FLORIDA
AGRICULTURAL AND MECHANICAL
UNIVERSITY

BOARD OF TRUSTEES

OPERATING
PROCEDURES

Adopted September 24, 2001
Amendment Notes are provided as Appendix B
ARTICLE 1: STATEMENT OF PURPOSE

The Florida Agricultural and Mechanical University Board of Trustees is vested with all powers and the authority to govern and set policy for Florida Agricultural and Mechanical University, as necessary to provide proper governance in accordance with laws of the State of Florida and with rules and policies of the Florida Board of Governors. The Board of Trustees shall hereinafter be referred to as the “Board.” In order to promote the effective discharge of its obligations and achieve its stated objectives, the Florida Agricultural and Mechanical University Board of Trustees hereby adopts these Board Operating Procedures.

ARTICLE 2: THE BOARD

2.1 CORPORATION/CORPORATE NAME - The Board of Trustees is a public body corporate entitled “The Florida Agricultural and Mechanical University Board of Trustees,” with all the powers of a body corporate.

The Board is a corporation primarily acting as an instrumentality or agency of the State, pursuant to Section 768.28, Florida Statutes.

2.2 COMPOSITION/TRUSTEES - The Board shall be comprised of 13 members, six (6) of whom shall be appointed by the Governor and five (5) of whom shall be appointed by the Florida Board of Governors. The President of the Student Government Association and the University Faculty Senate shall serve as trustees during their terms of office. The appointed members shall be confirmed by the Florida Senate.

2.2.1 Trustees shall serve for staggered 5-year terms, and may be reappointed for additional terms.

2.2.2 The Governor may remove a Trustee for cause. Failure of a Trustee to attend three consecutive regular Board Meetings in any fiscal year may also be grounds for removal by the Governor.

2.2.3 The Governor shall fill Board vacancies by appointment.

2.2.4 Trustees shall serve without compensation, but may be reimbursed for travel and per diem expenses in accordance with Section 112.061, Florida Statutes.

2.3 POWERS AND DUTIES - The Board shall serve as the governing body of Florida Agricultural and Mechanical University. It shall select the President of Florida Agricultural and Mechanical University to serve at the pleasure of the Board and shall hold the President responsible for the university’s operation and management, performance, its fiscal accountability, and its compliance with federal and state laws and rules of the Board of Governors. The Board shall have the power to carry out all lawful functions permitted by these operating
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.