

SPECIAL BOARD MEETING
JANUARY 16-17, 2025

BOARD GOVERNANCE & THE ROLES OF REGENTS AND CHANCELLOR

CONSTITUTIONAL AUTHORITY

- The University of Nevada was created by the Nevada State Constitution.
 - The Constitution also establishes the Board of Regents.
- The Constitution and Nevada Revised Statutes further set forth requirements concerning the University of Nevada and prescribe certain powers, duties, and limitations upon the Board.

BOARD OFFICERS

- 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.

COMMITTEES

- The Board has established the following committees through its Bylaws:
 - Academic, Research and Student Affairs
 - Audit, Compliance and Title IX
 - Business, Finance and Facilities
 - Health Sciences System
 - Inclusion, Diversity, Equity and Access
 - Investment
 - Security
 - Workforce
- The Board may establish additional “special” or ad hoc committees.
 - For example, the ad hoc Chancellor Search Committee.
- The Chancellor may establish NSHE committees.
 - For example, Interim Chancellor Charlton established several NSHE committees to address various System issues.

Ethical Code of Conduct for Regents (Handbook Title 4, Ch. 1, Sec. 2)

1. A member of the NSHE Board of Regents should honor the high responsibility that this elected office demands by:
 - a. Thinking always in terms of the improvement of educational opportunities of Nevada's citizens first.
 - b. Understanding that the primary role of a Board member is policymaking, not administration, and distinguishing intelligently between these two functions.
 - c. Endeavoring to insure that maximum resources are provided for the proper functioning of the NSHE and that these resources are properly used.
 - d. Representing the entire NSHE at all times.
 - e. Becoming well informed concerning the duties of Board members and the proper functions of the NSHE.
 - f. Recognizing the responsibility as a state official to seek the improvement of education throughout the state.
 - g. Endeavoring to be readily available to fellow Board members, the Chancellor, the Presidents, faculty, staff, students, and the public for providing and obtaining information.
 - h. Treating all employees and students of the NSHE with respect, cognizant of the power inherent in the office of Regent, and never using that power to attempt to intimidate or influence employees or students to gain unwarranted privileges, advantages, or preferences for the Regent or for his or her family members, other individuals, or business entities.
 - i. Upholding public trust in the office of Regent.

Ethical Code of Conduct for Regents (cont.) (Handbook Title 4, Ch. 1, Sec. 2)

2. A member of the NSHE Board of Regents should respect relationships with other members of the Board by:
 - a. Realizing that authority rests with the Board only in official meetings, that the individual member has no legal status to bind the Board outside of such meetings except as may be expressly authorized by the Board.
 - b. Recognizing the integrity of their predecessors and their current associates on the Board and the merit of their work.
 - c. Making decisions only after all facts bearing on a question have been presented and discussed.
 - d. Encouraging the free expression of opinions by all members, respecting the opinion of others, and conforming to the principle of "majority rule."
 - e. Not requesting other members of the Board to endorse a Board member or otherwise participate in the Board member's reelection campaign.
 - f. Preparing, when serving as Board Chair or Committee Chair, in cooperation and in collaboration with the Chancellor, the agendas of all meetings of the Board of Regents and its committees.

Ethical Code of Conduct for Regents (cont.) (Handbook Title 4, Ch. 1, Sec. 2)

3. Members of the NSHE Board of Regents should maintain desirable relations with the Chancellor and the Chancellor's staff by:
 - a. When a vacancy exists, striving to procure the best professional leader available as the chief executive officer of the NSHE.
 - b. Giving the Chancellor clear and full administrative authority for properly discharging the professional duties of the System office and by holding the Chancellor accountable for acceptable results.
 - c. Acting only upon recommendations of the Chancellor, and the Chancellor's staff, and in conformance with applicable statutes and policies in all matters that come before the Board.
 - d. Going directly to the Chancellor if a problem arises concerning the Chancellor's office or staff. If a direct meeting does not solve the problem, only then should the matter be taken to the Board of Regents as a whole.
 - e. Having the Chancellor, or the Chancellor's designee, present at all meetings of the Board of Regents and other meetings involving decisions affecting the conduct of the entire System.
 - f. Referring all constituent's complaints initially to the Chancellor or to the Presidents of the member institutions, where applicable.
 - g. Endeavoring to maintain an environment in which the Chancellor and the Chancellor's staff may discharge their duties throughout the System and the state on a thoroughly professional basis.
 - h. Not requesting the Chancellor or members of the Chancellor's staff to endorse a Board member or to otherwise participate in the Board member's reelection campaign or campaign for another elective office.

THE SYSTEM AND THE CHANCELLOR

- The System was created by the Board of Regents in 1968; codified by the Legislature in 1969.
 - Officers of the System include the Chancellor and Presidents of the institutions.
- To govern the System, Regents adopt policies known as the *Board of Regents Handbook*.
 - *Procedures & Guidelines Manual* implements Board policy.
- The Board has delegated authority to implement many policies to the Chancellor.
 - Presidents of the institutions also have certain delegated authority.

BOARD EMPLOYEES

- System employees appointed by the Board:
 - Chancellor
 - Chief of Staff to the Board
 - Chief Internal Auditor
 - Presidents of the institutions

THE 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.
 - Appointed by and serves at the pleasure of the Board of Regents.
 - Shall have a written contract that outlines the terms and conditions of the appointment.

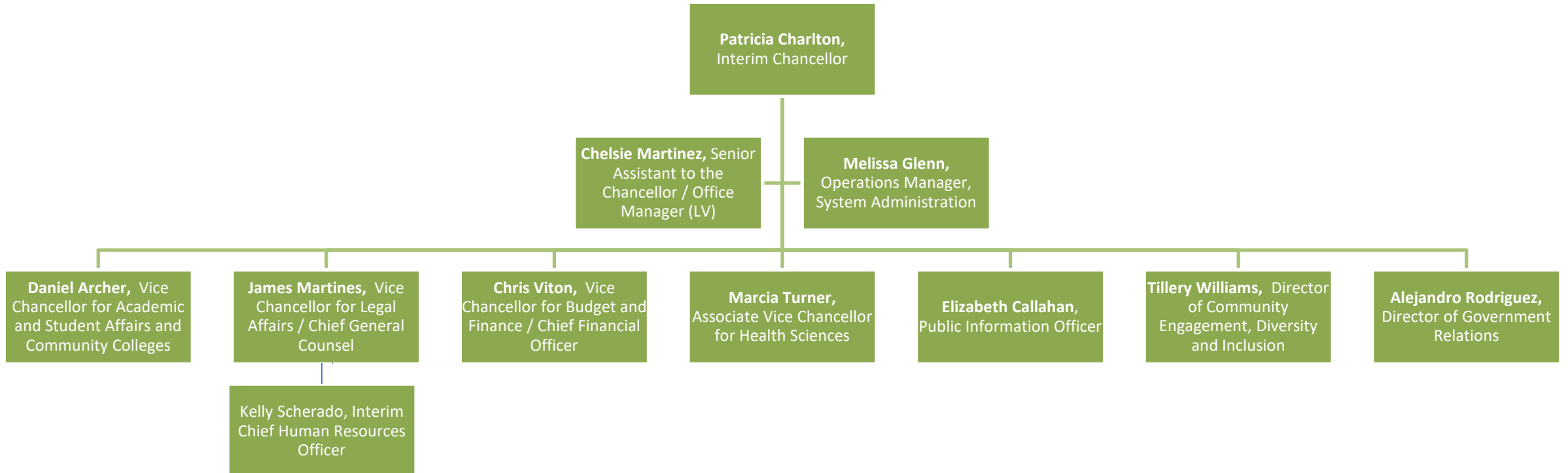
THE PRESIDENTS

- 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 President is appointed by and serves at the pleasure of the Board of Regents.
 - A President shall have a written contract that outlines the terms and conditions of the appointment.

THE CHANCELLOR'S CABINET

- Vice Chancellor for Legal Affairs (Chief General Counsel)
- Vice Chancellor for Budget & Finance (Chief Financial Officer)
- Vice Chancellor for Academic & Student Affairs (Chief Academic Officer)
- Chief of Staff to the Board

Chancellor's Office



DUTIES OF THE CHANCELLOR

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 strategic 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;

DUTIES OF THE CHANCELLOR, CONTINUED

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.

REGENT REQUESTS & NEW BUSINESS

- **Regent Requests** are requests for information by Regents made “for reasons germane to the performance of their duties.” (Title 4, Ch. 1, Sec. 4.1).
 - Requests should be presented to the chancellor or vice chancellors. (PGM Ch. 9, Sec. 1.3).
 - Institutional requests must be made to the President of the institution and copy the chancellor. (PGM Ch. 9, Sec. 1.3).
 - Requests should not be made of vice-presidents, institutional staff or faculty. (PGM Ch. 9, Sec. 1.3).
 - Responses are sent to all Regents. (PGM Ch. 9, Sec. 1.2).
- **New Business** requests are made during a public meeting in compliance with Open Meeting Law.
 - No action may be taken on New Business at the time of the request.
 - Placement of New Business on a future agenda is at the Chair’s discretion.

EFFECTIVE COMMUNICATION

- Effective and productive communication is essential to the success of the Board of Regents and NSHE.
- Effective and productive communication requires our leaders cultivate a culture of open communication and constructive criticism.
- Regular communication between regents, the chancellor and presidents should:
 - Take place in advance of Board meetings, and
 - Incorporate campus visits and events to keep regents informed.



QUESTIONS?

THANK YOU!