

03.400 Committees

- 03.401 Standing Committees. The standing committees of the Board shall be Finance, Facilities, Academic Affairs and Student Success, and Audit.
- 03.402 Composition of Standing Committees. Each standing committee shall be composed of not fewer than four members of the Board appointed by the Chairman of the Board. The chairman of the Finance Committee shall serve as an ex officio voting member of the Audit Committee.
- 03.403 Advisory Members. No more than three individuals may be appointed as advisory members to a standing or other committee. Advisory members may be appointed by the Chairman with the approval of the Committee Chairman and the Chancellor. Advisory members shall serve a one year term commencing on September 1 and terminating the following year on August 31. Advisory members may be reappointed. Advisory members may not vote on any matter before a committee, or make or second any motion before a committee.
- 03.404 Quorum. Three members of a standing committee shall constitute a quorum for the transaction of business at a meeting. Advisory members are not counted in determining whether a quorum exists for a meeting of a committee or determining the outcome of any committee vote.
- 03.405 Appointment of Committee Chairman. The chairman of each standing committee shall be appointed by the Chairman of the Board, unless otherwise ordered by the Board. The chairman of a standing committee shall serve until such time as the Chairman of the Board reconstitutes the committee and appoints a new chairman.
- 03.406 Vacancy by Committee Chairman. If a vacancy occurs in the chairmanship of a standing committee, the Chairman of the Board shall appoint another member to serve as the chairman of the committee.

- 03.407 Authority of Standing Committees. The authority of standing committees shall be subject to action by the whole Board. The committees' actions must be authorized and approved by the Board before becoming effective unless the Board delegates to the committee the authority to act on its behalf.
- 03.408 Duties of the Finance Committee. The Finance Committee shall make recommendations to the Board concerning budgets and budgeting guidelines; tuition and fees; the pursuit, negotiation, and closing of outside financing, including the issuance of notes, bonds, securities of any type, and agreements of any description that result in indebtedness by the System or the Institutions; resources available to support any proposed capital spending plans; gifts, grants and other development activities including coordination with various non-profit foundations operating to support the Institutions; cash and investment management; investments and trusts; the naming of buildings, facilities, real property, streets, or other programs requiring Board approval; information, market surveys, and proposals regarding compensation of administrators, faculty, and staff; and other related financial and business activities.
- 03.409 Duties of the Facilities Committee. The Facilities Committee shall make recommendations to the Board regarding the administration of System real property, including both surface and mineral interests. The Committee shall also exercise general supervision of all construction, major repair and rehabilitation of all buildings of the System and Institutions, including evaluation of proposals concerning facilities; the selection of architects, engineers and contractors; and expenditures designed to provide an efficient and adequate physical plant. The Committee shall also make recommendations to the Board with respect to long range facilities planning, master planning, energy management, space utilization, and other physical needs of the campus.
- 03.410 Duties of the Academic Affairs and Student Success Committee. The Academic Affairs and Student Success Committee shall make recommendations to the Board regarding the role and mission of the System and the Institutions in all areas of academic service and student achievement. The committee shall consider the performance of, and changes in, academic programs, degrees offered, admissions policies, administrative organization of academic units, personnel matters including hiring, tenure and promotion, research and technology, health and clinical affairs,

and such other significant matters affecting the faculty, students and academic affairs of the System or the Institutions as may be assigned.

03.411 Duties of the Audit Committee. The Audit Committee shall recommend an audit charter for review and approval by the Board and shall oversee all internal and external auditing and compliance functions within the System. The Committee recommends the approval of the annual System-wide risk assessment and annual internal audit plan and initiates System and Institution audits and compliance activities as deemed necessary to ensure appropriate risk management and control processes within the System. The Committee reviews the findings of all internal and external audit and compliance reports and ensures that the Board maintains direct access to all audit and compliance reports of the System. The Committee recommends for approval by the Board the hiring, removal, and evaluation of the chief internal auditor who shall report to the Board through the Committee. The Committee shall approve the internal audit mission statement, charter, and other governance documents related to internal audit activities.

03.412 Other Committees. The Chairman may appoint, or a majority of the members of the Board may vote to create, such other standing and special committees as are necessary for conducting Board business.

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