FLORIDA
AGRICULTURAL AND MECHANICAL
UNIVERSITY

BOARD OF TRUSTEES

OPERATING
PROCEDURES

Adopted September 24, 2001
Amendment Notes are provided as Appendix B
procedures or by law. The specific statutory powers and duties of the Board are enumerated in Sections 1001.71-1001.74, Florida Statutes, as now or hereafter amended.

The Board may adopt rules and policies consistent with the University’s mission, with law and with the rules of the Board of Governors, to fulfill its obligations under the law.

2.4 CORPORATE SEAL - The Corporate Seal shall be used only in connection with the transaction of business of the Board and of the University. The Secretary may affix the seal on any document signed on behalf of the Board.

ARTICLE 3: OFFICERS OF THE BOARD

3.1 OFFICERS - The Corporate Officers of the Board are the Chair, Vice Chair, and Executive Officer/Corporate Secretary.

3.2 SELECTION and REMOVAL - The Board shall select its Chair and Vice Chair from the appointed members at its first regular meeting after July in odd numbered years. The Chair shall serve for two years and may be reselected for one additional term. Officers may be removed after reasonable notice by an affirmative vote of no less than two-thirds of the members of the Board.

3.3 CHAIR - The duties of the Chair shall include presiding at all meetings of the Board, calling special meetings of the Board, attesting to actions of the Board, appointing members of standing or other committees, and accepting service of process in all suits filed against the Board.

3.4 VICE CHAIR - The duty of the Vice Chair shall be to act as Chair during the absence or disability of the Chair.

3.5 EXECUTIVE OFFICER/CORPORATE SECRETARY - The University President shall serve as Executive Officer and Corporate Secretary of the Board. The Secretary shall be responsible for providing notice of all meetings of the Board and its Committees; setting the agenda and compiling pertinent documents for meetings of the Board, in consultation with the Board Chair; recording and maintaining the minutes of any board or committee meeting, including a record of all votes cast in accordance with section 286.011(2), Florida Statutes; executing or attesting to all documents which have been approved by the Board and/or executed by the Chair, file and preserve all minutes, rules, orders, papers and documents pertaining to the business and proceedings of the Board; be the custodian of the corporate seal; be the Board’s records custodian; and in the absence of the Board Chair, accepting service of process in all suits filed against the Board. The Secretary may designate an individual to serve as Assistant Secretary to the Board.
3.5.1 The University President’s specific statutory powers and duties are enumerated in Section 1001.75, Florida Statutes, as now or hereafter amended.

3.5.2 As Executive Officer, the President shall serve as the principal liaison officer and official contact between the Board and the faculty, staff, students and direct support organizations of the University.

ARTICLE 4: COMMITTEES

The Board shall establish standing and adhoc committees, as it deems appropriate to discharge its responsibilities. The Board Chair shall appoint members of committees and their Chairs. Members of the committees shall hold office until the appointment of their successors. Unless specifically delegated or as otherwise provided in these Operating Procedures, the authority to act on all matters is reserved to the Board and the duty of each committee shall be to consider and to make recommendations to the Board upon matters referred to it. Each committee shall have a written statement of purpose and primary responsibilities as approved by the Board.

4.1 EXECUTIVE COMMITTEE - The Executive Committee shall consist of six Trustees, which shall include the Board Chair, the Board Vice Chair, the Chairs of the Academic Affairs Committee, Audit and Compliance Committee, Budget/Finance Committee, Student Affairs Committee and Facilities Planning Committee. The Corporate Secretary shall be an ex-officio member without a vote and not counted as part of a quorum for purpose of transacting business. Each Committee member shall serve for a term of (2) years.

4.1.1 The Executive Committee shall meet upon the call of the Board Chair to conduct its business as the Board Chair and Corporate Secretary may determine, and minutes shall be taken.

4.1.2 The Executive Committee has the authority of the Board to act between regular Board meetings on matters which are either ministerial or which must be decided before the next Board meeting. The actions of the Executive Committee shall be reported to the Board at its next regular Board meeting and shall be confirmed and approved by the Board, if required.

4.2 STANDING COMMITTEES - Members of the each standing committee shall be appointed by the Board Chair to serve for a term of two (2) years. Unless specifically delegated and except as otherwise provided in these Operating Procedures, authority to act on all matters is reserved to the Board, and the duty of each standing committee shall only be to consider and make recommendations to the Board upon matters referred to it.