



Item: VI. AF: A-1

May 16, 2007

SUBJECT: FAU REGULATIONS AND CONTRACT AUTHORITY.

PROPOSED BOARD ACTION

Amend Article IV., Section 4.6 of the FAU Board of Trustees Board Operations Policies and Procedures entitled University President and Corporate Secretary.

BACKGROUND INFORMATION

The Chair of FAU's BOT Audit and Finance Committee requested a review of FAU's current structure of delegated contracting authority. To facilitate a discussion of possible enhancements in FAU's structure, the Chair also requested a review of other Florida state universities' contracting structures.

These comparable authorities and structures were reviewed during the April 25, 2007 Audit and Finance Committee. As a result, two recommendations were put forth to amend Article IV, Section 4.6 of the FAU Board of Trustees Board Operations Policies and Procedures. The amendments were voted upon and unanimously approved for recommendation to this Board.

IMPLEMENTATION PLAN/DATE

The changes will be effective upon approval by the full Board. The Board Handbook and website will be updated promptly to reflect the changes.

FISCAL IMPLICATIONS

Prohibits contracts that obligate the financial resources of the University for more than twelve months beyond notice of termination, without prior consultation by the President with the Chair of the Board of Trustees.

Supporting Documentation: Proposed Amendment to Article IV., Section 4.6 of the FAU Board of Trustees Board Operations Policies and Procedures.

Presented by: David L. Kian, General Counsel

Phone: 561-297-3007

**Proposed Amendment to Article IV., Section 4.6 of the
FAU Board of Trustees Board Operations Policies and Procedures.**

Section 4.5

VICE CHAIR

The duty of the Vice Chair is to act as Chair during the absence or disability of the Chair.

Section 4.6

UNIVERSITY PRESIDENT AND CORPORATE SECRETARY

The University President shall serve as the Chief Executive Officer of the University. The University President shall be responsible for the operation and administration of the University, including efficient and effective budget and program administration, leading the University to accomplish its education missions and goals, monitoring educational and financial performance, consulting with the BOT in a timely manner on matters appropriate to its policy-making and fiduciary functions, and serving as the University's key spokesperson.

The President shall have the authority to execute all documents on behalf of the University and the BOT consistent with law, BOT policies, and the best interests of the University. **No such document may purport to limit any Board of Trustees member's individual discretion in discharging the responsibilities of a Trustee. No contract for personal or employment services shall obligate the financial resources of the University for a period of more than twelve months beyond the delivery of a notice of termination, without consultation by the President with the Chair of the Board of Trustees.** The President shall exercise such powers as are appropriate to his/her position in promoting, supporting and protecting the interests of the University and in managing and directing its affairs. The specific statutory powers and duties of the President are enumerated in Section 1001.75, Florida Statutes. The President shall serve as the principal liaison officer and official contact between the BOT and the faculty, staff and students of the university. The President may issue directives and executive orders. Such directives and orders shall not violate existing BOT policies. The President shall serve as an ex-officio, non-voting member of all BOT Committees.

The University President shall serve as Corporate Secretary of the BOT, and in the capacity of Secretary, shall be responsible for giving notice of all meetings of the BOT and its committees, setting the Agenda and compiling the supporting documents for meetings of the BOT in consultation with the Chair, recording and maintaining the minutes of any BOT or committee meeting, including a record of all votes cast, in accordance with Section 286.011(2) of the Florida Statutes, executing or attesting to all documents which have been executed by the BOT, and acting as custodian of the Corporate Seal. The Secretary may designate an individual to assist him or her in this role.