

Kansas Board of Regents' By-Laws

These by-laws govern the work of the Kansas Board of Regents.

ARTICLE I - MEETINGS

Section 1. The Board shall meet regularly from September through June. Prior to the submission of the Board's unified state budget request, the Board shall meet to conduct a workshop for the sole purpose of reviewing the appropriations requests that state universities and others will propose for the upcoming state budget and appropriation process. The place of meeting shall be determined by the Board. Five members shall constitute a quorum to transact business, provided that a smaller number may meet and adjourn to a definite time and place. The regular meeting date of the Board shall be the third Thursday of each month and the Wednesday preceding it. With adequate notice and with good cause, the Chair shall have the authority to change the date of or cancel any particular meeting.

Section 2. Special meetings may be called by the Chair, or in the Chair's absence by the Vice Chair or upon either a written or telephone request to the President and Chief Executive Officer by five members of the Board of Regents stating the subject for consideration. Place of special meetings shall be in the Office of the Board of Regents, Topeka, Kansas, or at such other place as agreed upon by a quorum of the Board.

Section 3. Board members, chief executive officers of the several institutions, members of the Students' Advisory Committee and the Faculty Senate Presidents shall be notified by the President and Chief Executive Officer of the time and place of each meeting at least seven days before each meeting, but less notice may be given in case of an emergency; provided, however, that no meeting will be held without provision of twenty four (24) hours notice.

Section 4. The chief executive officer of each state university shall send to the President and Chief Executive Officer, at least sixteen days before the date of any regular meeting, a memorandum of matters proposed for Board consideration, or shall advise that the university will have no matters for Board consideration. Supplementary material shall be provided for any agenda items which are of a complex and detailed nature or as requested by the President and Chief Executive Officer or a member of the Board.

Section 5. The President and Chief Executive Officer shall mail to each member of the Board of Regents, at least seven days prior to the meeting, an agenda of matters to be presented to the Board. As appropriate, pertinent background and support information shall be provided with the agenda.

Copies of the agenda shall be available for public inspection at the Board of Regents Office and the office of each campus chief executive officer four days prior to the meeting date of the Board.

ARTICLE II - BOARD SESSIONS

Section 1. Business to be considered at each session may include:

- a. Determination of a quorum by Chair
- b. Approval of minutes of previous meeting
- c. Reports by Chair and President and Chief Executive Officer
- d. Committee and Council Reports
- e. Miscellaneous business, new business, etc.
- f. Executive Session(s) (with no votes to be taken)
- g. Adjournment

Unless another procedure is specified in policy, at any time prior to a Board session, the Board Chair may designate a particular piece of business to be considered by the Board as requiring a first and second reading. The consequence of this designation will be to prevent Board action on the first instance that business is before the Board and to delay action until the next Board session. The Board Chair's decision may be overruled by a majority vote of the Board upon any member's motion.

In a case where the Board Chair has not designated a particular piece of business to require a first and second reading, Board members may require an item to go to a second reading upon any member's motion.

Section 2. Any member so requesting shall have his or her vote recorded in the minutes. No vote shall be taken by secret ballot.

Section 3. Under prevailing statutes, the Board may go into Executive Session by a motion to recess an open meeting for an executive session that includes (1) the justification for closing the meeting, (2) the subjects to be discussed during the closed or executive meeting, and (3) the time and place at which the open meeting shall resume. The motion to recess requires a second and a majority vote.

Section 4. Upon the request of a Board member, a motion, resolution, or other proposition being considered by the Board shall be reduced to writing before being voted on.

Section 5. The following parliamentary rules shall apply to all Board Sessions

Rule 1: Role of the Chair

The Chair of the Kansas Board of Regents is responsible for the timely and orderly conduct of Board meetings. Generally, the Chair will have the final decision on questions of procedure. However, if a Board member disagrees with the Chair's decision, the decision may be appealed and put to a vote. A majority vote will overturn the decision, and the Chair will amend its ruling.

Rule 2: Convening the Meeting

The Chair is responsible for verifying a quorum is present before a Board meeting may be convened. After announcing the quorum is present, the Chair may convene the meeting.

Rule 3: General Discussion

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Issues that require consideration of the Board may be discussed with or without formal motion. An issue may be resolved by recording (a) the general consensus or “sense of the meeting,” or (b) a formal motion made, seconded and carried.

Rule 4: General Principles for Discussion or Debate

Discussion of any issue is subject to regulation by the Chair to assure adequate consideration of relevant points of view in the best interest of the Board. The objectives of discussion are to:

- a. Determine the will of the body and to articulate decisions for conduct of business;
- b. Assure sufficient discussion and consideration of issues so that each Board member’s point of view is considered;
- c. Maintain at all times the dignity of the meeting so that each recognized speaker’s views are made known to voting Board members and to ensure that appropriate respect is accorded all Board members; and
- d. Present the consideration of business in a manner understood by all Board members.

Rule 5: General Consensus or Sense of the Meeting

When the Board members participating in the meeting embrace a course of action by a clear consensus, the Chair may, if there is no objection, state that action upon the issue is resolved by “general consensus” or the “sense of the meeting.” A ruling as to general consensus or the sense of the meeting shall be recorded in the minutes as the decision of the Board.

Rule 6: Use of Motion Practice

Where a sense of the meeting cannot be determined with reasonable certainty (as discussed in Rule 5), or where by reason of importance of the matter formal approval or a count of the votes is desired or required by law, the Chair or any Board member may state the proposal as a motion. Any motion clearly stated and seconded shall be taken to a vote after an opportunity has been given for discussion of the motion or questions as to the motion. A roll-call vote need not be taken unless required by law for a specific Board action.

Rule 7: Consent Agenda

When the consent agenda is up for consideration, any Board member, without requiring a motion, a second, or vote, can request an item be removed from the consent agenda and placed on the discussion agenda. The Chair shall comply with the request. Action items to authorize debt transactions (bond resolutions) shall not be placed on the consent agenda.

Rule 8: Recess and Adjournment

The Chair is generally responsible for recessing and adjourning a meeting, although Board members may also make a motion for a recess or adjournment. Recess generally occurs when a break in the business is needed, such as a break for lunch or to continue the meeting on the following day. Adjournment generally occurs after completion of the agenda and when Board members indicate no further business is on hand. The Chair may recess or adjourn either by motion or by general announcement. If adjournment occurs before the agenda is completed, the Chair or the Board member who is responsible for the motion to adjourn will announce the reason for early adjournment.

Rule 9: Supplemental Parliamentary Procedure

If the parliamentary rules adopted by the Board do not answer a procedural question, the authority to resolve the issue will be *The Modern Rules of Order: A Guide for Conducting Business Meetings*, 2nd Edition. Any member can request that *The Modern Rules of Order* be consulted without a motion, a second, or vote.

ARTICLE III - OFFICERS

Section 1. The Board shall elect a Chair and Vice-Chair for one-year terms at the regular May meeting of each calendar year, such terms of office to begin on July 1 immediately following election. The Chair shall be authorized to approve minor emergency items during the period between Board meetings; memoranda of such approvals are to be filed in the Board records for inspection by the Board.

Section 2. The Chair shall preside at all meetings, appoint committees, serve as the primary spokesperson for the Board with the media, and perform such other duties as authorized by statute and as delegated by the Board. Any appointment made by the Chair shall be subject to approval by the Board; persons appointed by the Chair may be authorized by the Chair to exercise the powers, duties and functions of the office to which appointed until approval or non-approval by the Board at the first regular meeting following the appointment.

Section 3. The Vice-Chair shall assume the duties of the Chair when so ordered or when the Chair is absent or otherwise unable to serve.

ARTICLE IV - EMPLOYEES

Section 1. The Board shall employ an Executive Officer who shall have the title of President and Chief Executive Officer and shall serve at the pleasure of the Board. The salary for the President and Chief Executive Officer shall be set by the Board.

Section 2. The principal duties of the President and Chief Executive Officer shall include:

- a. Maintaining a thorough knowledge of current issues in higher education and particular trends in Kansas;
- b. Bringing issues before the Board of Regents in a professional, meaningful and manageable fashion;
- c. Serving as the chief administrative officer for the Board of Regents office staff;
- d. Providing liaison with the chief executive officers (or their designees) of Kansas public postsecondary institutions in carrying out policy objectives promulgated by the Board of Regents;
- e. Serving as the primary spokesperson for the Board and the System before the Executive and Legislative branches of government on matters affecting postsecondary education;
- f. Attending all meetings of the Board and keeping a full and correct record of its proceedings to be signed by the Chair; and
- g. Employing such other professional and/or clerical employees as are required to carry out the administrative duties of the Board.

ARTICLE V - INFORMATION RELEASE

Section 1. The release of routine information shall be as determined or directed by the President and Chief Executive Officer.

ARTICLE VI - AMENDMENTS

Section 1. These by-laws may be amended or repealed at any regular meeting of the Board by a majority vote, provided that copies of such amendments shall be submitted in writing to each member at least ten days before the meeting at which they are to be proposed.