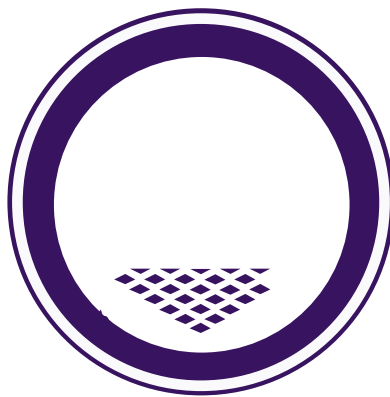


Bylaws

Board of Supervisors
Louisiana State University and Agricultural & Mechanical College
Effective: October 4, 2018



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ARTICLE III. MEETINGS

Section 1. Regular Meetings

The Board of Supervisors shall hold at least six regular meetings in each calendar year, but at least one regular meeting shall be held in each quarter of the calendar year. Other meetings of the Board may be called and held as provided by any rule, regulation, or resolution adopted by the Board. All regular meetings shall be held at meeting places designated by prior action of the Board.

Section 2. Special Meetings

Special meetings of the Board may be called by the Chair

Section 7. Required Information for Matters to be Approved by the Board or President

All matters submitted to the President for approval either by the President or by the Board shall be submitted to officials designated by the President or the University Officers shall review all such submissions. If Board approval is required, the President and University Officers designated by the President shall prepare a proposal, including a recommendation to the Board, regarding the submission. The President and the University Officers will, in consultation with the Chancellors, prescribe specific templates and related information requirements for different types of matters.

All proposals for matters which may be approved by the President without Board action shall be submitted to the President no less than ten (10) business days prior to the date by which approval is needed. In exceptional circumstances, the President may, upon written justification, authorize in writing later submission of a matter which may be approved by the President. In exceptional circumstances when a later submission is requested, all information must be submitted to, and received by, the President at least three (3) business days prior to the date by which approval is needed. The President and University Officers may establish consultation or review requirements that must be met prior to submission of such matters to the President, and timelines for such consultations and reviews.

ARTICLE IV. ORDER OF BUSINESS

Section 1. Rules of Order

When not in conflict with any of the provisions of this article, Robert's Rules of Order (latest revision) shall constitute the rules of parliamentary procedure applicable to all meetings of the Board.

Section 2. Order of Business

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

- a. Roll call and pledge of allegiance and may include an invocation.
- b. Correction and approval of minutes of preceding regular meeting and of all special meetings held subsequent thereto.
- c. Reports and recommendations of the President.
- d. Reports for Board approval and information.
- e. Reports and recommendations of standing and special committees.
- f. Report of the Board Chair.

Section 3. Reference to Committees

In cases where feasible and desirable, before taking action, the Board shall refer any subject or measure to the standing or special committee in whose purview the matter falls. The committee to which the matter is referred should submit to the Board its recommendations, together with any resolutions necessary to facilitate such recommendations.

Section 4. Meetings

In order that all interested parties and the public may be informed of all activities of the Board, it shall be the policy of the Board that all meetings be open to all who wish to attend. Only when personnel or equally sensitive matters (e.g., litigation) are under consideration shall the Board enter into closed or executive session; provided, however, that no final or binding action shall be taken in a closed or executive session.

Section 5. Minutes

The minutes of the Board meetings shall record official action taken upon motions or resolutions which are voted upon by the Board, and may contain a summary of reports and pertinent discussion. Where the Board action is not by a unanimous vote, the "ayes" and "nays" and abstentions of the individual members shall be recorded. The remarks, personal views, or vote explanations of an individual Board member shall be included in the minutes only upon request. The foregoing provisions relative to contents of the minutes shall, in general, also apply to minutes of committees of the Board. The minutes of meetings of the Board become official only when completed and approved by the Board.

ARTICLE V. COMMITTEES

Section 1. Appointment and Term

Members of all standing committees, one of whom shall be designated as chair, and one of whom shall be designated as vice-chair, shall be appointed by the Chair of the Board at the time the Chair assumes office. The term of committee appointments shall run concurrently with that of the Chair.

Vacancies occurring among the appointive members of any committees, however arising, shall be filled by the Chair of the Board for the remainder of the unexpired term.

Section 2. Duties of the Committee Chair

It shall be the duty of the chair of each committee to call, and to preside over, the necessary meetings. The minutes of the meeting of the committee, showing its actions and recommendations, shall be deemed in compliance with the provisions of Article IV, Section 3, hereof, concerning the recommendations of the committee.

Section 3. Quorum of Committee Meetings

A majority of the members of any committee of the Board shall constitute a quorum for the transaction of business. When a quorum is not present, the chair of the committee, or vice-chair in the chair's absence, may designate a member of the Board to serve as a substitute member of the committee concerned.

Section 4. Authority of Committees

The authority of committees of the Board shall be subject to these Bylaws and to the policies and direction of the Board.

Section 5. Standing Committees

Unless and until otherwise decided by the vote of a majority of the membership of the Board of Supervisors, the standing committees of the Board shall consist of the committees described below:

A. Executive Committee

The Chair and the Secretary to the Board shall be the chair and secretary respectively of the Executive Committee. The Chair-Elect and the Immediate Past Chair shall automatically be members of the executive committee. The Chair

B.

J. Legal Affairs Committee

Normally, to this committee shall be referred matters relating to regulatory issues, including current and potential litigation; new or changing laws and regulations that may affect the University; university legal services related to patents, mineral rights, and contract negotiation; sexual harassment and Title IX compliance; and compliance with the Louisiana Code of Governmental Ethics.

Section 6. Special Committees

As the necessity therefore arises, the Chair may create special committees with such functions, powers, and authority as may be determined. Unless otherwise provided in the action creating such a committee, the Chair of the Board shall determine the number of its members and designate the chair and vice-chair thereof. The Chair may also appoint ad hoc committees for special assignments for specified periods of existence not to exceed the completion of the assigned task.

Section 7. Representative on Standing Committees of the Louisiana Board of Regents

In accordance with the provisions of R.S. 17:3399.5, the Chair shall appoint a member of the Board to represent the University on select standing committees of the Louisiana Board of Regents.

ARTICLE VI. COMMUNICATIONS TO THE BOARD

All communications to the Board, or to any committee thereof, from persons having official relations with the University shall be filed in writing with the President and duly transmitted by the President to the Board; but all communications from a student organization, faculty member, officer, or employee of any campus or University-wide unit shall be transmitted to the President through the Chancellor or, for LSU, the President. The President and Chancellor shall have the authority to read and comment upon the communication.

ARTICLE VII. AUTHORITY OF THE BOARD

Section 1. Matters Requiring Approval by the Board

The following matters shall require approval by the Board, regardless of any delegations of authority otherwise provided for in these Bylaws or the Regulations of the Board. Except as set forth herein, no such matter shall be undertaken or approved by or for any campus or the University without prior review by the President and appropriate University Officers and express, formal approval by the Board.

A. General Rule

Any matter having a significant or long term impact, directly or indirectly, on the finances or the academic, educational, research, and service missions of the University or any of its campuses.

B. Transfer of Title to Immovable Property

The transfer of title or ownership to any immovable property to or from the Board, whether by sale, assignment, donation, or other mechanism.

C. Lease of Immovable Property

The lease of any immovable property, as lessee or lessor, where either:

1. the lease is potentially for a term of more than five (5) years or, for leases for agricultural purposes, more than eight (8) years (include any optional renewal terms provided for in the lease to calculate the potential term);
2. the lease is for more than 10,000 square feet of building space;
3. the lease is for more than five (5) acres of unimproved land for non-agricultural purposes;
4. the lease is for unimproved land for agricultural purposes and exceeds 50% of the land of a particular research station or similar facility;
5. the anticipated use of the building or land by the lessee would fundamentally transform the building or land and alter the purposes for which the University can use it (for example, the lease of farm land for the purpose of constructing a building on it, or the lease of a building for the purpose of having it red fundamentally transformed).

L. Other Significant Matters

Such other matters that are not expressly delegated herein or hereafter by the Board to the President or a Chancellor and which reasonably should be considered to require Board approval as generally defined above, or which the Board hereafter determines to require Board approval.

M. Amendments and Variations to Agreements or Projects

1. When a significant amendment or modification to an agreement or project already approved by the Board is proposed, the President shall provide written notice of the proposed amendment or modification to the Chair and Chair-elect of the Board and the chair of the relevant Board committee at least five (5) business days prior to executing or approving the amendment or modification. After this consultation with the Board leadership, the President may either (i) execute the amendment or approve the modification or (ii) cause the matter to be resubmitted to the Board for additional consideration.
2. For purposes of this subsection, a significant amendment or modification is one that either:

Section 4. Executive Committee

A. The Board, by formal resolution addressing that single purpose and not included within a particular substantive matter, may delegate to the Executive Committee final authority to act. All such delegated actions shall require a two-thirds majority of the entire membership of the Executive Committee. Prior to such final action by the Executive Committee, timely notice shall be provided to every Board member in writing, or, in emergency circumstances, by telephone, e-mail, or in person.

B.

ARTICLE VIII. AUTHORITY OF THE PRESIDENT

Section 1. Grant of Authority By Board to President

- A. The President is authorized to take any action not expressly required to be presented to the Board by these Bylaws and not otherwise required by law, contract, or agreement to be acted upon by the Board.
- B. The President additionally is authorized to delegate to Chancellors or such other officials as the President

E. Design Contracts

Contracts for the design of buildings or other capital improvements. Delegation : The President may, by policy memorandum, establish a process for review of such design contracts and approval by the Chancellors or other officials.

F. Schematic Designs

Exterior elevations of new buildings and of renovations or construction projects that significantly alter the appearance of the exterior of the building or other physical structures, where Board approval is not required.

G. Major Donations of Movable Property

Acceptance of any donation of movable property or a collection of movable property that either: (i) is valued at more than \$150,000 or (ii) would require maintenance costs exceeding \$50,000 annually. Delegation : The President may, by policy memorandum, establish a process for review of such donations and approval by the Chancellors or other officials where: (i) the value of the donation does not exceed \$1 million, and (ii) the maintenance costs do not exceed \$100,000 annually.

H. Use Agreements

Use agreements relating to the granting of rights to any University or campus property or property rights involving a total of \$100,000 or more. Delegation : The President may, by policy memorandum, establish a process for review of such use agreements by the Chancellors or other

- G. The President shall assume and retain control at all times over all budgets of the University.
- H. The President shall have authority to appoint such committees from among the academic and nonacademic staff of the University as deemed desirable for the purpose of advising the President in connection with any problems of the University. The Chancellor of a campus shall be notified of all such appointments of personnel on their campus.
- I.

- F. The Chancellor shall be responsible to the President for the budget of their campus. This shall include the functions of review and recommendation concerning the budgets of all divisions of the campus and the preparation of a consolidated budget, as well as execution of the budget as approved by the President and the Board.

Section 5. The President's Leadership Council for the University

The President shall have a Leadership Council for the University. It shall consist of the President, any University Officers that the President shall designate, and the Chancellors. The President shall serve as Chair, or, in the President's absence a University Officer that the President shall designate shall serve in place of the President. The functions of the Council shall be to discuss common problems, exchange information, review the operation of the University, and advise the President on matters of general policy and administration.

ARTICLE X. RIGHTS, DUTIES, AND RESPONSIBILITIES OF THE ACADEMIC STAFF

Section 1 . Duties of Academic Staff

Each member of the academic staff is expected to be devoted to the accomplishment of the purposes for which the University exists: instruction, research, and public service. Those members of the academic staff who comprise the faculty of the University are charged to determine the educational policy of the University through deliberative action in their respective units and divisions.

Section 2. Academic Freedom

The University is committed to the principle of academic freedom. This principle acknowledges the right of a teacher to explore fully within the field of assignment and to give in the classroom and elsewhere such exposition of the subject as the teacher believes to represent the truth. This principle also includes the right of a member of the academic staff of the University to exercise in speaking, writing, and action outside the University the ordinary rights of a citizen, but it does not decrease the responsibility which the member of the academic staff bears to the University, the State, and the Nation. When a member of the academic staff is not officially designated to represent the University, the staff member must indicate clearly that they are speaking as an individual citizen.

Among the many implicit responsibilities which must be assumed by those enjoying the privileges of academic freedom shall be that of refraining from in21(us)-3(d/-5(ti)-6ng)-7()-10(fu-9(pro4(n)-9(i)-10(tha-8(e] TJ ET Q q

