

BYLAWS OF THE BOARD OF REGENTS
ARTICLE VII
Officers of the University

- Designation Section 1 . The Officers are the Chancellor of the University and Community College System of Nevada and the Presidents of the member institutions: University of Nevada, Reno; University of Nevada, Las Vegas; Desert Research Institute; Nevada State College, Henderson; Community College of Southern Nevada; Great Basin College; Truckee Meadows Community College; and Western Nevada Community College. (B/R 1/03)
- Appointment Section 2 . 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 University and Community College System of Nevada Code .
- Chancellor Section 3 . The Chancellor is the Chief Executive Officer and Treasurer of the University and Community College System of Nevada and is responsible to the Board of Regents for the administration of and the financial management of the Board's policies.
- 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 insure 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 University and Community College System of Nevada;
- (3) To prepare in collaboration with the Board Chair and committee chairs the agenda of all meetings of the Board of Regents and its committees;
- (4) To be responsible for the presentation of all UCCSN matters to the Governor's Office and the State Legislature;
- (5) To be responsible in collaboration with the Board Chair for official communication on behalf of the Board of Regents;
- (6) To establish the practices under which the financial administration of the University and Community College System of Nevada will be conducted;
- (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 University and Community College System of Nevada and to execute all contracts and other instruments on behalf of the University unless authority has been expressly retained by the Board of Regents or delegated elsewhere;
- (9) To provide for internal audits and to assist the Board of Regents in the appointment of its independent auditors;
- (10) To recommend appointment of special counsel;
- (11) To be the appointing and evaluating authority of all professional personnel not assigned to an 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 and to provide a confidential summary of the findings to 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 as follows:**

a. Discipline for Cause.

The President's Employment Agreement may be terminated for cause or the President may be disciplined for cause by the Chancellor. Without regard to and not subject to any of the provisions or procedures of the Board of Regents' 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. Removal from office and termination of the employment contract.

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 Section 5.12 of the University and Community College System of Nevada 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 ten working days after receipt of the notice. 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 sections c. 5-8 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. Upon termination for any of the causes set forth in sections c.1-4 or c. 9-10, hereinabove, in the event the President does not hold tenure, the President shall be entitled to the lump sum payment of base salary only for the balance of the remainder of this contract term. Base salary does not include any remaining housing allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation.
2. Upon termination for cause, 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. If the termination is for any of the causes set forth in sections c. 1-4 and 9-10 hereinabove, upon reassignment, the President will continue to receive the base salary only for the balance of the remainder of this contract term. If the termination is for any of

the causes set forth in sections c. 5-8 hereinabove, upon reassignment to a tenured position, the President will continue to receive the base salary only for the remainder of the fiscal year in which the contract as President is terminated, and thereafter, the President's salary shall be determined in accordance with Title 4, Chapter 3, Sections 26(1)-(3). Base salary does not include any remaining housing allowance, automobile allowance, host account, other perquisites or salary supplements funded by a foundation.

(B/R 12/03)

Presidents

Section 4 . The President of each member institution shall be chief administrative officer of that institution. 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 insure 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 University and Community College System of Nevada 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 University of Nevada Code;
 - (4) To make recommendations concerning budgets in the member institutions and to administer approved budgets in accordance with UCCSN 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 insure compliance by the member institution by and through its professional personnel with the UCCSN Code , UCCSN policies, the Board of Regents bylaws, and institutional bylaws.
 - (8) To perform such additional duties as the Board may direct.
- (B/R 12/03)

THE ROLE OF THE BOARD

In 1992 the Board of Regents appointed a committee to undertake an organizational review and the report was submitted in May 1993. Following its recommendations concerning the role of the Chancellor the committee also discussed and made recommendations on the role of the Board and excerpts follow.

The Board of Regents is the only body that can change the concept of the role of the Chancellor and then make individuals, including themselves, accept and support that change. If Regents want effective leadership they are going to have to become leaders of change too. They're going to have to change their individual and collective conduct.

Everyone agrees that the principle role of the Board is to set policy. Distinguishing, however, between policy and administration often is a problem. Nevada Regents all too often have stepped over the proper boundary between policy-setting and administration. This observation is recognized by the Regents, presidents and staff.

In response it is recommended that the Chancellor be the true chief executive officer of the System and this is only effective if the Regents give that person the latitude to exercise leadership while holding them accountable for the results.

The Regents should focus on their role of policy approval, for example, setting strategic directions, establishing processes for system accountability, reviewing and approving budgets and capital projects and establishing the parameters for the System legislative agenda.

Regents need to remember they should only exercise their governance authority as a board, never as individuals. There is no place in a system such as Nevada's for Regents to try to exercise individual authority to achieve ends that have not been reviewed and approved by the entire Board.

The Board must make it clear that the presidents report to the Chancellor. Establish an evaluation process that provides for timely discussion between the Regents and the Chancellor regarding goals and progress.

The Board must continue to emphasize the continued high priority for setting strategies and planning tied closely to the academic master plan. The academic master plan must be linked to the budget development process. The Chancellor must have unmistakable authority and responsibility to accomplish this.

As individuals and as a group, Board members should guard against taking premature positions when lobbied by special interests. Presidents and their staff should not participate in "end runs" and Regents should notify the Chancellor when any of the contacts noted above are made.

The Regents must make it clear that they will treat all institution equally and impartially. The Chancellor must be equally impartial.

There should be a "no surprises" standard of conduct. There should be regular communications between the Chancellor and Regents and this must run both ways.

If the Regents and the Chancellor are properly exercising their roles as is recommended then the role of the Presidents becomes clear and unambiguous. They are the chief executive officer of their institution. They must work cooperatively with the Chancellor and the Regents toward building a better and stronger system.

9-29-04

THE ROLE OF THE CHANCELLOR

Excerpt May 1993 Organizational Review presented to the Board of Regents and conducted at their request as a result of a recommendation from outside consultant in 1991 who discussed with the Board a number of concerns related to decision-making within the state system.

The consultants advised:

A strong office of the Chancellor to assist the Regents in guiding the development of the system in a time of explosive growth – a time of fragile opportunity.

In 1992 the Board appointed a committee to begin an organizational review and the report was given in May 1993. Following is that part of the report which discusses the role of the Chancellor.

To summarize the findings the position of Chancellor should be one which provides administrative leadership for the system and its constituent parts.

1. The Chancellor should be the chief executive officer for the Board. It must be made clear, and carried through in the Board's, the Chancellor's, the President's and staff's behavior that the presidents and staff are accountable to the Chancellor.
2. The System must have a strong and respected leader. Not one who exercises leadership in a dictatorial manner but provides leadership in a collegial approach and is considered impartial in their dealings with the institutions.
3. The Chancellor should evaluate the Presidents and report the findings to the Board. The Chancellor should play the key role in the hiring and termination of Presidents.
4. All agenda items coming to the Board for action should be reviewed by the Chancellor and carry their recommendations.
5. The Chancellor should be the primary conduit of information to the Regents and between the Regents and Presidents. Regents and Presidents should fully communicate with one another, but always with the understanding that the Chancellor is kept fully informed.
6. The Chancellor must be a visible public spokesperson for Higher Education in Nevada.
7. The Chancellor should be responsible for governmental/legislative relations for the System and exercise active leadership.
8. In our society, salary is a powerful statement of status. The Chancellor must be compensated at a higher level than the Presidents.
9. The Chancellor should be a visionary, a leader and a team builder.
10. The Chancellor should be an individual adept at working to represent higher education in political arenas such as state government and the internal politics of higher education.
11. The Chancellor should be an educator of the Board regarding its proper role and the issues it ought to seek to resolve.
12. The Chancellor must be capable of adjusting to change in society and higher education and providing leadership for the Board and the institutions in adapting to those changes and when appropriate, leading the changes.

9-29-04

BOARD DEVELOPMENT COMMITTEE

ROLE OF THE CHANCELLOR

The Chancellor should be an important advisory voice to the Board on the selection of presidents. The termination of presidents should occur based on the recommendation of the Chancellor and the consent of the Board. This will normally occur within the context of the annual evaluation or the periodic evaluation. Under extraordinary circumstances, the Chancellor may terminate the president without Board consent.

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