

**R120-1. Purpose:** To provide bylaws for the government of the State Board of Regents.

## R120-2. References

- 2.1. Policy and Procedure R110, Utah Code Title 53B (State System of Higher Education)
- 2.2. Utah Code [§53B-01-104](#) (State Board of Regents: Enact Bylaws)

## R120-3. Bylaws

### 3.1. The State Board of Regents

**3.1.1. Powers:** The State Board of Regents consisting of sixteen voting members and four non-voting members (two of the Utah State Board of Education, one of the Utah College of Applied Technology, and one Student Regent-Elect) is vested with the power to govern the state system of higher education. (Utah Code [§53B-01-101](#)) As such, the Board is vested with the control, management and supervision of the institutions composing the state system of higher education in the State of Utah, as set forth in Utah Code Title 53B in a manner consistent with the policy and purpose of that title and the specific powers and responsibilities granted to it. The State Board of Regents succeeds to the powers, duties, authority and responsibilities heretofore held and exercised by the governing boards of the University of Utah, Utah State University, Weber State University, Southern Utah University, Snow College, Dixie State University, Utah Valley University, and Salt Lake Community College. The board may modify the name of an institution under its control and management, as designated in Section 53B-1-102, to reflect the role and general course of study of the institution. (Utah Code [§53B-01-103](#)) Utah Code Title 53B is made a part hereof by reference.

**3.1.2. Governing Board for System; Commissioner is Chief Executive Officer:** The State Board of Regents is the governing board for the state system of higher education. In such capacity the Commissioner of Higher Education serves as its chief executive officer, and communications to and from the State Board of Regents and member institutions shall be made through the Commissioner.

**3.1.3. Governing Board for Institutions; Presidents are Chief Executive Officers:** The State Board of Regents also is the governing board of the institutions in the system. In such capacity the President of each institution serves under the direction of the State Board of Regents as the chief executive officer for her or his institution, and shall have such duties, powers and functions as are provided in these bylaws.

**3.1.4. Commissioner's Office a Channel of Communication:** Committee Chairmen, Regents and Presidents shall use the Commissioner's Office as the channel of communication for placing items on the State Board of Regent's agenda. Official contacts with other state agencies, such as the Governor's office, legislative officials, Building Board, Attorney General's office, State Auditor,

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<sup>1</sup> Adopted June 17, 1970; amended July 28, 1970, September 11, 1970, January 20, 1971, July 27, 1971, December 20, 1973, July 22, 1975, July 14, 1980, August 31, 1981, October 11, 1985, September 12, 1986, August 6, 1987, December 16, 1988 and Bylaws February 24, 1989, June 18, 1993, May 31, 2002, September 11, 2003, March 30, 2012 and March 29, 2013.

State Treasurer and others should flow through the Commissioner's Office if the subject matter involves State Board of Regents actions, policies, programs, or issues relating to matters reserved to the jurisdiction of the State Board of Regents by law or by State Board of Regents action pursuant to Utah Code §53B-2-106.

### 3.2. Officers of the State Board of Regents

**3.2.1. Chair:** The Chair shall be elected by the State Board of Regents at its May/June meeting in each even numbered year and shall serve for a term of two years, or until his or her successor is elected and qualified. No State Board of Regents member shall be eligible to serve more than two terms as Chair. The Chair shall preside at all meetings of the State Board of Regents and, as directed by the Board, shall have such other duties, powers and responsibilities as are assigned to him or her by the Board, provided that the Board may also authorize its executive and other officers to execute such business, including contracts and other documents, as the Board may from time to time authorize and direct.

**3.2.2. Vice chair:** The Vice chair shall be elected by the State Board of Regents at its May/June meeting in each even numbered year and shall serve for a term of two years or until her or his successor is elected and qualified. The Vice chair shall act as Chair in the absence or disability of the Chair and shall have such other duties, powers and responsibilities as may be assigned to him or her by the Chair and the State Board of Regents. In the event the office of Chair becomes vacant during the term for which he or she was elected, the Vice chair shall act as temporary Chair until the next regular meeting, at which time a new Chair shall be elected to fill the vacancy and serve the balance of the unexpired term. If the office of Vice chair is similarly vacated, the vacancy shall be filled by election at the next regular meeting.

**3.2.3. Secretary:** The State Board of Regents shall appoint from the staff of its executive officer a secretary to serve at the pleasure of the State Board of Regents. The secretary shall be a full-time employee at such salary as the State Board of Regents may fix. She or he shall be charged with the responsibility of recording and maintaining a record of all State Board of Regents meetings and shall perform such other duties as the State Board of Regents may direct. (Utah Code §53B-1-104(5))

**3.2.4. Treasurer:** The State Board of Regents shall appoint a Treasurer to serve at the pleasure of the Board. The Treasurer shall perform such duties as the State Board of Regents may prescribe. (Utah Code §53B-1-104(6)). The Treasurer shall file a bond with the State Treasurer in such amount as the State Board of Regents may deem appropriate. All checks drawn on account of the State Board of Regents shall bear the signature of either the Chair, the Vice chair, the Treasurer, or such officers as may be approved by the Board, such as the Commissioner or Associate Commissioners when so authorized.

### 3.3. The Utah State System of Higher Education and Its Governance

**3.3.1. Composition:** The Utah State System of Higher Education, established by the Higher Education Act of 1969, consists of the State Board of Regents, its officers and staff, the University of Utah, Utah State University, Weber State University, Southern Utah University, Snow College, Dixie State University, Utah Valley University, Salt Lake Community College, and such other public post high school education institutions as the Legislature may from time to time create. (Utah Code §53B-1-102)

### 3.3.2. Governance and Administration of the System

**3.3.2.1. Institutions:** Member institutions, as specified by law, are governed by the State Board of Regents, under law, these bylaws, and such policies, rules and regulations as the State Board of Regents shall establish or authorize to be established.

**3.3.2.2. Commissioner:** The State Board of Regents, upon approval from the Governor and with the consent of the Senate for each appointee nominated, shall appoint a Commissioner of Higher Education to serve at its pleasure as its chief executive officer. The Commissioner may be terminated by the Board of Regents or the Governor, after consultation with the Board of Regents. The Board of Regents shall set the salary of the commissioner, prescribe the duties and functions of the commissioner (see R141, Functions of the Commissioner of Higher Education), and select a commissioner on the basis of outstanding professional qualifications. The Commissioner shall be responsible to the State Board of Regents to (1) ensure that the policies and programs of the Board are properly executed, (2) advise the Board with regard to recommendations from the institutions governed by the Board, (3) furnish information about the state system of higher education and make recommendations regarding that information to the Board, (4) provide state level leadership in any activity affecting an institution in the state system of higher education, and (5) perform other duties assigned by the Board in carrying out its duties and responsibilities. (Utah Code §53B-1-105)

**3.3.2.3. Commissioner Interprets Board Policy:** The Commissioner shall be responsible for interpretation of State Board of Regents policy to the Presidents of the institutions in the Utah System of Higher Education and to interpret policy to all others who may seek further clarification of Board policy. The President of any institution may appeal to the State Board of Regents any interpretation of Board policy if he or she feels that the Commissioner's interpretation is in error.

**3.3.2.4. Selection of Presidents:** The State Board of Regents after consulting with the Institutional Board of Trustees shall appoint and hire a President for each state research and teaching university, state metropolitan/regional university, state college, state community college, and other institutions in the state system of higher education, each to serve at the pleasure of the State Board of Regents and at such salary as it may determine and fix. (Utah Code §53B-1-103, §53B-2-106 and §53B-2a-102) Presidents of member institutions are responsible to the State Board of Regents. Presidents have the assistance of an Institutional Board of Trustees, as provided by law (Utah Code §53B-2-103 and §53B-2a-103), and such internal organs as constituted and authorized under law, by this State Board of Regents from time to time (Utah Code §53B-2-106), unless the State Board of Regents shall reserve to itself any of the institutional powers set forth in Utah Code §53B-2-106.

**3.3.2.5. Professional Staff:** Upon the recommendation of the Commissioner as its chief executive officer, the State Board of Regents shall appoint and hire a staff of professional and administrative personnel to serve at the pleasure of the Board at such salaries, retirement provisions and other benefits, and in such capacities as the Board may from time to time determine and direct. The State Board of Regents may also develop arrangements for any transfers of function, personnel, or other cooperative arrangements with member institutions, for the benefit of the work of the Board and the effective performance of its duties (See Utah Code §53B-1-106; also Section 3.3.3. of these bylaws.)

**3.3.2.6. Commissioner Represents Board:** In order to ensure that there is effective follow through in implementing State Board of Regents action, the Commissioner shall represent the Board (when it is not in session) in giving guidance and assistance to institutions that will lead to timely and effective implementation of actions of the Board.

**3.3.2.7. Information, Reports, Audits:** The Commissioner is empowered to require information and reports from the institutions in the System that will be of use to her or him in seeing that State Board of Regents actions are implemented. The Commissioner has the authority, after giving due notice to the President, to assign his or her staff to audit records of institutions, to verify data, and to make sure that the same are uniformly reported. Such audits shall be closely connected to matters germane to recommendations that the Commissioner must make to the State Board of Regents for its action. Audits by the Commissioner's staff shall be done under the priorities set by the Regents. The Commissioner shall be responsible for harmonizing the work of her or his audit staff with the actions and priorities set by the Regents.

**3.3.2.8. Response to Inquiries, Explanations and Advocacy:** The Commissioner shall respond to inquiries and also take the initiative to see that actions of the State Board of Regents (such as budget adoptions, new roles and curriculum actions, building project priorities, etc.) are clearly explained and advocated before the Governor and his or her staff, legislative bodies, the State Building Board, and other officials and governmental entities.

**3.3.2.9. Board Policies Properly Executed:** After the State Board of Regents has adopted a new policy, program, or taken an action, the Commissioner shall have the responsibility to see that it is properly carried out. This responsibility shall entail: follow-up conversation with Presidents, interpretation of the intent of the State Board of Regents' action, facilitating communication back to the Board on problems encountered, and making such progress reports as the Board may require. In carrying out these responsibilities, the Commissioner should be cognizant of the fact that responsibility for the internal operations of each institution has been delegated both by law and by State Board of Regents action to each President, with the approval of the institutional Board of Trustees. Presidents shall be mindful of the fact that the Commissioner has the responsibility by law and by State Board of Regents action to see that policies, programs and actions of the Board are properly executed and that her or his actions in this regard are being taken for and on behalf of the Board as she or he functions as chief executive officer of the Board. The Commissioner shall function in close harmony with State Board of Regents policies and shall be in constant touch with the Chair and Executive Committee on matters about which he or she may have questions between regular Board meetings.

### **3.3.3. Institutional Governance and Administration**

**3.3.3.1. Responsibility of Presidents:** The Presidents are responsible to the State Board of Regents for the governance and administration of their respective institutions. Presidents with the assistance of their institutional Boards of Trustees are responsible (1) for the property, both personal and real, established at their respective institutions, together with such additions thereto as the State Board of Regents may from time to time approve (See Utah Code §53B-20-101); and (2) for the education, safety and welfare, for the good of education in the state and their respective institutions, of all persons admitted

and enrolled, employed, or otherwise entering their premises, under such rules and regulations as the institution shall establish.

**3.3.3.2. Required Information:** The President of each institution, through the Commissioner, shall provide the State Board of Regents with such information relating to the operation of each institution and in such form as may be required from time to time by regulation or order of the Board.

**3.3.3.3. Institutional Employees:** The Presidents, with the approval of their institutional Boards of Trustees, under paragraph (2)(a) of Utah Code §53B-2-106, are authorized to appoint, prescribe the duties, provide and under general State Board of Regents policies fix the salaries of the faculties, staffs, officers and employees of their respective institutions, reporting periodically their actions on personnel as may be required by the State Board of Regents.

**3.3.3.4. Institutional Rules and Regulations:** The President of each institution, with the approval of the institutional Board of Trustees, shall have the authority to and shall issue institutional rules and regulations governing the well-being of persons and the security of property at their institutions, consistent with law and the policies of the State Board of Regents, and to implement paragraphs (2)(b), (c), and (d) of Utah Code §53B-2-106. And, until or unless the State Board of Regents shall reserve to itself any of the provisions of Utah Code §53B-2-106 the President of each institution, acting with the approval of the Institutional Board of Trustees, shall be responsible to the State Board of Regents for the enactment and the execution of rules for regulating and safeguarding the health, welfare, and the rights of all persons at, in, or using the property, facilities and resources existent at each institution and pertaining to its various operations and property. Each President shall be responsible for filing a copy of the minutes of each institutional Board of Trustees meeting with the State Board of Regents.

**3.3.3.5. Institutional Members; Government:** The President, faculties, staff, students, alumni, and institutional Board of Trustees of each institution, when duly appointed, or admitted and qualified, are members of their respective universities, colleges and institutions, and, with the exception of the President (who serves at the pleasure of the State Board of Regents), may be suspended, removed from, or otherwise subjected to discipline in their respective categories of membership in accordance with law and the various rules and regulations governing the institutions of which they are members. Presidents, with the approval of the institutional Boards of Trustees, are encouraged to consult with, provide and develop such arrangements for institutional government, involving appropriate participation in institutional affairs of these classes of institutional membership, as may serve the interest of each institution and promote the good of education thereat.

**3.3.3.6. Advocacy Consistent with Board Actions:** Except as expressly required by Title 53B, Chapter 2a, under no circumstances shall the Commissioner, any President, or other officer of an institution present or advocate budget items, capital facilities priorities, or other legislation to legislators, legislative committees, the Legislature, the Governor, or any other state agency that are inconsistent with actions or policies of the Board of Regents on such matters. The Commissioner and such other persons as may be designated by the State Board of Regents shall be the spokespersons for the Board at all official hearings before the legislators, legislative committees, the Legislature, the

Governor, or any other state agency. Nothing herein shall preclude a President or other officer of an institution from appearing at hearings involving his or her institution.

### 3.3.4. Institutional Boards of Trustees

**3.3.4.1. Responsibilities:** In addition to authority delegated to Presidents in Section 3.3.3. of this Section, to be exercised by them with the approval of the institutional Board of Trustees, each institutional Board of Trustees shall act in behalf of its institution in facilitating communication between the institution and the community, in assisting in planning, implementing and executing fund raising and development projects aimed at supplementing institutional appropriations, in perpetuating and strengthening alumni and community identification with the institution's tradition and goals, and in selecting those persons to be recipients of honorary degrees to be granted by the institution. (Utah Code §53B-2-103)

**3.3.4.2. Honorary Degrees:** Each university and college of the system is authorized to award honorary degrees in recognition of outstanding achievement or distinctive public service, as selected for such consideration by the institutional Board of Trustees. (Utah Code §53B-2-103(2)(d))

**3.3.4.3. Degrees, Diplomas and Certificates:** Each Institutional Board of Trustees is authorized to approve all candidates for earned degrees and diplomas authorized by law and the Board of Regents, conferred by the institution. (Utah Code §53B-16-103) Such candidates shall be recommended to the institutional Board of Trustees by the President and faculties in accordance with institutional rules, provided that no degree or diploma shall be conferred except as authorized by law and the Board of Regents. Upon approval, all degrees and certificates shall be conferred in each institution by the President thereof. The general style for conferring degrees shall be: "As authorized by law and the Utah State Board of Regents." Diplomas attesting thereto shall bear the signature of the President of the institution, the Chair of the institutional Board of Trustees, the Chair of the State Board of Regents, and the Commissioner of Higher Education. Non degree certificates signifying completion of short, correspondence, or extension courses may be distributed and awarded by each institution, provided that the State Board of Regents may direct the termination of any such when inconsistent with the institutional role prescribed by law or the Board. New or additional degrees, diplomas, or certificates shall be subject to the approval of the State Board of Regents.

**3.3.4.4. Trustees Bylaws:** Each institutional Board of Trustees may enact such bylaws for its own government as it deems necessary, provided such bylaws are not in conflict with these bylaws, including provision for regular meetings of the institutional Board of Trustees. Copies of the institutional Board of Trustees' bylaws shall be submitted to the State Board of Regents. (Utah Code §53B-2-104(5) and §53B-2a-103)

**3.3.4.5. Bylaws, Institutional Rules, and Other Reports Submitted to State Board of Regents:** The President of each institution is responsible for submitting to the State Board of Regents or making available electronically copies of both (1) the institutional Board of Trustees' bylaws for its own government, and (2) copies of the institutional rules and regulations governing the institution, to be issued by the President with the approval of the Institutional Board of Trustees, as set forth and delegated in Sections 3.3.3.1. and 3.3.3.4. of these bylaws above, and any other reports of institutional business required by the State Board of Regents.



**3.3.4.6. Questions of Institutional Role, Authority and Operations:** Questions regarding the scope of institutional role and authority and operations of institutional Boards of Trustees under these bylaws and the State Board of Regents' authority, shall be referred initially by the President of each institution to the Commissioner of Higher Education for transmittal, examination, review and necessary consideration by the Board of Regents.

### 3.3.5. The State Board of Regents and its Professional Staff

**3.3.5.1. Participation in Academic Life:** The Commissioner and members of the professional staff of the Board of Regents may qualify and hold positions as members of the faculties of the member institutions of the system, in accordance, in each individual case, with institutional rules, regulations, and practices. The extent of participation of a State Board of Regents staff member in the academic life of any member institution shall be in harmony with the practices and regulations of the member institution, and must be approved by the Commissioner as not inconsistent with the efficient and timely discharge of the individual's duties as a staff employee of the Board.

**3.3.5.2. Compensation Through Institutional Payroll System:** The State Board of Regents' staff, professional or otherwise, may, with the joint approval of the Commissioner and the President of the concerned institution, be paid his or her approved compensation, for service as a member of the Board's staff, through the payroll system of a member institution. In connection therewith, the staff member shall be eligible for and enjoy, in accordance with institutional policies, all benefits provided by the institution to its equivalent faculty and staff personnel, including but not limited to retirement and insurance programs, vacation, sick leave, and other leaves; provided, however, that the Board of Regents shall advance funds to, or reimburse, the institution for the full amount of any compensation paid and for the institutional share of the cost of any benefits provided under this provision.

**3.3.5.3. Transfer of Staff Functions and Funds:** This section is subject to, and does not impair or otherwise affect, the power of the Board of Regents to transfer staff functions, and funds for the performance of such functions, from member institutions to the staff of the State Board of Regents pursuant to law. (Utah Code §53B-1-106)

## 3.4. Offices

**3.4.1. Location of Offices:** The principal office of the State Board of Regents shall be located in Salt Lake City, State of Utah. The State Board of Regents may have such other offices within the State of Utah and at member institutions as its duties may require.

## 3.5. Meetings

### 3.5.1. Regular Meetings

**3.5.1.1. Scheduled, as Called, or by Request:** The State Board of Regents shall meet regularly as it shall determine, and when specifically called to convene, in full or executive session, by the Chair of the Board, by the executive officer of the Board, or by request of five members of the Board. (Utah Code §53B-1-104(9)) The regular meetings of the

Board shall be held at locations, dates and time of day as may be determined by the Board.

**3.5.1.2. Communication to the Board:** With the exception of the Commissioner and staff, Presidents of institutions or their designated alternate, the executive or legislative officers of the State, communications or representations from persons other than the foregoing, not members of the State Board of Regents, shall be submitted to the Board in writing. Communications received less than fourteen days preceding any State Board of Regents meeting may be deferred by the Board to a later meeting at its discretion, or, referred by the Chair to a committee, Commissioner, or other officer of the System. Persons other than members, or those listed for business on the regular agenda, or their designated alternates, may address the State Board of Regents while in session only on the recognition of the Chair or by consent of a quorum of members present.

**3.5.2. Special Meetings:** The State Board of Regents may be called to convene in a special meeting, in full or executive session, by the Chair of the Board, by request or call of any five members, or by the executive officer of the Board. (Utah Code §53B-1-104(9).)

**3.5.3. Notice of Meetings:** Notice of the time and place of each regular and special meeting of the State Board of Regents shall be mailed by the Commissioner, or staff member directed by him or her, to each member of the Board and institutional President, to her or his last known address, at least seven days before each regular meeting, together with an agenda showing, with particularity, the nature of the business to be acted upon at such meeting. Less notice may be given in case of special or emergency meetings.

**3.5.4. Agenda and Regular Order of Business:** The official agenda shall constitute the principal business at regular meetings of the State Board of Regents. The regular order of business on the Board's agenda shall be determined by the Chair and the Commissioner.

**3.5.5. Categories of Agenda Items**

**3.5.5.1. Agenda Categories:** The several items of State Board of Regents business shall be listed upon the agenda by the Commissioner within the following categories to serve the interests of the Board: (A) Action Calendar: Items, recommended for action, that involve the determination of basic planning or policy questions, program changes of more than routine nature, or issues with substantial financial or budgetary implications. (B) Consent Calendar: Items, recommended for action, that are routine in character or of relatively minor importance and do not require full discussion by the Board. (C) Information Calendar: Presentation of institutional reports by heads of institutions and other items for informational purposes.

**3.5.5.2. Consent Calendar:** Any item listed upon the Consent Calendar may, by majority vote of the State Board of Regents, be transferred to the Action Calendar at the same or a subsequent meeting and made subject to full discussion and deliberation prior to the taking of action thereon. Items on the Consent Calendar that are not so transferred shall be acted upon, without debate, either as a group or individually, as the State Board of Regents may elect.

**3.5.6. Agenda Preparation Procedures:** All matters submitted by member institutions to the State Board of Regents for its approval shall be directed to the Commissioner and be referred by her or him to the appropriate standing committees of the Board unless the Commissioner or the



Board, by majority vote, decides to consider a particular matter initially as a committee of the whole. Items submitted to the State Board of Regents by the institutions shall be placed on the agenda of the Board committees by the Commissioner or his or her designee, and the President of each institution submitting an item which is on the agenda of a Board committee shall be given notice of committee meetings in the manner provided in these bylaws.

**3.5.6.1. Commissioner's Recommendations:** On all items on the agendum, the Commissioner shall make a recommendation as to what action should be taken. Since the Commissioner is required to make a recommendation on all State Board of Regents action items on the agendum, it is incumbent upon committee Chairpersons and Presidents to keep the Commissioner fully informed and involved in discussions and deliberations that may have implications for Board action.

**3.5.7. Recording of Votes:** Any member so requesting shall have her or his vote recorded in the minutes, or on request of any member the vote of each member shall be recorded.

**3.5.8. Meeting Rules:** Robert's Rules of Order shall be followed in conducting all meetings of the State Board of Regents, and of the meetings of the committees of the Board.

**3.5.9. Open and Public Meetings:** The State Board of Regents, under the laws of Utah, exists to serve the public interest and govern the state system of higher education. As provided by law, "all matters requiring Board determination shall be presented to and deliberated upon by the Board as a whole or as an executive committee properly convened." (Utah Code [§53B-1-104\(7\)](#))

**3.5.10. Executive sessions:** Meetings of the State Board of Regents shall be open and public, except that the Board may meet in executive session under the conditions and for the purposes authorized by the Utah Open and Public Meeting Act (Utah Code [Title 52, Chapter 4](#)); provided that all resolutions, rules, regulations, contracts, appropriations, and other actions shall be taken in open session.

## 3.6. Committees

### 3.6.1. Enumeration of Committees and Selection of Members

**3.6.1.1. Committee Appointments:** There shall be three standing committees of the State Board of Regents and such other special committees as the Board or the Chair may determine from time to time to be necessary or appropriate. With the exception of the Executive Committee, the members of all standing and special committees and their Chair shall be appointed by the Chair of the State Board of Regents. The members and Chair of any subcommittee of a standing committee shall be appointed by the Chair of the standing committee. Each standing committee shall serve concurrent two-year terms with the Chair who appointed them, immediately following his or her election in each even numbered year.

**3.6.1.2. Staff Support:** The Commissioner shall provide such staff and support services as may be necessary to each standing and special committee and any subcommittee thereof.

**3.6.1.3. Standing Committees:** The standing committees of the State Board of Regents are:

- (1) Executive Committee (see Section 3.6.2, below);
- (2) Academic and Student Affairs Committee; and
- (3) Finance and Facilities Committee

**3.6.1.4. Budget hearings:** The Finance and Facilities Committee shall convene as a Committee of the Whole Board during budget hearings with the institutions on budget matters.

**3.6.1.5. Definition of Committee Role:** The Chair may, from time to time, define or redefine the role and responsibilities of, and may make specific assignments to, a standing committee.

**3.6.1.6. Committee Membership and Voting of Chair and Vice Chair:** The Chair and Vice chair of the State Board of Regents may be appointed to and serve as regular members of one or more standing committees, with full power to vote. The Chair and Vice chair of the State Board of Regents shall also be ex officio members of each standing committee to which they are not appointed on a regular basis, but in such ex officio capacity shall be without power to vote.

### 3.6.2. Executive Committee

**3.6.2.1. Composition:** The Executive Committee shall be composed of the Chair of the State Board of Regents, Vice chair of the Board, the immediate past Chair of the Board if still serving on the Board, the chairs of the standing committees of the Board, and one committee member at large appointed by the Board Chair.

**3.6.2.2. Authority:** The Executive Committee shall have the full authority of the State Board of Regents to act upon routine matters during the interim between Board meetings, but shall act upon non routine matters only under extraordinary and emergency circumstances. Actions of the Executive Committee shall be reported to the State Board of Regents at its next regular meeting following such action. (Utah Code §53B-1-104(7))

**3.6.2.3. Strategic Planning:** For purposes of strategic planning discussions, an additional Regent may be added to the Executive Committee.

**3.6.3. Committee Meetings:** Meetings of all committees of the State Board of Regents may be held upon the call of the Chair of the committee, the Chair of the Board, or at the request of the Commissioner. The State Board of Regents may also meet as a committee of the whole on the call of the Chair. Notice of the time and place of every committee meeting and of the business to be acted upon shall be given to the members of the committee and the Commissioner and institutional Presidents by the person calling such meeting, by mail or other personal communications.

### 3.7. Quorum

**3.7.1. State Board of Regents and Committees:** A quorum of the State Board of Regents necessary to conduct and transact its business shall consist of nine members of the Board. (Utah Code §53B-1-104(10)) A quorum of any committee of the State Board of Regents shall consist of a majority of its members. If less than a quorum are present at the time and place for any such

meeting called, the State Board of Regents or committee meeting may be adjourned from time to time without further notice.

**3.7.2. Proxy Voting:** Proxy voting shall not be permitted at meetings of the State Board of Regents or the meetings of its committees.

**3.7.3. Participation by Telecommunications:** Members may participate in a meeting of the State Board of Regents, the Executive Committee, or other committee of the Board by means of telecommunications. Members who participate by telecommunications may be counted in the quorum necessary to conduct and transact State Board of Regents or committee business. Such participation does not alter the requirements of notice, open and public meetings, and other applicable rules of the State Board of Regents. To hold an electronic meeting, the Board must establish one or more "anchor locations," at least one of which is in the building and city where the Board would normally meet, and where there is adequate space and facilities for interested persons and the public to attend and monitor the open portions of the meeting. (Utah Code §52-4-7.8)

### **3.8. Public Information**

**3.8.1. Official Pronouncements:** The Chair of the State Board of Regents is the only member of the Board authorized to make official pronouncements for the Board, and then as instructed by the Board. The Commissioner as executive officer of the State Board of Regents is ex officio authorized to speak for the Board and the state system of higher education with respect to any policy matters that have received the approval of the Board, and on administrative matters which have been entrusted to him or her by law or by the Board.

**3.8.2. Releases and General Information:** The Commissioner of Higher Education, as executive officer of the State Board of Regents, or in her or his absence a designated deputy, may issue such news releases, general information and other communications regarding administration of the system of higher education, as will serve its interests, such releases to be consistent with Board policies and practices.

**3.8.3. Institutional Releases:** The Presidents of each institution, as chief executive officers of their respective institutions, are responsible for all releases and information issued from their institutions.

### **3.9. Pecuniary Interest**

**3.9.1. State Board of Regents Members:** No State Board of Regents member shall be pecuniarily interested directly, or indirectly, in any contracts made in behalf of any institutions of higher education in the state of Utah.

### **3.10. Amendments**

**3.10.1. Method:** These bylaws may be amended or repealed at any regular meeting of the State Board of Regents, by an affirmative vote of nine or more members, provided that copies of any proposed amendments shall be submitted in writing to each member and to the Commissioner at least seven days before the meeting at which they are to be proposed.