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c/Lilla Losey to
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Bylaws
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Get board a copy
of KRS reqs notes on
this material
Sara needs to review by-
laws to ensure consistency
w/ statutes.

BOARD OF REGENTS
NORTHERN KENTUCKY UNIVERSITY
Adopted on August 27, 1976
Revised: July 27, 1988
Revised: May 6, 1992
Revised: August 13, 1992
Revised: May 1, 1996
Revised: September 25, 1996
Revised: October 29, 1997
Revised: December 2, 1998
Revised: May 10, 2000

BY-LAWS

BOARD OF REGENTS NORTHERN KENTUCKY UNIVERSITY

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ARTICLE I

* A. The governing body of Northern Kentucky University is the Board of Regents, which by statute is responsible for the effective government of the University. (KRS 164.350)
piece

* B. Composition of the Board of Regent Emeritus Status.

1. The Board of Regents is composed of members who are appointed as provided by KRS 164.320, all other applicable Statutes of Kentucky, and the Constitution of the Commonwealth of Kentucky.

2. Regent Emeritus members, after selective designation, are invited as designated by Board Chair to attend meetings and functions of the Board of Regents without voting power:

- A standing committee shall be designated for the exclusive purpose of considering nominees for the status of Regent Emeritus designation for former members of the Board of Regents. The committee will convene annually to consider nominees. *As deemed necessary*
- * • The standing committee shall consist of the President of the University, Chair of the Board of Regents and three other Board members selected by the Board Chair.
- This committee shall review nominees for Regent Emeritus status with consideration to the following.
 - The Regent Emeritus status is a distinction bestowed upon those former Board members who have demonstrated continued service, commitment and contribution to the University and the University community at such a level as to additionally distinguish them as Board members.
 - The Board shall recognize that this designation is the highest distinction it may bestow upon a former Board member. Therefore, Regent Emeritus consideration and designation shall be done with the utmost consideration of contributions which warrant this extraordinary recognition.

copy of KRS 164 to end Reg -
164A

C. Meetings: Meetings of the Board of Regents shall be held in accordance with the requirements of state statutes (KRS 164.340) and are of two kinds, regular meetings and special meetings.

1. Regular Meetings - There shall be at least four regular quarterly meetings of the Board of Regents each year. (KRS 164.340 requires a minimum of one board meeting per calendar quarter.) These meetings shall be held on such dates and at such places for the succeeding fiscal year as the Board of Regents shall determine at its last regular meeting of the fiscal year. However, a majority of the board members may modify such meeting schedule during any fiscal year, provided the Board meets quarterly.

2. Special Meetings - Special meetings of the Board of Regents may be called by the Chair of the Board upon the written request of, the President, or any two Regents. The special meeting call shall be given to all Regents in writing at least two days before the meeting, or as required by Kentucky Revised Statutes.

3. Notice of Meetings - Due notice in writing of the regular meeting and of any changes in the dates, times, or places of a regular meeting shall be given by the Chair of the Board, the President or Assistant Secretary of the Board of Regents. Such notice shall be sent by mail, facsimile transmission, or telegram. All notices of special meetings shall indicate the item or items of business to be considered and shall be limited to those items.

4. Quorum - A quorum for the conduct of business shall consist of the actual physical presence of the majority of all the members of the Board of Regents. Nevertheless, a majority of all members of the Board shall vote for all appropriations of money, and the employment or dismissal of any teacher KRS 164.340.

5. Agenda - For all meetings the Chair of the Board and President shall prepare an Agenda which shall be mailed to each Regent prior to the meeting. All regular meeting agenda shall include the minimum of the following:

a. Roll call

b. Report of the President (KRS 164.460 requires a written president's report according to a schedule established by the Board)

c. Quarterly financial Report of the Treasurer of the Board for those regular meetings which follow the end of a quarter (KRS 164.420)

d. Other

6. Consent Agenda: Upon the concurrence of the Chair of the Board and the President, agenda items may be designated as consent agenda items in the agenda of a regular Board

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what do the statute say?

Hand writing

Security Member

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meeting mailed to the Board of Regents. Unless any Regent objects to the inclusion of an item on the consent agenda by notifying the President at least forty-eight hours before the Board meeting, all items designated as consent agenda items shall be recommended for approval by a single vote by the Board of Regents without discussion of individual items.

7. Conduct of Business - All meetings shall be conducted in accordance with the principles of procedure prescribed in Roberts' Rules of Order, as most recently amended.

8. Evaluation of Board Performance: No less frequently than every two years, the Board shall evaluate its performance. The Chair of the Board is charged with the responsibility of determining the procedure by which such evaluations are to be conducted, subject to Board approval.

in collaboration with the Board

9. Ethics/Conflict of Interest: A conflict of interest occurs when any Regent has existing or potential interests that compete or could compete with the interests of the University or any directly affiliated organization, or which impair or might reasonably impair such Regent's independent, unbiased judgment in the discharge of one's responsibility.

*Spouse
or
immediate family*

a. Business, Financial or Property Interests: A Regent shall avoid entering into or maintaining any business or financial interests, transactions, acquisition or sale of property interests which are or may be in conflict with those of the University.

b. Disclosing Confidential Information: A Regent shall refrain from using confidential information obtained as a Regent in any manner with intent to result in financial gain for self or any other person, or any other business with which the Regent is associated.

c. Contracts: A Regent shall avoid ^{personal} any interest, direct or indirect, in any contract for the purchase of land, buildings, supplies, or services for the University.

d. Gifts: A Regent shall not accept gifts or benefits from any person holding contracts for supplies or services to the University. *Ball Point Pen - Cup of coffee*

24 hours

e. Disclosure: Whenever any conflict of interest appears to exist after taking the oath of office, the Regent shall immediately fully disclose that conflict to the Board Executive Committee and to the President of the University. In no event shall such disclosure be delayed longer than seventy-two hours prior to consideration of the matter by the Board.

ARTICLE II

A. The powers and duties conferred upon the Board of Regents to carry out the purposes of Northern Kentucky University are provided by law in Kentucky Revised Statutes. Such powers and duties include those contained in Chapters 164 and 164A of the Kentucky Revised Statutes and any other applicable statutes pertaining to the powers and duties of corporate boards. In addition to those powers specifically listed in Kentucky Statutes, the Board reserves the right to exercise powers and

perform duties which are permitted by statute. Major powers and duties of the Board include, but are not limited to the following:

1. the promotion of the missions and goals of the University;
2. the adoption, observance, and evaluation of general education policies and procedures;
3. the authorization to establish or discontinue any branch, center or school and the presentation of such action to the Council on Higher Education and any other public agency as required by law, for approval; *Post Secondary Education*
4. the authorization of the creation or discontinuance of degrees subject to approval of the Council on Higher Education;
5. the selection of a President, Chair of the Board, Vice Chair, Secretary/Treasurer, and Assistant Secretary, and upon the recommendation of the President, the appointment of faculty members and the appointment of such administrative officers as are deemed necessary; *A*
6. the determination of the salary ranges for all faculty, administrative and other University personnel and the establishment of insurance, retirement and other programs for the benefit of faculty, administrative and other personnel;
7. the establishment or discontinuance of any faculty rank;
8. the adoption of policies for granting leaves of absence and the approval of promotions for administrative and faculty members;
9. the establishment of policies and procedures for granting tenure of faculty members;
10. the regulation of government and discipline of students, faculty and staff; and the regulation of government and discipline of faculty;
11. the approval of general policies governing student scholarships and loans;
12. the establishment of scholarships;
13. the fixing of tuition charges and other fees, subject to approval by the Council on Higher Education;

Post Secondary Education

14. upon appropriate clearances from state and or federal agencies, the issuance of revenue bonds to finance projects required by or convenient for students under its governance;

15. the care and preservation of all property belonging to the University;

16. subject to the approval of the Finance and Administration Cabinet, the purchase and sale of real estate and the granting of easements;

17. the provision for the submission of such reports and budget requests as may be required by State Government *Commonwealth of Ky.*

18. the approval of the annual budget;

19. the formulation and periodic revision of long-range plans; and

20. the power to govern its own members pursuant to KRS 164.350 (2)

ARTICLE III

Officers

A. The officers of the Board of Regents shall consist of the Chair, Vice-Chair, and Secretary/Treasurer, and shall be selected annually at the summer meeting of the Board from the appointed membership of the Board.

1. Chair - The Chair of the Board shall be selected annually as provided by law HB 149, Section 5, (1). Eligible candidates are those regents who have already served two years on the Board. The Chair may succeed him/herself for one term only. However, a past Chair may be a candidate if one full year has lapsed since last holding the position of Chair. The Chair is charged with the duty of maintaining that level of interest and activity among the members of the Board of Regents as will best contribute to the determination of broad policies, wise planning for the future, intelligent and considerate observance of the rights of the faculty and student body. The Chair shall preside at all Board of Regents meetings, unless unable to do so, in which case the Vice Chair shall preside. The Chair shall fix the order of business and shall perform such additional duties as may be imposed by statute or by the direction of the Board.

2. Vice Chair - The Vice Chair of the Board shall act as Chair in the absence of the Chair and succeed the Chair in the event of a vacancy.

3. Secretary/Treasurer - The Secretary/Treasurer shall perform all statutory duties, pursuant to KRS 164.450. The Secretary/ Treasurer will attend all meetings of the

Board unless excused by the Chair from doing so or unless circumstances beyond control make it impossible to attend. The Secretary/Treasurer shall record all the Minutes of all proceedings and shall perform all other functions which are usual to the duties of a Secretary/Treasurer for the Board of Regents. The Secretary/Treasurer shall assist the Board in the discharge of its official duties and these duties shall, in no way, be equated with those of the Treasurer for the University.

B. The University shall have various administrative officers, two of whom are described herein because of their statutory responsibilities under Chapter 164 of the Kentucky Revised Statutes.

1. President - The President of the University shall be the chief executive and academic officer of the University. The President shall be selected by the Board for such term as the Board deems advisable, not to exceed four years. As chief executive and academic officer of the University, the President shall have those duties and powers as described in the Administrative Regulations AR-I-1.0-3 of the University.

Rolling 4 yr?

a. the President shall be responsible for the operation of the University in conformity with the purposes and policies as determined by the Board of Regents;

b. the President shall act as adviser to the Board of Regents and shall have responsibility for recommending for consideration those policies and programs which in his opinion will best promote the interests of the University;

c. the President shall recommend to the Board of Regents long-range educational goals and programs and the new degrees which may be best suited to attain those goals and programs;

d. the President shall recommend to the Board the appointment, compensation, promotion and leaves of absence of the faculty and of other personnel as the Board may request;

e. the President shall be authorized to develop a suitable organization for the effective administration of the University and to designate positions and their titles subject to ratification by the Board;

what?

f. the President shall be authorized to appoint, subject to subsequent ratification by the Board, an employee of the University under conditions set by the Board;

g. the President shall be authorized, after consultation with the appropriate officer(s) or faculty member(s) and the affected individual, to suspend any member of the University at any time for proper cause;