

AGENDA

COMMITTEE ON ORGANIZATION AND RULES

Meeting: 4:00 p.m., Tuesday, January 27, 2004
Glenn S. Dumke Auditorium

Anthony M. Vitti, Chair
Ralph Pesqueira, Vice Chair
Ricardo F. Icaza
Dee Dee Myers
Kyriakos Tsakopoulos

Consent Items

Approval of Minutes of May 13, 2003

Discussion Items

1. Revision of Trustees' Rules of Procedure, *Information*

CORRECTED

**MINUTES OF MEETING OF
COMMITTEE ON ORGANIZATION AND RULES**

**Trustees of The California State University
Office of the Chancellor
Glenn S. Dumke Conference Center
401 Golden Shore
Long Beach, California**

May 13, 2003

Members Present

Harold Goldwhite, Chair
William D. Campbell
Debra S. Farar, Chair of the Board
Charles B. Reed, Chancellor
Erene S. Thomas

Members Absent

Bob Foster
Ricardo F. Icaza
Anthony M. Vitti, Vice Chair

Other Trustees Present

Roberta Achtenberg
Murray L. Galinson
M. Alexander Lopez
Shailesh J. Mehta

Chancellor's Staff

David S. Spence, Executive Vice Chancellor and Chief Academic Officer
Richard P. West, Executive Vice Chancellor and Chief Financial Officer
Louis Caldera, Vice Chancellor, University Advancement
Christine Helwick, General Counsel

Chair Goldwhite called the meeting to order at 2:25 p.m.

Consent Agenda

Approval of Minutes

Chair Goldwhite reported that the minutes of the March 11, 2003 meeting were listed as a

consent item and hearing no objections, the minutes were approved as submitted.

Schedule of Board of Trustees' Meetings, 2004 (ROR 05-03-01)

Chair Goldwhite presented Agenda Item 1, Schedule of Board of Trustees' Meeting, 2004, for approval by the board. The Committee approved the following resolution:

RESOLVED, By the Board of Trustees of The California State University, that the following schedule of meetings for 2004 is adopted:

2004		
January 27-28	Tuesday – Wednesday	Headquarters
March 16-17	Tuesday – Wednesday	CSU Fresno
May 18-19	Tuesday – Wednesday	Headquarters
July 13-14	Tuesday – Wednesday	Headquarters
September 14-15	Tuesday – Wednesday	Headquarters
October 28	Thursday -	Headquarters
November 16-17	Tuesday – Wednesday	Headquarter

Adjournment

There was no further discussion; the meeting was adjourned at 2:27 p.m.

COMMITTEE ON ORGANIZATION AND RULES

Revision of Trustees' Rules of Procedure

Presentation By

Christine Helwick
General Counsel

Summary

The Trustees' Rules of Procedure have not been substantially rewritten since the date of their initial adoption many years ago. In the meantime, some of their provisions have become obsolete, and the overall format, organization and presentation is out of date and/or inconsistent with current practice. Moreover, because of the new general climate in the United States that emphasizes a heightened responsibility for all governing Boards, it is prudent now to renew and improve the description of the Board of Trustees' procedure and functions.

Proposed new Rules of Procedure are attached. Because it is not possible efficiently to present these revised Rules in a line-and-delete format, a copy of the existing (old) Rules of Procedure is also attached.

The proposed new Rules are presented for information only, and will appear on the March agenda for action. If adopted, the new Rules may necessitate some additional updating of the Standing Orders and Title 5, which will follow.

Proposed New

**RULES GOVERNING THE BOARD OF TRUSTEES
OF THE CALIFORNIA STATE UNIVERSITY**

I. GOVERNANCE

§ 1. Conduct of Business

The Board of Trustees is responsible for the efficient and effective governance of the California State University in accord with Education Code section 66600. The Board of Trustees acts only at meetings that are noticed under these Rules. Matters of policy and other items on the agenda are approved by a vote of the majority of members in attendance and voting.

§ 2. Regulations

The Board of Trustees adopts, amends, or repeals regulations, consistent with the laws of the State of California, to govern the California State University, pursuant to the process set out in Education Code 89030.1, which includes a formal public hearing. Trustee regulations are incorporated into Title 5 of the California Code of Regulations.

§ 3. Delegation of Authority

The Board of Trustees adopts, amends, or repeals Standing Orders that delegate authority within the California State University. Notice and a draft of a proposed Standing Order is required at the last regular meeting prior to the meeting at which action is taken. This advance notice requirement may be waived upon a majority vote for matters that are not controversial and require no further discussion.

**§ 4. Appointment of Chancellor, Vice Chancellors, General Counsel
and University Auditor**

The Board of Trustees selects, appoints and evaluates the Chancellor of the California State University, who serves at its pleasure. The Board of Trustees, in partnership with the Chancellor, selects, appoints, and evaluates the Presidents of the campuses of the California State University. The Presidents report to the Chancellor. The Board of Trustees, upon recommendation by the Chancellor, appoints and evaluates the Vice Chancellors, General Counsel and University Auditor. The Vice Chancellors report to the Chancellor. The General Counsel and University Auditor report jointly to the Chancellor and the Board.

§ 5. Individual Trustees

No individual Trustee has the power to act on behalf of the Board, except when specifically authorized.

No Trustee, except the Chancellor and the Faculty Trustee, receives any salary for his or her service, except that appointed Trustees receive \$100.00 for each day that they are engaged in official business of the California State University, and all Trustees receive reimbursement for expenses incurred in accord with the California State University travel expense reimbursement policy. Trustees are engaged in official business when they perform any function which is required by, or which relates to, governance of the California State University.

Trustees are not eligible for appointment to any salaried position in the California State University, except for the Chancellor and the Faculty Trustee.

§ 6. Trustees' Code of Conduct

Trustees shall comport themselves in accord with the Code of Conduct attached to these Rules.

II. OFFICERS

§ 1. Designation

There are five officers of the Board of Trustees.

The President of the Board is the Governor of the State of California.

The Chair and Vice Chair are elected annually from among the members of the Board.

The Secretary of the Board is the General Counsel of the California State University.

The Treasurer of the Board is the Vice Chancellor of Business and Finance of the California State University.

§ 2. Election of the Chair and Vice Chair

The Chair and Vice Chair are elected at a regular meeting in or about May, and take office as the last order of business at that meeting. They hold office for one year, and may not be elected for more than two consecutive terms, plus any unexpired term to which they succeed.

The Vice Chair succeeds the Chair in the event of a vacancy, and holds office until the end of the unexpired term or until a successor is elected. A successor for the Vice Chair is elected to fill any unexpired term.

§ 3. Presiding Officer at Meetings

The President of the Board presides at meetings. In the event of his or her absence, the Chair presides. In the event of his or her absence, the Vice Chair presides. In the event of the absence of all three, the Board of Trustees elects a Chair Pro Tempore to preside.

§ 4. Duties of the Secretary

The Secretary of the Board through the Trustees' Secretariat gives public notice of all meetings of the Board of Trustees and Committees of the Board, in accord with Government Code section 11125. The Secretary certifies the minutes of the Board of Trustees and Committees of the Board. The Secretary certifies actions of the Board of Trustees and Committees of the Board, these Rules, the Standing Orders, and other official Board activities.

The Secretary of the Board through the Trustees' Secretariat files, posts, and publishes in appropriate public offices or locations all documents required for the California State University. The Secretary is authorized to sign proxies, receipts, acknowledgments, notices, and declarations in the name of the Board of Trustees.

The Secretary is the custodian of the seal of the Board of Trustees, and through the Trustees' Secretariat affixes it to appropriate documents for the California State University.

Any Assistant Secretary may perform the functions of the Secretary.

§ 5. Duties of the Treasurer

The Treasurer of the Board is responsible for all fiscal affairs of the California State University, including the implementation of internal financial controls. The Treasurer of the Board is also responsible for all external debt incurred by the California State University and investment of all funds that are subject to the Board of Trustees' authority.

§ 6. Other Authority

The officers of the Board have other powers and duties as delegated by the Board.

III. MEETINGS

§ 1. Regular Meetings

The Board of Trustees establishes in a meeting in or about March of each year a schedule of regular meetings to be held in the following year on the dates and in the places indicated. The schedule is acted upon at the next regular meeting.

§ 2. Special Meetings

A special meeting may be called by the Chair or a majority of the members of the Board of Trustees, in accord with the requirements of Government Code section 11125.4.

§ 3. Emergency Meetings

An emergency meeting may be called by the Chair or a majority of the members of the Board of Trustees, when necessitated by matters upon which prompt action is necessary due to the disruption or threatened disruption of California State University facilities, in accord with the requirements of Government Code section 11125.5.

§ 4. Quorum

A quorum of the Board of Trustees consists of eleven members.

§ 5. Continuation of Meeting

Any meeting may be adjourned and its business continued to another date by a vote of a majority of the Trustees in attendance, even where less than a quorum is present.

§ 6. Order of Business

The order of business at regular meetings of the Board of Trustees shall be as follows:

- Call to order and Roll Call
- Reports of the Chair and the Chancellor
- Approval of the minutes
- Reports of Standing and Special Committees
- Public Comments
- Adjournment to next regular meeting

The order of business at special and emergency meetings of the Board of Trustees shall be as follows:

- Call to order and Roll Call
- Special business for which the meeting was called
- Adjournment

The order of business at any meeting may be suspended by a majority vote.

§ 7. Conduct of Meetings

Meetings of the Board of Trustees and Committees of the Board are conducted in accord with traditional procedural rules, as interpreted by the Board or Committee Chair who is presiding. Any member of the Board who disagrees with a procedural decision made by the Board or Committee Chair may introduce a motion to reverse or amend that decision.

§ 8. Members of the Public Addressing the Board

Members of the public have an opportunity to address the Board of Trustees on agenda items, in accord with Government Code section 11125.7, before or during discussion or consideration of the item, but only if an opportunity to address the relevant item was not provided when it came before Committee. Individuals wishing to appear before the Board to

address an agenda item, or make public comment, must provide written notice to the Trustees' Secretariat two working days preceding the regularly scheduled Board meeting, stating the subject and reason for the appearance. The Chair determines and announces any reasonable restrictions upon such presentations, including the total amount of time allocated for public comment on particular issues, and/or for each speaker. If a member of the Board disagrees with the Chair's restrictions, that Trustee may introduce a motion to reverse or amend the Chair's decision.

The Chair decides whether to recognize individuals wishing to appear before the Board who have not submitted advance notice prior to the meeting as required by this section and announces that decision. Any member of the Board who disagrees with the Chair's decision may introduce a motion to reverse or amend the Chair's decision.

Spokespersons for the Statewide Academic Senate, the California State Student Association and the CSU Alumni Council are not subject to this rule.

IV. COMMITTEES

§ 1. Standing Committees

The purpose of the standing committees of the Board of Trustees is to facilitate consideration of the business and governance of the California State University. Except in cases of emergency, all matters are first referred to the standing committees, which shall consider them, and make a recommendation to the Board of Trustees. The Board of Trustees may consider matters that have not been referred to standing committees upon a two-thirds vote.

Members of standing committees are determined by the Board of Trustees and hold office until the appointment of successors. The

Committee on Committees determines committee assignments for newly appointed Trustees.

Each standing committee has a Chair and Vice Chair. In the event of the absence of both, another member of the committee is selected by the Chair of the Board to serve as Committee Chair Pro Tempore.

a. Committee on Finance

The Committee on Finance is responsible for all matters relating to the fiscal affairs of the California State University, except personnel matters that fall within the jurisdiction of the Committee on University and Faculty Personnel.

b. Committee on Educational Policy

The Committee on Educational Policy is responsible for all matters relating to educational policy of the California State University, including student affairs, and nominees for honorary degrees to be awarded by the California State University.

c. Committee on Campus Planning, Building and Grounds

The Committee on Campus Planning, Building and Grounds is responsible for the planning, development and construction of all California State University facilities and for land use within the California State University.

d. Committee on Audit

The Committee on Audit is responsible for the overall audit function within the California State University, including selection and oversight of the university's external and internal auditor, controls to ensure their independence, annual selection of areas to be audited, review of audit reports and responses, monitoring of internal financial controls,

review of annual financial statements, and the budget to support these functions. At least one member of the Committee on Audit must have accounting or financial management experience.

e. Committee on Organization and Rules

The Committee on Organization and Rules is responsible for revisions of these Rules, the Standing Orders, and the schedule of regular meetings of the Board of Trustees.

f. Committee on Collective Bargaining

The Committee on Collective Bargaining is responsible for implementation of the collective bargaining policy for the California State University, and has authority to act on behalf of the Board of Trustees to comply with the requirements of the Higher Education Employer-Employee Relations Act, including negotiation and ratification of memoranda of understanding with the unions. The Committee makes periodic progress reports to the Board of Trustees on matters pertaining to collective bargaining and the actions that it has taken.

g. Committee on University and Faculty Personnel

The Committee on University and Faculty Personnel is responsible for personnel policies and procedures, and for executive compensation.

h. Committee on Institutional Advancement

The Committee on Institutional Advancement is responsible for policies and procedures related to advancement of the California State University.

i. Committee on Governmental Relations

The Committee on Governmental Relations is responsible for the legislative program for the California State University.

j. Committee of the Whole

The Committee of the Whole is responsible for all other matters to come before the Board that are not otherwise assigned to another standing committee.

§ 2. Committee on Committees

The Committee on Committees nominates the Chair and Vice Chair, all members of the standing committees, and two representatives to the California Postsecondary Education Commission.

At a regular meeting in or about January, the Chair nominates five members of the Board of Trustees to the Committee on Committees. These nominations are acted upon at the next regular meeting. Any Trustee can make other nominations at any time prior to the election. The five nominees who receive the highest number of votes constitute the Committee on Committees. They take office at the end of the meeting at which they have been elected.

Within ten calendar days of the election of a new Committee on Committees, each Trustee submits to the Trustees' Secretariat a list in rank order of at least four standing committees on which the Trustee would prefer to serve and any preference for service as a Trustee representative to the California Postsecondary Education Commission. The lists are sent to each member of the Committee on Committees, which shall give due consideration to the preferences listed in determining its nominations.

The Committee on Committees may nominate ex officio members of the Board of Trustees to serve as members of standing committees.

§ 3. Special Committees

Special committees may be appointed by the Chair upon authority from the Board of Trustees and shall have such powers as the Board of Trustees determines. Special committees are discharged after one year from the date of their appointment, unless specifically authorized by the Board of Trustees to act for a longer period.

The Chair may appoint special committees in the interim between regular meetings of the Board of Trustees, provided that the Board of Trustees at its next regular meeting confirms the appointment and charge of such special committees.

§ 4. Committee Meetings

Regular meetings of the standing committees, the Committee on Committees, and any special committees are held, as needed, on the same dates and in the same places as regular meetings of the Board of Trustees. Other meetings of any committee may be called at any time by the Secretary through the Trustees' Secretariat at the direction of the Committee Chair, the Chancellor, or by any three members of that Committee.

The President and the Chair shall be ex officio members of all standing and special committees and the Committee on Committees. The Chancellor shall be an ex officio member of all standing and special committees, except for the Committee on Audit and the Committee on Committees.

A majority of the members of any committee constitutes a quorum, except that in the case of a committee consisting of four members or less, in which case two members constitutes a quorum. If a quorum of any committee is not available, the Chair is authorized to appoint substitute members to the committee to create a quorum. A substitute appointment applies only to that particular meeting and expires upon adjournment of the committee meeting.

In the case of any joint meeting of two or more committees, a quorum consists of the majority of the members of each committee, and each member is counted just once. Each member has one vote, even though he or she is a member of more than one committee.

An agenda item brought before any committee for information or action remains under the jurisdiction of that committee unless the Chair of the committee or the Chair of the Board has been given notice and has approved the transfer of the agenda item to another committee or committees.

Any Trustee has the right to attend a closed session of any committee except for the Committee on Collective Bargaining.

§ 5. Members of the Public Addressing Committees

Every committee provides an opportunity for members of the public to directly address the committee on each agenda item before or during the committee's discussion or consideration of the item, in accord with Government Code section 11125.7. Individuals wishing to appear before a committee must provide written notice to the Trustees' Secretariat two working days preceding the regularly scheduled committee meeting, stating the subject and reason for the appearance. The Chair of the committee determines and announces any reasonable restrictions upon such presentations, including the total amount of time allocated for public comment on particular issues and/or for each speaker. If a member of the Board disagrees with the Chair's restrictions, that Trustee may introduce a motion to reverse or amend the Chair's decision.

Individuals wishing to appear before a committee who have not submitted advance notice prior to the meeting may seek recognition from the Chair of the committee to make their remarks.

Spokespersons for the Statewide Academic Senate, the California State Student Association and the CSU Alumni Council are not subject to this rule.

V. REPRESENTATION ON THE CALIFORNIA POSTSECONDARY EDUCATION COMMISSION

The persons elected to be representatives to the California Postsecondary Education Commission are subject to direction from the Board of Trustees, and regularly report to the Board of Trustees. In the event of a vacancy in either position, the Chair makes an interim appointment that remains in effect until further action by the Committee on Committees.

VI. AMENDMENTS

These Rules may be amended at any regular meeting of the Board of Trustees. Amendment includes adoption as presented, rejection, or adoption in an amended form. Notice and a draft of the proposed amendment is required at the last regular meeting prior to the meeting at which action is taken. This advance notice requirement may be waived by a majority vote for matters that are not controversial and require no further discussion.

TRUSTEES' CODE OF CONDUCT
(Adopted by Board Resolution, May 1988)

1. A Trustee shall devote time, thought, and study to his or her duties as a member of the Board of Trustees of the California State University.
2. A Trustee shall learn how the California State University functions --- its uniqueness, strength, and needs --- and its place in postsecondary education.
3. A Trustee shall carefully prepare for, regularly attend, and actively participate in the Board meetings and committee assignments.
4. A Trustee shall accept and abide by the legal and fiscal responsibilities of the Board as specified in federal and state law and the regulations, rules of procedure, standing orders, and resolutions of the Board of Trustees.
5. A Trustee shall base his or her vote upon all information available in each situation and shall exercise his or her best judgment in making decisions which affect the course of the California State University.
6. A Trustee shall vote according to his or her individual conviction, and may challenge the judgment of others when necessary; yet a Trustee shall be willing to support the majority decision of the Board and work with fellow Board members in a spirit of cooperation.
7. A Trustee shall maintain the confidential nature of Board deliberations in closed session. This includes written and verbal communication concerning the closed session. A Trustee shall avoid acting as spokesperson for the Board unless specifically authorized to do so.

8. A Trustee shall understand the role of the Board as a policy making body and avoid participation in administration of that policy unless specifically authorized to do so by the Board.
9. A Trustee shall learn and consistently use designated institutional channels when conducting Board business (e.g., responding to faculty and student grievances, responding to inquiries concerning the status of a presidential search).
10. A Trustee shall comply with conflict of interest policies and requirements prescribed in state law. A Trustee shall refrain from accepting duties, incurring obligations, accepting gifts or favors, engaging in private business or professional activities when there is, or would appear to be, a conflict or incompatibility between the Trustee's private interests and the interests of the California State University.
11. A Trustee shall refrain from actions and involvements that may prove embarrassing to the California State University.
12. A Trustee shall act and make judgments always on the basis of what is best for the California State University as a whole and for the advancement of higher education in general.

**Procedure for Responding to Breaches of the
Code of Conduct**

1. Should evidence or allegations of violations of the Code of Conduct by a Trustee of the California State University come to the attention of the Chair of the Board, which after further review by the Chair appears to constitute a breach of the Code of Conduct, the Chair and the Vice Chair shall discuss the matter with the Trustee to obtain additional facts and perspective and to seek a mutually agreeable resolution.

Attachment A

Org. & Rules Item 1

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2. Should the Code continue to be violated by the Trustee after discussion with the Chair and the Vice Chair, the Chair, after appropriate consultation, will place the matter on the agenda for appropriate action by the Board of Trustees. The Board shall discuss the matter in open session, allowing the Trustee whose conduct is at issue to provide an explanation of the conduct. The Board may then by majority vote censure the Trustee.

3. Should the Board censure the Trustee, formal notification of the censure shall be communicated to the Governor, as President of the Board, and to any separate recommendatory or appointive authority of the Trustee, e.g., the Academic Senate of the California State University, the California State Student Association, or the CSU Alumni Council.

Existing (old)

**RULES OF PROCEDURE
OF
THE BOARD OF TRUSTEES OF
THE CALIFORNIA STATE UNIVERSITY**

**ARTICLE I --
THE GOVERNING BOARD OF
THE CALIFORNIA STATE UNIVERSITY**

1. Name

The name of this Board is, "**TRUSTEES OF THE CALIFORNIA STATE UNIVERSITY**," hereinafter referred to as "Board of Trustees".

2. Composition and Powers

The form, composition and powers of the Board of Trustees, shall be as prescribed by law.

3. Exercise of Powers

The Board of Trustees shall act only at meetings called and held as provided in these Rules, and except as otherwise specifically provided herein, all matters coming before the Board of Trustees for determination shall be determined by the vote of the majority of the members present and voting.

4. Standing Orders

The Board of Trustees from time to time may adopt Standing Orders, not inconsistent with these Rules, for the government of the California State University and the conduct of the business of the Board of Trustees, and may amend or repeal the same, in whole or in part, as it may be advised after notice given as hereinafter provided, provided that no Standing Order shall be adopted, amended, or repealed except by the affirmative vote of eleven members of the Board of Trustees.

**ARTICLE II --
SPECIAL PROVISIONS RELATING TO TRUSTEES**

1. Contracts

Except when specifically authorized, no Trustee may make or enter into any contract on

behalf of the Board of Trustees.

2. Salary or Other Compensation

No Trustee except the Chancellor of the California State University shall receive salary for her or his services nor shall any Trustee other than the Chancellor be eligible for appointment to any position in connection with the California State University to which salary or other compensation attaches, except that each appointive Trustee shall receive the sum of one hundred dollars (\$100.00) for each day he or she is attending official business, and a Trustee may be reimbursed for expenses incurred by reason of her or his attendance at any meeting of the Board of Trustees or a committee thereof or in the performance of other official business of the Board of Trustees in accordance with the CSU policy concerning travel expense reimbursement.

"Official business" means any activity which is required to be performed in furtherance of the duties, obligations and functions of the Board of Trustees with respect to the management and control of the California State University. It includes acts which are required by law, and acts reasonably related to those which the law requires. It includes, but is not limited to, attendance at any meeting officially called by the Trustees or any state agency, at which the attendance of the Trustee is required or recommended. It does not include any purely personal business.

ARTICLE III -- OFFICERS OF THE BOARD OF TRUSTEES

1. Designation

The officers of the Board of Trustees shall be: President, Chair, Vice-Chair, Secretary and Treasurer. The President, Chair and Vice-Chair shall be members of the Board of Trustees. The chief legal officer shall serve as the Secretary of the Board of Trustees and the chief financial officer shall serve as the Treasurer.

2. Qualifications and Election

a. President.

The Governor of the State shall be the President of the Board of Trustees.

b. Chair and Vice-Chair.

(1) Election. The Board of Trustees shall elect the Chair and Vice-Chair.

(2) Term and Succession. The Chair and the Vice-Chair shall each be selected at the first regular meeting prior to July of each year, shall take office as the last order of business at such meeting, and shall hold office for one year, and until his or her successor is elected. In the event of an interim vacancy in the Office of Chair, the Vice-Chair shall succeed to that Office for the remainder of the unexpired term, and until his or her successor is elected. In the event of an interim vacancy in the Office of Vice-Chair, a successor may be elected for the unexpired term. The Chair of the Board of Trustees shall not be elected for more than two consecutive terms plus any unexpired term to which he or she may succeed pursuant to this Section.

c. Secretary and Treasurer.

The chief legal officer shall serve as the Secretary of the Board of Trustees and the chief financial officer shall serve as the Treasurer of the Board of Trustees.

3. Presiding Officer at Meetings

The President of the Board of Trustees shall preside at meetings of the Board of Trustees. In the event of his or her absence or inability to act, the Chair shall preside, and in the event of his or her absence or inability to act, the Vice-Chair shall preside.

4. Execution of Documents

The Chair of the Board of Trustees, the Vice-Chair of the Board of Trustees, the Chair of the Committee on Finance and the Vice-Chair of the Committee on Finance are severally authorized, on behalf of the Board of Trustees, to execute, and except where express authority is elsewhere conferred by law or by rule, order of resolution of the Board of Trustees, shall execute on behalf of the Board of Trustees, all contracts, deeds, leases, notes, mortgages, deeds of trust, bonds, indentures, warrants, undertakings, powers of attorney, releases and satisfactions of mortgages and indebtedness, reconveyances under deeds of trust, and all other releases, when the same have been authorized to be executed by the Board of Trustees, or by a committee which, by direction of the Board of Trustees, has been empowered to act, provided, that unless specifically otherwise directed by the Board of Trustees, all instrument authorized to be executed by the Chair of the Board of Trustees or the Vice-Chair of the Board of Trustees or the Chair of the Committee on Finance, or the Vice-Chair of the Committee on Finance, shall be without force or effect unless also executed or attested by the Secretary of the Board of Trustees.

5. Chair Pro Tempore

In case of the absence of the President, Chair and Vice-Chair of the Board of Trustees from any meeting of the Board of Trustees or in the case of the inability of any of the three to act, the Board of Trustees shall elect for that meeting a Chair Pro Tempore, and may authorize such Chair

Pro Tempore to perform the duties and acts authorized or required by said President or Chair or Vice-Chair to be performed, as long as the inability of these said officers to act may continue.

6. Duties of the Secretary

a. Notice.

The Secretary shall cause public notice to be given of all meetings of the Board of Trustees and of Committees thereof.

b. Minutes and Official Records.

The Secretary shall record and keep the minutes of all official records of the Board of Trustees including the minutes of all meetings of its committees, and of all deeds, contracts, and other documents and papers of the Board of Trustees.

c. Certification.

The Secretary may certify to any action of the Board of Trustees or its committees, or to the identity, appointment and authority of officers of the Board of Trustees, or to the Rules of Procedure, Standing Orders and other provisions of the Board of Trustees.

d. Filing and Recording.

The Secretary shall cause to be filed or recorded in appropriate offices of public record, or posted, or published, as may be required by law or as may be necessary for the protection of the California State University, documents and notices which it is necessary or appropriate for her or him to file, record, or post, or publish, in the performance of her or his duties.

e. Proxies, Receipts and Acknowledgments.

The Secretary is authorized, in the name of the Board of Trustees, to execute proxies, sign receipts and acknowledgments, and notices and declarations, as may be appropriate or necessary in the performance of his or her duties.

f. Seal.

The Secretary shall be custodian of the seal of the Board of Trustees, and he or she shall affix it to documents executed on behalf of the Board of Trustees and to certifications.

g. Assistants.

The Secretary may appoint such assistants from the Chancellors Staff as he or she may consider appropriate to assist him or her in the performance of his or her duties, and may authorize such assistants to perform, in the name of the Secretary, any of the duties specified in this Section.

7. Special Authority of Officers

The Officers of the Board of Trustees shall have such powers and shall perform such duties in addition to those in these Rules set forth as may be delegated to them by the Board of Trustees.

**ARTICLE IV --
THE CHANCELLOR OF
THE CALIFORNIA STATE UNIVERSITY**

1. Chief Executive Officer

The Chancellor shall be the chief executive officer of the California State University, and shall have such authority as may be assigned to her or him by the Board of Trustees.

2. Selection and Service

The Chancellor shall be selected by the Board of Trustees, and shall serve at its pleasure.

**ARTICLE V --
MEETINGS OF THE BOARD OF TRUSTEES**

1. Regular Meetings

Regular meetings of the Board of Trustees shall be held at such time and place as the Board of Trustees by resolution from time to time may direct.

2. Special and Emergency Meetings

a. Special Meetings.

The Chair of the Board of Trustees, the Chancellor, or any four (4) members of the Board of Trustees, may call special meetings of the Board of Trustees and Notice of the time, place and purpose thereof shall be given to each Trustee by letter or telegram addressed to him or her at his or her last known place of business or residence, and general notice shall be given as provided in California Government Code Section 11125. No business other than that mentioned in the notice of a special meeting shall be considered thereat. A record of the service of notice required to be given

as aforesaid shall be entered upon the minutes of the Board of Trustees, and said minutes when read and approved at the subsequent meeting of the Board of Trustees shall be conclusive of the fact that notice was given as required.

b. **Emergency Meetings.**

As required by Title 5, California Code of Regulations, Section 42395, an emergency meeting may be called only when necessitated by unforeseen emergency conditions which might result in a detriment to the California State University or the public interest if such meeting were delayed for the ten day notice normally required by Government Code Section 11125. Upon the convening of the emergency meeting, the Chancellor or her or his designee shall present a statement of the circumstances which constituted the unforeseen emergency conditions, and the detrimental consequences which might result in the event of such delay.

Notice of the time and place of an emergency meeting called pursuant to this section, and the nature of the matters to be considered shall be given as soon as possible after it has been determined that such a meeting is necessary. No business other than that mentioned in the Notice of Emergency Meeting may be considered thereat. Notice to each Trustee shall be given by letter or telegram addressed to him or her at his or her last known place of business or residence.

3. Quorum

Eleven (11) Trustees shall constitute a quorum for the transaction of business.

4. Adjournment When No Quorum

Any meeting may be adjourned and its business continued to an appointed day by the vote of a majority of the Trustees present even though there shall be present less than a quorum.

5. Public Meetings; Closed Session

Meetings of the Board of Trustees shall be open to the public except in closed sessions. Closed sessions are restricted to consideration of those matters which may lawfully be considered at such sessions.

6. Minutes

All communications presented to the Board of Trustees shall be filed by the Secretary. Unless otherwise ordered, documents other than reports of committees and the report of the Chancellor shall not appear in the minutes.

7. Order of Business at Regular Meetings

The Order of business at regular meetings of the Board of Trustees shall include the following

- Call to Order and Roll Call
- Reports of Chair and Chancellor
- Approval of minutes
- Reports of Standing and Special Committees
- Old business
- New business
- Public Comments
- Adjournment

The regular order of business may be suspended at any meeting by a vote of a majority of the Trustees present and voting.

8. Order of Business at Special and Emergency Meetings

The order of business at special and emergency meetings of the Board of Trustees shall be as follows:

- Roll Call
- Reading of notice and statement of service thereof

If any emergency meeting, a statement by the Chancellor or her or his designee of the circumstances which constituted the emergency conditions necessitating the meeting.

The special business for which the meeting was called.

The regular order of business may be suspended at any meeting by a vote of the Trustees present and voting.

9. Agenda of Business

As required by California Government Code Section 11125, the Secretary shall prepare an agenda for, and provide notice of, each regular meeting of the Board of Trustees to any person who requests such notice in writing. Notice shall also be made available on the internet. Notice shall be given at least 10 days in advance of, and shall include the agenda for the meeting. Notice shall include the items of business to be transacted and no items shall be added to the agenda subsequent to the provisions of such notice, except in emergency conditions as specified in these rules. In the

event of objection by any member to the consideration of any emergency item or the change of an item from information to an action item in such a notice and agenda, further consideration shall be postponed until the next Board of Trustees meeting unless two-thirds of the Trustees present and voting consent to consideration of the matter without such postponement.

10. Reconsideration or Repeal

No motion for repeal of any action taken by the Board of Trustees shall be voted upon at any later meeting unless notice of intention to make such motion shall have been given by mail to each member of the Board of Trustees at least five days prior to the meeting at which such motion is voted upon. No motion for reconsideration of any action taken by the Board of Trustees shall be voted upon except at the regular meeting of the Board of Trustees next following the meeting at which said action was taken and notice of intention to make such motion was given. However, the provisions of this Section may be set aside as to any individual matter at any meeting by the vote of two-thirds of the Trustees present and voting.

11. Communications

Communications for presentation to the Board of Trustees shall be in writing and may be presented by the Chancellor at the next regular meeting following their receipt. Communications from the Presidents or members of the faculty or student body or employees of the California State University shall be presented only by or at the invitation of the Chancellor. With the permission of the Board of Trustees, other individuals or organizations may appear before it.

12. Rules of Procedure

The rules contained in Roberts Rules of Order Newly Revised, as copyrighted in 1970 by Henry M. Robert, III, shall govern the proceedings at and the conduct of the meetings of the Board of Trustees and its committees, in all cases to which they are applicable and which are not covered in or by the Rules or Standing Orders of the Board of Trustees, with the exception that the rule limiting speeches to ten minutes [at 42] shall not apply.

ARTICLE VI -- COMMITTEES OF THE BOARD OF TRUSTEES

1. General Provisions Applicable to All Committees

a. Quorum.

A number equal to the majority of the appointed members of any committee, excluding committee members who are ex officio members of the Board of Trustees, shall constitute a quorum

for the transaction of business, except that in the case of a committee consisting of four (4) members or less, two (2) members shall constitute a quorum. No more than one person who is an ex officio member of a committee (that is, the President, the Chair of the Board and the Chancellor) shall be counted in determining a quorum. No person who is an ex officio member of the Board of Trustees shall be counted in determining a quorum.

Should a quorum of a committee not be available utilizing the provisions of the first paragraph of this subsection, then the Chair of the Board is authorized to appoint a substitute member or members to the committee so as to provide the committee with a quorum. Such substitute appointment shall be only for that particular meeting and the temporary appointment shall expire upon adjournment of the committee meeting.

b. Minutes of Committee Procedures.

Minutes of the proceedings of each committee shall be kept by the Secretary, and as soon as practical after a meeting, a copy of said minutes shall be mailed or delivered to each member of said committee.

c. Ex Officio Members.

The President and the Chair shall be ex officio members, and the Chancellor shall be an ex officio nonvoting member, of all Standing and Special Committees (except the Committee on Audit and the Committee on Committees), and of all subcommittees. The Chair of each committee shall be an ex officio member of each subcommittee of his or her committee.

d. Joint Meetings of Committees.

In the case of any joint meeting of two or more committees, a quorum shall consist of a number equal to the majority of the appointed members of such committees, each such member being counted but once in determining the number constituting a quorum, and in determining the presence of a quorum. No more than two ex officio members shall be counted in determining the presence of a quorum, and each voting member of each such committee shall have but one vote at the joint meeting, even though he or she is a member of more than one committee making up the joint meeting.

e. Transfer of Agenda Items.

An agenda item brought to the consideration of a committee, either for information or action, shall remain under the jurisdiction of that committee unless the Chair of the committee or the Chair of the Board has been given notice and has approved the transfer of the agenda item or other committee or committees.

f. Admission to Closed Session of Committees.

Any Trustee has the right to attend a closed session of any committee except for the Committee on Collective Bargaining.

2. The Committee on Committees

a. Membership.

At the third regular meeting prior to July of each year, the Chair shall nominate five (5) members of the Board of Trustees for appointment to the Committee on Committees. These nominations shall not be acted upon until the next regular meeting of the Board of Trustees, prior to which or at which meeting other nominations of Trustees for such appointments may be made by any Trustee. At said next regular meeting, or, if postponed by action of the Board of Trustees, at a subsequent regular meeting, an election shall be held by the Board of Trustees for the appointment from all of such nominees to the Committee on Committees. The five (5) nominees receiving the highest number of votes shall constitute the Committee on Committees for the ensuing year, or until their successors have been selected. These members shall take office at the end of the meeting at which they have been selected.

Within ten (10) calendar days of the constitution of a new Committee on Committees, each Trustee shall submit a list in rank order of at least four standing committees on which the Trustee would prefer to serve. Included on the list may also be preferences for service as a Trustee representative to the California Postsecondary Education Commission. The list shall be sent by the Trustees to the Board's Secretary who shall promptly transmit copies to each member of the Committee on Committees. The Committee shall give due consideration to the preferences listed by the Trustees in determining its nominations.

b. Duties: Nomination of Committee Members.

The Committee on Committees shall nominate at the next regular meeting of the Board of Trustees following their annual selection, members of the several standing committees for the ensuing year. The Committee on Committees may nominate ex officio members of the Board of Trustees to serve as members of standing committees. Vacancies on all committees, except as otherwise provided herein, shall be filled through nomination by the Committee on Committees, subject to confirmation by the Board of Trustees.

c. Duties: Nomination of Representatives to California Postsecondary Education Commission.

The Committee on Committees shall nominate to the Board of Trustees two persons to serve as the representatives of the California State University to the California Postsecondary Education Commission.

d. Nomination of Chair and Vice Chair.

It will be the duty of the Committee on Committees to present at the May meeting a nomination for the Chair and Vice Chair. At the May meeting nominations for the Chair and Vice Chair properly made and seconded will also be accepted from the floor.

3. Designation of Standing Committees

The Standing Committees of the Board of Trustees shall be as follows:

1. Committee on Finance
2. Committee on Educational Policy
3. Committee on Campus Planning, Buildings and Grounds
4. Committee on Audit
5. Committee on Organization and Rules
6. Committee on Collective Bargaining
7. Committee on University and Faculty Personnel
8. Committee on Institutional Advancement
9. Committee on Governmental Relations

4. General Provisions Applicable to Standing Committees

a. Purpose and Function.

To facilitate consideration of the business and management of the California State University, Standing Committees are established as hereinbefore set forth Except in cases of extreme urgency, matters appropriate for the consideration of any such committee shall be first referred thereto. Unless otherwise specifically delegated, authority to act on all matters is reserved to the Board of Trustees, and the duty of each committee shall be only to consider and to make recommendations to the Board of Trustees, except as otherwise provided herein, upon matters referred to it.

b. Duties.

The several Standing Committees are especially charged with the immediate care and supervision of the subject matters specified in these Procedures and properly relating to their duties. These matters shall be referred to the appropriate committees and the committees shall severally report at the next regular meeting of the Board of Trustees following the reference, provided,

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however, that such matters may be considered without such referral upon the vote of two-thirds of the Trustees present and voting. In addition to the duties prescribed by this paragraph, the Standing Committees shall perform such other functions as may be directed by the Board of Trustees.

c. Membership.

Each Standing Committee shall consist of such number of members as the Board of Trustees from time to time may determine. Members of Standing Committees shall hold office until the appointment of their successors by the Board of Trustees.

Upon appointment to the Board, a Trustee shall become a member of those Standing Committees to which his or her predecessor was assigned except that a newly appointed Trustee shall not become Chair or Vice-Chair of any committee to which he or she is assigned by reason of this section.

A newly appointed Trustee shall not become a member of the Committee on Collective Bargaining by reason of this section. If a newly appointed Trustee is the successor to the Chair of the Board of Trustees, the Committee on Committees shall appoint that person to Standing Committee assignments.

d. Chair and Vice-Chair.

The member whose name appears first in order on the list of persons appointed to the Standing Committee shall be its Chair, and the member whose name appears second in order shall be its Vice-Chair; provided, that the Chair of each Standing Committee shall be changed at least every two years. In the absence of the Chair of a Committee, the Vice-Chair shall perform her or his duties, and in the absence of both Chair and Vice-Chair, the member of the committee whose name is next in order on such list, and who is present and able to act, shall perform the duties of Chair.

e. Meetings.

(1) Regular Meetings. Regular meetings of the Standing Committees, and of the Committee on Committees, shall be held at times and places to be fixed by each of the several committees.

(2) Special Meetings. Special meetings of Standing Committees and of the Committee on Committees may be called by the Secretary at the direction of the Committee Chair, the Chancellor, or by any three (3) members of the committee of which a meeting is to be called. Notice of the time and place of a special meeting of a committee of the Board of Trustees shall be given to each member of the committee by letter or telegram addressed to him or her at his or her last known place of business or residence in time to reach him or her at least twenty-four hours before the time

appointed for the meeting.

f. Public Comment.

Each standing committee shall provide an opportunity for members of the public to directly address the committee on each agenda item before or during the committee's discussion or consideration of the item.

5. Particular Standing Committees

a. Committee on Finance.

The Committee on Finance shall be responsible for all matters relating to the fiscal affairs of the California State University, except personnel matters which fall within the jurisdiction of the Committee on University and Faculty Personnel, and shall report to the Board of Trustees on all such matters.

b. Committee on Educational Policy.

The Committee on Educational Policy shall consider and recommend to the Board of Trustees upon all matters pertaining to educational policy, including student affairs, and nominees for honorary degrees to be awarded by the California State University.

c. Committee on Campus Planning, Building and Grounds.

The Committee on Campus Planning, Buildings and Grounds is charged with the responsibility for the planning, development and construction of any California State University campus, and any buildings or other facilities, or improvement, connected with the California State University, and may make recommendations on these matters to the Board of Trustees.

d. Committee on Audit.

The Committee on Audit shall provide general oversight to the audit functions of the Trustees audit staff, assign functions to be audited, review audit reports and responses, and approve the annual budget for the audit staff.

e. Organization and Rules.

The Committee on Organization and Rules shall be concerned with revisions of these Rules of Procedure, and of the Standing Orders of the Board of Trustees of the California State University, and with the schedule of regular meetings of the Board.

f. Committee on Collective Bargaining.

The Committee on Collective Bargaining shall have delegated authority to act for the Board of Trustees in order to comply with the requirements of the Higher Education Employer-Employee Relations Act (HEERA) and implement the collective bargaining policy of the Board of Trustees. The delegation to the Committee on Collective Bargaining includes, but is not limited to, authority to negotiate memoranda of understanding pursuant to the policies of the Board of Trustees. The Committee on Collective Bargaining shall submit periodic progress reports to the Board of Trustees on matters pertaining to collective bargaining and actions which it has taken.

g. Committee on University and Faculty Personnel.

The Committee on University and Faculty Personnel shall consider matters concerning personnel, procedures and policies and make recommendations to the Board of Trustees.

The Committee on University and Faculty Personnel shall also provide counsel and assistance in considering executive personnel policies and procedures and other executive personnel matters.

h. Committee on Institutional Advancement.

The Committee on Institutional Advancement shall recommend to the Board of Trustees concerning policies and priorities relating to fund raising and the generation of non-state revenues for the advancement of the California State University.

i. Committee on Governmental Relations.

The Committee on Governmental Relations shall consider developments in the legislative and executive branches of state and federal government including proposed changes in the law and the position to be taken in matters of legislation and shall make such recommendations to the Board of Trustees.

6. Special Committees

Special Committees may be appointed by the Chair of the Board of Trustees upon authority of the Board of Trustees with such powers and duties as the Board of Trustees shall determine. Special committees shall provide an opportunity for members of the public to directly address the committee on each agenda item before or during the committees discussion or consideration of the item. No Special Committee shall act for more than one year from the date of its appointment and all such committees shall be considered discharged upon the expiration of said year, unless specifically

authorized by the Board of Trustees at the time of their appointment, or from year to year, to act for a longer period. During the interim between regular meetings of the Board of Trustees, the Chair may appoint special committees to review and make recommendations on specific matters provided that the appointment and charge of such special committee is confirmed at the next regular meeting of the Board following their appointment.

7. Review of Proposed Agenda Item

a. A Committee shall be established by the Chair of the Board of Trustees when necessary to review non-staff items proposed by the Statewide Academic Senate and other constituent groups of this Board (i.e., California State Student Association and CSU Alumni Council) for inclusion on the Board of Trustees agenda.

b. The Committee shall be composed of the Chair of the Board Of Trustees, who shall act as Chair of the Committee, the Vice-Chair of the Board of Trustees, the Chair of the Committee to which the matter would be assigned if it were to be placed on a Board agenda, and the Executive Vice Chancellor, who will consult the Vice Chancellor responsible for the subject area with which the item is concerned.

c. The Committee shall have the authority to determine if an item proposed under subsection a. of this section shall be placed on the Board of Trustees agenda.

**ARTICLE VII --
REPRESENTATION ON
THE CALIFORNIA POSTSECONDARY COMMISSION**

1. Representation

Upon approval by the Board of Trustees, the persons respectively nominated and recommended by the Committee on Committees in accordance with Section 2, subdivision (c) of Article VI of these Rules to be the representatives on the California Postsecondary Education Commission shall constitute the representatives of the California State University to said Commission, and shall report to and be subject to direction by the Board of Trustees; provided that in the event of a vacancy in either position, the Chair of the Board, or, in the event of a vacancy in the Chair, the Vice-Chair of the Board, may make an interim appointment which shall remain in effect pending further action by said Committee on Committees and the Board pursuant to Section 2.

**ARTICLE VIII
AMENDMENTS**

1. Procedure

These rules may be amended at any regular meeting of the Board of Trustees by the affirmative vote of eleven Trustees, provided that notice of any proposed amendment, including a draft thereof, shall have been given at the regular meeting of the Board of Trustees next preceding the meeting at which such amendment is voted upon. The requirement of notice at an earlier meeting may be waived by a majority vote of the Trustees present at the meeting in which the proposed amendment is first presented for matters that are not controversial and require no further discussion. The Board may adopt, reject, or adopt in an amended form the proposed amendment.

**ARTICLE IX --
REFERENCE TO
PRESIDING OFFICERS OF THE BOARD AND COMMITTEES**

In addition to the references contained in these procedures as to the persons who serve as presiding officers of the Board and of Committees, individuals occupying those positions shall also have at their own discretion the right to choose the title by which they will be referred to from the following: Chair, Chairman, Chairperson, and Madame Chairman.

**ARTICLE X --
RECOGNITION OF OUTSIDE SPEAKERS**

Members of the public shall have the right to address the Board on items that are within the jurisdiction of the Board with proper notice. Individuals or organizational spokespersons wishing to appear before a committee of the Board or before the Board during a plenary session shall provide written notice stating the time necessary for the presentation and the reason for a personal appearance. Such notice would have to be received by the Secretariat of the Trustees no later than the last working day preceding the regularly scheduled meeting of the Committee or two working days preceding the regularly scheduled meeting of the Board at which permission is sought to make such presentations. The Chair of the Committee or the Chair of the Board will inform the Committee or Board of the Chairs decision regarding any restrictions on the presentations, such as the time limit or number of speakers. Should a member of the Committee or of the Board disagree with the Chairs restrictions, that Trustee may introduce a motion reversing or amending the Chairs decision. The motion shall require a second, be debatable, be amendable, and take a majority to pass.

Individuals or organizational spokespersons wishing to appear before a committee or before the Board during a plenary session without submitting a written notice prior to the meeting may seek recognition by the Chair during the Committee or Board meeting. Should the Chair decide not to recognize the person seeking the floor, the Chair will announce his/her decision and then would be subject to a motion to appeal the decision of the Chair. Such a motion shall require a second and take

a majority vote of the members of the Committee or Board present and voting.

Spokespersons for CSU constituencies (CSU Alumni Council, California State Student Association, and the Academic Senate CSU) shall not be subject to this policy.

**CORRELATION TABLE
 SOURCES OF PROVISIONS IN THE RULES OF PROCEDURE**

The following table summarizes the source of provisions in the Rules of Procedure. For convenience, the symbol "R" refers to the Rules or Procedure, and "SO" to the Standing Orders.

<u>Number</u>	<u>Title</u>	<u>Source</u>	<u>Dates of Adoption and Amendments</u>
Art.I	The Governing Board of the California State University		
Sec.1	Name	R: Art.I, Sec.1	10-31-60 as am. 6-19-61, 5-15-85
Sec.2	Composition and Powers	R: Art.I, Sec.2 R: Art.II, Sec.1	10-31-60 as am. 6-19-61
Sec.3	Exercise of Powers	R: Art.II, Sec.2	10-31-60 as am. 9-27-78
Sec.4	Standing Orders	R: Art.II, Sec.3	10-31-60 as am. 6-19-61, 5-15-85
Art. II	Special Provisions Relating to Trustees		
Sec.1	Contracts	R: Art. III, Sec.1	10-31-60
Sec.2	Salary or Other Compensation	R: Art.III, Sec.2	10-31-60 as am. 6-19-61, 5-24-78, 9-27-78, 5-15-85, 3-15-00
Art.III	Officers of the Board of Trustees		
Sec.1	Designation	R: Art.IV, Sec.1	10-31-60 as am. 6-19-61, 5-24-7
Sec.2	Qualifications and Election		
Sec.2-a	President	R: Art.IV, Sec.1	10-31-60
Sec.2-b	Chair and Vice-Chair		Am. 5-24-78
Sec.2-b (1)	Election	R: Art.IV, Sec.2	10-31-60 as am. 6-19-61, 5-24-78
Sec.2-b (2)	Term and Succession	R: Art.IV, Sec.2	10-31-60 as am. 6-19-61, 5-4-62, 7-9-69, 3-27-74, 5-24-78, 3-22-83, 11-11-87
Sec.2-c	Secretary and Treasurer	R: Art.IV, Sec.1	10-31-60 as am. 6-19-61, 1-29-97

Sec.3	Presiding Officer at Meeting	R: Art.V, Sec.1	10-31-60 as am. 5-24-78
Sec.4	Execution of Documents	R: Art.V, Sec.1	10-31-60 as am. 12-2-60, 5-24-78
Sec.5	Chair Pro Tempore	R: Art.V, Sec.1	10-31-60 as am. 5-24-78
Sec.6	Duties of Secretary	R: Art.V, Sec. 2 SO: Ch.III, Sec.1	10-20-61 as am. 5-24-78, 9-8-61, 5-15-85
Sec.6-a	Notice		
Sec.6-b	Minutes and Official Records		
Sec.6-c	Certification		
Sec.6-d	Filing and Recording		Am. 5-15-85
Sec.6-e	Proxies, Receipts and Acknowledgments		
Sec.6-f	Seal		
Sec.6-g	Assistants		
Sec.7	Special Authority of Officers	R: Art.V, Sec.4	10-31-60
Art.IV	The Chancellor of the California State University		
Sec.1	Chief Executive Officer	SO: Ch.IV, Sec.1	1-19-62 as am. 5-24-78, 5-15-85
Sec.2	Selection and Service	R: Art.IV, Sec.2	10-31-60 as am. 6-19-61
Art.V	Meetings of the Board of Trustees		
Sec.1	Regular Meetings	R: Art.VII, Sec.1	10-31-60 as am. 7-9-69
Sec.2	Special and Emergency Meeting	R: Art.VII, Sec.2	10-31-60 as am. 5-24-78, 9-27-78
Sec.2-a	Special Meetings		Am. 9-27-78
Sec.2-b	Emergency Meetings		9-27-78 as am. 5-15-85, 3-15-00
Sec.3	Quorum	R: Art.VII, Sec.5	10-31-60
Sec.4	Adjournment When No Quorum	R: Art.VII, Sec.6	10-31-60
Sec.5	Public Meetings; Closed Session	R: Art.VII, Sec.3	10-31-60 as am. 7-9-69, 3-15-00
Sec.6	Minutes	R: Art.VII, Sec.4 SO: Ch.II, Sec.4	10-31-60

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Sec.7	Order of Business at Regular Meetings	R: Art.VII, Sec.1	11-4-60 as am. 9-27-78, 3-15-00
Sec.8	Order of Business at Special and Emergency Meetings	R: Art.VII, Sec.1	11-4-60 as am. 9-27-78, 5-15-85
Sec.9	Agenda of Business	R: Art.VII, Sec.2	11-4-60 as am. 7-9-69, 9-27-78, 3-15-00, 5-10-00
Sec.10	Reconsideration or Repeal	R: Art.VII, Sec.3	11-4-60 as am. 7-9-69
Sec.11	Communications	R: Art.VII, Sec.4	11-4-60 as am. 5-15-85
Sec.12	Rules of Procedure	R: Art.VII, Sec.7	10-31-60 as am. 3-24-71, 9-27-78
Art.VI	Committees of the Board of Trustees		
Sec.1	General Provisions Applicable to All Committees		
Sec.1-a	Quorum	R: Art.VI, Sec.4	10-31-60 as am. 11-3-61, 4-30-65, 7-9-69, 5-26-70, 7-8-75, 5-24-78, 5/13/87
Sec.1-b	Minutes of Committee Proceedings	R: Art.VI, Sec.5	10-31-60
Sec.1-c	Ex Officio Members	R: Art.VI, Sec.2	10-31-60 as am. 12-2-60, 7-9-69, 11-25-69, 5-26-70, 5-24-78
Sec.1-d	Joint Meetings of Committees	New	11-25-69 as am. 5-24-78
Sec.1-e	Transfer of Agenda Items		3-26-80
Sec.1-f	Admission to Closed Session of Committees		3/11/87
Sec.2	The Committee on Committees		Am. 9-27-78, 11-18-81
Sec.2-a	Membership	R: Art.VI, Sec.1	10-31-60 as am. 6-19-61, 7-20-66, 5-24-78
Sec.2-b	Duties: Nomination of Committee Members	R: Art.VI	10-31-60 as am. 7-8-75
Sec.2-c	Duties: Nomination of Representatives to California Postsecondary Education Commission	R: Art.VI, Sec.6	12-2-60 as am. 5-12-61, 3-24-71, 5-15-85
Sec.2-d	Nomination of Chair		11-11-87

and Vice Chair

Sec.3	Designation of Standing Committees	R: Art.VI, Sec.1	10-31-60 as am. 12-2-60, 6-19-61, 7-9-69, 9-24-80, 3-28-84, 5-15-85, 5-20-92
Sec.4	General Provisions Applicable to Standing Committees		
Sec.4-a	Purpose and Function	R: Art.VI, Sec.1	10-31-60 as am. 6-19-61, 5-15-85
Sec.4-b 00	Duties	R: Art.VI, Sec.2	10-31-60 as am. 6-19-61, 7-9-69, 3-15-
Sec.4-c	Membership	R: Art.VI, Sec.1	10-31-60 as am. 6-19-61, 7-8-75, 5-24-78, 9-24-80, 3-15-00
Sec.4-d	Chair and Vice-Chair	R: Art.VI, Sec.1	10-31-60 as am. 12-2-60, 6-19-61, 11-14-65, 5-24-78, 5-15-85
Sec.4-e	Meetings		
Sec.4-e (1)	Regular Meetings	R: Art.VI, Sec.2	10-31-60 as am. 6-19-61, 1-28-70
Sec.4-e (2)	Special Meetings	R: Art.VI, Sec.2	10-31-60 as am. 12-2-60, 6-19-61, 1-28-70, 5-24-78
Sec.4-f	Public Comment		5-10-00
Sec.5	Particular Standing Committees		
Sec.5-a	Committee on Finance	SO: Ch.III, Sec.1	12-2-60 as am. 6-19-61, 5-15-85, 5-20-92
Sec.5-b	Committee on Educational Policy	SO: Ch.III, Sec.2	12-2-60 as am. 7-9-69, 5-20-92
Sec.5-c	Committee on Campus Planning Building and Grounds	SO: Ch.III, Sec.3	12-2-60 as am. 6-19-61, 5-15-85
Sec.5-d	Committee on Audit		11-8-63 as am. 5-15-85, 9-11-91, 5-20-92
Sec.5-e	Organization and Rules		11-8-63 as am. 7-9-69, 5-15-85, 5-20-92
Sec.5-f	Committee on Collective Bargaining		9-14-80, 5-20-92
Sec.5-g	Committee on University and		5-20-92

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	Faculty Personnel ¹	
Sec.5-h	Committee on Institutional Advancement ¹	5-20-92
Sec.5-i	Committee on Governmental Relations ²	5-20-92
Sec.6	Special Committees	11-8-63 as am. 7-9-69, 5-24-78, 5-10-00
Sec.7 00	Review of Proposed Agenda Item	3-23-77 as am. 5-24-78, 9-27-78, 3-15-
Art.VII	Representation on the California Postsecondary Education Commission	11-8-63
Sec.1	Representation	11-8-63, 3-24-71 as am. 5-24-78, 5-15-85
Art.VIII	Amendments	11-8-63 as am. 9-11-96
Sec.1	Procedure	11-8-63 as am. 12-2-65
Art.IX	Reference to Presiding Officers of the Board and Committees	5-14-78
Art.X	Recognition of Outside Speakers	5-13-87, 3-15-00

¹This Committee results from a combination of the Committee on Personnel and the Committee on Faculty and Staff Relations. The Dates of Adoption and Amendments for the Committee on Personnel were: 3-28-84 as am. 7-11-90, 11-28-90, 9-11-91. The Dates of Adoption and Amendments for the Committee on Faculty and Staff Affairs were: 11-8-63 as am. 12-2-65.

²The responsibilities of the Committee on Institutional Advancement and the Committee on Governmental Relations were previously part of the Committee on Gifts and Public Affairs. The Dates of Adoption and Amendments for the Committee on Gifts and Public Affairs were : 11-8-63 as am. 7-9-69, 5-15-85.