

Title 1 – BYLAWS OF THE BOARD OF REGENTS

ARTICLE I – The University	3
Section 1. Constitutional Status.....	3
Section 2. Name.....	3
Section 3. Functions	3
Section 4. Cooperation with State Agencies	3
ARTICLE II – The Seal of the University	3
Section 1. Design	3
Section 2. Diploma	4
Section 3. Use.....	4
ARTICLE III – The Board of Regents	4
Section 1. Authority	4
Section 2. Composition.....	4
Section 3. Powers.....	4
Section 4. Exercise of Powers	4
Section 5. Limitation of Powers	4
Section 6. Roll Call Vote	5
Section 7. Suspension of Bylaws.....	5
Section 8. Compensation.....	5
ARTICLE IV – Officers of the Board	5
Section 1. Designation of Officers and Secretary	5
Section 2. Election of Officers.....	5
Section 3. Presiding Officer Pro Tempore	6
Section 4. Duties	6
Section 5. Chief of Staff to the Board of Regents	6
Section 6. Duties of the Chief of Staff to the Board of Regents	7
ARTICLE V – Meetings of Board and Committees	7
Section 1. Regular Meetings of the Board	7
Section 2. Location of Meetings	7
Section 3. Special Meetings.....	7
Section 4. Committee Meetings.....	8
Section 5. Notice of Meetings.....	8
Section 6. Additions to Published Agenda.....	8
Section 7. Agenda	8
Section 8. Regents’ Access to Agenda.....	8
Section 9. Presidents’ Access to Agenda.....	9
Section 10. Other Access to Agenda	9
Section 11. Order of Business.....	9
Section 12. Quorum	9
Section 13. Presiding at Committee Meetings	9
Section 14. Rules of Procedure.....	9
Section 15. Procedures for Reports.....	10
Section 16. Appearances Before the Board and Committees	10
Section 17. Faculty and Student Participation	10
Section 18. Reconsideration.....	10
Section 19. Minutes of the Board	10
Section 20. Form of Minutes.....	10
Section 21. Minutes of Committee	11
Section 22. Public Meetings	11
Section 23. Closed Sessions.....	11
Section 24. Codification of Actions of the Regents	11
Section 25. Regular Board Self-Evaluation	11

ARTICLE VI – Committees of the Board	12
Section 1. Authority	12
Section 2. Appointment	13
Section 3. Standing Committees and their Duties	13
Section 4. Special Committees.....	17
Section 5. Committee Staff Support.....	17
Section 6. Temporary Committee Appointments	17
ARTICLE VII – Officers of the University	17
Section 1. Designation	17
Section 2. Appointment	18
Section 3. Chancellor	18
Section 4. Presidents	19
Section 5. Discipline of Presidents	20
Section 6. Discipline of the Chancellor.....	22
ARTICLE VIII – Amendments.....	23
Section 1. Procedures.....	23

ARTICLE I – The University

Section 1. Constitutional Status

The University of Nevada is a constitutional entity, created by the Constitution of the State, and shall enjoy all the responsibilities and powers of such a legal entity.

Section 2. Name

The legal and corporate name of the State University shall be The University of Nevada. The system of universities, colleges, research and public service units administered under the direction of the Board of Regents shall collectively be known as The Nevada System of Higher Education (NSHE).

Section 3. Functions

The University of Nevada has the following functions:

- a. Providing programs of instruction at the undergraduate and graduate levels.
- b. Sponsoring and undertaking programs of basic and applied research which complement the programs of instruction and which contribute to the fullest realization of the State's potential.
- c. Sponsoring and conducting continuing programs of public service for the citizens of the State.

Section 4. Cooperation with State Agencies

The University shall, at all times, cooperate with any and all agencies of the State in the interest of serving the people and of ensuring the maximum utilization of the State's resources.

ARTICLE II – The Seal of the University

Section 1. Design

The seal of the Nevada System of Higher Education shall be the Great Seal of the State of Nevada, provided that when the Great Seal of the State shall be used as the Seal of the NSHE, the words "Nevada System of Higher Education - 1865" shall replace the words "Great Seal of the State of Nevada," and the motto, "All for Our Country," shall be rendered in Latin, thus: Omnia Pro Patria, resulting in the following form and design.



Section 2. Diploma

When the seal is used on diplomas, each institution may replace the words “Nevada System of Higher Education – 1865” with the name of the institution and, if desired, the year in which the institution was formally established.

Section 3. Use

The seal shall be used only in connection with the transaction of business of the Board of Regents and the Nevada System of Higher Education. The seal may be affixed by the secretary of the board on any document signed on behalf of the Nevada System of Higher Education. Permission may be granted by the secretary of the board for the use of the seal in the decoration of any Nevada System of Higher Education building or in other special circumstances.

(B/R 9/05)

ARTICLE III – The Board of Regents

Section 1. Authority

The exclusive control and administration of the University is vested by the Constitution of the State in an elected Board of Regents.

Section 2. Composition

The composition of the Board of Regents and the terms of its members are prescribed by law.

Section 3. Powers

The Board of Regents shall be responsible for the management and control of the University but may delegate specific authority to its officers as hereinafter provided.

Section 4. Exercise of Powers

Except as otherwise specifically provided herein, any official action of the Board shall require at least seven affirmative votes.

Section 5. Limitation of Powers

No member of the Board of Regents can bind the Board by word or action unless the Board has, in its corporate capacity, designated such member as its agent for some specific purpose and for that purpose only.

Section 6. Roll Call Vote

A roll call vote of record of the Board shall be had upon request of any member of the Board.

Section 7. Suspension of Bylaws

Any provision of these Bylaws may be suspended in connection with the consideration of a matter before the Board by an affirmative vote of no fewer than nine members of the Board.

Section 8. Compensation

None of the earnings of funds of the University shall inure to the benefit of any Board member. A member of the Board of Regents shall not be interested, directly or indirectly, as principal, partner, agent or otherwise, in any contract or expenditure created by the Board of Regents, or in the profits or results thereof. A Regent may receive a salary in accordance with state law for each Board meeting attended. A Regent may also be reimbursed in accordance with State law and Board of Regents policy for expenses incurred by reason of attendance at any meeting of the Board or a committee thereof, or in the performance of other official business of the University.

(B/R 1/06)

ARTICLE IV – Officers of the Board

Section 1. Designation of Officers and Secretary

The Officers of the Board of Regents shall be a Chair and Vice Chair. The Board may employ a secretary whose title shall be Chief of Staff to the Board of Regents. The Chief of Staff to the Board of Regents shall keep full records of the proceedings of the Board and have such other and further duties as set forth in these Bylaws and as directed by the Board.

Section 2. Election of Officers

The Chair and Vice Chair shall be elected from among the membership of the Board during the Board's last regular meeting of the NSHE fiscal year and shall serve a one-year term commencing July 1. The Chair may be elected to one additional consecutive one-year term. The Vice Chair may be elected to one additional consecutive one-year term. No person who has held the office of Chair for two consecutive one-year terms shall be elected to serve in that office until a period of two full NSHE fiscal years has elapsed after the end of the second consecutive one-year term served. No person who has held the office of Vice Chair for two consecutive one-year terms shall be elected to serve in that office until a period of two full NSHE fiscal years has elapsed after the end of the second consecutive one-year term served. In the event of a vacancy in office, the Board shall fill the vacancy for the remainder of the term by election no later than the next regularly scheduled meeting of the Board. A partial term served by a person elected to fill a vacancy in office shall not be counted as a full one-year term.

(B/R 11/23)

Section 3. Presiding Officer Pro Tempore

In the case of the absence or inability to act of both the Chair and the Vice Chair at a meeting of the Board of Regents, the Chair may designate a member of the Board to preside and otherwise perform the duties of the Chair. The Chair's designation of a Presiding Officer Pro Tempore shall be made in writing and filed with the Chief of Staff to the Board of Regents. In the absence of a written designation by the Chair of a Presiding Officers Pro Tempore, the member of the Board who has the greatest seniority on the Board and who is present shall preside and otherwise perform the duties of the Chair.

Section 4. Duties

The duties of the Chair are:

- a. To approve all Board and committee agendas prior to publication and notice of such agendas;
- b. To preside at all meetings of the Board;
- c. To appoint members of the Board to serve as liaisons for the Board to school boards, government entities, and other constituencies;
- d. To serve as the leader of the Board for all ceremonial purposes; and
- e. To perform any and all other duties assigned or delegated to the Chair by these Bylaws or policies adopted by the Board.

The duties of the Vice Chair are:

- a. To preside at all meetings of the Board when the Chair is absent;
- b. To perform the duties of the Chair when the Chair is unable to perform such duties due to absence or inability;
- c. To consult with the Chair on the approval of all Board and committee agendas prior to publication and notice of such agendas; and
- d. To perform any and all other duties assigned or delegated to the Vice Chair by these Bylaws or policies adopted by the Board.

Section 5. Chief of Staff to the Board of Regents

The Board shall select a Chief of Staff to the Board of Regents from nominees submitted by a Regents' Search Committee. The Chief of Staff to the Board of Regents shall serve at the will of the Board, and shall be compensated in an amount determined by the Board. The Chief of Staff to the Board of Regents shall be evaluated annually in writing by the Chair of the Board in accordance with performance criteria and procedures approved by the Board of Regents. The Chair shall present his or her findings to the Board for its review.

Section 6. Duties of the Chief of Staff to the Board of Regents

The Chief of Staff to the Board of Regents shall:

- a. Give notice of all meetings of the Board and of all meetings of committees, and shall record and keep the minutes of the proceedings of the Board and the proceedings of all committees;
- b. Assist the Chair in preparing for meetings of the Board and its committees, and in providing administrative support to the Board and its committees;
- c. Be custodian of the Seal of the University and shall affix it to documents executed on behalf of the University and to certifications as required;
- d. Be custodian of all official records of the Board of Regents, including the minutes of all meetings and all papers and documents of the Board;
- e. Certify to any actions of the Board or its committees, to the identity, appointment and authority of officers of the Board or of the University, and to provisions of the Board's Bylaws and excerpts from the minutes of the Board;
- f. Manage and supervise the functions of the Office of the Chief of Staff to the Board of Regents (the "Board Office"), including all personnel employed to assist the Chief of Staff to the Board of Regents in the performance of his or her duties; and
- g. Perform all other duties normally incident to a corporate secretary as directed or further defined by the Board.

(B/R 9/22)

ARTICLE V – Meetings of Board and Committees

Section 1. Regular Meetings of the Board

The Board of Regents shall hold regular meetings in accordance with a calendar established annually. However, if at any meeting it is determined by a majority of the Board that the next regular meeting is unnecessary, such meeting shall not be held.

Section 2. Location of Meetings

Meetings for the transaction of official business shall be held within the State of Nevada at places determined by the Board. Meetings may be conducted at more than one location with the assistance of telephonic, video, or electronic transmission, provided that clear communication is maintained so that all persons attending the meeting are adequately informed concerning the proceedings.

Section 3. Special Meetings

Special meetings of the Board shall be held upon the call of the Chair, or, in the absence of the Chair, upon the call of the Vice Chair, or upon the receipt by the Chief of Staff to the Board of Regents of a petition signed by at least five members of the Board.

Section 4. Committee Meetings

A standing or special committee shall meet as directed by the Board, upon the call of the Chair, or, in the absence of the Chair, upon the call of the Vice Chair, or upon the call of the Chair of the committee.

Section 5. Notice of Meetings

All meetings of the Board and its standing and special committees shall be held in compliance with all applicable provisions of the Nevada Revised Statutes (NRS) Chapter 241 (the Open Meeting Law) as amended. In the event of a conflict between these Bylaws or any policy or procedure and the Open Meeting Law related to the conduct of meetings of the Board and its standing and special committees, the applicable provisions of the Open Meeting Law shall control.

Section 6. Additions to Published Agenda

No item of business shall be considered at a meeting of the Board unless it shall first have been entered upon the agenda in compliance with the Open Meeting Law.

Section 7. Agenda

An item must appear on the agenda if three or more Regents request its inclusion on the agenda and notify the Chair, the Chancellor, and the Chief of Staff to the Board of Regents of the request. Agenda items requiring action shall be accompanied by a specific recommendation by the requesting Regents, a committee of the Board, the Chancellor, or a President through the Chancellor supported by sufficient documentation to permit a full understanding of the facts applicable to the item. All agenda items requiring Board action shall also be accompanied by a recommendation, analysis or comment to the Board from appropriate personnel in the Chancellor's Office. Agenda items will be submitted to the Chief of Staff to the Board of Regents in sufficient time to enable adequate review by the Chief of Staff to the Board of Regents and the Chancellor. Agendas of regular meetings shall be approved by the Chair and distributed to all members of the Board.

Section 8. Regents' Access to Agenda

A Regent or group of Regents shall submit any matter to the Board or its committees for official consideration, including requests for permission for others to appear before the Board or its committees, to the Chief of Staff to the Board of Regents and Chancellor for inclusion on the agenda of the Board or one of its committees.

Section 9. Presidents' Access to Agenda

An institutional President shall submit matters to the Board or its committees for official consideration, including requests for permission for others to appear before the Board or its committees, to the Chief of Staff to the Board of Regents and Chancellor for inclusion on the agenda of the Board or one of its committees.

Section 10. Other Access to Agenda

A faculty member or other employee, or student of the University, or any group of faculty members or other employees, or students of the University shall submit any matter to the Board or its committees for official consideration, including requests for permission to appear before the Board or its committees, through the appropriate institutional President and through the Chief of Staff to the Board of Regents and Chancellor for inclusion on the agenda of the Board or one of its committees.

Section 11. Order of Business

The Chair, for purposes of preparing the agenda, shall determine the order of business at each regular and special meeting of the Board. During a regular or special meeting, an agenda item may be taken out of the order presented on the agenda at the discretion of the Chair, unless the agenda item has been given a day or time certain.

Section 12. Quorum

Seven Regents shall constitute a quorum for transaction of business at regular or special meetings of the Board. A majority of the membership of a special committee shall constitute a quorum for purposes of the business of the committee. A quorum may be gained by telephonic, video, or electronic transmission providing that notice to that effect has been given.

Section 13. Presiding at Committee Meetings

In the absence of the Chair of a committee, the Vice Chair shall preside and otherwise perform the Chair's duties and in the absence of both the Chair and Vice Chair, the member of the committee who has greatest seniority on the Board and who is present shall preside and otherwise perform the duties of Chair.

Section 14. Rules of Procedure

The rules contained in Robert's Rules of Order, latest edition, shall govern the proceedings at and the conduct of the meetings of the Board and its committees, insofar as they may be applicable and not otherwise in conflict with these Bylaws or the Open Meeting Law.

Section 15. Procedures for Reports

Reports shall be submitted to the Board or its committees in accordance with a schedule of reports adopted by the Board. Requests for other written reports to be prepared for submission to the Board or its committees shall be submitted to the Chair for approval or reference to the Board.

Section 16. Appearances Before the Board and Committees

The Chair of the Board and Chair of each committee may grant permission for individuals and organizations to appear before the Board or committee respectively, provided that a written request for any such appearance, specifying the matters to be presented, the time necessary for such presentation, and the reason why a personal appearance is desirable, is made to the Chair of the Board or committee Chair and the Chief of Staff to the Board of Regents prior to any submission deadline established for the meeting at which the presentation is proposed to be made.

Section 17. Faculty and Student Participation

At public meetings of the Board or its committees, student body and faculty senate representatives may have the opportunity to speak on those items being considered by the Board in which students and/or faculty have indicated an interest.

Section 18. Reconsideration

Any member who voted on the prevailing side may move for the reconsideration of an action taken by the Board. Such motion must be made and voted upon at the same meeting at which said action is taken.

Section 19. Minutes of the Board

Minutes of the proceedings of the Board and its committees shall be kept by the Chief of Staff to the Board of Regents. Except in cases where the minutes are unavailable for good cause, minutes of the proceedings of the Board and its committees shall be approved by the Board within forty-five (45) days after the meeting to which the minutes relate or the next meeting of the Board, whichever is later. Upon approval by the Board the minutes shall become the "official" record of the proceedings of the meeting.

Section 20. Form of Minutes

Minutes of meetings shall be complete, shall reflect deliberations of members as well as action taken, and all materials submitted for the information of the Board shall be included with the permanent minute record so as to constitute a complete, permanent record of all proceedings.

Section 21. Minutes of Committee

Minutes of meetings of standing and special committees shall be in the form of reports to the Board.

Section 22. Public Meetings

Meetings of the Board and its committees shall be public and conducted in accordance with all applicable provisions of the Open Meeting Law.

Section 23. Closed Sessions

Closed Sessions of the Board and its Committees shall be conducted as follows:

- a. All closed sessions of the Board will be conducted in full compliance with the Nevada Open Meeting Law, NRS 241.010 et seq.
- b. Notice of a closed session shall be placed upon the agenda in the same manner as any other agenda item.
- c. Any motion to close a meeting to the public shall set forth the subject matter or nature of the business to be considered at the closed meeting, as required by the Open Meeting Law.
- d. Only the subject matter or business identified in the motion to close an open session of the Board may be discussed in a closed session of the Board.
- e. The Chief of Staff to the Board of Regents or another appropriate staff member of the Board shall be present at all closed sessions of the Board for purposes of recording the proceedings of the closed session and preparing minutes of such meetings as required by the Open Meeting Law.

Section 24. Codification of Actions of the Regents

Decisions and actions of the Board establishing or impacting policy shall be codified and published in an appropriate manner.

Section 25. Regular Board Self-Evaluation

On a regular basis the Board of Regents will conduct a self-evaluation of its performance as a governing and policy making body. The purpose of the self-evaluation is to identify ways to strengthen the Board's effectiveness and to meet relevant accreditation standards for NSHE's institutions. The self-evaluation process will include, but not be limited to the following:

1. At least every five years, the Board will review its performance and effectiveness, in multiple areas, which may include but are not limited to the following areas:
 - a. Board organization;
 - b. Policy development and review of policies;
 - c. Relations with business, community and political leaders;
 - d. Board/Chancellor/Presidents and staff relations;

- e. System and institutional operations and performance;
 - f. Board commitment to legal requirements, policies and responsibilities, including state and Board of Regents Ethics Codes, Open Meeting and Public Records laws;
 - g. Board commitment to diversity and inclusiveness;
 - h. Board oversight of financial affairs and budgeting;
 - i. Board stewardship of System investments/endowments;
 - j. Ensuring adequate and safe physical facilities;
 - k. Board role in approving academic programs;
 - l. Commitment to protection of academic freedom;
 - m. Board leadership;
 - n. Quality of Board meetings;
 - o. Orientation and training of new Board members;
 - p. Training opportunities for Board members;
 - q. Strengths and accomplishments;
 - r. Weaknesses and areas in need of improvement; and
 - s. Progress made in achieving goals and the effectiveness of the Board's strategies for achieving its goals.
2. In consultation with the Chair, the Chief of Staff to the Board of Regents and the Chancellor will compile data and information relevant to the Board's performance for presentation to the Board at the meeting. With the approval of the Chair, additional areas may be added to the self-evaluation. The data and information gathered may also include the use of self-evaluation instruments such as surveys, on-line assessments or questionnaires, personal interviews, and opportunities for input from internal and external constituencies.
 3. At the meeting, the Board will review the data and information gathered by the Chief of Staff to the Board of Regents and Chancellor, make findings regarding the Board's performance and effectiveness, and identify goals and strategies for improvement. In consultation with the Chair, a final report that summarizes the results of the self-evaluation will be prepared by the Chief of Staff to the Board of Regents and the Chancellor, and presented to the Board for approval at a future meeting of the Board.
 4. The self-evaluation process will be conducted in compliance with all applicable legal requirements, including the Nevada Open Meeting and Public Records laws.
- (B/R 12/17)

ARTICLE VI – Committees of the Board

Section 1. Authority

To facilitate consideration of the business and management of the NSHE, the Board may establish standing and special committees as provided herein. Unless otherwise specifically delegated and except as otherwise provided herein, authority to act on all matters is reserved to the Board, and the duty of each committee shall be only to consider and make recommendations to the Board upon matters referred to it.

Section 2. Appointment

Except as specifically provided in section 3 below, the appointment and composition of standing committees and the powers of their members are set forth in this section. The members of a standing committee, its Chair and Vice Chair shall be appointed by the Chair of the Board from among the members of the Board. A standing committee shall consist of no fewer than three and no more than six persons. Notwithstanding the composition of a standing committee as noted herein, the Board from time to time may elect to make any of its standing committees a committee of the whole. Upon the recommendation of a standing committee, the Board may additionally appoint a public member to the standing committee. The public member shall be advisory to the standing committee and shall have no vote. The Chair of the Board may be eligible as a member of the standing committee, but may not serve as its Chair. The members of the standing committee shall serve terms of one year or until the first organizational meeting of the Board following the committee members' appointment.

Section 3. Standing Committees and their Duties

The following shall be the standing committees of the Board and their duties:

- a. The **Audit, Compliance and Title IX Committee** shall:
 1. Review and evaluate internal audit reports, compliance reports, and follow-up reports;
 2. Recommend to the Board independent certified public accountants to audit the financial books and records of the NSHE and review and evaluate the reports of such independent certified public accountants;
 3. Formulate and make recommendations to the Board regarding policies necessary for the enforcement of sound accounting/auditing practices and an effective compliance function;
 4. Evaluate and make recommendations on internal controls; and
 5. Make such recommendations, as it deems necessary for the correction of deficiencies in management practices discovered by audit reports, or for the resolution of issues pertaining to non-compliance with policies, procedures or other requirements.
 6. Provide centralized oversight of programs for compliance with policies, procedures and other requirements.
 7. Monitor the performance of the internal audit and compliance functions.
 8. Review the respective Internal Audit Charter and Compliance Charter on a periodic basis to ensure the functions are complying with professional standards and addressing emerging issues appropriately.
 9. Examine information and indicators regarding Title IX compliance and make any policy recommendations to the Board; and
 10. Make recommendations to the Board regarding Title IX initiatives that foster awareness of and enhance commitment to a non-discriminatory campus environment.

- b. The **Business, Finance and Facilities Committee** shall:
1. Review and recommend to the Board the operating budget requests and work programs for the NSHE, with the primary objective of affirming the connections between the NSHE Master Plan and System-wide priorities, budget requests, and funding allocations;
 2. Review and recommend to the Board the self-supporting budgets and work programs for the NSHE;
 3. Make recommendations to the Board for the financing of the activities of the NSHE and the expenditure or use of NSHE financial resources;
 4. Review institutional and System proposals that create added fiscal requirements and/or alter established planning directions;
 5. Oversee System direction of, or participation in, studies of funding mechanisms and approaches for public higher education in Nevada;
 6. Review and make recommendations on NSHE risk management and insurance programs;
 7. Monitor the technology needs and systems of the NSHE to ensure optimal use of resources for integrated system-wide information systems and other proper strategic uses of technology within the NSHE;
 8. Review institutional requests to purchase or dispose of NSHE property;
 9. Review all institutional requests to enter into property lease agreements in accordance with Board policy and applicable law;
 10. Review any requests to lease NSHE property to an outside agency or private entity;
 11. Review the land acquisitions and disposal portions of all institutional master plans;
 12. Review all institutional requests for easements on NSHE property;
 13. Review annual update of all NSHE property holdings and long-term leases;
 14. Review and recommend to the Board the NSHE capital improvement priority lists, with the primary objective of affirming the connections between the requests and the institutional facilities master plans;
 15. Review and recommend to the Board institutional facilities master plans;
 16. Review and recommend to the Board a System space utilization model and periodically review institutional and System-wide space utilization data; and
 17. Review and make recommendations to the Board regarding the Board's Efficiency and Effectiveness Initiative.
- c. The **Academic, Research and Student Affairs Committee** shall:
1. Provide guidance in the development, review and recommendation of academic programs and degrees of the NSHE;
 2. Consider and recommend to the Board policies concerning academic master plans;
 3. Consider and recommend to the Board policies and practices concerning articulation and the transfer of students between and among the member institutions;
 4. Consider and recommend to the Board policies relating to admission requirements, student services, academic standards, grading practices and requirements for graduation;

5. Consider and recommend policies to the Board regarding implementation of distance education, telecommunicated education and applications of educational and information technology in support of teaching, learning, research and creative activities;
6. Consider and recommend to the Board policies that appropriately align research within NSHE institutions with the priorities of the State Plan for Economic Development and support and encourage private sector engagement;
7. Facilitate the development, review, and implementation within the NSHE of research initiatives that are statewide or inter-institutional in nature, including applied research and development, university-industry technology transfer, and technology-based economic development;
8. Facilitate dialogue between the NSHE, business and industry, state and federal governmental representatives, and economic development/diversity stakeholders throughout Nevada in determining research and economic development needs and related issues;
9. Oversee and review campus management of faculty workload to assure equity, efficiency and effectiveness in the disposition of faculty effort;
10. Facilitate the development, review, and implementation of policies by the Board relevant to the learning climate, working climate, and support mechanisms for faculty, staff, and students;
11. Review and make recommendations concerning campus plans for the provision of child care and disability services; and
12. Jointly with the Business, Finance and Facilities Committee, consider and recommend to the Board policies concerning NSHE enrollment management plans, tuition and fees and the development of a student financial aid system for the NSHE that promotes access to public higher education for all Nevadans.

d. The **Inclusion, Diversity, Equity and Access (IDEA) Committee** shall:

1. Recommend policies to the Board to create, enhance, promote and support an educational and working environment that fosters inclusion, diversity, equity and access for all students, faculty and staff;
2. In collaboration with NSHE's Inclusion, Diversity, Equity and Access Council (IDEA Council) appointed by the Chancellor pursuant to Title 4, Chapter 8, Section 5 of the Board of Regents *Handbook*, review and assess issues, information, and activities that promote inclusion, diversity, equity and access among the students, staff and faculty of the System;
3. Take actions appropriate to increase awareness, visibility, and emphasis of campus inclusion, diversity, equity and access; and
4. Apply the definitions and meanings to the terms used in this section as follows:
 - a. "Inclusion" means active and intentional engagement, affirmance and valuing/respect for individuals and groups of diverse backgrounds, and creating a place of belonging for all individuals and groups across the System;
 - b. "Diversity" includes the differences among individuals or groups that impact perceptions, experiences and interactions, including, without limitation, differences based upon race (including hair texture and protected hairstyles such as natural hairstyles, afros, bantu knots, curls, braids, locks and twists), ethnicity, color, national origin, gender (including pregnancy-related conditions), sexual orientation, gender identity or expression, genetic information, physical ability or disability, military

status or military obligation, culture, age/generation, education, income/socioeconomic status, religion, expression, linguistics and intellect.

- c. "Equity" means fair and just treatment, access, opportunity and advancement for all individuals and groups, and the absence of barriers to inclusion and achievement that are systemically associated with societal advantage or disadvantage based on diversity; and
 - d. "Access" means the equitable opportunity for all to fully participate in and contribute to programs, services, activities, environments, and decision/policy making. Access includes ways to make space for all individuals and groups to participate regardless of ability and experience such as accounting for design and use of spaces (physical and virtual), language, culture, information, and relationships.
- e. The **Investment Committee** shall:
1. Formulate and recommend to the Board appropriate investment policies to govern the investment program of the NSHE;
 2. Implement such recommendations deemed appropriate concerning investments of the endowment and operating pools consistent with the investment policies approved by the Board and with agreements, if any, with the investment managers of the NSHE; and
 3. Review and evaluate reports from the investment managers of the NSHE concerning investments of the endowment and operating pools within the limits of the investment policies approved by the Board.
- f. The **Health Sciences System Committee** shall promote quality education, research, patient care and community health across health care disciplines, driven by access, quality, value and the needs of the people of the State of Nevada.
- g. The **Workforce Committee** shall:
1. Advise the Board on workforce training programs offered by the community colleges in areas including but not limited to hospitality, tourism, culinary arts, healthcare, information technology and coding, and applied technologies (construction, manufacturing, transportation, automotive, air conditioning, etc.);
 2. Consider and recommend Board policies that support workforce development and training programs of the community colleges;
 3. Make recommendations to align the degree and workforce credentialing programs offered by the community colleges, including but not limited to non-credit and accelerated programs, with the economic development goals identified by the Office of Economic Development pursuant to Nevada Revised Statutes 396.531;
 4. Review and make recommendations regarding the strategic initiatives of the community colleges developed to support workforce strategic goals adopted by the Board of Regents; and
 5. Review and make recommendations for programs that promote student access and success at community colleges, including but not limited to the Silver State Opportunity Grant and the Nevada Promise Scholarship program, and how such programs can support workforce training initiatives.
 6. The provisions of Subsection g. do not preclude the Committee from including the four-year institutions in workforce and strategic discussions as outlined in this Subsection.

h. The **Security Committee** shall:

1. Study issues and policies to maintain a secure environment where students, faculty, staff and visitors may safely live, learn and work;
2. Review policies, procedures and best practices concerning campus safety, homeland security and cybersecurity issues;
3. Monitor campus safety issues and receive quarterly updates from all institutions on campus crime statistics;
4. Ensure institutions develop and periodically update emergency response plans; and
5. Make policy recommendations to the Board intended to provide a safe and secure environment for students, faculty, staff and the public at all campuses and offices of the Nevada System of Higher Education.

(B/R 12/21)

Section 4. Special Committees

Special committees, with specific purposes and fixed terms of one year or less, may be appointed from time to time as deemed necessary by the Board. The Chair of the Board shall appoint the members of a special committee and its Chair. The Chair of the Board may participate as a member of a special committee but may not serve as its Chair.

Section 5. Committee Staff Support

Each standing or special committee may establish such staff support to aid the committee in its work as may be deemed necessary and practical.

Section 6. Temporary Committee Appointments

In the event that members of a standing or special committee are absent at the time of its meeting, and if there are other members of the Board available at the time, the Chair of the committee may make a sufficient number of temporary appointments from available members of the Board to make up the committee membership. The temporary members shall serve only for the duration of the meeting for which they were appointed. Members of the Board who are not members of the committee may attend committee meetings and participate in the discussion, but may not vote on action items unless they have been appointed as a temporary member of the committee by the Chair of the committee.

(B/R 3/18)

ARTICLE VII – Officers of the University

Section 1. Designation

The Officers are the Chancellor of the Nevada System of Higher Education and the Presidents of the member institutions: University of Nevada, Reno; University of Nevada, Las Vegas; Desert Research Institute; Nevada State University; College of Southern Nevada; Great Basin College; Truckee Meadows Community College; and Western Nevada College.

Section 2. Appointment

The Officers of the University shall be appointed by, and except as otherwise provided herein, shall serve at the pleasure of, the Board of Regents. In making such appointments, the Board shall follow the recruiting and screening procedures for these officers specified in the Nevada System of Higher Education Code.

Section 3. Chancellor

The Chancellor is the chief executive officer and ex-officio treasurer of the Nevada System of Higher Education and is responsible to the Board for the administration of the Nevada System of Higher Education, the implementation of Board policies and directives, and the financial management of the Nevada System of Higher Education.

- a. The Chancellor is appointed by and serves at the pleasure of the Board of Regents. The Chancellor shall have a written contract that outlines the terms and conditions of the appointment.
- b. The Chancellor shall be evaluated annually in writing by the Chair of the Board in accordance with procedures approved by the Board of Regents. The Chair shall present his or her findings to the Board for its review.
- c. The Chancellor shall be evaluated periodically by a committee of the Board of Regents in accordance with procedures approved by the Board of Regents. The periodic evaluation shall normally take place not later than the next-to-last year of each contract period.
- d. Procedures for annual and periodic salary determinations for the Chancellor shall be established by the Board of Regents.
- e. Duties of the Chancellor are prescribed by the Board of Regents and include, but are not limited to, the following. The Chancellor may delegate any of the duties of the office unless expressly prohibited by Board policy.
 1. To promote a sound plan of organization in concert with the institutional Presidents to ensure administrative efficiency, maximum utilization of resources, and to facilitate cooperation among the member institutions;
 2. To be responsible, with the full cooperation and input of the Presidents, for the planning processes of the NSHE, including establishing metrics to measure progress towards the achievement of Board approved strategic goals;
 3. To be responsible for the development of a strategic plan for System Administration that establishes the role of the office in supporting the Board and the institutions;
 4. To be responsible for the presentation of all NSHE matters to the Governor's Office and the State Legislature;
 5. To collaborate with the Board Chair for official communication on behalf of the Board of Regents and NSHE;
 6. To establish the practices under which the financial administration of the NSHE will be conducted, including the coordination, development, and presentation of the NSHE budget to the Legislature;
 7. To assure that all budgets are executed in accordance with the intent of the Board of Regents and the Legislature.

8. To serve as contracting officer for the NSHE and to execute all contracts and other instruments on behalf of NSHE unless authority has been expressly retained by the Board of Regents or delegated elsewhere;
9. To be responsible for planning and approval processes related to academic programs and student services that require Board approval;
10. To appoint outside counsel for System Administration;
11. To be the appointing authority of all professional personnel not assigned to a member institution;
12. To evaluate the annual performance of each President of the member institutions in accordance with procedures established by the Board of Regents;
13. To participate in the periodic performance evaluation of each President in accordance with procedures established by the Board of Regents;
14. To discipline Presidents in accordance with provisions established by the Board;
15. To be responsible for the planning and approval process related to research programming and activities that require Board approval;
16. To be responsible for matters related to NSHE community engagement and coordination of workforce and economic development efforts involving the Legislature and multiple institutions; and
17. To be responsible for the administration of the Established Program to Stimulate Competitive Research (EPSCoR) and sponsored programs involving multiple NSHE institutions.

(B/R 12/22)

Section 4. Presidents

The Presidents report to the Chancellor for the administration of their respective institutions and are accountable through the Chancellor to the Board of Regents.

- a. The President is appointed by and except as otherwise provided hereinabove, serves at the pleasure of the Board of Regents. The President shall have a written contract that outlines the terms and conditions of the appointment.
- b. The President shall be evaluated annually in writing by the Chancellor in accordance with procedures approved by the Board of Regents. The Chancellor shall provide a confidential summary of the findings to the Board.
- c. The President shall be evaluated periodically by an evaluation committee in accordance with procedures approved by the Board of Regents. The periodic evaluation shall normally take place not later than the next-to-last-year of each contract period.
- d. Procedures for annual and periodic salary determinations for the Presidents shall be established by the Board of Regents.
- e. Duties of the President are prescribed by the Board of Regents and include, but are not limited to, the following. The President may delegate any of the duties of the office unless expressly prohibited by Board policy.
 1. To provide leadership in the planning and implementation necessary for the successful operation of the member institution and to ensure that the institution develops to its potential;
 2. To be the appointing authority for all professional personnel in the member institution, subject only to the Nevada System of Higher Education Code, and to execute personnel contracts;

3. To review the quality of performance of all professional personnel in the member institution and to either take final action or to recommend action to the Board of Regents on personnel matters in conformity with the Nevada System of Higher Education Code;
4. To make recommendations concerning budgets in the member institutions and to administer approved budgets in accordance with NSHE policies;
5. To authorize the transmission of applications or requests for grants, contracts or gifts to individuals, foundations, corporations, and the federal government;
6. To be the principal spokesman for the member institution and, in concert with the Chancellor, to represent the institution before the Board of Regents, the Legislature, and all other appropriate bodies; and
7. To ensure compliance by the member institution by and through its professional personnel with the NSHE Code, NSHE policies, the Board of Regents Bylaws, and institutional bylaws.
8. To notify the Board as soon as practicable of campus events that may have significant impact on the institution including, but not limited, to the reputation or public image of the institution; and
9. To provide oversight, management, and control of intercollegiate athletic programs consistent with all applicable Board and institution policies, including those set forth in Title 4, Chapter 24.
10. To perform such additional duties as the Board may direct.

(B/R 3/17)

Section 5. Discipline of Presidents

a. Discipline for Cause.

The President's employment agreement may be terminated for cause or the President may be disciplined for cause. Without regard to and not subject to any of the provisions or procedures of the NSHE Code, Title 2, Chapter 6, the Chancellor may take any of the following disciplinary actions for cause against the President:

1. Issue a warning;
2. Issue an oral or written reprimand;
3. Recommend termination of the employment contract. The Chancellor cannot independently terminate the President but shall take the recommendation for termination to the Board for approval.

Any disciplinary action shall only be taken with the consent of the Chair and Vice Chair of the Board. If there is disagreement between the Chair and Vice Chair in regard to disciplinary action for the President, the Chair of the Board's Audit, Compliance and Title IX Committee shall be consulted to reach agreement. If the Chair of the Audit, Compliance and Title IX Committee is in the role of Vice Chair of the Board, the Chair of the Budget, Finance and Facilities Committee shall be consulted to reach agreement.

b. Progressive Discipline.

Except in cases of serious violations which have a substantial negative impact on the System or on any institution or unit, principles of progressive discipline shall be followed. The less severe measures of warnings or reprimands are first imposed, and the more severe measure of termination is applied only if the less severe measures are ineffective. The Chancellor will, within five (5) working days after imposition, provide written, confidential notification to the Board of any disciplinary action taken.

c. Prohibited Activity.

The following conduct shall constitute cause for imposition of any of the discipline set forth above:

1. Failure to perform the duties for which the President is employed.
2. Failure to maintain a required level of performance as provided in Title 2, Chapter 5, Section 5.12 of the Nevada System of Higher Education Code.
3. Incompetence or inefficiency in performing the duties for which the President is employed.
4. Insubordination, which is defined as disobedience of a lawful written order.
5. Falsification of employment applications or documents submitted to the System, its member institutions or its special units, or making other false or fraudulent representations in securing employment.
6. Intentional misrepresentation of a material fact that has a substantial adverse impact on the System, its member institutions or its special units.
7. Conviction of any criminal act involving moral turpitude.
8. Being under the influence of intoxicants, or, without a valid medical excuse, being under the influence of controlled substances as defined in the *Nevada Revised Statutes*, while on duty, due consideration being given to NRS 284.379.
9. Unauthorized absence from duty or abuse of leave privileges.
10. Personal or professional conduct which shows that the President is unfit to remain in the position or which has an ascertainable harmful or adverse effect on the efficiency of the institution.

d. Disciplinary Procedure.

The Chancellor shall give the President written notice of intent to discipline. The written notice must describe the circumstances of the alleged prohibited conduct and must include all available materials and documentation to support the charges. The President may present a written response to the Chancellor within 10 working days after receipt of the notice. The President may appeal a termination, but not other discipline, to the Board of Regents, using the procedures established in Section 6.13 of the Code, Title 2, Chapter 6, so far as they can be made applicable and subject to the following: the appeal must be filed with the Chief of Staff to the Board of Regents; and the Chancellor may file a written reply to the appeal with the secretary of the Board of Regents. The appeal must be filed within 10 working days after receipt of a written notice of intent to terminate from the Chancellor. The imposition of termination is stayed pending a decision from the Board of Regents on the appeal. There is no right to an evidentiary hearing with regard to any proposed discipline.

e. Effect of Termination on Compensation of President.

1. Upon termination for any of the causes set forth in Section c, Prohibited Activity, hereinabove, in the event the President does not hold tenure, the President shall not be entitled to the payment of any salary and shall not be entitled to payment of any remaining housing allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation.
2. Upon termination for any of the causes set forth in Section c, Prohibited Activity, hereinabove, in the event the President does hold tenure in an appropriate academic department of a System institution, the President shall be reassigned from the Presidential position to an employment position as a full time member of the academic faculty of the institution and shall not be entitled to the payment of any remaining salary, allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation which are set forth in the terms of the President's employment contract. Upon termination for any of

the causes set forth in Section c hereinabove and reassignment to a tenured position, the President's salary shall be determined in accordance with Title 4, Chapter 3, Section 33, Subsections 1-3 (Presidential Transition).

(B/R 12/22)

Section 6. Discipline of the Chancellor

a. Discipline for Cause.

The Chancellor's employment agreement may be terminated for cause or the Chancellor may be disciplined for cause. Without regard to and not subject to any of the provisions or procedures of the NSHE Code, Title 2, Chapter 6, the Chair and Vice Chair together may take any of the following disciplinary actions for cause against the Chancellor:

1. Issue a warning;
2. Issue an oral or written reprimand;
3. Recommend termination of the employment contract. The Chair and Vice Chair cannot independently terminate the Chancellor but shall take the recommendation for termination to the Board for approval.

If there is disagreement between the Chair and Vice Chair in regard to disciplinary action for the Chancellor, the Chair of the Board's Audit, Compliance and Title IX Committee shall be consulted to reach agreement. If the Chair of the Audit, Compliance and Title IX Committee is in the role of Vice Chair of the Board, the Chair of the Budget, Finance and Facilities Committee shall be consulted to reach agreement.

b. Progressive Discipline.

Except in cases of serious violations which have a substantial negative impact on the System or on any institution or unit, principles of progressive discipline shall be followed. The less severe measures of warnings or reprimands are first imposed, and the more severe measure of termination is applied only if the less severe measures are ineffective. The Chair will, within five (5) working days after imposition, provide written, confidential notification to the Board of any disciplinary action taken.

c. Prohibited Activity.

The following conduct shall constitute cause for imposition of any of the discipline set forth above:

1. Failure to perform the duties for which the Chancellor is employed.
2. Failure to maintain a required level of performance as provided in Title 2, Chapter 5, Section 5.12 of the Nevada System of Higher Education Code.
3. Incompetence or inefficiency in performing the duties for which the Chancellor is employed.
4. Insubordination, which is defined as disobedience of a lawful written order.
5. Falsification of employment applications or documents submitted to the System, its member institutions or its special units, or making other false or fraudulent representations in securing employment.
6. Intentional misrepresentation of a material fact that has a substantial adverse impact on the System, its member institutions or its special units.
7. Conviction of any criminal act involving moral turpitude.
8. Being under the influence of intoxicants, or, without a valid medical excuse, being under the influence of controlled substances as defined in the Nevada Revised Statutes, while on duty, due consideration being given to NRS 284.379.

9. Unauthorized absence from duty or abuse of leave privileges.
 10. Personal or professional conduct which shows that the Chancellor is unfit to remain in the position or which has an ascertainable harmful or adverse effect on the efficiency of the institution.
- d. Disciplinary Procedure.
- The Chair shall give the Chancellor written notice of intent to discipline. The written notice must describe the circumstances of the alleged prohibited conduct and must include all available materials and documentation to support the charges. The Chancellor may present a written response to the Chair within 10 working days after receipt of the notice. The Chancellor may appeal a termination, but not other discipline, to the Board of Regents, using the procedures established in Section 6.13 of the Code, Title 2, Chapter 6, so far as they can be made applicable and subject to the following: the appeal must be filed with the Chief of Staff to the Board of Regents; and the Chair in consultation with the Vice Chair may file a written reply to the appeal with the secretary of the Board of Regents. The appeal must be filed within 10 working days after receipt of a written notice of intent to terminate from the Chair. The imposition of termination is stayed pending a decision from the Board of Regents on the appeal. There is no right to an evidentiary hearing with regard to any proposed discipline.
- e. Effect of Termination on Compensation of Chancellor.
1. Upon termination for any of the causes set forth in Section c, Prohibited Activity, hereinabove, in the event the Chancellor does not hold tenure, the Chancellor shall not be entitled to the payment of any salary and shall not be entitled to payment of any remaining housing allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation.
 2. Upon termination for any of the causes set forth in Section c, Prohibited Activity, hereinabove, in the event the Chancellor does hold tenure in an appropriate academic department of a System institution, the Chancellor shall be reassigned from the Chancellor position to an employment position as a full time member of the academic faculty of the institution and shall not be entitled to the payment of any remaining salary, allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation which are set forth in the terms of the Chancellor's employment contract. Upon termination for any of the causes set forth in Section c hereinabove and reassignment to a tenured position, the Chancellor's salary shall be no more than that of a leading academic faculty member in the field or discipline to which the outgoing Chancellor is reassigned.

(B/R 12/22)

ARTICLE VIII – Amendments

Section 1. Procedures

These Bylaws may be amended at any meeting of the Board by affirmative vote of not less than two-thirds of the members of the Board, provided that notice of any proposed amendment has been provided in accordance with the Open Meeting Law.

(B/R 3/17)