



BYLAWS OF THE SNOW COLLEGE BOARD OF TRUSTEES

ARTICLE I – MEMBERSHIP

- 1.1 The membership of the Snow College Board of Trustees consists of ten persons, eight of whom are appointed by the Governor with the consent of the Senate. The President of the Snow College Alumni Association serves as the ninth member, and the President of the Associated Students of Snow College serves as the tenth member of the Board. (Utah Code 53B-2-104)
- 1.2 The eight appointed members serve for four-year terms, four expiring on June 30 of each odd-numbered year. The two ex officio members serve for the terms of their respective offices.
- 1.3 Appointments made in filling a vacancy occurring before the expiration of the term shall be made for the remainder of the unexpired term. Regardless of the termination date of the term of office, all members shall continue to hold office until their successors have been appointed and qualified.
- 1.4 Each member shall take the official oath of office prior to assuming the office. The oath shall be filed with the Division of Archives and Records Services.
- 1.5 Each member of the Board of Trustees shall receive an honorarium as provided by law as compensation for services for attending meetings of the Board of Trustees. Each member shall also be paid actual expenses incurred in attending to the authorized business of the Board of Trustees, if payment is authorized and approved by the Regents.

ARTICLE II – OFFICERS OF THE BOARD

- 2.1 The Board shall elect from its members a Chair who shall be the presiding officer of the Board. The Chair shall be elected at the July meeting of the Board at each odd-numbered year. He/she shall serve for a term of two years and until a successor is elected and qualified. The Chair shall preside at all meetings of the Board and, as directed by the Board, shall have such other duties, powers, and responsibilities as are assigned.
- 2.2 The Board shall elect from its members a Vice Chair who shall act as and perform the duties of the Chair in the latter's absence. The Vice Chair shall be elected at the July meeting of the Board at each odd-numbered year. He/she shall serve for a term of two years and until a successor is elected and qualified. The Vice Chair shall have such other duties, powers, and responsibilities as may be assigned by the Chair or by the Board.

- 2.3 The Board shall elect a Secretary who need not be a member of the Board and shall perform duties as the Board may direct.

ARTICLE III – POWERS AND DUTIES OF THE BOARD

- 3.1 The Board shall act in behalf of Snow College in performing such duties, responsibilities, and functions as provided by law and as may be specifically authorized and delegated to the Board by the Board of Regents.
- 3.2 The Board shall act in behalf of Snow College in facilitating communications between Snow College and the community; in assisting, planning, implementing and executing fund-raising and development programs; and in strengthening alumni and community identification with the institution's traditions and goals.
- 3.3 The Board shall consult with the Board of Regents on matters pertaining to Snow College.
- 3.4 The Board shall have the authority to adopt a Policy and Procedure Guide and other rules and regulations necessary or convenient and desirable for the efficient and well-ordered administration of the institution.
- 3.5 The Board shall have the authority to establish such standing and ad hoc committees as it deems necessary to properly fulfill its responsibilities.
- 3.6 Unless reserved by or to the Board of Regents, the Board shall have the authority to approve the actions of the President of the College in respect to the following matters:
- 3.6.1 Appointing, hiring, and contracting with a secretary and a treasurer, administrative officers, staff, other officers and employees, deans of schools or colleges, professors, associate professors, assistant professors, instructors and other professional personnel, faculty and assistants, and in prescribing their duties and determining their salaries, pursuant to Paragraphs One, Two, and Three of Section 15 of the Utah Higher Education Act of 1969, in conformity with general policy of the Board of Regents policy.
- 3.6.2 Providing for the constitution and organization of the faculty and administration of the institution and enacting rules and regulations for the government of the faculty and employees of the institution, which shall include the establishments of personnel policies and a prescribed system of tenure.
- 3.6.3 Committing to the faculty the general initiation and direction of instruction and of the examination, admission, and classification of students
- 3.6.4 Enacting rules and regulations for the administration of the institution which are not inconsistent with its prescribed role and the rules and regulations and bylaws of the Board of Regents or the laws of the State of Utah. Such rules and regulations may, within the above limits, provide for (1) administrative, faculty, student, and joint committees over specified institutional matters, (2) student government and student affairs organizations, and (3) the establishment and publication of institutional standards involving the education policy and programs in furtherance of the ideals of

higher education fostered and subscribed to the institution, its administration, faculty, and students.

- 3.6.5 Exercising such grants of power and authority as may be delegated by the Board of Regents, as well as the necessary and proper exercise of such powers and authorities not specifically denied to the institution, its administration, faculty or students by the Board of Regents or by the laws of the State of Utah, to assure the effective and efficient administration and operation of the institution.
- 3.7 The Board shall assist the President in carrying out his/her responsibilities (1) for the protection, repair, and maintenance of all property, both real and personal, of Snow College and (2) for the protection, education, welfare and general well-being of all persons admitted and enrolled at Snow College or otherwise entered upon the premises of the institution, under such rules and regulations as the President may establish with the approval of the Board.
- 3.8 All rules and regulations established as provided in this article shall be effective when approved by the Board unless otherwise directed therein or unless approval of the Board of Regents is required; provided, however, that the President, with the approval of the Board, shall have the authority to issue directives and make decisions in an emergency to maintain the safety and well-being of persons and the security of the property at Snow College.
- 3.9 The Board shall select persons to be awarded honorary degrees by Snow College in recognition of outstanding achievement or distinctive public service.
- 3.10 The Board shall approve all candidates for earned degrees and diplomas authorized by law and the Utah State Board of Regents which are conferred by Snow College. Such candidates shall be recommended to the Board by the President and faculty in accordance with the rules of Snow College; provided, however, that no degree or diploma shall be conferred except as authorized by law and the Board of Regents.

Upon approval, all degrees and certificates shall be conferred by the President. The general style for conferring degrees shall be "As authorized by law and the Utah State Board of Regents." Diplomas attesting thereto shall bear the signature of the President, the Chair of the Board, the Chair of the Board of Regents, and the Commissioner of Higher Education. Non-degree certificated signifying completion of short, correspondence, or extension courses, and authorized by law, may be awarded and distributed by the institution.

ARTICLE IV – MEETINGS

- 4.1 The date, time, and place of regular meetings will be determined by the Board.
- 4.2 Special meetings of the Board may be held on such days and at such times and places as designated by the Chair, by six members of the Board acting jointly, or by the President of the institution.
- 4.3 Notice of the time and place of each regular and special meeting of the Board shall be mailed at the direction of the President to each member of the Board at the last known address at least five days before each regular meeting. This notice should include an agenda showing the nature of the business to be acted upon at such meeting. Notice as provided herein may be waived by unanimous consent of the Board.

- 4.4 The official agenda shall constitute the principal business at regular meetings of the Board. Proposed agenda items and related materials must be submitted to the Board Secretary at least seven days prior to the meeting.
- 4.5 Six members of the Board shall constitute a quorum, whether present in person or present by means of electronic equipment. In the event there are insufficient members present to constitute a quorum at the time and place a meeting has been called, those present may, nevertheless, proceed to hold a meeting for the purpose of scheduling the next meeting and receiving reports of Board committees and/or the President without taking any formal action thereon.
- 4.6 All matters submitted to the Board for its approval shall be decided by majority vote of the total board membership.
- 4.7 Proxy voting shall not be permitted at meetings of the Board.
- 4.8 Any member so requesting shall have his/her vote recorded in the minutes or, on request of any member, the vote of each member shall be so recorded.
- 4.9 Robert's Rule of Order shall be followed in conducting the meetings of the Board and the meetings of the committees of the Board.
- 4.10 The meeting of the Board shall be in compliance with the Utah Open and Public Meetings Act.
- 4.11 At the direction of the Chair or other presiding officer, or upon the request of at least three members of the Board and subject to fulfillment of the requirements of Chapter 4 of Title 52, Utah Code Annotated, 1953, as amended, the Board shall meet in executive session, provided, however, that all resolutions, rules, or regulations shall be approved and all final action taken in open session.
- 4.12 Members may participate in a meeting of Board of Trustees, the Executive Committee, or other committee of the Board by means of telecommunications. Members who participate by telecommunications may be counted in the quorum necessary to conduct and transact Board of Trustees or committee business. Such participation does not alter the requirements of notice, open and public meetings, and other applicable rules of the Board of Trustees. To hold an electronic meeting, the Board must establish one or more "anchor locations," at least one of which is in the building and city where the Board would normally meet, and where there is adequate space and facilities for interested persons and the public to attend and monitor the open portions of the meeting. (Utah Code 52-4-207)

ARTICLE V – PUBLIC INFORMATION

- 5.1 The Chair shall be the only member of the Board authorized to make official pronouncements for the Board when instructed by the Board. The President is authorized to speak for the Board with respect to any policy matters which have received the approval of the Board and on administrative matters which are entrusted to him/her.
- 5.2 The President, or in his/her absence a designated member of his/her staff, may issue such news releases, general information, and other communications regarding administration of

the College as will serve its best interests. Such releases shall be consistent with the policies and practices of the Board of Regents and the Board.

ARTICLE VI – COMMITTEES

- 6.1 There shall be three standing committees of the Board of Trustees and such other special committees as the Board or the Chair may determine from time to time to be necessary or appropriate. With the exception of the Executive Committee, the members and Chair of all standing and special committees and their Chair shall be appointed by the Chair of the Board. Each standing committee shall serve concurrent two-year terms with the Chair who appointed them, immediately following his or her election in each even numbered year.
- 6.1.1 The college president shall provide such staff and support services as may be necessary to each standing and special committee and any subcommittee thereof.
- 6.1.2 The standing committees of the Board of Trustees are: (1) Executive Committee (see Section 6.2, below); (2) Academic and Student Affairs Committee; and (3) Finance and Facilities Committee
- 6.1.3 The Finance and Facilities Committee shall serve as the Audit Committee, as required by Utah State Board of Regents Policy R565, Audit Committees.
- 6.1.4 The Chair may, from time to time, define or redefine the role and responsibilities of, and may make specific assignments to, a standing committee.
- 6.1.5 The Chair and Vice chair of the Board of Trustees may be appointed to and serve as regular members of one or more standing committees, with full power to vote. The Chair and Vice chair of the Board of Trustees shall also be ex officio members of each standing committee to which they are not appointed on a regular basis, but in such ex officio capacity shall be without power to vote.
- 6.2 The Executive Committee shall be composed of the Chair of the Board of Trustees, Vice Chair of the Board, the immediate past Chair of the Board if still serving on the Board, and the chairs of the standing committees of the Board. In the event there is no past Chair serving on the Board, the chair may appoint one at-large member to serve on the Executive Committee, so as to ensure no more than six members serve on the said committee.
- 6.2.2 The Executive Committee shall have the full authority of the Board of Trustees to act upon routine matters during the interim between Board meetings, but shall act upon non routine matters only under extraordinary and emergency circumstances. Actions of the Executive Committee shall be reported to the Board of Trustees at its next regular meeting following such action. (Utah Code §53B-1-104(7)).
- 6.2.3 For purposes of strategic planning discussions, an additional Trustee may be added to the Executive Committee, as long as the total number of members does not create a quorum.

- 6.3 Meetings of all committees of the Board of Trustees may be held upon the call of the Chair of the committee, the Chair of the Board, or at the request of the President. Notice of the time and place of every committee meeting and of the business to be acted upon shall be given to the members of the committee and the President by the person calling such meeting by mail or other personal communications.

ARTICLE VII – AMENDMENTS

- 7.1 These bylaws may be amended or repealed at any regular meeting of the Board by majority vote. A copy of any proposed amendments shall be submitted in writing to each member and to the President at least five days before the meeting at which such amendments are to be proposed.

Approved this 10th day of September 2015.



Marci P. Larsen, Secretary to the Board



Theresa L. Alder, Chair of the Board