

# ECR 1

Chairman, Board of Trustees  
May 14, 2013

Members, Board of Trustees:

PROPOSED REVISION TO GOVERNING REGULATIONS:  
EXECUTIVE COMMITTEE

Recommendation: that the Board of Trustees receive and vote to accept for the first reading the attached revision of Governing Regulation (GR) II, relating to the duties of the Board of Trustees Executive Committee. The proposed addition to the duties of the Executive Committee addresses concerns regarding process, compliance and accountability.

Background: The revision is intended to make explicit the Board's continuing interest in and attention to the important issues of good governance, accountability and ethics. The Executive Committee will serve in an advisory capacity to the President on these issues.

A revised copy of GR II is attached. The proposed addition is underlined.

The Executive Committee of the Board of Trustees and the President support this revision. In accordance with Governing Regulation XIII, the University Senate, Staff Senate and Student Government Association will review this proposed revision before the second reading (final action) by the Board of Trustees.

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Action taken:     Approved     Disapproved     Other \_\_\_\_\_



UNIVERSITY OF  
**KENTUCKY**  
Regulations

**Governing Regulation, Part II**

Responsible Office: Board of Trustees

Effective: 1/29/2013

Supersedes Version: 6/19/2012

## Governance of the University of Kentucky

### Major Topics

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No member of the Board of Trustees may be held to be a public officer by reason of membership on the Board except as provided in KRS 45A.335 for the purpose of KRS 45A.340. (KRS 164.150)

## E. Standing and Special Committees

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The purpose of standing and special committees is to assist the Board of Trustees in its oversight role by gathering information, discussing, and providing advice on policy proposals prior to their coming before the entire Board of Trustees. Members of the University community and the general public may attend any committee meeting. An individual desiring to address a particular committee or otherwise participate in a committee meeting should contact the committee chair.

### 1. Standing Committee General Rules

- (a) Unless otherwise provided in this Governing Regulation, membership of standing committees shall include at least five (5) members of the Board of Trustees including the committee chair.
- (b) Unless otherwise provided in this Governing Regulation, committee members shall be appointed by the Chair of the Board of Trustees.
- (c) Unless otherwise provided in this Governing Regulation, the Chair of the Board of Trustees shall select the Chair for each committee from the Trustee members.
- (d) Board of Trustee members may be reappointed to a committee for consecutive terms.
- (e) Any vacancy occurring before the expiration of the term of the appointment shall be filled for the unexpired term.
- (f) A quorum of the Committee members must be present in order to conduct business.

### 2. Standing Committees

#### (a) Executive Committee

The Board of Trustees annually elects an Executive Committee of five (5) members that has the powers that the Board of Trustees delegates to it as prescribed in KRS 164.190. This election shall be held at the first fall meeting of the Board of Trustees. Vacancies may be filled at any meeting of the Board of Trustees. The Chair of the Board of Trustees shall be one (1) of the five (5) members and shall also serve as Chair of the Executive Committee. In general, the Executive Committee exercises oversight of the financial and business interests of the University and possesses the same powers as the Board of Trustees during the periods between meetings of the full Board of Trustees.

Meetings may be held as necessary at the call of the Chair. The Secretary of the Board of Trustees is the *ex officio* Secretary of the Executive Committee. The President may attend all meetings.

The Executive Committee is required to submit to the Board of Trustees at each meeting, for the latter's consideration and approval, a complete record of the proceedings of the Executive Committee. The authority of the Board of Trustees to amend the action of the Executive Committee does not extend to the rejection of any valid or authenticated expenditure of money by the Executive Committee (KRS 164.190). The Executive Committee shall serve as a hearing panel in the event of a faculty member, staff employee, or student appeal coming to the Board of Trustees.

The Executive Committee shall serve as the performance review committee for the President. The Executive Committee shall involve the entire Board of Trustees in this evaluation and shall also

solicit input from the executive committees or executive councils of the University Senate, Staff Senate, and Student Government Association.

The Executive Committee shall serve in an advisory capacity to the President on regulations and policies, institutional compliance, and accountability.

(b) Academic Affairs Committee

This Committee:

- (i) Reviews recommendations on policy matters pertaining to the academic mission of the University in instruction, research, and public service as well as to policy matters concerning academic freedom, tenure, and shared governance;
- (ii) Reviews academic program proposals from the President to ensure that a) the academic programs are consistent with the University's mission; b) resources are available to achieve academic priorities as set forth in the strategic plan; c) academic programs are appropriate for its student needs; and d) the University has a system in place for assessing the effectiveness of its academic programs;
- (iii) Reviews new program and degree-program closure proposals and changes in the academic units or in the academic organization to ensure these proposals or changes will effectively carry out the academic mission;
- (iv) Reviews the list of candidates for academic degrees approved by the faculty of the University through the University Senate for submission to the Board of Trustees; and
- (v) Provides needed information to the Board of Trustees.

(c) Finance Committee and Audit Subcommittee

This committee ensures the financial stability and long-term economic health of the University by monitoring the financial operations of the University and its affiliated corporations and making appropriate recommendations to the Board of Trustees to ensure achievement of the University's mission. Consistent with KRS 164A.550 through 164A.630, the committee maintains oversight responsibility for the financial management of the University in the areas of accounting, auditing, payroll, purchasing, capital construction, real property, and affiliated corporations. The Committee shall oversee the budgets of the University by reviewing and recommending to the Board of Trustees on the annual operating budgets. The Committee shall ensure that accurate and complete financial records are maintained by reviewing and recommending to the Board of Trustees on annual financial reports and related recommendations from the Audit Subcommittee, interim financial reports, long-term debt obligations, gifts to the University of \$400,000 or more, capital projects of \$600,000 or more, leases over \$200,000 per year, disposition of property, sale of assets, and financial transactions not provided for in the annual operating budget.

The Audit Subcommittee recommends to the Finance Committee on the appointment of the external auditors, receives and reviews the annual reports from the external auditors, and makes recommendations to the Finance Committee concerning these reports.

(d) Human Resources Committee

This committee reviews recommendations to the Board of Trustees regarding policies pertaining to employee benefits, rights, and privileges requiring Board of Trustees approval.

(e) Investment Committee