appointments: Professors, Associate Professors, Assistant
Professors and Instructors.

The Faculty of the ICOM will be afforded the opportunity to make
recommendations to the Dean with regard to the following matters:

VII.2.5.1. Design, implementation, evaluation and revision of the curriculum;

VII.2.5.2. Formulation of the policies and procedures for, and delivering the
instructional, research and service programs of, the ICOM;

VII.2.5.3. Establishment and promulgation of the academic calendar;

VII.2.5.4. Encouragement of research activities by Faculty members and
students;

VII.2.5.5. Establishment of standards for examinations, grading, academic
standing, and attendance;
VII.2.5.6. Establishment of requirements for admissions; development

VII.2.5.7. of criteria and procedures for selection of students; and via the Admissions Committee, recommendation of students for admission;

VII.2.5.8. Establishment of requirements for degrees and certificates;

VII.2.5.9. Recommendation through the Dean and the CEO to the Board of Trustees of those candidates who have fulfilled the requirements for degrees and certificates;

VII.2.5.10. Establishment of regulations and procedures under which the Faculty operates;

Academic policies, procedures and plans pertaining to the above matters will be considered final when approved by the Dean, subject to the delegation of authority by the Board of Trustees through the President/CEO. Regular meetings of the Faculty shall be held at least four times during each academic year. The Dean or his/her designee shall be the presiding officer of the Faculty. The Dean or any other Faculty member may place items on the agenda. Notice of a meeting with the agenda shall be circulated at least one calendar week in advance of a meeting. Additional meetings may be convened by the President/CEO or the Dean at their discretion.

Robert’s Rules of Order shall be the basis for all parliamentary procedures unless otherwise directed by these Bylaws.

VIII. INDEMNIFICATION

VIII.1. INDEMNIFICATION

8.1 The Corporation shall indemnify the Board of Trustees, officers, employees, and agents to the fullest extent permitted by law. The Corporation may purchase and maintain insurance providing indemnification on behalf of any Board of Trustee member, officer, employee, agent or any individual who is or was a representative of the Board of Trustees, or Corporation, to the extent set forth in such indemnification policy.

IX. APPROVAL

IX.1. APPROVAL AND AMENDMENTS
9.1 Proposed amendments to these Bylaws may be proposed by the affirmative vote of a majority of the Board of Trustees; provided, however, these Bylaws and any amendments or alterations thereto shall not become effective until final approval by the Board of Managers as provided in this Section 9.1. These Bylaws may be amended at any time by the Board of Managers after first seeking the advice of the Board of Trustees; provided, however, notwithstanding anything in these Bylaws to the contrary, any provision in an amendment of these Bylaws that increases the number of members of the Board of Trustees or modifies, alters or changes any of the rights of the Rice Members or Rice Management Company set forth in these Bylaws, including, but not limited to this Section 9.1 or Sections 2.2, 2.3, 2.4, 2.10 or 2.11, shall require approval of the Board of Managers and Rice.

X. NON-DISCRIMINATION

X.1. NON-DISCRIMINATION POLICY AND PROCEDURE

10.1.1 Policy & Procedure Statement:

Idaho College of Osteopathic Medicine (ICOM) strives to create and maintain a work environment in which people are treated with dignity, decency and respect. The environment of the company should be characterized by mutual trust and the absence of intimidation, oppression and exploitation. Employees should be able to work and learn in a safe yet stimulating atmosphere. The accomplishment of this goal is essential to the mission of the company. For that reason, ICOM will not tolerate unlawful discrimination or harassment of any kind. Through enforcement of this policy and by education of employees, the company will seek to prevent, correct and discipline behavior that violates this policy. All employees, regardless of their positions, are covered by and are expected to comply with this policy and to take appropriate measures to ensure that prohibited conduct does not occur. Appropriate disciplinary action will be taken against any employee who violates this policy. Based on the seriousness of the offense, disciplinary action may include verbal or written reprimand, suspension or termination of employment.

Prohibited Conduct Under This Policy

ICOM, in compliance with all applicable federal, state and local anti-discrimination and harassment laws and regulations, enforces this policy in accordance with the following definitions and guidelines:

Discrimination

It is a violation of ICOM policy to discriminate in the selection of administrative personnel, faculty and staff, and students, the provision of employment opportunities, benefits or privileges; to create discriminatory work conditions; or to use discriminatory evaluative standards in
employment if the basis of that discriminatory treatment is, in whole or in part, race, ethnicity, color, sex, sexual orientation, gender, gender identity, religion, national origin, age or disabilities.

Further, it is a violation of ICOM Policy to discriminate in the selection of administrative personnel, faculty and staff, and students if the basis of that discriminatory treatment is, in whole or in part, genetic information or marital status in its programs, activities, hiring, or the admission of students.

Discrimination of this kind may also be strictly prohibited by a variety of federal, state and local laws, including but not limited to, Title VII of the Civil Rights Act 1964, Title IX of the Educational Amendments of 1972, the Age Discrimination Act of 1975, and the Americans with Disabilities Act of 1990 as Amended, 2008. This policy is intended to comply with the prohibitions stated in these anti-discrimination laws.

Discrimination in violation of this policy will be subject to disciplinary measures up to and including termination.

**Discrimination Complaint Resolution Process**

ICOM is committed to resolving discrimination complaints in a timely and effective manner and providing prompt corrective action if discrimination is believed to have occurred. The discrimination complaint resolution process is intended to provide effective resolution for complaints of discrimination for any reason. Affected persons, including students, faculty, staff, community members, or others involved in ICOM events or programs, may utilize the process to address complaints of discrimination related to ICOM hiring and selection procedures, employment practices, conditions of employment, personnel actions, or ICOM educational programs and activities.

Who may utilize the ICOM Discrimination Complaint Procedures?
Any person claiming to be aggrieved by a prohibited discriminatory practice at the ICOM may contact the Title IX Coordinator, Dale Cassidy, MBA, CPA. Individuals who may use this procedure include, but are not limited to: individuals applying for enrollment or employment with the ICOM; students; faculty, including those with visiting appointments; teaching or research assistants; postdoctoral research associates and fellows; ICOM support staff and other unclassified employees; ICOM administrators; and other persons receiving ICOM services or participating in ICOM programs. A person in the ICOM community may ask that the Title IX Coordinator initiate an investigation of a specific matter. The Title IX Coordinator may also initiate an investigation when he/she has reason to believe that discriminatory or retaliatory action is occurring.

Complaint Resolution Actions and Procedures
The process for resolving discrimination complaints may include some or all of the following actions: informal inquiry and discussion, mediation (except in cases of sexual harassment), disciplinary action, or other appropriate action. If the subject matter or issue of the complaint does not fall within the jurisdiction of this policy, the Title IX Coordinator staff will advise the complainant of other available procedures.

In many cases, individuals will take appropriate corrective action when they are made aware of how their actions or behaviors are being perceived. If the complainant is comfortable doing so, the complainant may bring the concerns to the attention of the person responsible for the behavior or action. Complainants who choose not to address the discrimination directly on their own or through other informal processes may seek the assistance of the Title IX Coordinator. Complainants are encouraged to file their complaints within one hundred eighty (180) days of the most recent occurrence of the alleged discrimination.

**Who must report discriminatory actions?**

Everyone who serves in leadership roles in ICOM are responsible for nondiscrimination in their employment and academic environments. With the exceptions specified below, all employees at the ICOM are required to contact the Title IX Coordinator to report incidents of discrimination and sexual harassment, including sexual violence, of which they know or have reason to believe may have occurred. For example, if a student shares information about discrimination or sexual harassment, including sexual violence, with a faculty or staff member, the faculty or staff member must report the information to Title IX Coordinator. The Title IX Coordinator may also initiate an investigation when appropriate and in the interests of the ICOM to do so. Exemptions from the reporting obligation outlined above are as follows:

1. Health care providers and pastoral and professional counselors who receive information about discrimination or sexual harassment, including sexual violence, while acting in their role as a health care provider or pastoral or professional counselor are not required to report such information to Title IX Coordinator; and

2. Employees who are exempt from reporting to Title IX Coordinator still have an obligation to exercise reasonable care to protect a foreseeable victim from danger and to make reports mandated by law. In addition, exempt employees shall encourage individuals to report discrimination or sexual harassment, including sexual violence, to contact Title IX Coordinator and the police.

**Complaint**

Any individual who believes that they have been the subject of discrimination or retaliation, or a Dean, Director, Chairperson or other supervisor or administrator who has reason to believe that discrimination or retaliation may have occurred, should contact the Title IX Coordinator to
initiate the filing of a complaint. A complaint should include the following, to the extent known and available:

- Name and contact information (address, telephone, e-mail) for the complainant;
- Name of person(s) directly responsible for the alleged discrimination or retaliation;
- Date(s), time(s), and place(s) of the alleged violation(s);
- Nature of the alleged violation(s); i.e. race, sex, disability discrimination or retaliation, etc.;
- Detailed description of the specific conduct that is the basis of the alleged violation(s);
- Copies of any documents or other tangible items pertaining to the alleged violation(s);
- Names and contact information for any witnesses to the alleged violation(s); and
- Any other relevant information.

Upon receiving a complaint, the Title IX Coordinator will provide the complainant with an acknowledgement of receipt within seven (7) working days.

**Complaint Evaluation**

Upon receiving a complaint, the Title IX Coordinator shall conduct an initial evaluation of the merits of the complaint and determine the appropriate investigatory action required. The Title IX Coordinator staff will contact the dean, director, administrator, supervisor, or chairperson responsible for the unit to inform them of the filing of the complaint. When necessary, appropriate administrator(s) or faculty member(s) may be designated by the President, Dean, Director, or Chairperson, by the Director of the Department of Human Resources, or by the Title IX Coordinator to participate in the evaluation of the complaint and to facilitate necessary action.

**Investigation**

A formal investigation will be initiated if a complaint is complete, timely, within the scope of this policy and articulates sufficient facts, which if determined to be accurate, would support a finding that the ICOM's discrimination policies have been violated. Investigators assigned to conduct an investigation will be impartial. In conducting investigations into violations of the ICOM's Policies, the Title IX Coordinator will use a preponderance of the evidence standard in making factual determinations. A preponderance of the evidence standard means the fact in issue is more probably true than not.

**Investigation Timeframe**

ICOM will strive to complete discrimination complaint investigations, including issuance of a report of findings to the complainant and respondent, in as timely and efficient a manner as possible within sixty (60) days of receipt of a complaint. However, this timeframe may be extended based on factors such as, but not limited to, schedule and availability of witnesses, holidays or semester breaks including summer break, and complexity of the complaint. If an investigation cannot be completed within sixty (60) days of receipt of the complaint, then the
investigator(s) will notify the complainant and respondent of that fact and provide a timeframe for completing the investigation.

**Investigation Procedure**

The investigation will include the following steps:

- **Notice to Respondent.** The respondent will be provided with a statement of the complaint in writing, and the complainant will be provided a copy of this notification. The respondent will be provided an opportunity to meet with the investigator(s) investigating the complaint and to respond to the allegation. Respondents may respond in person or in writing within a reasonable time to be determined by the investigators. If a respondent chooses not to participate or refuses to answer a complaint, the nonparticipation will not prevent the investigation from proceeding and could result in a finding based solely on the information provided by the complainant.

- **Notice regarding Retaliation.** All parties to a complaint (complainant, respondent, witnesses, and appropriate administrators or supervisors) will be informed that retaliation by an individual or an individual's associates against any person who files a complaint or any person who participates in the investigation of a complaint is prohibited. Individuals who engage in retaliation are subject to disciplinary action.

- **Contact with Complainant.** If the investigator did not speak with the complainant at the time that the complaint was received by the Title IX Coordinator, then the investigator will meet or speak with the complainant at the start of the investigation and throughout the investigation as appropriate.

- **Representation.** In any meeting with the investigators, the parties to the complaint (complainant and the respondent) may bring a representative to the meeting. If the representative is an attorney, the party must notify the Title IX Coordinator in writing at least three (3) working days before the meeting date.

- **Information relevant to Investigation.** The parties to a complaint (complainant and respondent) will be informed that they have the opportunity to identify witnesses, present witness statements, and any other evidence they believe relevant to resolution of the complaint. The investigator(s) will interview other persons whom, at the investigator(s)' discretion determines to be necessary to gather relevant information. The investigator will review any written materials, e-mails or other media that, at the investigator's discretion may provide relevant information regarding the complaint.

- **Findings of Investigation.** The investigator(s) will provide a written summary of the findings to the respondent and the complainant within a reasonable time following the conclusion of the investigation. In addition, the investigator(s) will provide a written report of the
investigation findings and recommendations to the appropriate administrators within the ICOM who will determine the appropriate action to be taken in light of the investigation findings and recommendations. The administrators will have twenty working days from receipt of the investigation findings and recommendations to determine, in consultation with the Title IX Coordinator, an appropriate resolution(s).

Upon making their decision, the administrator(s) will provide written notification of their decision to both the respondent and complainant.

Appeals.

• **Respondent, Finding of Discrimination or Retaliation with Imposition of Discipline.** If formal disciplinary action is imposed as a result of a finding of violation of the ICOM's policies prohibiting discrimination and retaliation, then a respondent may request a hearing as follows:

  • **Faculty member or a staff member.** The affected employee may request a hearing before the ICOM Dean’s Council, as determined by the sanction.

  • **Student.** The student may request a hearing. If the student does not request a hearing, the matter will be referred to the PARC committee for recommendations to the Dean.

  • **Staff Employee.** A staff member may request a hearing.

  • **Complainant.** If the complainant believes that the Title IX Coordinator Investigator's investigations findings concluding that there was no discrimination or retaliation is in error, then the complainant may appeal that conclusion to the Dean within ten (10) working days of the date of the notice of the investigator's findings. The request for an appeal must be a signed, written document articulating why the investigator's conclusion finding no discrimination or retaliation is erroneous. The Dean will respond to the request for appeal within twenty (20) working days of receiving the appeal. The Dean decision on appeal will constitute final agency action and there will be no further appeal within the ICOM.

Administrative Closure of a Complaint without Investigation

The ICOM may not proceed with a complaint investigation under a variety of circumstances, for instance:

• A complainant, even after contact and follow up with an investigator, fails to describe in sufficient detail the conduct that is the basis of the complaint;

• The conduct alleged in the complaint is not covered by this policy;
• The complaint is untimely;
• The complainant refuses to cooperate with the ICOM's investigation;
• The complainant is anonymous.

If it is determined that the ICOM will not proceed with investigation of a complaint, the Title IX Coordinator will notify the complainant (if not anonymous) in writing explaining the reasons why the complaint is not being investigated. The notification letter will include a statement notifying the complainant that the complainant may appeal the determination not to proceed with an investigation of the complaint to the Dean with ten (10) working days of the notice. The request for an appeal must be a signed, written document articulating why the decision to administratively close the complaint without an investigation was in error. The Dean will respond to the request for appeal within twenty (20) working days of receipt of the appeal. If the decision to administratively close the complaint without an investigation is upheld, then that decision will constitute final agency action and there is no further appeal within the ICOM. If the decision to administratively close the complaint without an investigation is overturned, the complaint will be sent back to the Title IX Coordinator for investigation in accordance with this procedure.

Extensions of Time

The Title IX Coordinator will make every reasonable attempt to adhere to the time limits set forth in these procedures. However, it is recognized that circumstances may necessitate an extension of time. Therefore, the Title IX Coordinator may extend the time limits set forth in these procedures.

Retaliation

Retaliation against persons who file discrimination complaints or persons who participate in an investigation of a complaint, whether by an individual directly involved or by associates of the individual involved, is a violation of law and ICOM policy. Complainants who utilize these procedures or persons who participate in an investigation of a complaint should not be subjected to retaliation. Retaliation may take the form of unwanted personal contact from the respondent or giving additional assignments that are not assigned to others in similar situations, poor grades or unreasonable course assignments. Phone calls, e-mail or other attempts to discuss the complaint may be perceived as retaliation under certain circumstances. Disciplinary action, harassment, unsupported evaluations, or other adverse changes in the conditions of employment or the educational environment may also constitute retaliation. Retaliation will not be tolerated and could result in suspension, reassignment, salary reduction, termination, expulsion or other disciplinary action.
Confidentiality

The Title IX Coordinator will handle all discrimination and harassment complaints discreetly but cannot guarantee confidentiality or anonymity because the ICOM has an obligation to investigate complaints of discrimination and harassment and to maintain a safe environment, free from harassment and discrimination. Because of its obligations under the law, ICOM will not be able to honor all requests for confidentiality or all requests that a complaint not be pursued.

However, complainants, respondents, witnesses, and any other parties involved in a complaint of discrimination shall refrain from disclosing information about a complaint of discrimination to anyone who does not have a legitimate, business need or right to know. Such disclosures are inappropriate and unprofessional and may result in disciplinary action. The foregoing does not preclude either party from seeking the advice or counsel of a supervisor, counselor, attorney, or other person in a similar role.

State and Federal Reporting of Discrimination

Employees may file employment discrimination complaints with the State of Idaho. Students may file discrimination complaints through the Office of Civil Rights in the U. S. Department of Education. The Title IX Coordinator can provide information about deadlines and filing procedures for the state and federal agencies.

CONSEQUENCES:

Members of the ICOM community who are found to have violated the ICOM Nondiscrimination Policy are subject to disciplinary actions appropriate to their status as faculty, staff, or student employees or as students.

CONTACT:

The Title IX Coordinator provides information and educational programs regarding equal opportunity, sexual harassment, discrimination, disabilities, hiring, and affirmative action. The Title IX Coordinator monitors hiring procedures, resolves discrimination complaints, oversees the ICOM nondiscrimination policies and is responsible for administering the ICOM's Discrimination Complaint Resolution Process.
APPROVAL:

CHAIRMAN:

By: John Goodnow, MHSA_
   12-10-2018