

TEXAS SOUTHERN UNIVERSITY

BOARD OF REGENTS

BYLAWS



The Bylaws contained herein have been adopted by the Board of Regents and are binding on the Board and all others in the governance of the University. They are to be known as the Regents' Bylaws to distinguish them from any other rules and regulations promulgated by the University. These Bylaws may be added to, repealed, or amended only through the action of the Board.

Adopted: October 25, 2019

Last Amended: September 10, 2026

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SECTION 1: Board Authority, Powers and Duties

1.1 Board Authority and Powers.

Under the provisions of Texas Education Code, Chapter 106, the Legislature of the State of Texas designates Texas Southern University (the “University” or “TSU”) as a coeducational institution of higher education and gives the Board of Regents of Texas Southern University (the “Board of Regents” or the “Board”) the power and authority to govern the University. The Board is expressly directed by state law to enact bylaws, rules and regulations, for the successful management and government of the institution. In addition to the express powers conferred by statute, Texas case law has held that Boards of Regents of Texas colleges and universities have wide discretion in exercising the power and authority granted by the State Legislature, including discretion in what action it takes directly and in what authority it delegates to other bodies within the University.

1.2 Duties and Responsibilities

1.2(a)Adopted October 25, 2019

The Board shall provide the policy direction for the institution including adopting or approving policies required by law, such as those required policies related to ethics and contracting in accordance with Texas Education Code, Section 51.9337 and Sexual Assault in accordance with Texas Education Code, 51.9363; and ensure that the policies and processes of the University remain current and are properly implemented.

1.2 (b)Amended April 4, 2024

In addition to powers and duties specifically granted by the Texas Education Code or other law, the Board of Regents and each member of the Board shall be subject to the duties and requirements specified below. The Board shall:

- a) establish, for each institution under its control and management, goals consistent with the role and mission of the institution;
- b) appoint the president or other chief executive officer of the institution and evaluate the chief executive officer of the institution and assist the officer in the achievement of performance goals;
- c) determine the offices, professorships, and other positions at the institution, appoint a president, appoint the professors and other officers and employees and prescribe their duties, and fix their respective salaries;
- d) remove any professor, instructor, tutor, or other officer or employee connected with the institution when, in its judgment, the best interests and proper operation of the institution requires it, unless through board policy the Board has delegated some or all of this responsibility to the President;
- e) set campus admission standards consistent with the role and mission of the institution and considering the admission standards of similar institutions nationwide having a similar role and mission, as determined by the Texas Higher Education Coordinating Board (“coordinating board”); and

- f) ensure that its formal position on matters of importance to the institutions under its governance is made clear to the coordinating board when such matters are under consideration by the coordinating board.

1.2(c)Adopted October 25, 2019

Each member of the Board has the legal responsibilities of a fiduciary. Specifically, the Board is responsible for fulfilling fiduciary responsibilities in each of the following essential areas:

- a) establishing, disseminating, and keeping current the mission of the University;
- b) ensuring the quality of the education provided by the University and within the University's mission ensure that it:
 - i. transmits culture through general education;
 - ii. extends knowledge;
 - iii. teaches and trains students for professions;
 - iv. provides for scientific, engineering, medical, and other academic research;
 - v. protects intellectual exploration and academic freedom;
 - vi. strive for intellectual excellence;
 - vii. provides educational opportunity for all who can benefit from postsecondary education and training; and
 - viii. provides continuing education opportunities.
- c) ensuring the University's fiscal integrity, preserving and protecting its assets for posterity, and engaging directly in fundraising and philanthropy;
- d) engaging regularly with the University's major constituencies; and
- e) ensuring that they have educated themselves regarding the laws related to their appointed position, including attending mandatory trainings in ethics and conflicts of interest such as training for newly appointed members of governing boards, and mandatory training in the Texas Public Information Act and investments, and that they act, in the performance of their duties, in compliance with the constitution and state and federal laws as they may be amended from time to time.

1.2(d)Adopted October 25, 2019

The Board of TSU, a general academic teaching institution, will consult with the boards of each public junior college within a 100-mile radius of TSU and shall adopt a policy to enhance the transfer of students based on the recommendations of the permanent advisory committee created pursuant to Section 51.3521 of the Texas Education Code.

1.3 Approval of Governing Documents.....Amended April 4, 2024

The Board of Regents shall approve all constitutions, bylaws, rules, regulations, manuals, and other governing documents (including proposed amendments) of all University groups and organizations. This authority may be delegated. Notwithstanding approval of such documents directly or through delegation, the Board or its delegee(s) retains the unilateral right to repeal,

rescind, suspend or waive (temporarily or permanently) any or all of the provisions of any such documents whenever it is determined that (a) such action is in the best interest of the institution, or (b) any or all of the provisions of any such documents is inconsistent with these Bylaws and/or Board Policy.

SECTION 2: Membership of the Board

2.1 Membership of the Board.

Pursuant to Texas Education Code Sections 106.11 and 106.12, the Board of Regents is composed of nine (9) members appointed by the Governor of the State of Texas, with the advice and consent of the Texas Senate, for staggered terms of six (6) years each, the terms of three (3) members expiring on February 1 of odd numbered years.

2.2 Non-voting Student Regent.

Pursuant to Texas Education Code Section 51.356, there shall be a non-voting Student Regent, whose qualifications, appointment, authority, powers and duties shall be in accordance with that section. The non-voting Student Regent, in compliance with Section 51.356, shall not be a member of the Board of Regents, shall have no right to vote on any matter before the Board and shall not make or second any motion before the Board. However, the Student Regent shall have the right to attend and participate in all meetings of the Board of Regents and shall have the same right as any member of the Board to speak and provide input. The Student Regent is not counted in determining whether a quorum exists for a Board meeting or in determining the outcome of any vote before the Board.

SECTION 3: OfficersAmended April 4, 2024

In each odd numbered year, at its first regular meeting after September 1 of that year, the Board shall elect from its membership a Chair and a Vice Chair, a Second Vice Chair, and a Secretary. The Board may also appoint one or more Assistant Secretaries as needed, who shall not be required to be Regents. Assistant Secretaries shall not sign or attest documents or instruments related to bonds or debt of the University. Each of these officers shall hold office for two (2) years or until his successor is duly elected. In case of death, resignation, or disqualification of an officer, the Board shall, as soon as practicable thereafter, elect or appoint a successor for the unexpired term. An officer may not serve more than two consecutive terms (i.e., 4 years) in the same position.

SECTION 4: Duties of Officers

4.1 Duties of the ChairAmended April 4, 2024

The Chair shall:

- a) preside over the meetings of the Board and shall have the right to vote on all matters and questions that come before the Board.
- b) call meetings of the Board to consider any business that the Chair deems necessary or appropriate, as herein provided.
- c) call special meetings of the Board.

- d) review and approve the agenda for all meetings of the Board.
- e) appoint the members and Chairs of standing and ad hoc committees of the Board and subcommittees thereof, in consultation with, and subject to ratification by, the full Board.
- f) serve as official spokesperson for the Board and represent the Board when it is not in session, unless the Board by vote has directed otherwise. The Chair may designate another Regent to serve as spokesperson on specific issues if the Chair deems it appropriate.
- g) execute, with the Secretary or an Assistant Secretary attesting, any documents or instruments which the Board has authorized to be executed, except in cases where the Board has expressly delegated the signing and execution thereof to some other official of the University, provided however that Assistant Secretaries shall not sign or attest documents or instruments related to bonds or debt of the University.
- h) decide what University personnel (not including other Board members), employee, or individual with a contractual relationship with the University may participate in Executive Session as appropriate and in accordance with the Texas Government Code.

4.2 Duties of the Vice Chair.

The Vice Chair of the Board shall upon the death, absence, disability, resignation, removal or disqualification of the Chair perform the duties of the Chair until the Chair shall resume office or the Chair's successor shall have been elected as herein provided.

4.3 Duties of the Second Vice Chair.

The Second Vice Chair shall upon the death, absence, resignation, disability, or disqualification of the Vice Chair, perform the duties of the Vice Chair until the Vice Chair shall resume office or the Vice Chair's successor shall have been elected as herein provided.

4.4 Duties of the Immediate Past Chair.

The Immediate Past Chair, including interim or acting chair, shall be a voting member of the board and shall perform duties as assigned.

4.5 Duties of the Secretary of the BoardAmended April 4, 2024

The Secretary of the Board shall keep or cause to be kept the minutes of the meetings of the Board, properly indexed, and shall certify the accuracy of the minutes. The Secretary shall also cause to be filed, indexed, and carefully preserved all papers and documents pertaining to the business and proceedings of the Board, and shall post, or cause to be posted, notices of all meetings of the Board in compliance with Texas statutes and these Bylaws. The Secretary (or an Assistant Secretary as authorized herein) shall attest to all documents or instruments requiring such attestation.

4.6 Board Self Evaluation.....Amended April 4, 2024.

The board shall conduct an assessment of its governance (Board Assessment) at least once every three years. The purposes of the Board Assessment include:

- a) strengthening Board performance;
- b) identifying and reaching consensus on Board goals;
- c) ensuring that all Regents have a clear and common understanding of Board responsibilities;

- d) clarifying mutual expectations of Regents and the President; and
- e) strengthening relationships among Regents and the President.

4.7 Disqualification of OfficersAmended April 4, 2024.

- a) It is a ground for removal as an officer of the Board if the officer:
 - i. commits malfeasance of office; or
 - ii. is absent from more than half of the regularly scheduled Board meetings that the officer is eligible to attend during a calendar year, unless the absence is excused by majority vote of the Board.
- b) An officer of the Board cannot be discharged of their duties for a substantial part of the officer's term because of illness or disability.
- c) Additionally, an officer may be removed with a supermajority vote of the Board.
- d) The validity of an action of the Board is not affected by the fact that it was taken when a ground for removal of an officer existed.

SECTION 5: Committees

5.1 Standing Committees.....Amended April 4, 2024

The Board shall have the following standing committees:

- a) Administration and Finance Committee;
- b) Academic Affairs, Research and Student Life Committee;
- c) Development and Legislative Affairs Committee;
- d) Personnel and Litigation Committee;
- e) Physical Facilities and Real Estate Committee;
- f) Audit and Compliance Committee; and
- g) Athletics Committee.

Upon recommendation of the Board Chair or any Regent, the Board may also, at any time and from time to time, by resolution create ad hoc committees and subcommittees of the standing committees for any purpose the Board deems appropriate; and such subcommittees and ad hoc committees shall continue to function until discharged by the Board.

5.2 Members of Committees.....Amended April 4, 2024

- a) Standing committees shall consist of three but no more than four voting members. The Student Regent shall be a non-voting ex officio member of all standing committees. Standing committee members and standing committee chairs shall have two-year terms. Standing committee members and standing committee chairs shall be appointed by the

Chair of the Board promptly after his/her election, subject to ratification by the Board, and shall remain as constituted until reconstituted by the succeeding Chair of the Board (unless a vacancy is caused by death, resignation, disqualification, or inability to act).

- b) Ad hoc committees shall consist of the number of members specified by the Board, or by the Chair of the Board if the Board does not specify a number. Ad hoc committees will normally include at least one Regent, and may also include non-Regents, as appropriate based on the charge given to the Committee. Ad hoc committee members and ad hoc committee chairs shall have two-year terms or serve until the committee is discharged by the Board, whichever is shorter. Ad hoc committee members and ad hoc committee chairs shall be appointed by the Chair of the Board promptly after his/her election, subject to ratification by the Board, and shall remain as constituted until the committee is discharged by the Board or reconstituted by the succeeding Chair of the Board (unless a vacancy is caused by death, resignation, disqualification, or inability to act), whichever is shorter. The Student Regent shall be a non-voting ex officio member of all ad hoc committees.
- c) Subcommittees shall consist of the number of members specified by the Board, or by the Chair of the Board, if the Board does not specify a number. The Chair and members of any subcommittee shall have two-year terms or serve until the committee is discharged by the Board, whichever is shorter. Subcommittee members and subcommittee chairs shall be appointed by the Chair of the Board promptly after his/her election, subject to ratification by the Board, and shall remain as constituted until the committee is discharged by the Board or reconstituted by the succeeding Chair of the Board (unless a vacancy is caused by death, resignation, disqualification, or inability to act), whichever is shorter. Non-Regents may be appointed to subcommittees, as appropriate based on the charge given to the Committee, but only Regents shall be voting members. The Student Regent shall be a non-voting ex officio member of all subcommittees.

5.3 Vacancies.

In case a vacancy shall occur on any committee, subcommittee, or ad hoc committee, the Chair of the Board shall appoint another member to serve, subject to ratification by the Board within a reasonable period of time.

5.4 Committee MeetingsAmended April 4, 2024

Committee (standing, ad hoc and subcommittee) meetings shall not be subject to the Texas Open Meetings Act. Promptly after appointment, each committee chair shall consult with his/her committee members to determine the schedule of meetings for the remainder of the committee chair's term. Committee meeting schedules shall be presented to the Board for ratification. Committees will meet no more than once monthly without prior approval from the Board Chair.

A quorum of the voting members of the committee is necessary for it to meet, and a majority vote of a quorum of a committee is required for its recommendations to be presented to the full Board for consideration. Committee recommendations do not constitute board action and therefore, do not bind the Board.

An agenda containing the items to be considered at each committee meeting shall be prepared and provided to each committee member at least 72 hours before each meeting. No business other than that placed on the agenda for the meeting shall be considered at any committee meeting. The

agenda for standing committee meetings shall be developed by the President or the President's designee, in consultation with the Committee Chair, and aligned to the agenda items scheduled to be considered from the committee at the next regular board meeting, except in the case of the Audit Committee, which agendas shall be developed by the Internal Auditor. Nothing contained in this paragraph prohibits the Committee Chair, in consultation with the President or President's designee, from placing a committee member's information request or the results of a committee member's information request on an agenda for a committee meeting.

5.5 Authority of Committees.....Amended April 4, 2024

Committees (standing, ad hoc, and subcommittee) do not control or supervise TSU business or policy; they are purely advisory to the Board. Committees shall be authorized only to report and make recommendations to the Board. Committees may not act for the Board.

5.6 Mission of Committee.

The Chair of each standing committee shall provide the Board for review annually, a mission statement embodying the goals and intentions of each such standing committee.

5.7 Duties of the Administration and Finance Committee.

This Committee shall review and make recommendations to the Board on matters relating to:

- a) fiscal policies and procedures including policies and procedures promulgated under the University's Manual of Policies and Procedures related to fiscal affairs;
- b) operating and capital budgets and capital financing plans;
- c) legislative appropriations requests;
- d) banking agreements, instruments and arrangements;
- e) contracts, financial transactions and expenditures, except as specifically assigned to another committee;
- f) accounting, bookkeeping, fiscal control and financial reporting systems of the University;
- g) with the approval of the entire Board, investment and reinvestment of any funds under the control of the University's Foundation, including but not limited to financial aid, tuition and fees, ancillary revenues, and University Endowment funds (restricted and unrestricted); and
- h) administrative policies, procedures, rules, regulations, operating instructions, manuals and other documents or instruments promulgated by the University administration or any organization subject to control or oversight by the University, except as specifically assigned to another committee; and any amendments or revisions of any of the above. This Committee shall also have authority to require, review and accept reports related to any of the above matters and to transmit such reports to the Board.

5.8 Duties of the Academic Affairs, Research and Student Life Committee.

This Committee shall review and make recommendations to the Board on matters relating to:

- a) the role, mission, plans, policies and procedures for development and operation of the University and of each college and department within the University;
- b) grants of degrees, diplomas and certificates;
- c) intermural athletics;
- d) faculty organization and faculty participation in University governance;
- e) teaching load, class size, student-faculty ratios, instructional expenditures, research
- f) programs, grants and educational gifts;
- g) curriculum and academic programs offered by the University;
- h) admissions, tuition and fees, student aid, extracurricular activities and student/faculty
- i) relations; and
- j) all grants of tenure; and academic appointments at the level of Dean and above.

5.9 Duties of the Development and Legislative Affairs Committee.

This Committee shall review and make recommendations to the Board on matters relating to:

- a) Public Affairs, including but not limited to legislative and governmental communications and legislative relations and appropriations requests;
- b) fund raising, including developmental gifts and grants and policies related to recognition of donors;
- c) alumni and ex-student relations; and
- d) community relations, public relations, public information and media relations.

5.10 Duties of the Personnel and Litigation Committee.

This Committee shall review and make recommendations to the Board on matters relating to:

- a) systems, policies, procedures and practices related to recruitment, hiring, employee relations, compensation and personnel;
- b) numbers and qualifications of necessary officers, faculty, professional and other employees of the University and their compensation and terms and conditions of employment;
- c) complaints against University officers or employees; and
- d) potential threatened or actual litigation involving the University or any of its officers' faculty or other employees.

5.11 Duties of the Physical Facilities and Real Estate Committee...Amended December 5, 2025

This Committee shall review and make recommendations to the Board on matters relating to:

- a) the acquisition, purchase, sale, exchange, lease, gift, value, use, or other disposition of real property or the conveyance of any rights in real property, including any campus and/or campus-related buildings/property of the University
- b) long range planning and master planning for buildings, physical facilities, grounds and open spaces of the University;

- c) maintenance, security and safety of physical facilities, grounds and open spaces on property owned or controlled by the University;
- d) approval of appointment of architects, engineers, and general contractors to design and supervise construction of University buildings and physical facilities, including improvement of grounds and open space on projects in excess of \$250,000;
- e) approval of construction, renovation, rehabilitation and repair contracts, extensions, modifications, and renewals in excess of \$250,000 related to University buildings and physical facilities, including grounds and open space, including Change Orders for approved projects in any case where a Change Order increases the cost of the project in excess of \$250,000 or extends the completion date of a project by more than thirty (30) days;
- f) approval of contractors under any program which would qualify contractors in advance for award of contracts without further competitive bidding, where the total aggregate amount awarded in any one year under a single or multiple awards could be in excess of \$250,000; and
- g) approval of building and facility architectural designs, design documents, renderings and building exterior signage on projects in excess of \$250,000.

5.12 Duties of the Audit and Compliance CommitteeAmended April 4, 2024

This Committee shall, in consultation with the University's Internal Auditor, review and make recommendations to the Board on matters relating to:

- a) policies and procedures for audits to be conducted by the University's Internal Auditor;
- b) compliance with results of internal and external audits;
- c) approval of an annual audit plan for audits by the University's Internal Auditor;
- d) proposals for, or notices of, audits to be conducted by the State Auditor or other public or private audit organizations;
- e) reports and results of audits conducted by any audit organization with regard to any aspect of the University or its activities or operations; and
- f) management's proposed responses to, and/or compliance with, any audit report (internal and external), recommendation, or conclusion.

5.13 Duties of the Athletics Committee.

This Committee will collaborate with the President and Athletics Director to regularly monitor the quality of the University's intercollegiate athletics program (Program) and make recommendations to the Board on matters of policy, quality, and funding including:

- a) operation of the Program consistent with the University's academic mission and strategies, commitment to the academic success, and physical and social development of student-athletes, and commitment to the health, safety and welfare of student-athletes;
- b) Program quality and competitiveness;
- c) broad opportunities for participation for both men and women;

- d) Program planning, including proposals for adding, modifying or discontinuing participation in individual sports programs, and the construction, removal and remodeling of athletic-facilities;
- e) Athletic-conference matters;
- f) compliance with National Collegiate Athletic Association (NCAA) and conference rules and regulations, as well as applicable state and federal laws; and
- g) budgetary requirements for the Program.

5.14 Staff Services for Board CommitteesAmended April 4, 2024

The University President will designate a senior staff member as the liaison for each Board committee (standing, ad hoc, subcommittee), subject to ratification of such designation by the Board. Upon request of the Committee Chair and approval of the President, the designated liaison shall provide information, assistance, and appropriate staff resources to prepare the agenda and conduct the business of the committee. The University President or his/her designee, in consultation with Board Chair, shall identify appropriate meeting space for committee meetings. Committee members shall not direct TSU staff to provide information, assistance, or resources in connection with committee meetings. Committee member requests for information, assistance, and/or staff resources shall be submitted to the Committee Chair, who shall provide the request to the President.

SECTION 6: Board of Regents Meetings

6.1 Regular Meetings.

Regular meetings of the Board shall be held at such times and places as the Board shall designate in compliance with state law.

6.2 Special Meetings.....Amended April 4, 2024

The Chair of the Board shall call a special meeting of the Board in compliance with state law: (1) upon receipt of a written request signed by at least five (5) members of the Board; or (2) upon the concurrence of the Chairman and one other member of the Board that there is a need for a special meeting. In addition, the Chair of the Board may call a special meeting of the Board at any time in an emergency, subject to the requirements of state law. If special meetings are held, only matters set forth in the notice of the meeting are to be considered and acted upon.

6.3 Notice of Meetings.

The Chairman shall cause written notification of the date, time, and place of regular meetings of the Board to be sent to each Regent at least seven (7) days before the date of the meeting, together with a copy of the meeting agenda. In case the date of a regular meeting has been changed by the consensus of a majority of the Board, evidenced by email from the Board members consenting to the change, written notification of the new date, time and place for the meeting shall be sent not less than seventy-two (72) hours before the new time.

6.4 Notice of Special Meetings.....Amended April 4, 2024

Notice of any special meeting of the Board shall state the date, time, and place of such meeting and shall be sent to each Regent, together with a copy of the meeting agenda, not less than seventy-two (72) hours before the time of the meeting; provided, however, that in case of emergency, such meeting may be held upon shorter notice whenever telephone concurrence is obtained from at least five (5) members of the Board, subject to the requirements of state law.

6.5 Public Notice Requirements.

Texas Southern University and the Board of Regents shall comply at all times with the requirements of the Texas Open Meetings Act, Chapter 551 of the Government Code.

6.6 Waiver of Notice.

Whenever notice is required to be given under these rules and regulations, a waiver thereof in writing signed by the persons entitled to said notice, whether before or after the time therein, shall be deemed equivalent thereto, provided that public notice was given in accordance with state law. Attendance at any meeting by a Regent shall be conclusively deemed a waiver of notice of that meeting by that Regent unless objection is made thereto at such meeting.

6.7 Quorum.....Amended April 4, 2024

A majority of the total authorized number of voting Regents shall be necessary and sufficient to constitute a quorum for the transaction of business at meetings of the Board. A majority of the total voting membership of any committee or subcommittee shall constitute a quorum for the transaction of business. The act of a majority of the voting members present and voting at a duly called meeting of the Board shall be the act of the Board, except as may be provided otherwise by these Bylaws.

6.8 Agenda.

The agenda for each Board meeting is the responsibility of the Chair of the Board, who shall, in consultation with the President, cause to be prepared and distributed the agenda and the materials supporting each agenda item. At the request of any Regent more than ten (10) days prior to a regular Board meeting, the Chair shall add to the agenda any item or matter requested by that Regent.

6.9 Open Transaction of Business.

The Board may transact official business only when in session and shall not be bound in any way by any statement or action on the part of any individual Board officer or other member except when such statement or action is pursuant to specific authorization by the Board.

6.10 Official Business.

No business other than that placed on the agenda and noticed as required by State law shall be officially transacted at a meeting of the Board or any Board committee.

6.11 Code of Ethics..... Adopted September 10, 2026

All members of the Board shall adhere to the highest ethical standards as outlined in Appendix A: Regent Code of Ethics to these Bylaws.

6.12 Rules of Order.

“Robert’s Rules of Order”, when not in conflict with these Bylaws or applicable state law or regulations, shall govern the procedure at all Board and committee meetings.

6.13 Fiscal Note Certification.

Except in case of bona fide emergency explicitly declared and described in the proposal, each action item proposed for adoption by the Board or any committee shall be accompanied by a fiscal note certified by the President and the Chief Financial Officer of the University setting forth the amount of positive or negative fiscal effect that the implementation of the proposal will have and the detailed reasons for such effect, and no proposal may be adopted by the Board or any committee unless accompanied by such fiscal note.

6.14 Legal Compliance Certification.

Except in case of bona fide emergency explicitly declared and described in the proposal, each action item proposed for adoption by the Board or any committee shall be accompanied by a certification from the President and the Chief Legal Officer of the University certifying that such proposal and its implementation will not be in violation of any applicable Federal, state, or local law or regulation, and no proposal may be adopted by the Board or any committee unless accompanied by such certification.

6.15 Internal Audit CertificationAdopted June 13, 2024

Each budget action item proposed for adoption or approval by the Board or any committee, including any budget amendments, shall be accompanied by a certification from the Chief Internal Auditor certifying that such proposal and its implementation will not be in violation of any applicable Federal, state, or local law or regulation, including specifically any state agency budgeting rules, and satisfies applicable auditing standards. No proposal may be adopted by the Board or any committee unless accompanied by such certification. This certification is in addition to the Legal Compliance and Fiscal Note Certifications, which are also required on budget action items, even in the case of bona fide emergencies.

6.16 Consent Docket.

The Chair of the Board may place any proposed action item which he deems to be routine and non-controversial on a consent docket for any regular meeting of the Board. The consent docket shall list each item separately with enough detail to describe the substance of the item to the casual reader. Items on the consent docket will go directly to the Board (or committee, as applicable) for action without additional discussion or consideration and will be included in an omnibus resolution approving all consent docket items together. If any Regent requests prior to approval that any item be removed from a consent docket, it shall be removed and considered separately at that meeting, and may be approved, rejected, or tabled and sent to the appropriate committee for further consideration.

6.17 Executive Sessions.

All meetings of the Board and Board committees, regular and special, shall be open to the public except as provided by Texas Open Meetings Act, including specifically Government Code

Sections 551.071 – 551.089, pursuant to which the Board or Committee may go into Executive Session:

- a) to consult with the University’s General Counsel, or Board’s counsel, as applicable; regarding pending or contemplated litigation, offers, or matters that are confidential under the Texas Disciplinary Rules of Professional Conduct;
- b) to discuss matters related to the purchase or sale of Real Estate;
- c) to discuss matters related to employment and evaluation of personnel;
- d) to discuss matters related to deploying or implementing security personnel or devices;
- e) to discuss matters related to a security audit; or
- f) for other reasons permitted under applicable law.

During executive sessions, all visitors and employed University personnel may be denied the floor and/or excused from the meeting. Any Board member may request the removal of a visitor or employed University personnel from executive session subject to the approval of the Chair of the Board.

SECTION 7:Personnel Reporting Directly to the Board.....Amended April 4, 2024

7.1 President.

- a) The Board of Regents shall appoint by resolution in compliance with state law a President, who shall be the Chief Executive Officer of the University, and who shall hold office at the pleasure of the Board.
- b) The role of the President of the University is one of creative leadership; therefore, beyond general duties, the President’s role should not to be described by a detailed list of specific duties. As Chief Executive Officer of the institution, the President is responsible to the Board of Regents for the administration and for the management and control of the entire University, in accordance with Board Policy and direction. All decisions and actions of the President must be in accordance with general policies approved by the Board of Regents and are subject to the right of the Board to intervene, provided, however, that the Board will rarely exercise this right for both philosophical and practical reasons.
- c) The President, on behalf of the Board of Regents, is expressly delegated the authority to sign any contracts that the Board has officially awarded by Board resolution.
- d) Annually when the budget is passed, the Board shall conduct a performance review of the President, subject to any contractual obligations.

7.2 Internal Auditor.

The Board of Regents shall appoint by resolution in compliance with state law an Internal Auditor for the University, who shall serve in that position without a fixed term. The Internal Auditor shall report exclusively to the Board and shall be paid from funds allocated by the Board, and shall submit all audit plans, programs, staffing, budgets and audit reports to the Board, through the Audit Committee, for review and, as necessary, for approval. The Board may provide a contract for employment to the Internal Auditor. The Internal Auditor shall not be required for proposals,

requests or reports requested by any Regent to provide a certified fiscal note or legal certification similar to those provided for in sections 6.13 and 6.14, or certifications by the President, the Chief Financial Officer, and the General Counsel unless a formal action of the Board on such proposals is scheduled where the Board will take action on such proposal, request or report. Proposals, requests or reports requested by any Regent may be made confidential communications between the requesting Regent and the Internal Auditor by the direction of the requesting Regent, or between the Board and the Internal Auditor, as applicable.

Annually when the budget is passed, the Board of Regents shall conduct a performance review of the Internal Auditor.

7.3 Board Counsel.

The Board of Regents shall appoint by resolution in compliance with state law Board Counsel, who shall serve in that position for such term of office as the Board may decide. Board Counsel shall report exclusively to the Board, be paid from funds allocated by the Board, and the Board may provide a contract for employment to the Board Counsel pursuant to Texas Law. The Board Counsel may be terminated by the Board at will.

Annually when the budget is passed, the Board of Regents shall conduct a performance review of the Board Counsel.

7.4 Executive Director of Board Relations.

The Board of Regents shall appoint by resolution in compliance with state law an Executive Director of Board Relations and other staff reporting to such person, who shall serve in that position without a fixed term. The Executive Director for Board Relations shall report directly to the Board and shall submit proposals for staffing, budget, programs and projects to the Board, through the Chair of the Board, for approval, provided, however, that all such proposals shall be reviewed by the Chief General Counsel of the University for compliance with these Bylaws. Proposals that contain a fiscal component shall be reviewed by the Chief Financial Officer. The Executive Director for Board Relations, and other staff reporting to such person, shall be responsible for overseeing all administrative and recordkeeping functions in support of the Board and in support of the Regents in the performance of their official duties for the University. Board Relations staff's performance shall be reviewed by the Board annually, when the budget is passed.

7.5 Chief Compliance Officer.....Adopted February 8, 2024

The Board of Regents shall appoint by resolution, or board agenda item, in compliance with state law a Chief Compliance Officer and other staff reporting to such person (whether external or internal to the institution), who shall serve in that position without a fixed term. The Chief Compliance Officer shall report exclusively to the Board and shall be paid from funds allocated by the Board, and shall submit all plans, programs, staffing, budgets, and reports to the Board, through the Audit and Compliance Committee, for review and, as necessary, for approval. The Board may provide a contract for employment to the Chief Compliance Officer. The Chief Compliance Officer shall not be required for proposals, requests or reports requested by any Regent to provide a certified fiscal note or legal certification similar to those provided for in sections 6.13 and 6.14, or certifications by the President, the Chief Financial Officer, and the General Counsel unless the Board will take formal action at a board meeting on such proposal,

request or report. Subject to applicable law, proposals, requests, or reports requested by any Regent may be made confidential communications between the requesting Regent and the Chief Compliance Officer by the direction of the requesting Regent, or between the Board and the Chief Compliance Officer. Annually when the budget is passed, the Board of Regents shall conduct a performance review of the Chief Compliance Officer.

SECTION 8: Communications to the Board

8.1 Open ForumAmended April 4, 2024

At the beginning of each regular Board meeting convened pursuant to section 6.1 of these Bylaws, the Board shall provide “open forum” time for public comment, subject to the following procedures.

- a) Any person may register in advance to speak during “open forum” time. The speaker must complete and submit via online the requisite form(s) through the Board Relations Office. The registration must be at least three (3) business days prior to the Board meeting. Incomplete registrations will not be accepted. However, only those who have registered prior to the time that the meeting is convened shall be permitted to speak at that meeting.
- b) Each person registering to speak during “open forum” time must provide her/his name and the topic on which she/he wishes to speak. All presentation materials (e.g., documents, videos, audio) must be submitted to the Board Relations Office at time of registration for approval. The Chair of the Board will give priority to those who wish to speak on agenda items before the Board at that meeting, but in all other respects, registrants shall be provided opportunity to speak on a “first to register” basis. If a registrant is called to speak and does not respond, the registration shall be carried forward until after the following speaker; if a registrant is then called a second time and does not respond that registration shall be deleted.
- c) Each person called to speak shall be limited to 3 minutes of presentation time. “Open forum” time at each Board meeting shall be limited to a total of 30 minutes subject to the requirements of the Texas Open Meetings Act. Those who have registered but are not called upon to speak at the first Board meeting after their registration shall have their registrations carried forward from meeting to meeting until such time as they are called. A registered speaker must personally make his or her presentation. Registered speakers who appear in person may yield their full presentation time to another speaker. No speaker can be yielded to more than once.

8.2 Proposals for Board Consideration.

All requests and proposals for Board consideration (other than requests from Regents) shall be submitted to the Office of the President in writing. The President or his designee shall maintain a schedule for submission of such requests and proposals and shall communicate all timely requests and proposals to the Chair of the Board, who shall assign all such requests and proposals to the appropriate committees for consideration and disposition. In urgent circumstances the President and the Chair of the Board may decide to assign untimely requests or proposals for consideration.

8.3 Disruption Amended October 14, 2021

Disruption of any meeting of the Board of Regents or any committee or subcommittee thereof, or any other meeting, procession or gathering sponsored by the University, is prohibited. Disruption includes use of disparaging remarks that are unrelated to the manner in the performance of duties; obscene language or defamatory statements; as well as physical violence or interference with peaceful and orderly conduct of the meeting; and includes any such language or behavior by those making presentations during “open forum” time under section 8.2 of these Bylaws. The person chairing the meeting or another authorized University official or member of law enforcement should, to the extent practicable, clearly identify the disruptive language or behavior and request the person(s) responsible to desist. If that is not practicable, or if the person(s) responsible for the disruption do not desist after such a request, then the person chairing the meeting, or another authorized University official, may request law enforcement officers to remove the person(s) responsible for the disruption from the meeting.”

SECTION 9: Amendments and Miscellaneous Provisions

9.1 Amendment Amended April 4, 2024

The affirmative vote of six members of the Board at a duly convened meeting shall be required to amend, add to, repeal or revise these Bylaws, provided, however, that any proposal to amend, add to, repeal or revise any portion of these Bylaws must be filed with the Chair of the Board in writing and a copy thereof must be sent via mail or electronic mail to each member of the Board at least thirty (30) days in advance of the meeting at which such amendment, addition, repeal or revision is to be considered for approval. If at the board meeting where changes to the Bylaws are considered further changes are proposed, those additional changes cannot be adopted until Board members have had 15 days to consider them.

9.2 Gender and Number.

In these Bylaws, reference to the masculine shall also include the feminine as appropriate to the circumstances, and vice versa. Reference to the singular shall also include the plural as appropriate to the circumstances, and vice versa.

9.3 Changes in State Law and Regulation Adopted October 25, 2019

These Bylaws are governed by applicable Texas laws and regulations, some of which are cited as part of these Bylaws. If and when the applicable Texas laws and regulations change, these Bylaws will also be required to change to conform to the revised laws and regulations. The Board of Regents shall review these Bylaws and make conforming changes, if any, to Texas laws.

APPENDIX A: REGENT CODE OF ETHICS (Adopted September 10, 2026)

Ethical Obligations of Regents (Code of Ethics)

- *Code of Ethics.* All members of the Board shall adhere to the highest ethical standards reflected in state law, Board policies, and the guidelines below (collectively, the “Code of Ethics”), including specifically:
 - Statutory Standards of Conduct for State Officials and Employees, Section 572.051 of the Texas Government Code;
 - Statutory Standards for Private Interest in Measure or Decision, Section 572.058 of the Texas Government Code;
 - Statutory Standards for Conducting Business with an Institution of Higher Education, Section 51.923 of the Texas Education Code;
 - The following Board policies:
 - a) Code of Ethics (61.01)
 - b) Sexual Harassment (29.02)
 - c) Nepotism (61.07)
 - d) Conflicts of Interest (61.08)
 - e) Ethical Standards and Conflict of Interest, Non- Endowed Investment Policy
 - f) Conflict of Interest, Endowed Investment Policy
- *Annual Certification.* Upon appointment and annually thereafter, Regents shall be provided with the Code of Ethics as set forth in these Bylaws and shall certify in writing that they have read the Code of Ethics and will comply with its provisions.
- *Authority of the Board and Individual Regents.* The Board of Regents possesses full authority over the governance, control, and management of the University as vested by Sections 51.352 and 106.11 of the Texas Education Code. The Board exercises this authority collectively through official action taken at properly noticed meetings or by written consent where expressly permitted.
- *No Individual Authority:* Except as otherwise provided by law or these Bylaws, Regents shall have no authority to act on behalf of the Board outside of Board meetings. Individual Regents, including officers of the Board, possess no independent authority to act on behalf of the Board, direct University personnel, commit University resources, or speak for the Board except as specifically authorized by official Board action, applicable law, or these Bylaws. Individual Regents may not:

- Direct or supervise University employees;
 - Make commitments or representations on behalf of the University;
 - Initiate projects or expenditures;
 - Override Board action or administrative decisions; or
 - Exercise any authority reserved to the Board as a body.
- *Officers' Authority:* Officers of the Board (Chair, Vice Chair, Second Vice Chair, Secretary) may exercise only such authority as is specifically delegated to them by these Bylaws or by official Board action.
- *Official Spokespersons:* The Board Chair, or his or her designee, serves as the official spokesperson for the Board unless the Board by vote has directed otherwise. Other Regents shall not represent their individual views as those of the Board without specific authorization. Regents shall support the Board Chair and/or the Board Chair's designees as the source of official communications and statements to the University community and the media on behalf of the Board.
- *Requesting Information:* Regents have the right and duty to be fully informed on all matters that influence their obligations as Regents. To ensure orderly administration and proper information flow to the full Board, all requests for information, documents, data, or communications with University personnel (other than routine social interactions) shall be submitted according to the following protocol:
 - a) Submission of Requests: Requests for information shall be submitted in writing to the appropriate Committee Chair (or Board Chair, if there is no applicable committee) with a copy to the Executive Director of Board Relations.
 - b) Processing of Requests: The Committee Chair (or Board Chair) shall promptly submit the request to the President for response, with a copy to the Executive Director of Board Relations.
 - c) Distribution: All requests and responses shall be shared with the full Board through the Executive Director of Board Relations.
 - d) Prohibition on Direct Requests: Regents shall not make direct requests to University staff, administrators, or faculty for institutional information, data, reports, or special projects without following the protocol established in this section.
 - e) Non-Interference: Regents shall not interfere in the day-to-day administration of the University or exercise supervisory authority over University personnel except as authorized by official Board action.
- *Use of Authority.* Regents shall not use the authority, title, prestige, or other attribute of the office to obtain consideration, treatment, or favor for any person

beyond that which is generally available. This section applies, but is not limited to, efforts to influence administrative decisions with respect to an individual's admission, employment, discipline, and similar matters. However, this section does not apply to a Regent's performance of his or her statutory responsibilities with respect to matters presented to the Board for consideration at board or committee meetings and/or duly constituted search committees.

- *Confidentiality.* Regents shall maintain and respect the confidentiality of University records and information, including personnel information and student records; will not disclose nonpublic information, including information discussed and/or received in executive session and privileged attorney/client communications, without proper authorization by the Chair, the Board's counsel, or the University's general counsel; and will not misuse or exploit for personal benefit any records or information to which Regents obtain special access as a result of their position. This section applies without regard to whether the document or record is marked "confidential."
- *Involvement in Administrative and Academic Matters.* At all times, Regents shall uphold their role as the governance and policymaking body of the institution; properly hire, support, and evaluate the President; and avoid involvement in administrative matters not subject to the direct authority of the Board, except as required by law.
- *Decorum.* At all times, Regents shall act with decorum and recognize that their behavior will be attributed to and reflect on the other members of the Board and the University. In meetings, other Board events and activities, and in his or her life outside of the Board, a Regent shall relate to every other member of the Board and University administration with a spirit of collegiality and respect.
- *Resolving Differences.* A Regent may challenge the judgment of others when he or she deems it necessary to do so but shall do so with collegiality and respect. A Regent shall vote his or her individual convictions after listening to others. A Regent must, however, work with fellow Regents in the best interests of the University and shall not publicly criticize or otherwise act to undermine duly adopted board decisions. For this reason, Regents shall first express concerns about another Regent's judgment or performance directly with that Regent. If addressing the issue directly with the Regent does not resolve the concern, then discussion with the Board Chair is appropriate. The following steps shall be followed unless the concern involves an alleged violation of these Bylaws or Board or University Policies (in which case the Chair, in consultation with Board Counsel, shall refer to the Disciplinary Procedures outlined at the end of the Code of Ethics):
 - The Chair shall discuss the concern with the Regent in question on behalf of the reporting Regent or shall moderate a discussion between the

members. If a quorum of the Board is involved, the meeting must be posted and conducted in accordance with the Texas Open Meetings Act.

- The discussion will identify more appropriate alternatives to the conduct at issue or refer the Regent to policies or procedures that outline approved ways to deal with the issue that prompted the conduct and/or concern.
 - If the Regent in question does not believe his or her behavior requires correction or modification, an Agenda Item specifying “Evaluation of Individual Regent Performance” may be listed on the agenda for the upcoming Board Meeting.
 - The matter will be discussed by the full Board in Executive Session in an attempt to clearly identify the conduct and/or concern and discuss possible solutions or alternative approaches that may have a more positive impact on team cohesion and effectiveness.
 - In the event an issue cannot be constructively resolved, the Board may consider engaging a third party outside facilitator, such as a mediator or conflict resolution specialist.
 - If the concern involves the Board Chair, a Regent may discuss his or her concerns with the Vice Chair, following the process outlined above to the extent possible.
- *Duty of Candor.* Regents must uphold the highest standards of honesty and transparency in all official communications. When speaking in a public or on behalf of the University, Regents must present facts, data, and institutional records with accuracy. Regents shall not knowingly misrepresent, omit, or gloss over material information that could mislead the public or the Board. Regents must characterize the actions, statements, and positions of fellow Regents, faculty, staff, and students truthfully. Public comments regarding the conduct or decisions of others must be based on verifiable evidence rather than conjecture or personal bias. Any data, financial reports, or academic metrics cited by a Regent must be sourced from official institutional records or verified external benchmarks. If a Regent presents personal interpretations of data that conflict with official institutional findings, they must clearly disclose that the perspective is their own and not that of the Board. If a Regent becomes aware that they have inadvertently shared inaccurate information or misrepresented a fact in a public or official setting, they have an affirmative duty to issue a correction to the affected parties as soon as the error is identified.
 - *The President’s Role.* Regents shall support the President’s role as chief executive officer, to whom the Board has delegated broad responsibility for the management and administration of the University. Regents shall respect the President’s administrative authority and work through appropriate channels as set forth in these bylaws.

- *Conflict of Interest.* All Regents shall adhere to and be furnished a copy of the Statutory Standards of Conduct for State Employees, Section 572.051, Texas Government Code; Private Interest In Measure or Decision, Texas Government Code, Section 572.058; Qualifications of Certain Business Entities to Enter Contracts with an Institution of Higher Education, Texas Education Code, Section 51.923; and Board Policy 61.08 and shall avoid conflicts of interest, generally described as the use of one's University position to obtain unauthorized privileges, benefits, or things of value for oneself or others. A Regent shall be considered to have a conflict of interest if such Regent has any existing or potential financial or other interest which impairs or might reasonably appear to impair such member's independent, unbiased judgment in the discharge of his responsibilities to the University, or such Regent is aware that a member of his family (which for the purposes of this paragraph shall be a spouse, parents, siblings, children, and any other relative if the latter resides in the same household as the Regent) or any organization which such Regent or member of his family is an officer, director, employee, member, partner, trustee or controlling stockholder has such existing or potential financial or other interests. Regents shall strictly adhere to the following:
 - Each Regent who is involved in procurement or in contract management shall disclose to the University any potential conflict of interest specified by state law or University policy that is known by the Regent with respect to any contract with a private vendor or bid for the purchase of goods or services from a private vendor with the University.
 - No Regent shall solicit, engage, or agree to accept any privilege, benefit or thing of value for the exercise of his or her discretion, influence, or powers as an employee or regent, except as is allowed by law.
 - No Regent shall accept any privilege, benefit, or thing of value that might influence him or her in the discharge of his or her duties as an employee or regent.
 - No Regent shall use his or her position to secure special privileges or exemptions for himself or others, except as is allowed by law.
 - No Regent may be an officer, agent, employee, or member of, or own an interest in a professional activity that foreseeably might require or induce him or her to disclose confidential information acquired by reason of his or her university position.
 - No Regent shall accept employment or engage in any business or professional activity that foreseeably might require or induce him or her to disclose confidential information acquired by reason of his or her university position.

- No Regent shall disclose confidential information gained by reason of his or her university position, nor shall he or she otherwise use such information for his or her personal gain or benefit.
 - No Regent shall transact any business for the university with any entity of which he or she is an officer, agent, employee, or member.
 - The University may not enter into a contract for the purchase of goods or services with a private vendor with whom a Regent, president, general counsel, chief procurement officer or procurement director or family member of any of them related within the second degree of affinity or consanguinity owns or controls at least one percent in the vendor or could reasonably foresee that a contract with the vendor could result in a financial benefit to the board member, president, general counsel, chief procurement officer or procurement director, or related family member.
 - No Regent shall make personal investments in any enterprise that foreseeably might create a substantial conflict between his or her private interests and the university's interests.
 - No Regent shall accept other employment that might impair his or her independence of judgment in the performance of his or her university duties.
 - No Regent shall receive any compensation for his or her services to the university from any source except as permitted by law.
 - No Regent who exercises discretion in connection with contracts, purchases, payments, claims, or other pecuniary transactions shall solicit, accept, or agree to accept any benefit from a person or entity the Regent knows or should know or should know is or is likely to become financially interested in such transactions.
 - No Regent shall act as an agent for another person in the negotiation of the terms of an agreement relating to the provision of money, services or property to the University.
 - The resources of the University shall be used only in accordance with University policies and applicable law.
- *Disclosure of Conflict of Interest.* All Regents shall disclose to the Board any possible conflicts of interest at the earliest practicable time. No Regent shall vote on any matter under consideration at a Board or committee meeting in which such Regent has a conflict of interest. The minutes of such meeting shall reflect that the Regent having a conflict of interest abstained from voting. Any Regent who is uncertain whether he has a conflict of interest in any matter may request the Board or committee to determine whether a conflict of interest exists, and the Board or

committee shall resolve the question by majority vote. In making this determination, the Board or Committee may consult with legal counsel.

- *Nepotism.* Relatives of members of the board shall not be employed by the university unless the employment took place at least one year prior to the appointment of the board member. Relatives of other university employees shall not be employed by the university in positions where the employee has the official authority to hire or recommend or approve the hiring, salary, or promotions of the relative. Relatives shall not be employed in the direct supervisory-subordinate relationship even if it results from marriage after the employment relationship was formed. The provisions of this policy apply to all programs regardless of funding source. For the purposes of this policy, the term “relative” is defined as anyone related to the employee within the second degree of affinity or the third degree of consanguinity and includes the employee’s spouse and the employee’s of the spouses’ parents, grandparents, great grandparents, brothers, sisters half brother and sisters, children, grandchildren, great grandchildren, aunts, uncles, nieces, nephews, first cousins, second cousins and persons married to them.
- *Concerns and Complaints.* Regents shall communicate promptly and as appropriate any significant concern or complaint of which he or she becomes aware to the President or Board Chair.

Disciplinary Measures

- The Board may discipline any Regent upon a two-thirds vote of the Regents then in office for the following violations:
 - Failure or unwillingness to abide by these Bylaws, Board Policies, or University Policies;
 - Failure or unwillingness to carry out duties in accordance with applicable law or University policies, including failure to attend at least half of regularly scheduled Board meetings over a two-year period (absent reasons acceptable to a majority of the Board); or
 - Any action that may negatively reflect on the University or compromise its mission.
- In addition to determining whether a violation has occurred, the Board, by majority vote, shall also determine whether such violation is material or non-material.
- Upon the Board’s finding a violation, the following disciplinary actions may be taken, at the Chair’s discretion:
 - For non-material violations, the Chair may issue a private reprimand or warning to the Regent;

- For material violations, the Chair may impose disciplinary measures including, but not limited to:
 - Public or private censure
 - Removal from committee leadership positions
 - Removal from officer positions
 - Removal from committee membership
 - Other measures deemed appropriate to the circumstances
- For violations of provisions listed in Section 61.031(c), Education Code, the Chair shall coordinate with the Texas Higher Education Coordinating Board Office of the Ombudsman as appropriate.
- As used in these Bylaws, a "material violation" shall mean any act, omission, or breach of these Bylaws, Board or University Policies, or applicable law that:
 - Substantially defeats or undermines the core governance functions of the Board.
 - Results in, or is reasonably likely to result in, significant financial, legal, or reputational damage to the University.
 - Constitutes a serious breach of fiduciary duties.
 - Involves the willful failure to follow essential procedural requirements necessary for the operation of the Board.
 - Consists of actions taken by a Regent that are outside the scope of their authorized authority and/or that bind the University to unauthorized obligations.
- A series of non-material violations may be deemed by the Board to be "material" when viewed in the aggregate if they demonstrate a pattern of non-compliance that undermines the governance of the University.
- Anyone who believes that he or she has information indicating that a Regent has violated any provision of these Bylaws, the Code of Ethics, or Board or University policies shall make a written disclosure of the facts and circumstances to the Chair or, alternatively, the Chair of the Audit and Compliance Committee, if the alleged violation involves the Chair. If the alleged violation involves the Chair or any member of the Audit and Compliance Committee, the disclosure shall be made to any officer of the Board.
- Upon receipt of such disclosure, the reviewing officer shall promptly review the matter with Board counsel to determine whether the disclosure, if true, would constitute a violation of these Bylaws, the Code of Ethics or Board or University policies and therefore warrant further consideration under these procedures.

- To protect the integrity of the process and the reputations of all parties, the existence and details of the alleged violation shall remain confidential during this review.
- The Regent who is the subject of the allegation shall be notified in writing of the specific allegation and the evidence being considered. The accused Regent shall be granted a reasonable period (typically 14 to 30 days) to submit a written response or request a personal conference to address the allegation.
- The reviewing officer and Board counsel shall determine whether the written disclosure and response warrant further consideration by the Board. If so, the reviewing officer shall present the written disclosure, response of the accused Regent (if any), and any other relevant information to the Board in executive session for consideration and potential disciplinary action in accordance with the procedures outlined above. The Board may consult with Board counsel during its deliberations.