# Article 2: The Regents of the University of Colorado [1]

## PART A: ORGANIZATION AND POWERS

2.A.1 Body Corporate

As provided by the state constitution and state law, the regents of the University of Colorado, duly elected, constitute a body corporate known by the name and style of "The Regents of the University of Colorado."

2.A.2 Election and Numbers

As provided by the state constitution and state law, there shall be nine regents of the University of Colorado, three elected every two years at the biennial general election in the manner prescribed by law. The governor of the state shall fill any vacancies that may occur, and the persons so appointed shall hold their offices until the next general election and until successors are elected and duly qualified.

[See section 12 of article IX [2]of the state constitution and C.R.S. § 23-20-102 [2]]

2.A.3 Oath of Office and Commencement of Term

As provided by the state constitution and state law, members of the Board of Regents, before entering upon their duties, shall take and subscribe to the following oath or affirmation: "I do solemnly swear (or affirm)that I will support the constitution of the United States and of the state of Colorado, and that I will perform the duties of regent of the University of Colorado faithfully and to the best of my ability." Said oath or affirmation shall be filed in the office of the secretary of state. Regular terms of office shall commence in January after the regents-elect have taken the oath of office.

[See C.R.S. §23-20-103] [2]

2.A.4 Powers

The authority of the Board of Regents is conferred upon the members as a Board, which can bind the university only by formal action of the Board, except as authority may be granted to an individual regent under these Laws. A majority (five) of the nine members of the Board

shall constitute a quorum.

(A) The Board of Regents shall have the general supervision of the university and the exclusive control and direction of all funds of and appropriations to the university, unless otherwise provided by law.

[See subsection 5(2) of article VIII [2] of the state constitution.]

(B) All appointments hereinafter provided for shall be made or approved by the Board of Regents unless appointment authority has been specifically delegated to the president or other officers of the university and administration under regent policy or these Laws. All appointments shall be made subject to the constitution and applicable statutes of the state of Colorado and in accordance with the rules, policies, and procedures of the university.

[See regent policy 3-J(A [3]) [4] and 2-K [5]]

(C) As provided by state law, the Board of Regents shall:

(1) enact laws for the government of the university;

(2) appoint the requisite number of professors and tutors and all other officers, and determine the salaries of such officers unless appointing authority has been delegated to the president or another officer;

(3) determine the amount of tuition and fees in accordance with state laws and regulations; and

(4) remove any officer connected with the university when in the Board of Regents judgment the good of the institution requires it.

[See C.R.S. §23-20-112 [2], C.R.S. §23-5-117 [2], Article 11.A.1 [6] of these Laws, Regent Policy 2-K [5], and Article 12.A.1 [7] of these Laws]

2.A.5 Chair and Vice Chair

(A) As provided by the state constitution and state law, the Board of Regents shall select from among its members a chair, who shall conduct the meetings of the board, and a vice chair, who shall assume the duties of the chair in the chair's absence.

[See section 12 of article IX [2]of the state constitution]

(B) The chair and vice chair shall be selected annually at the last regularly scheduled board meeting of each fiscal year and shall assume these roles at the conclusion of this meeting.

(C) Unless seven or more regents are members of the same political party, the chair and the vice chair shall not be members of the same political party.

(D) Unless otherwise limited by these provisions, any regent is eligible to be elected to the chair or vice chair irrespective of that regent?s party affiliation.

(E) In the event the board is unable to elect a new chair and vice chair as provided in Sections A and B above, the current chair and vice chair continue in their respective offices until the next scheduled or special meeting. The next regular or special meeting will be considered a

new election.

(F) In the event of resignation from office of the chair, the vice chair shall assume the duties of the chair until such time as the Board of Regents holds an election, either at a regularly scheduled Board of Regents meeting or by a special meeting, to elect a new chair. Any chair elected in this manner shall serve for the duration of the remaining term of the prior chair.

(G) In the event of a vacancy in the position of chair due to the death, incapacity, or resignation of the regent holding that position, the vice chair shall assume the duties of the chair until such time as the Board of Regents holds an election, either at a regularly scheduled Board of Regents meeting or by a special meeting, to elect a new chair. The election shall not occur until the governor of the State of Colorado appoints a new regent in accordance with Colorado law. Any chair elected in this manner shall serve for the duration of the remaining term of the prior chair.

(H) In the event of a resignation from office of vice chair, the chair shall appoint a regent to perform the duties of the vice chair until such time as the Board of Regents holds an election, either at a regularly scheduled Board of Regents meeting or by a special meeting, to elect a new vice chair. Any vice chair elected in this manner shall serve for the duration of the remaining term of the prior vice chair.

(I) In the event of a vacancy in the position of vice chair due to the death, incapacity, or resignation of the regent holding that position, the chair shall appoint a regent to perform the duties of vice chair until such time as the Board of Regents holds an election, either at a regularly scheduled Board of Regents meeting or by a special meeting, to elect a new chair. The election shall not occur until the governor of the State of Colorado appoints a new regent in accordance with Colorado law. Any chair elected in this manner shall serve for the duration of the remaining term of the prior vice chair.

(J) Unless the Board of Regents specifically determines otherwise, no individual regent shall have the authority to act or speak on behalf of the board.

(K) The chair of the Board of Regents shall have the authority to take routine personnel actions concerning those employees who report directly or jointly to the board and for whom the Board is a designated supervisor. Such routine personnel actions include, but are not limited to, leave approvals, expense reimbursement approvals, performance ratings, preparation of comprehensive review summary evaluations, and acceptance of resignations. It is the sense of the board, but not a limitation on the chair's authority, that the chair consult with the board in preparing annual performance ratings, defining the comprehensive review process, conducting the comprehensive review, and preparing the comprehensive review summary evaluations and ratings. The chair shall not have the authority to appoint, dismiss, set the salary for, or establish the duties of employees reporting directly to the board.

(L) The chair of the Board of Regents shall also have the authority to execute agreements and other documents on behalf of the board, including but not limited to employment and settlement agreements, provided that any agreement executed by the chair shall be approved first as to legal sufficiency by an attorney in the office of university counsel. It is the sense of the board, but not a limitation on the chair's authority, that the chair and/or university counsel consult with the board prior to the chair's executing an agreement and report the execution of the agreement to the board thereafter.

(M) The chair shall have the authority to appoint individual board members to serve on outside committees, commissions, authorities, or boards when the appointment of the board member is required by state law, board policy, or a board-approved intergovernmental or other university agreement.

2.A.6 Board Committees

Standing and ad hoc board committees shall be established and constituted as provided in board policy.

[See regent policy 2-C [8]]

## PART B: MEETINGS

2.B.1 Regular and Special Meetings and Study Sessions

(A) Regular meetings of the Board of Regents shall be held in accordance with the schedule of meetings approved annually.

(B) Special meetings may be called by the chair or by the president and shall be called by the chair upon the request of three board members. A special meeting may be convened only to consider the item(s) of business specified in the notice.

(C) Notice of these board and committee meetings shall be posted as provided in board policy

[See C.R.S. §24-6-402] [2]

(D) The Board may hold study sessions during any regular or special meeting of the Board. Study sessions shall be held to facilitate the Board's review of general or special topics as required by Board policy or other Board action, or as directed by the chair. The Board shall not take formal action during a study session.

(E) Public comment shall be taken at Board study sessions on items on that month's study session agenda in accordance with regent policy.

2.B.2 Meetings Open to the Public

(A) All regular, committee, and special meetings of the Board of Regents shall be held in compliance with state open meetings requirements.

[See C.R.S. §24-6-402] [2]

(B) All meetings of two or more regents at which public business is discussed or at which any formal action may be taken is a public meeting.

2.B.3 Meeting Procedures

(A) The Board of Regents acts only at public meetings called in accordance with the state open meetings requirements and Board rules.

(B) Robert's Rules of Order Newly Revised will apply to procedure at meetings if the Laws of the Regents do not specify otherwise.

2.B.4 Operational Principles

The Board of Regents adheres to the following operational principles: academic freedom, institutional neutrality, nondiscrimination, diversity, and prudent investments. Additionally, the Board has a policy that prohibits sexual harassment and related retaliation.

[See these Laws Article 10 [9] and Article 5 [10] and regent policies 2-J [11], [12] 10-A, [13]and 13-G [14]]

## PART C: UNIVERSITY SEAL

The University Seal, the official seal of the university, is the corporate mark of institutional and Board of Regents identification. This seal is the property of the university and shall be used only as authorized by the Board. The secretary of the university and of the Board of Regents is the custodian of the University Seal and as such has the authority to approve its use.

## PART D: AMENDMENTS TO THE LAWS OF THE REGENTS

Amendments to the Laws of the Regents can be made only after a notice of motion of the proposed amendment has been given at least two months prior to the scheduled action at a previous regular or special meeting of the Board of Regents. Waiver of the notice of motion rule requires a unanimous vote of the board. Approval of the proposed amendment requires an affirmative vote of two-thirds of the board.

(Part A amended 03/21/2014)

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