

25. Review and evaluation of the manner in which the University is fulfilling its mission of instruction, service and research, with particular concern for the quality of education programs and services;
26. The Board of Regents shall approve the Constitutions of the Faculty Senate, Staff Congress and Student Government Association, and all personnel and student handbooks. They shall govern in their respective jurisdictions except where in conflict with these Bylaws;
27. No individual member or committee shall take official action for the Board unless authorized by the Board.

1.4 **Membership.** ~~The Board of Regents is composed of eleven (11) members as determined by the applicable statute with the membership to be selected as provided therein. (KRS-164.321)~~ The Board of Regents is comprised of eleven (11) members, which consists of eight (8) members appointed by the Governor, one (1) member of the teaching faculty, one (1) member of the university nonteaching personnel, and one (1) member of the student body pursuant to KRS 164.321. Members appointed by the Governor are subject to confirmation by the Kentucky State Senate pursuant to KRS 164.321.

1.5 **Orientation.** All newly appointed and elected members of the Board of Regents are required to attend and complete an orientation program by the Council on Postsecondary Education and the institution as a condition of their service and eligibility for appointment or election to a second term pursuant to KRS 164.321(9). ~~(KRS-164.321(9))~~

1.6 **Board Member Compensation.** Pursuant to KRS 164.330, no member of the Board shall draw any salary for service on the Board. Board members may be reimbursed for necessary expenditures made in attending Board meetings and for other legitimate expenses.

The Faculty and Staff Regents shall also be prohibited from receiving stipends beyond their normal University salary or release time for service on the Board.

The Student Regent shall be eligible to receive scholarships, and pursuant to KRS 164.291 the Student Regent may receive an honorarium.

1.7 **Member Removal.** Members of the Board of Regents appointed by the Governor may be removed by the Governor for cause pursuant to KRS 63.080(2) or per the provisions in KRS 63.080(3) or and (4). ~~(KRS 164.321(10))~~ Faculty and staff representatives on the Board can serve only while maintaining employment at the University. The student representative can serve only while maintaining his/her status as a student and his/her status as president of the student government association.

Constituency Board members may be suspended temporarily or removed from service on the Board for malfeasance, misfeasance, incompetence, gross neglect of duty, or actions inconsistent with the Bylaws. To provide due process for suspension or removal, the regent in question shall first be 1). Provided written notification by the Chair of the Board specifically stating the reasons. 2). With at least ten (10) business days' notice, the regent in question shall be afforded a hearing before the Board's Executive Committee. The regent shall be entitled to legal representation at their own cost. 3). Should the Executive Committee recommend suspension or removal from the Board as an action it shall require the affirmative vote of at least two-thirds (2/3rds) of the full Board membership, less the regent in question. Members removed shall not be eligible for re-election for a period of four years. The vacancy shall be filled in accordance with Kentucky Revised Statute.

To prevent conflicts of interest in the course of Board business, at the time of election or while serving on the Board, any constituency Board member who has a formal written University disciplinary action against them shall be reported to the Board Chair.

1.8 **Board Self-Evaluation.** The Board of Regents will conduct an annual evaluation of its performance. The method of the evaluation will be determined by the Board.

1.9 **Bylaws Review.** The Board of Regents will conduct a review of these Bylaws every four (4) years to ensure the Bylaws continue to be effective in defining the Board's responsibilities and expectations in supporting the mission of the institution.

Section 2: Officers

2.1 **Election.** The officers of the Board of Regents shall consist of the Chair, Vice Chair, President, Treasurer, Secretary to the Board of Regents, and such other officers as the Board of Regents deems necessary to carry out its responsibility of governing the University.

1. CHAIR - The Chair shall be elected annually at the first quarterly meeting of the fiscal year as provided by law, and the Chair and shall be limited to no more than four consecutive terms. 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 Board policies, wise planning for the future, and intelligent and considerate observance of the rights of the students, faculty, and staff.

The Chair shall preside at all Board of Regents' meetings and shall fix the order of business and shall perform such additional duties as may be imposed on his/her office by statute or by the direction of the Board.

2. VICE CHAIR - The Vice Chair shall be elected annually at the first quarterly meeting of the fiscal year pursuant to KRS 164.330 and shall be limited to no more than four consecutive terms. The Vice Chair acts for the Chair when the latter is absent from a meeting.

- 9.3 **Board and Administration Separation:** To provide separation in the role of a policy-making Board member and that of University administration, all Board members should refrain from serving on formal committees internal to the University (non-Board committees), and also refrain from taking part in University administrative meetings or processes. If needed, and through a formal appointment process that is defined in scope, the Chair of the Board of Regents and/or University President may appoint Board members for ad-hoc, ex-officio service to internal committees where their individual expertise and/or contributions can be of benefit to the University administrative decision-making process. Constituency Regents should refrain from serving on internal committees which represent a formal vote as that of a committee member and then again as a Regent.

Because the President is the linkage between the policy-making functions of the Board and that of the administrative operations of the University, all Board members shall convey any concern in personnel, operation, process, or otherwise to the President who shall evaluate or investigate, and may report back to the Regent or Board as a whole. Board members should refrain from participating in administrative meetings or processes unless it is directly related to performing their direct university employment or student status role.

By nature of their function, a constituency Regent may meet with their individual, respective bodies of Faculty Senate, Staff Congress, or Student Government Association. Because of the role of a constituency Regent to report on matters related to their respective campus constituency, each should do so in a manner in which is professional and using accurate information when addressing constituency.

Section 10: Minutes

- 10.1 **Duties of the Secretary.** The Board of Regents shall elect a Secretary annually pursuant to KRS 164.330.
- The Secretary will attend all meetings of the Board and shall record all the Minutes of all proceedings and shall perform all statutory duties pursuant to KRS 164.450. He/she shall perform other functions which are usual to the duties of a Secretary and shall assist the Board in the discharge of its official duties.
- 10.2 **Public Record.** All Minutes of the Board of Regents shall after their approval by the Board of Regents and upon the direction of the Chair be open to inspection by any citizen according to established procedures for such inspection under existing statutes governing freedom of information and open records. All Regents shall be provided with approved copies of all Minutes of their actions. Similarly, all other public records, as provided by Kentucky Revised Statutes, shall be made available to the public in accordance with those statutes.