AGENDA
COMMITTEE ON ORGANIZATION AND RULES

Meeting: 5:00 p.m., Tuesday, November 14, 2006
Glenn S. Dumke Auditorium

8:15 a.m., Wednesday, November 15, 2006
Glenn S. Dumke Auditorium

George G. Gowgani, Chair
Craig Smith, Vice Chair
Jeffrey L. Bleich
Herbert L. Carter
Carol R. Chandler
Debra S. Farar
Melinda Guzman
Ricardo F. Icaza
Lou Monville

5:00 p.m., Tuesday, November 14, 2006 - Glenn S. Dumke Auditorium

Consent Items

  Approval of Minutes of September 20, 2006

  1. Amendment to Trustees’ Rules of Procedure, Action
  2. Revised Schedule of Board of Trustees’ Meetings, 2007, Action

**NOTE

8:15.m., Wednesday, November 15, 2006 - Glenn S. Dumke Auditorium

Consent Items

  Approval of Minutes of September 20, 2006

  1. Amendment to Trustees’ Rules of Procedure, Action
  2. Revised Schedule of Board of Trustees’ Meetings, 2007, Action

**Note: Depending on the length of discussions on Tuesday, November 14, 2006, Committee on Organization and Rules items may have to be carried over to Wednesday for consideration
Chair Gowgani called the meeting to order.

Approval of Minutes

The minutes for the July 18, 2006 meeting were approved as submitted.

Chair Gowgani introduced the first item, the Revised Proposed Schedule of Trustees’ Meetings 2007. Chair Gowgani noted that the schedule had been changed to reflect that the March meeting would be held on the San Diego State University campus. He also asked Trustees to note that the agenda item had been updated to include the October 2007 meeting. He called for comments or objections to the changes. Hearing none, the schedule was approved as presented.

Chancellor Reed informed the committee that the schedule had been revised again, canceling the October meeting. He stated that the budget recommendation generally discussed at the October meeting would be presented at the meeting in November 2007.

Adjournment

Chair Gowgani adjourned the meeting.
COMMITTEE ON ORGANIZATION AND RULES

Amendment to Trustees’ Rules of Procedure

Presentation By

Christine Helwick
General Counsel

Summary

This item recommends an amendment to the Trustees’ Rules of Procedure to permit the Committee on Audit to act independently from the Board.

Background

The current Rules Governing the Board of Trustees of the California State University, IV. § 1. d., describe the function of the Audit Committee as follows:

The Committee on Audit is responsible for the overall audit function within the California State University, including the 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.

The Rules do not capture what is best practice, and has long been the practice of this Board that the Committee on Audit, like the Committee on Collective Bargaining, acts independently from the Board. This item amends the Rules to make clear that practice.

This item was presented for information at the March Board of Trustees’ meeting and is now being presented for action.

The following resolution is recommended:

RESOLVED, By the Board of Trustees of the California State University, that the Rules Governing the Board of Trustees of the California State University, IV. § 1. d., be amended as follows [new language in italics]:
The Committee on Audit is responsible for the overall audit function within the California State University, and has the authority to act on behalf of the Board of Trustees on all matters, including the 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.
COMMITTEE ON ORGANIZATION AND RULES

Revised Schedule of Board of Trustees’ Meetings, 2007

Presentation By

Christine Helwick
General Counsel

Summary

The following resolution adopting a revised schedule of meetings of the Board of Trustees for 2007 to change the location of the March 13-14, 2007 meeting from San Diego State University back to the chancellor's office headquarters is presented for approval.

RESOLVED, By the Board of Trustees of The California State University, that the following revised schedule of meetings for 2007 is adopted:

<table>
<thead>
<tr>
<th>2007</th>
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<tbody>
<tr>
<td>January 23-24</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
</tr>
<tr>
<td>March 13-14</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
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<tr>
<td>May 15-16</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
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<tr>
<td>July 10-11</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
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<tr>
<td>September 18-19</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
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<tr>
<td>October 25</td>
<td>Thursday</td>
<td>Headquarters</td>
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<tr>
<td>November 13-14</td>
<td>Tuesday – Wednesday</td>
<td>Headquarters</td>
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