

BOARD OF REGENTS

BRIEFING PAPER

1. AGENDA ITEM TITLE: Overview of the *Board of Regents Handbook* and Plan for Updating the *Bylaws*

MEETING DATE: October 16, 2026

2. BACKGROUND & POLICY CONTEXT OF ISSUE:

Pursuant to Article 11, Section 7 of the Nevada Constitution, the Board of Regents “control and manage the affairs” of the Nevada System of Higher Education (NSHE). Pursuant to Nevada Revised Statutes (NRS) 396.110, the Board may “prescribe rules for its own government; and government of the System.” The *Board of Regents Handbook* codifies the rules prescribed by the Board. Currently, the *Handbook* is approximately 590 pages, of which 23 pages are *Bylaws*. The *Handbook* is housed on the NSHE website at <https://nshe.nevada.edu/regents/policies/>.

The *Handbook* is divided into four (4) titles, each serving a distinct purpose and establishing its own set of applicable rules, summarized as follows:

Title 1: *Bylaws* of the Board of Regents

- Board of Regents governing documents, including standing committees and their duties, Board Officer election and duties, meeting processes, responsibilities of the presidents and chancellor, and discipline of the same.
- Amendment by action of the Board of Regents requires one reading and affirmative votes from a supermajority.

Title 2: NSHE Code

- Organization and administration of the NSHE; tenure; personnel policy, including disciplinary procedures for academic and administrative faculty; rules of conduct for students; and other topics.
- The Code is incorporated into every employment agreement.
- Amendment by action of the Board of Regents requires:
 - 2 readings with no less than 30 days between meetings, or 30 days’ notice to named stakeholders.
 - 7 affirmative votes.

Title 3: Legal Status of the University

- References NSHE-relevant law and constitutional provisions.
- For convenience only, and not the source of the law.
- Amendment by action of the Board of Regents requires 1 reading and 7 affirmative votes.

Title 4: Board of Regents Policy Statements

- All other policies, including general business management; grant-in-aid for professional staff; regulations for graduate assistants, resident physicians, resident dentists and postdoctoral fellows; regulations for determining residency and tuition charges; financial aid; fees and expenses; data administration; and other topics.
- Amendment by action of the Board of Regents requires 1 reading and 7 affirmative votes.

The presentation of this agenda item will include a plan for updating the *Bylaws*. First adopted on April 25, 1964, the *Bylaws* are organized into eight (8) articles as follows:

- Article I: The University
- Article II: The Seal of the University
- Article III: The Board of Regents
- Article IV: Officers of the Board
- Article V: Meetings of Board and Committees
- Article VI: Committees of the Board
- Article VII: Officers of the University
- Article VIII: Amendments

Chief of Staff (COS) Keri D. Nikolajewski and Special Counsel (SC) Chris Nielsen recommend prioritizing review and revision of the following areas:

- Standing committees and their duties
- Chancellor and President evaluation and discipline
- Internal governance

- Member attendance at official meetings of the Board
- Quorum rules

As part of the plan, COS Nikolajewski and SC Nielsen will contact each Board member to solicit input on any proposed *Bylaw* changes, additions, or deletions. COS Nikolajewski has developed a spreadsheet to track the changes recommended by each Board member. COS Nikolajewski and SC Nielsen will review the feedback provided by Regents and apply their institutional knowledge and expertise in developing proposed *Bylaw* revisions. Staff, in coordination with legal counsel, will draft the proposed revisions for Board consideration and possible action, beginning with the December quarterly meeting.

3. SPECIFIC ACTIONS BEING RECOMMENDED OR REQUESTED:

Special Counsel Chris Nielsen and Chief of Staff Keri D. Nikolajewski will present a high-level overview of the *Handbook*, which includes Title 1 – *Bylaws of the Board of Regents*, Title 2 – Nevada System of Higher Education Code, Title 3 – Legal Status of the University, and Title 4 – Codification of Board Policy Statements. The Board will hear and discuss the proposed plan for review and revision of the *Bylaws*, including a general timeline for completion. Based on the discussion, the Board may direct staff to prioritize certain topical areas, and may also provide feedback on the general timeline for bringing proposed amendments to future meetings for consideration by the full Board.

4. IMPETUS (WHY NOW?):

At Chair Goodman's general direction, as well as Board action taken at the September 3-4, 2026, meeting, the Board has prioritized review and revision of the *Handbook*, starting with the *Bylaws*. The proposed timeline also outlines an approach for addressing Regent Heather Brown's related New Business request from September 4 as part of the broader *Handbook* review.

General Timeline

- October 16, 2026: Discuss and receive direction on the plan to update the *Bylaws*.
- October-November 2026: Solicit input from each Regent.
- December 3-4, 2026:
 - Present to the Board for possible action the first round of proposed *Bylaw* changes, if ready.
 - Present to the Board the option to create an ad hoc rules committee to begin the process of revising Titles 2 and 4 of the *Handbook*.
- March 11-12, 2027: Present for possible action the second round of proposed *Bylaw* changes.
- June 8-9, 2027: Present for possible action the third round of proposed *Bylaw* changes.

The goal is to complete the revisions by the June 2027 quarterly meeting.

5. CHECK THE NSHE STRATEGIC PLAN GOAL THAT IS SUPPORTED BY THIS REQUEST:

- ☐ Access (Increase access to higher education)
- ☐ Success (Improve student success)
- ☐ Close Institutional Performance Gaps
- ☐ Workforce (Meet workforce needs in Nevada)
- ☐ Research (Increase solutions-focused research)
- ☒ Coordination, Accountability, and Transparency (Ensure system coordination, accountability, and transparency)
- ☐ Not Applicable to NSHE Strategic Plan Goals

6. INDICATE HOW THE PROPOSAL SUPPORTS THE SPECIFIC STRATEGIC PLAN GOAL

The plan supports accountability and transparency by conducting a meaningful, governance-related review of the *Bylaws* and proposing amendments for consideration and possible action by the Board.

7. BULLET POINTS TO SUPPORT REQUEST/RECOMMENDATION:

- The *Bylaws* should be reviewed and updated periodically, as these rules govern the processes and procedures by which the Board of Regents carries out its governance responsibilities.
- With the number of Regents scheduled to decrease from thirteen (13) to nine (9) members in January 2029, several corresponding changes will be necessary.

8. POTENTIAL ARGUMENTS AGAINST THE REQUEST/RECOMMENDATION:

N/A

9. ALTERNATIVE(S) TO WHAT IS BEING REQUESTED/RECOMMENDED:

The Board may wish to consider the pending reduction in membership when offering input to staff and identifying areas for priority review and revision.

10. RECOMMENDATION FROM THE CHANCELLOR'S OFFICE:

N/A

11. COMPLIANCE WITH BOARD POLICY:

- ☐ Consistent With Current Board Policy: Title # _____ Chapter # _____ Section # _____
- ☐ Amends Current Board Policy: Title # _____ Chapter # _____ Section # _____
- ☐ Amends Current Procedures & Guidelines Manual: Chapter # _____ Section # _____
- ☐ Other: _____
- ☐ Fiscal Impact: Yes _____ No ☒ x
Explain: _____

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

Article VI - Committees of the Board

[Section 1: Authority](#)

[Section 2: Appointment](#)

[Section 3: Standing Committees and their Duties](#)

[Section 4: Special Committees](#)

[Section 5: Committee Staff Support](#)

[Section 6: Temporary Committee Appointments](#)

Article VII - Officers of the University

[Section 1: Designation](#)

[Section 2: Appointment](#)

[Section 3: Chancellor](#)

[Section 4: Presidents](#)

[Section 5: Discipline of Presidents](#)

[Section 6: Discipline of the Chancellor](#)

Article VIII - Amendments

[Section 1: Procedures](#)

NEVADA SYSTEM OF HIGHER EDUCATION MEMBERS OF THE BOARD OF REGENTS

Stephanie Goodman, Chair Las Vegas
Carol Del Carlo, Vice Chair Incline Village
Joseph C. Arrascada.....Reno
Aaron Bautista.....Las Vegas
Patrick J. Boylan.....Las Vegas
Susan Brager Las Vegas
Byron Brooks.....Henderson
Heather Brown Las Vegas
Amy J. Carvalho Boulder City
Jeffrey S. Downs Reno
Carlos D. Fernandez Las Vegas
Pete Goicoechea.....Eureka
Jennifer J. McGrath Las Vegas

Keri D. Nikolajewski, Chief of Staff to the Board of Regents

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OFFICERS OF THE UNIVERSITY

Matt McNair, Chancellor, Nevada System of Higher Education
Chris Heavey, Interim President, University of Nevada, Las Vegas
Brian Sandoval, President, University of Nevada, Reno
Kumud Acharya, President, Desert Research Institute
Sandra B. Richtermeyer, President, Nevada State University
Stacy S. Klippenstein, President, College of Southern Nevada
Amber Donnelly, President, Great Basin College
Jeffrey W. Alexander, President, Truckee Meadows Community College
J. Kyle Dalpe, President, Western Nevada College

NEVADA SYSTEM OF HIGHER EDUCATION

University of Nevada, Las Vegas
University of Nevada, Reno
Desert Research Institute
Nevada State University
College of Southern Nevada
Great Basin College
Truckee Meadows Community College
Western Nevada College

BYLAWS OF THE BOARD OF REGENTS

Adopted April 25, 1964
Effective January 1, 1993
Revised through August 2026

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 6 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 1/25)

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)

TITLE 2 - Nevada System of Higher Education CODE

CHAPTER 1

ORGANIZATION AND ADMINISTRATION OF THE NEVADA SYSTEM OF HIGHER EDUCATION

Section 1.1	Definitions	2
Section 1.2	Constitutional Authority and the Board of Regents	3
Section 1.3	Purpose and Organization of the Code	4
Section 1.4	Organization of the Nevada System of Higher Education.....	6
Section 1.5	Officers of the Nevada System of Higher Education.....	7
Section 1.6	Administrators	15
Section 1.7	Descriptive Headings.....	16

Section 1.1 Definitions

As used in the Nevada System of Higher Education Code, the terms set forth below have the meanings stated herein:

- (a) “Academic faculty” means:
 - (1) For the universities, instructional, research and library faculty, as defined by the Board of Regents, and
 - (2) For the state college and community colleges, instructional, counseling and library faculty, as defined by the Board of Regents.
- (b) “Administrators” means administrative faculty employed in executive, supervisory or support positions, as defined by the Board of Regents.
- (c) “Calendar days” means the days counted according to the calendar.
- (d) “Code” means the Nevada System of Higher Education Code.
- (e) “College working days,” for the purpose of calculating the time periods specified in the Nevada System of Higher Education Code, means any day other than a Saturday, Sunday or legal holiday, as designated by the *Nevada Revised Statutes*, or designated periods of class recess as provided by an appropriate member institution.
- (f) “Community College” means the community colleges known as College of Southern Nevada, Great Basin College, Truckee Meadows Community College and Western Nevada College.
- (g) “Curricular reasons” means the term used to characterize the bona fide discontinuance, reduction in size or reorganization of an administrative unit, project, program or curriculum for bona fide reasons pertaining to the missions of the institutions of the Nevada System of Higher Education resulting in the elimination of employment positions. Bona fide curricular reasons may include, but are not limited to, low or declining student demand, changes in the mission of a system institution, or adverse financial conditions forcing a system institution to prioritize its projects, programs and curricula.
- (h) “Faculty” means the professional staff as established in Subsection 1.4.5 of the Nevada System of Higher Education Code.
- (i) “Financial exigency” means a condition that requires the bona fide discontinuance or reduction in size of an administrative unit, project, program or curriculum due to the lack of funds available and sufficient to meet current or projected expenditures.
- (j) “Furlough” means a leave of absence without pay mandated by the employer.
- (k) “Institutional bylaws” means the bylaws of the member institutions and the special units of the Nevada System of Higher Education.
- (l) “Laid off” or “lay off” means the termination of employment, for financial exigency or curricular reasons, of a nontenured faculty member before the completion of a contract term or of a tenured faculty member.

- (m) “Nonreappointment” means not appointing a nontenured faculty member for a subsequent employment appointment after the completion of the nontenured faculty member’s current contract term.
 - (n) “President” means the chief executive officer of a member institution, and the term shall also include the Chancellor where the context of the Nevada System of Higher Education Code requires with respect to the Unit or the special units.
 - (o) “State College” means the state college known as Nevada State University.
 - (p) “System” means the Nevada System of Higher Education.
 - (q) “System institutions” means the member institutions and the special units.
 - (r) “Tenure” means academic freedom and continuing employment, which may be terminated only for the reasons specified in the Nevada System of Higher Education Code.
 - (s) “Tenured faculty” means members of the professional staff who have received appointments with tenure.
 - (t) “Unit” means the combined administrative unit consisting of the Chancellor’s Office and the Nevada System of Higher Education Computing Services.
 - (u) “University” means the University of Nevada, Las Vegas and the University of Nevada, Reno.
 - (v) “University of Nevada” means the state university established under Article 11, Section 4 of the Nevada Constitution.
 - (w) “Nevada System of Higher Education” means the system of universities, colleges, research and public service units of the University of Nevada administered by the Board of Regents.
- (B/R 7/23)

Section 1.2 Constitutional Authority and the Board of Regents

- 1.2.1 University of Nevada.** The University of Nevada was established by the Constitution of the State of Nevada, which provides at Article 11, Section 4 that the University shall “. . . be controlled by a Board of Regents whose duties shall be prescribed by Law.”
- 1.2.2 Board of Regents.** The membership of the Board of Regents shall be determined by law.

- 1.2.3 Function of Board.** The Board of Regents is a corporate body, legally responsible for the University of Nevada. Its function is to control and manage the Nevada System of Higher Education, primarily by setting policy. Upon approval by the Board of Regents, the appropriate officers of the System shall implement such policies.
- 1.2.4 Board's Authority and Delegation of Authority.** The Board of Regents retains the right at all times to lawfully delegate authority. However, nothing in the Nevada System of Higher Education Code shall be construed as an abrogation or limitation of the lawful authority or responsibility of the Board of Regents. The Board of Regents retains the right at all times to amend or repeal the provisions of the Nevada System of Higher Education Code and to enact supplemental policies and procedures to carry out the provisions of the Nevada System of Higher Education Code.

Section 1.3 Purpose and Organization of the Code

- 1.3.1 Scope of Code.** The Nevada System of Higher Education Code shall establish the primary organizational structure of the System and the basic personnel policies for its faculty.
- 1.3.2 Interpretation of Code.** Questions of interpretation of the Nevada System of Higher Education Code shall be directed to the System General Counsel through the Presidents of the System institutions. Appeals from the System General Counsel interpretation may be made through Presidents and the Chancellor to the Board of Regents. The Board of Regents' ruling shall be final.
- 1.3.3 Amendment of the Code**
- (a) Any regent, Chancellor, President of a System institution or senate may propose amendments to the Nevada System of Higher Education Code by filing proposed amendments with the Secretary of the Board of Regents and requesting consideration by the Board. At least 30 calendar days before consideration by the Board, proposed amendments shall be circulated to the Chancellor, each System institution President and each senate for review and comment. The Board shall take final action after giving due consideration to the opinions, if any, of the senate representatives and officers of the System.
 - (b) If the Board of Regents finds that an emergency exists, an amendment to the Nevada System of Higher Education Code may be adopted and become effective immediately upon adoption by the Board. An amendment so adopted may be effective for a period of not longer than 120 calendar days. An emergency amendment may be adopted only once, but the adoption of an identical amendment under paragraph (a) above is not precluded. An emergency amendment of the Nevada System of Higher Education Code shall require at least seven affirmative votes of the members of the Board of Regents.

- 1.3.4 Institutional Bylaws.** System institutions shall adopt bylaws to set forth the institution's organizational structure and personnel policies. The adoption, amendment or repeal of institutional bylaws shall be in accordance with procedures prescribed therein and require recommendation from the President and review by legal counsel prior to submission for approval to the Chancellor. Within 45 days of a request for approval, the Chancellor shall act to approve or reject the adoption, amendment or repeal of institutional bylaws or they shall be deemed approved. Where the provisions of such institutional bylaws, or other such bylaws, procedures and regulations, conflict with the policies of the Board, the Board's policies shall prevail and the conflicting provisions of such institutional bylaws, or other such bylaws, procedures and regulations, shall be void and of no effect whatever. Institutional bylaws shall be posted on the institution's Web site.
- 1.3.5 Bylaws of the Unit.** The unit shall adopt bylaws to set forth the unit's organizational structure and personnel policies. The adoption, amendment or repeal of unit bylaws shall be in accordance with procedures prescribed therein and require review by legal counsel prior to submission for approval to the Chancellor. Within 45 days of a request for approval, the Chancellor shall act to approve or reject the adoption, amendment or repeal of unit bylaws or they shall be deemed approved. Where the provisions of such unit bylaws, or other such bylaws, procedures and regulations, conflict with the policies of the Board, the Board's policies shall prevail and the conflicting provisions of such institutional bylaws, or other such bylaws, procedures and regulations, shall be void and of no effect whatever. Unit bylaws shall be posted on the NSHE Web site.
- 1.3.6 Student Government Constitutions.** The adoption, amendment or repeal of a student government constitution shall be in accordance with procedures prescribed therein. Prior to a vote of the students, the student government shall provide the proposed adoption, amendment or repeal of the constitution to the institution general counsel and institution vice president of student affairs/student services or dean of the graduate school as applicable, and they shall review any such proposed revisions promptly after receiving the proposed revisions from the student government. If approved by the student body, the revisions shall be reviewed and then transmitted by the President to the Chancellor for approval. Within 45 days of a request for approval, the Chancellor shall act to approve or reject the adoption, amendment or repeal of a student government constitution or they shall be deemed approved. Where the provisions of such student government constitutions, or other such bylaws, procedures and regulations, conflict with any of the rules, regulations or policies of the Board of Regents or applicable federal or state laws, the Board of Regents' rules, regulations and policies and applicable federal and state laws shall prevail. The conflicting provisions of such student government constitutions, or other such bylaws, procedures and regulations, shall be void and of no effect whatever. Student government constitutions shall be posted on the institution's Web site.

(B/R 4/09, 08/26)

Section 1.4 **Organization of the Nevada System of Higher Education**

- 1.4.1 Primary Missions.** The primary missions of the University of Nevada are teaching, research and public and community service.
- 1.4.2 Chancellor's Office.** The Chancellor is the chief executive officer of the System. The Chancellor's Office is the headquarters of the System and consists of the Chancellor and the Chancellor's staff.
- 1.4.3 Branches and Member Institutions.** The branches of the University of Nevada and the member institutions of the Nevada System of Higher Education are: University of Nevada, Reno; University of Nevada, Las Vegas; Desert Research Institute; Nevada State University; College of Southern Nevada; Great Basin College; Western Nevada College; and Truckee Meadows Community College.
- 1.4.4 Special Units.** The special units are the Chancellor's Office and the Nevada System of Higher Education Computing Services, which, for administrative purposes, shall be combined into the Unit with the Chancellor as its President.
- 1.4.5 Professional Staff.** The System institutions shall each have a professional staff which shall be organized in accordance with institutional bylaws. The professional staff shall consist of all persons holding professional positions as defined and authorized by the Board of Regents.
- 1.4.6 Faculty Policy Recommendations.** Under procedures which may be established by the institutional bylaws, the faculty may recommend general policy on matters of faculty welfare, faculty rights under the Nevada System of Higher Education Code and faculty involvement in the University of Nevada's primary missions.
- 1.4.7 Senates.** All members of the faculty of a member institution shall be represented in each such institution in which they are employed by an entity to be known as the "Senate," or by another entity or entities which may be established in the institutional bylaws, and which shall be organized in conformity with institutional bylaws. All members of the faculty of the Unit shall be represented in one senate to be known as the "Unit senate," and which is to be organized in conformity with the institutional bylaws.
- 1.4.8 Senate and Faculty Recommendations.** Actions of the senates may be considered by the faculty in accordance with institutional bylaws. When applicable, the recommendations of the senates, or of the faculty acting on senate actions, concerning general policy on matters of faculty welfare, faculty rights under the Nevada System of Higher Education Code and faculty involvement in the University of Nevada's primary missions shall be transmitted to the Presidents for decision or, if the Board of Regents' approval is needed, for recommendations from the Presidents through the Chancellor to the Board of Regents for the Board's decision.
- 1.4.9 Changes in Administrative Units.** Creation, abolition or substantial alteration in the organization of administrative units within a System institution shall be approved by the President only after prior consultation with the senate or the

faculty of the administrative unit of the System institution involved. For those changes requiring Board approval under Title 4, Chapter 14, Section 6, final action shall be taken by the Board of Regents upon the recommendation of the appropriate President through the Chancellor. (B/R 3/10)

1.4.10 The Council of Presidents.

- (a) The council of presidents shall consist of the President of each member institution. The Chancellor or the Chancellor's designee shall chair the council of presidents.
- (b) The council of presidents shall serve as the principal method of liaison among the member institutions and shall provide counsel to the Chancellor. Review of the proposed agenda for meetings of the Board of Regents, budgets and planning will normally be discussed with the council of presidents.
- (c) The council of presidents will meet upon the call of the Chancellor.

1.4.11 Committees.

- (a) The Chancellor may establish Nevada System of Higher Education Committees and ad hoc Committees to facilitate the administration of the System. The members of such Committees shall be appointed by the Chancellor for one-year terms and are eligible for reappointment. The Chancellor shall consult with the Presidents when appointing system Committees.
- (b) Each President may establish and appoint Committees to facilitate the administration of each System institution.
(B/R 6/15)

Section 1.5 Officers of the Nevada System of Higher Education

- 1.5.1 Officers and Duties.** The officers of the System are the Chancellor and the Presidents of the member institutions, and their duties and responsibilities are as set forth in the bylaws of the Board of Regents.
- 1.5.2 Appointment of Officers.** The officers of the System shall be appointed by, and serve at the pleasure of, the Board of Regents.
- 1.5.3 Direct Reports.** In addition to the Chancellor, the Board shall appoint a Chief of Staff, and Chief Internal Auditor.

1.5.4 Vacancy in the Office of the Chancellor.

- (a) As used in this Section, “Officer in Charge” means the person who has been designated by the Chancellor to be the officer in charge in the temporary absence or vacancy in the Office of Chancellor.
- (b) The Chancellor, in consultation with the Board Chair, shall maintain on file with the Chair of the Board of Regents, in writing, the designation of three persons currently serving in the System Office, that are, in the order listed, deemed to be the officer in charge should a temporary absence or a vacancy occur in the position of Chancellor. The list shall include the name, title and contact information for each person. If the person listed first is unavailable at the time of the temporary absence or vacancy, the next person listed in order shall serve as the officer in charge. If the persons listed first and second are unavailable at the time of the temporary absence or vacancy, the third person listed shall serve as the officer in charge.
- (c) When a vacancy occurs in the position of Chancellor, the officer in charge shall exercise the powers of the Chancellor until an acting, interim, or permanent Chancellor is appointed by the Board.
- (d) Whenever the Board Chair determines that a vacancy has occurred or is about to occur in the position of Chancellor (other than arising from the resignation of the Chancellor), or whenever the Chancellor notifies the Board Chair that the Chancellor has resigned (which resignation may be effective at a later date), the Board Chair shall, at the next regular or special meeting of the Board, request direction from the Board on whether to recommend an acting Chancellor or interim Chancellor. In the case of a resignation or vacancy that will become effective at a later date, the Board may commence a search for the position of Chancellor without appointing an acting or interim Chancellor. If the Board Chair reasonably determines that the vacancy in the position of Chancellor or the resignation of the Chancellor will occur or become effective at a later date, the present Chancellor shall serve as Chancellor until the vacancy or resignation, as the case may be, becomes effective.

Within sixty (60) days of the Board’s request, the Chair and Vice Chair of the Board shall recommend to the Board an individual for appointment as the acting or interim Chancellor. If circumstances preclude a recommendation from the Chair and Vice Chair within sixty (60) days, the Chair and Vice Chair shall request an extension of time and/or seek additional direction from the Board regarding the recommendation of an acting or interim Chancellor.

Prior to making the recommendation of an acting or interim Chancellor, the Chair and Vice Chair of the Board shall first meet with major constituencies of the NSHE (other than members of the Board of Regents), including presidents and faculty senate chairs, to receive their suggestions and input for the appointment of an acting or interim Chancellor. Additional constituencies may include, but are not limited to, provosts, vice presidents, faculty and other institution staff, vice chancellors and other system staff,

student leadership, institution advisory board members, foundation trustees, community and legislative representatives.

During a meeting at which the Board considers the appointment of an individual for acting or interim Chancellor, the Board will have an opportunity to interview the candidate. Any such interview questions shall be pertinent to the role and responsibilities of Chancellor and shall be submitted to the Chief of Staff to the Board and the NSHE Chief Human Resources Officer for approval no less than five (5) business days before the meeting.

- (e) Acting Chancellor: If an acting Chancellor is appointed, the specified term shall not exceed twelve (12) months, during which time the Board shall conduct a search pursuant to subsection (f). An acting Chancellor shall not be eligible for consideration as a candidate for the permanent appointment as Chancellor.

Interim Chancellor: If an interim Chancellor is appointed, the Board shall determine whether a search will be conducted pursuant to subsection (f), or if an interim Chancellor will be appointed to a specified term of one to three years.

An interim Chancellor may only be appointed for a specified term of one to three years by an affirmative vote of not less than two-thirds of the Board. At any time prior to the expiration of the interim Chancellor's specified term, the Board may decide to conduct a search for a permanent Chancellor. Any such search shall be conducted in the manner provided in this Section 1.5.4. An interim Chancellor must serve at least one year before the Board may consider making the appointment permanent. At the time it considers making the appointment permanent, the Board shall, at a public meeting, first allow and consider input from the NSHE's major constituencies. Before considering whether to make the interim appointment permanent, the Board may, in accordance with the Board policy governing Chancellor evaluations, conduct a periodic evaluation of the interim Chancellor's performance.

- (f) Any time a Chancellor search is conducted, the Board shall determine when to commence the search, whether to conduct a national, regional, or in-state search, and whether to engage the services of a Search Consultant to assist the Chancellor Search Committee, as provided in Section 1.5.4(i). An ad hoc Regents' Chancellor Search Committee composed of four to six members of the Board of Regents shall be appointed by the Board Chair, in consultation with the Board Vice Chair, for the purpose of recruiting and recommending a nominee or nominees to the Board of Regents for appointment to the position. The Chair of the Board shall appoint the Chair of the Regents' Chancellor Search Committee. The Committee shall be provided staff assistance by the Chief of Staff to the Board of Regents and Chief General Counsel (or legal counsel designated by the Chief General Counsel after consultation with the Chair of the Board), and such other assistance as the Chancellor Search Committee may request.

- (g) Before it makes its recommendation or recommendations to the Board for the position of Chancellor, the Committee shall consult with an advisory committee consisting of the chair of the Council of Faculty Senate Chairs, the chair of the Nevada Student Alliance, the president of the NSHE Classified Council executive board, and up to six other NSHE or community representatives as determined by the Board Chair and Vice Chair. The advisory members, not to exceed nine, shall serve as non-voting members to provide input on matters being considered.
- (h) The Regents' Chancellor Search Committee will oversee the details of the search. The budget for the search shall be established by the Chair of the Board of Regents in consultation with the Chief of Staff to the Board of Regents, Chancellor, Chief General Counsel, and Chair of the Chancellor Search Committee. The Chair of the Chancellor Search Committee shall be responsible for the initial screening process to determine candidates for consideration by the Committee. Such screening should be conducted in accordance with direction from the Regents' Chancellor Search Committee and in consultation with the Chief of Staff to the Board and the Search Consultant, if one is hired. The Regents' Chancellor Search Committee shall meet at the call of the Chair of the Committee to discuss qualifications of applicants recommended after the initial screening process and to hear the recommendations of the members of the advisory committee. The Regents' Chancellor Search Committee will interview and evaluate candidates, and thereafter will select a nominee or nominees for consideration by the full Board of Regents for appointment to the position.

If more than one nominee is recommended by the Regents' Chancellor Search Committee, the Board will have an opportunity to interview the candidates during a meeting at which the Board considers the appointment of an individual as Chancellor. The Chair of the Chancellor Search Committee, in consultation with the Chief of Staff to the Board and Search Consultant, if one is hired, shall develop no more than three (3) interview questions to be asked of all candidates.

If the Board determines not to appoint a nominee recommended by the Regents' Chancellor Search Committee, it may direct the Committee to continue the search process and to recommend an additional nominee or nominees for consideration by the full Board of Regents.

- (i) The Board shall determine whether the Committee shall be aided by a Search Consultant at the time it determines the scope of the search for the position of Chancellor. If the Board determines to engage the services of a Search Consultant, the Chief of Staff to the Board of Regents shall, in consultation with the Chair of the Chancellor Search Committee and the Chancellor, select at least three possible Search Consultants for consideration by the Chancellor Search Committee at its first meeting. The Chancellor Search Committee shall select the Search Consultant at its first meeting.
- (j) The Search Consultant shall (i) assist the Committee in the performance of its search, (ii) attend all meetings of the Committee, (iii) help the Committee

in defining general parameters for the Chancellor search, (iv) prepare and present a leadership profile for the Committee's approval regarding the qualifications sought for the Chancellor position, and (v) obtain approval from the Committee on the publication and on-line locations where advertising for the Chancellor position will be placed.

- (k) By an affirmative vote of not less than two-thirds of the members of the Board, the Board may authorize deviations from the processes defined in this policy.

(B/R 9/25)

1.5.5 Vacancy in the Office of President.

- (a) As used in this Section, "Officer in Charge" means the person who has been designated by the President of each institution to be the officer in charge in the temporary absence or vacancy in the Office of President.
- (b) The President of each institution shall maintain on file with the Chancellor, in writing, the designation of campus authority consisting of a list of three persons currently serving the institution, that are, in the order listed, deemed to be the Officer in Charge should a temporary absence or a vacancy occur in the position of President. The list shall include the name, title, and contact information for each person. If the person listed first is unavailable at the time of the temporary absence or vacancy, the next person listed in order shall serve as the Officer in Charge. If the respective persons listed first and second are unavailable at the time of the temporary absence or vacancy, the third person listed shall serve as the Officer in Charge. In the event the Chancellor determines that an alternate Officer in Charge should be appointed to exercise the powers of the President, the Chancellor, in consultation with the Board Chair, may appoint an alternate Officer in Charge.
- (c) When a vacancy occurs in the position of President of a member institution, the institution's Officer in Charge shall exercise the powers of the President until an acting, interim, or permanent President is appointed by the Board.
- (d) Whenever the Board Chair determines that a vacancy has occurred or is about to occur in the position of President of a member institution, or whenever the President of a member institution notifies the Board Chair and Chancellor of the President's resignation (which may be effective at a later date), the Chancellor, in consultation with the Board Chair and Vice Chair, shall recommend to the Board the appointment of an acting or interim President, or the commencement of a search without appointing an acting or interim President in the case of a resignation or vacancy that will become effective at a later date.

Prior to the Chancellor making a recommendation to the Board of an acting or interim President, or the commencement of a search without appointing an acting or interim President in the case of a resignation or vacancy that will become effective at a later date, the Chancellor, Board Chair, and Vice Chair shall first meet with major constituencies of the institution, including

the representatives of faculty and classified senates or their equivalents, and student government representatives of the institution to receive their suggestions and input regarding the appointment of an acting or interim President, or the commencement of a search without appointing an acting or interim President in the case of a resignation or vacancy that will become effective at a later date. Additional constituencies may include, but are not limited to, provosts, vice presidents and other executive staff, campus employees, faculty, students, presidential advisory board members, institutional advisory council members (as applicable), foundation trustees, and community representatives.

- 1) Acting President: If the Chancellor makes a recommendation to the Board for the appointment of an acting President, the specified term of the acting President shall not exceed twelve (12) months and a search for a permanent President will be conducted. The Chancellor may use the services of an executive placement firm for acting leadership positions in higher education to identify a candidate for recommendation to the Board. The acting President will not be eligible for consideration as a candidate for the appointment of a permanent President.

During a meeting at which the Board considers the appointment of an individual for acting President, the Board will have an opportunity to interview the candidate. Any such interview questions shall be pertinent to the role and responsibilities of President and shall be submitted to the Chief of Staff to the Board and the NSHE Chief Human Resources Officer for approval no less than five (5) business days before the meeting. At this meeting, the Board shall also consider:

- a) when to commence the search for a permanent President;
- b) whether to conduct a national, regional, or in-state search; and
- c) whether to engage the services of a Search Consultant to assist the Presidential Search Committee, as provided in Section 1.5.5(f).

- 2) Interim President: If the Chancellor makes a recommendation to the Board for the appointment of an interim President, the specified term of the interim President shall be one to three years. An interim President may only be appointed by an affirmative vote of not less than two-thirds of the Board.

During a meeting at which the Board considers the appointment of an individual for interim President, the Board will have an opportunity to interview the candidate. Any such interview questions shall be pertinent to the role and responsibilities of President and shall be submitted to the Chief of Staff to the Board and the NSHE Chief Human Resources Officer for approval no less than five (5) business days before the meeting.

An interim President must serve at least one year before the Board may consider making the appointment permanent, and the Board

shall, at a public meeting, first allow and consider input from the institution's major constituencies including representatives of faculty and classified senates or their equivalents, and student government. Prior to the last year of the term of an interim President appointed to a multi-year term, or prior to the end of the year of an interim President appointed to a one-year term, the Board may conduct an evaluation of the interim President consistent with the Procedures and Guidelines Manual, Chapter 2, Section 2, governing Executive Evaluations.

If, at any time during the term of an interim President, the Board determines not to appoint the interim President to the permanent position, the Board may direct that a search be conducted in the manner provided for in this Section 1.5.5. During the search process, the interim President is eligible to apply for the permanent position.

During a meeting at which the Board considers whether a search will be conducted, the Board shall also consider:

- a) when to commence the search for a permanent President;
- b) whether to conduct a national, regional, or in-state search; and
- c) whether to engage the services of a Search Consultant to assist the Presidential Search Committee, as provided in Section 1.5.5(f).

- 3) No Acting or Interim Appointment: If the Chancellor makes a recommendation to the Board for the commencement of a search without appointing an acting or interim President, in the case of a resignation or vacancy that will become effective at a later date, the Board shall consider during the meeting at which the Board considers the Chancellor's recommendation:
- a) when to commence the search for a permanent President;
 - b) whether to conduct a national, regional, or in-state search; and
 - c) whether to engage the services of a Search Consultant to assist the Presidential Search Committee, as provided in Section 1.5.5(f).

- (e) Upon a determination by the Board to conduct a search for a permanent President, a Regents' Presidential Search Committee composed of between four to six members of the Board of Regents shall be appointed by the Board Chair, in consultation with the Vice Chair, for the purpose of recruiting and recommending a nominee or nominees to the full Board of Regents for consideration by the Board for appointment to the position. The chair of the Regents' Presidential Search Committee shall be appointed by the Board Chair.

The Board Chair shall also appoint institutional advisory members to the Regents' Presidential Search Committee from the member institution involved to include: (i) four academic faculty members nominated by the

faculty senate and one administrative faculty member nominated by the administrative faculty committee or equivalent; (ii) up to three administrators; (iii) one classified employee nominated by the classified employees' organization, if any, or if the search is at DRI, one technologist nominated by the technologists' organization, if any; (iv) one undergraduate student representative and one graduate student representative nominated by the appropriate student government as applicable to the institution involved; and (v) one alumnus.

The Committee Chair may appoint up to six such other persons as advisory members to the Committee as may be deemed necessary. The institutional advisory members, not to exceed eighteen, shall serve as non-voting members to advise the voting members of the Regents' Presidential Search Committee on matters being considered.

The Regents' Presidential Search Committee shall be provided staff assistance by the Chief of Staff to the Board and other Board Office staff, the NSHE Chief General Counsel (or legal counsel designated by the NSHE Chief General Counsel after consultation with the Board Chair), and such other assistance as the Committee may request.

- (f) If the Board has determined to engage the services of a Search Consultant to assist the Regents' Presidential Search Committee, the Chief of Staff to the Board shall, in consultation with the Chancellor and the Chair of the Regents' Presidential Search Committee, select at least three possible Search Consultants for consideration by the Regents' Presidential Search Committee at its first meeting, and the Committee shall select a Search Consultant at that meeting.

The Search Consultant shall: (i) assist the Committee in the performance of its search, (ii) attend all meetings of the Committee, (iii) help the Committee in defining general parameters for the search, (iv) prepare and present a leadership profile which includes the qualifications sought in a permanent President for approval by the Committee, and (v) obtain approval from the Committee of the publications and on-line locations where advertising for the President position will be placed.

- (g) The Regents' Presidential Search Committee will oversee the details of the search. The budget for the search shall be established by the Board Chair, in consultation with the Chancellor, Chief of Staff to the Board, and Chair of the Regents' Presidential Search Committee, and shall take into consideration the institution's finances.

The Chair of the Regents' Presidential Search Committee shall be responsible for the initial screening process to determine candidates for consideration by the Committee. Such screening should be conducted in accordance with direction from the Regents' Presidential Search Committee and in consultation with the Chancellor and the Search Consultant, if one is hired. The Regents' Presidential Search Committee shall meet at the call of the Committee Chair to discuss the qualifications of applicants recommended after the initial screening process and to hear

the recommendations of the institutional advisory members to the Regents' Presidential Search Committee. The Regents' Presidential Search Committee will interview and evaluate candidates, after which the Committee will select a nominee or nominees for consideration by the full Board of Regents for appointment to the position.

If more than one nominee is recommended by the Regents' Presidential Search Committee, the Board will have an opportunity to interview the candidates during a meeting at which the Board considers the appointment of an individual as President. The Chair of the Presidential Search Committee, in consultation with the Chancellor and Search Consultant, if one is hired, shall develop no more than three (3) interview questions to be asked of all candidates.

If the Board determines not to appoint a nominee recommended by the Regents' Presidential Search Committee, it may direct the Committee to continue the search process and to recommend an additional nominee or nominees for consideration by the full Board of Regents at a future meeting.

- (h) All costs associated with a Presidential search, including the costs of a Search Consultant, shall be paid by the institution that has the vacancy.
- (i) By affirmative vote of not less than two-thirds of the members of the Board, the Board may authorize deviations from the processes defined in this policy.

(B/R 8/24, 9/25)

Section 1.6 Administrators

1.6.1 Appointment of Administrators

- (a) The appointment of the heads of administrative units below the level of vice president within a System institution, including department chairs, and all other persons reporting directly to the institutional President shall be made by the President. In the process of making such an appointment, the President or his or her designee shall consult with faculty of the appropriate administrative unit. Persons appointed to such positions shall serve solely at the pleasure of the President. Department chairs as administrators shall be directly responsible to their supervisor or supervisors for the operation of their departments.
- (b) The appointment of vice presidents reporting directly to the institutional President, including interim or acting appointments, shall be subject to the approval of the Chancellor. Such appointments shall not take effect, and no employment contracts for such positions shall be issued or be binding, until the Chancellor approves the appointments. Vice presidents shall serve in such positions solely at the pleasure of the institutional President. The appointment of vice presidents shall be reported to the Board of Regents by the President.

- (c) The appointment of provosts reporting directly to the institutional President, including interim or acting appointments, shall be subject to the approval of the Chancellor in consultation with the Chair of the Board of Regents. Such appointments shall not take effect, and no employment contracts for such positions shall be issued or be binding, until the Chancellor approves the appointments. Provosts shall serve in such positions solely at the pleasure of the institutional President. The appointment of provosts shall be reported to the Board of Regents by the President.
- (d) The appointment of administrators reporting directly to the Chancellor, including interim or acting appointments, shall be approved by the Chancellor, and such appointments shall not take effect, until a written employment contract has been executed by the Chancellor. Administrators in such positions shall serve solely at the pleasure of the Chancellor. The appointment of such administrators shall be reported to the Board of Regents by the Chancellor.

1.6.2 Duties and Responsibilities. The duties and responsibilities of administrators described in this Section shall be prescribed by the Chancellor or the President, as the case may be.

1.6.3 Recruitment. The procedures for recruitment and screening of candidates for administrative positions described in this Section shall be included in the institutional bylaws. Procedures for recruitment and screening for the position of director of the Nevada System of Higher Education Computing Services shall provide for representation in the recruitment and screening process from all System institutions.

(B/R 9/16)

Section 1.7 Descriptive Headings

The descriptive headings or titles immediately preceding or within the text of individual Sections and Subsections in the Nevada System of Higher Education Code, except the Section and Subsection numbers, do not constitute part of the Nevada System of Higher Education Code and are included only for convenient reference.