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BYLAWS OF THE BOARD OF TRUSTEES

FRANCIS MARION UNIVERSITY

Rev. 06-27-13

1. Corporate Name

The governing body of Francis Marion University is the Board of Trustees, which is by statute constituted a body corporate and politic under the name of the Board of Trustees for Francis Marion University and is charged with responsibility for overseeing the effective governance of the University.

2. Powers and Duties of the Board

The powers of the Board of Trustees are stated with clarity and comprehensiveness in the statute establishing the Board. [See SC Act 510 of 1988, Chapter 133; and H.3716, 2/12/92.] The Board of Trustees has the authority under the statute to manage and control the activities and policies of the University in accordance with applicable provisions of public law. The Board may adopt such policies, rules, and regulations as it may deem proper for its own governance and for the governance and management of the activities and resources of the University. The powers and duties of the Board of Trustees include, but are not limited to, the following illustrative functions:

1. To safeguard the purposes of the University and the ideals by which it is guided; to periodically review the mission and purpose of the University in the light of educational, economic, and societal change and to revise the mission and educational philosophy as needed, within the statutory framework and statewide coordination under which the University functions.

2. To assure the effective operation of educational programs and services so as to effectively carry out the University's mission; to review and approve proposals for major revision of degree programs and educational support services in accordance with the University's mission and resources; to confer degrees upon recommendation of the President and the faculty.
3. To assure the effectiveness of University governance, policy formation, and decision making; to establish an appropriate delegation of authority and responsibilities within the University; and to assure the effectiveness of communications, consultation, and cooperative decision making among the various sectors of the University community.
4. To appoint the President as the chief executive officer of the University; to delegate his responsibilities, evaluate his performance, provide for his leadership and welfare, and set appropriate conditions of employment, renewal, or termination.
5. To authorize the President to establish the administrative organization of the University and to appoint the senior administrative officers of the University in accordance with the bylaws and policies of the Board of Trustees.

6. To review and approve policies and procedures bearing on faculty appointment, promotion, tenure, and nonrenewal and to authorize the President to appoint members of the faculty; to review and approve general personnel policies, including protection for all employees against any form of discrimination or any violation of due process rights in employment.

7. To assure the effectiveness of comprehensive and mission-based institutional planning; to review, approve, and adopt plans for program development, financial strengthening, and capital and campus development; to assure the effective implementation of plans and to monitor the formation of short-term plans and decisions in the light of long-term goals for University development.

8. To delegate the functions and responsibilities of the faculty and to provide for the effectiveness of the faculty in discharging those functions and responsibilities.
9. To review and approve the annual operating budget of the University; to regularly monitor the financial condition of the University and to establish plans, financial policies, and investment practices designed to assure the financial strength and stability of the University.

10. To assure the effectiveness of comprehensive planning for procurement of current and capital funds; to authorize the acceptance of major gifts and bequests in accordance with Board policies and public law.
11. To authorize the construction of new buildings and the major repair or renovation of existing buildings.
12. To assure the accountability of the University to fundamental social values and to the provisions of public law; to facilitate communications between the University and State government or other agencies and constituencies.
13. To protect the academic environment of the University from improper pressure or interference adversely affecting the functions of scholarship, teaching, and learning; to assure the academic freedom of faculty and students.
14. To assure appeal procedures in disputes or grievances involving faculty, administrative officers, staff, and/or students.

3. Membership of the Board of Trustees

A. The Board of Trustees is composed of the Governor of the State of South Carolina, an *ex officio* member of the Board; and sixteen members, with fifteen of these members to be elected by the General Assembly and one member to be appointed from the state at large by the Governor.

B. The term of elective members is four years. The member occupying Seat Sixteen serves at the pleasure of the Governor.

C. The term of office of an elective trustee commences on the first day of July of the year in which the trustee is elected.

D. Members of the Board of Trustees are expected to attend all regularly scheduled and called meetings of the full Board and its committees. State statute requires that a member who has three consecutive unexcused absences of regularly scheduled meetings is considered removed from the Board and a vacancy is created. Excused absences are within the discretion of the chair.

4. Officers of the Board

The officers of the Board of Trustees shall consist of the Chair, the Vice Chair and the Secretary. Election of officers shall be held at the quarterly fall meeting biannually. New officers will assume office at the quarterly winter meeting. Each officer is elected for two years or until a successor is elected or qualified. In the event of a vacancy in the Chair's position, the Vice Chair will succeed to the position for the remainder of the term. All other vacancies in any office may be filled at any meeting. The term for the chair will be a single two-year term. The other officers may serve multiple terms.

A. Chair

The Chair of the Board of Trustees is charged with the duty of maintaining a level of interest and activity among the Board which will contribute to the determination of Board policies, wise planning for the future, intelligent and considerate observance of the rights of the faculty and student body, and the maintenance of the independence of the Board from outside influences harmful to the interest of the University. Powers and duties of the Chair include the following:

1. Preside over the meetings of the Board. If the Chair is absent, the Vice Chair shall preside if present. Otherwise the Chair shall designate some other trustee to preside.
2. With the Secretary, execute all papers to which it is necessary to affix the seal of the University.
3. Appoint all committees, subject to the approval of the Board.
4. Serve as member *ex officio* of all committees of the Board.
5. Upon request of the Board, act as its spokesperson or representative.
6. Perform those additional duties which may be imposed upon his office by statute or by direction of the Board.

B. Vice Chair

In the absence or inability of the Chair to discharge the duties of office, all the duties of the Chair of the Board shall devolve upon and be executed by the Vice Chair.

C. Secretary

The powers and duties of the Secretary shall include the following:

1) Keep a faithful record of all proceedings.
2) Conduct correspondence for the Board.
3) Give notice of time and place of meetings.
4) See that all documents entrusted to his care are filed and safely kept at the University.
5) Make documents entrusted in his care available for inspection by the Board or any committee of the Board.
6) Surrender documents under his control only to an agent or officer authorized to receive them.