

### STANDARD III: ORGANIZATION AND GOVERNANCE

Through the charter documents of the University and as affirmed by the bylaws of the University, the Board of Trustees has "the entire management and control of the property and affairs of the University," and the bylaws and resolutions of the Board "take precedence over other documents and policies of the University." The Trustees have delegated particular authority and responsibilities to the President as chief executive officer, to the Provost as chief academic officer, to the Faculty Senate, and to the several faculties of the institution. Further, the University has designated the Academic Council, the Staff Council, and the Student Government Association as other governance and advisory bodies.

The authority, responsibilities, and relationships among the Board of Trustees, the President, the Provost, the Faculty, the Staff Council, and the Student Government Association are described within a number of documents:

- The Bylaws of the Board of Trustees (last revised in February 1998 and available online at <http://www.uvm.edu/~uvmppg/ppg/otherdoc/bylaws.htm>);
- *The Officers' Handbook - The University of Vermont: Operating Practices, Procedures, and Policies Concerning Officers of The University of Vermont* (last printed January 1996, but subsequently revised in several sections; also available online at <http://www.uvm.edu/~uvmppg/ppg/acad/acadtable.htm>);
- "Academic Policies and Procedures" (distributed each academic year during the fall semester by the Office of the Provost);
- The Constitution of the Student Government Association (last revised April 17, 1997 and available at <http://www.uvm.edu/~stugov/constit.html>);
- "The Code of Student Rights and Responsibilities and University Policies" in *The Cat's Tale* (a student handbook published each academic year by the Office of the Vice President for Student Affairs; also available online at <http://www.uvm.edu/~dosa/handbook/>);
- The Staff Council Bylaws (available on line at <http://www.uvm.edu/~stffcncl/bylaws.htm>); and the *Staff Handbook*.

#### Board of Trustees

The structure of the Board of Trustees consists of five categories of persons. First, nine trustees are "self-perpetuating," with three new trustees elected for a term of six years by the nine currently serving trustees in the even-numbered years of each biennium. These nine trustees also constitute a board of trustees for the original corporation, The University of Vermont chartered in 1791. Second, nine additional trustees are elected by the General Assembly of the State of Vermont, with three new trustees elected for a term of six years in the odd-numbered years of each biennium. These trustees elected by the legislature are

successors to the trustees of the State Agricultural College chartered in 1864. Third, the Governor of the State and the President of the University serve as trustees during their terms of office. Fourth, since 1955 there have been three trustees appointed by the Governor with the consent of the State Senate, one each biennium in the odd-numbered years for a term of six years. Fifth, since 1978, there have been two full-time students appointed as trustees by a special corporation designated the Associated Directors for the Appointment of The University of Vermont and State Agricultural College Student Trustees, Inc. Thus, the structure of the Board of Trustees includes broad representation reflecting the public interest.

Regular meetings of the Board, open to the University community and to the public, have occurred four times each year during the past decade, with the annual meeting scheduled in May and other meetings usually occurring in August, October, and February. The Board is presently considering how it might increase the annual number of meetings to five.

Under the bylaws, the standing committees of the Board are the Executive Committee, the Investment Committee, the Audit Committee, and others established by the Board. During the past decade, there have been five additional standing committees of the Board: Alumni Affairs and Advancement; Buildings and Grounds; Educational Policy; Finance and Budget; and Student Affairs. In March 1999, some changes in standing committees will become effective: The Educational Policy Committee and the Student Affairs Committee will be combined into a single Committee on Academic Programs. This will seek to ensure a successful student experience in both the curricular and extracurricular aspects of campus life. There will be a new standing committee on Diversity. The Advancement Committee will become the Committee on Advancement and Constituency, while the Buildings and Grounds Committee will be re-designated the Committee on Facilities and Technology. One other change will be the addition of a student trustee to the Executive Committee of the Board.

Standing committees meet at the time of the regular meetings of the Board, and each committee schedules at least one full-day meeting annually. The membership of each standing committee consists not only of trustees (who are voting members) but also representatives of the faculty, the staff, and the alumni (who are nonvoting members). Special committees are established as needed, and additional standing committees may be established as needed.

Under the bylaws, the officers of the corporation are a Chair of the Board, a President, a Treasurer, a Secretary, a Provost, and such others as the Board may designate.

### **Chief Executive Officer**

The President is the chief executive officer, selected by the Board of Trustees, serving without a specified term, and directly accountable to the Board. The scope of the President's authority and responsibilities is described in general terms in section 6.4(b) of the Amended and Revised Bylaws (as last approved by the Board on February 7, 1998), and further described with some particularity in section 132 of the *Officers' Handbook*. The President is an ex officio member of all committees and other collective bodies of the Board of Trustees

and the University, except the Audit Committee of the Board of Trustees. Further, the President has the power to veto any act or resolution of any committee or other collective body within the University, except the Board of Trustees and its committees.

The President nominates and the Board of Trustees annually appoints the Provost and Senior Vice President, the Vice President for Administration, and the Vice President for University Advancement. At present, the Provost is also designated the Senior Vice President. Other administrators at the level of vice-president are the Vice President for Student Affairs and the General Counsel.

The overall structure of governance and organization is represented in the chart accompanying this statement.

### **Non-degree Programs in the Structure of Governance**

Summer session, evening division, off-campus centers, distance learning, and the coordination of conferences and institutes are integrated and incorporated into the governance system through the Dean of Continuing Education, who serves as a member of the Academic Council and the Provost's Council.

### **Faculty in the Structure of Governance**

In the broadest sense, the UVM Faculty consists of all those who hold appointments as Officers of Instruction, Officers of Research, Officers of Administration, and Officers of Extension and Libraries. The faculty exercise their authority and responsibilities through the Faculty Senate, through the colleges and schools in which they hold appointment, and through the departments, programs, and centers in which they are active. The scope of authority and responsibilities for the faculties of the University are described in section 156 of the *Officers' Handbook*.

### **Students in the Structure of Governance**

Student views and judgments enter into the governance of the institution through the Student Government Association and through student representation on standing committees, special committees, and advisory councils of the Board of Trustees, the President, the Provost, the colleges and schools, and the departments and programs.

The student handbook (*The Cat's Tale*) provides a listing of such appointments available to students, and that listing may be found beginning at page 40 of the current edition.

### **Evaluation of Effectiveness of Governance**

The governance structure of UVM shows a high level of consultation among the various governance bodies of trustees, faculty, students, and staff.

## Appraisal and Projection

Through past decades, the organization and governance of The University of Vermont has been modified to provide for increasing involvement by its component constituencies in fulfilling the mission and purposes of the institution. The charter vests "the entire management and control of the property and affairs of the University" in the Board of Trustees, but there has been a pattern of increased sharing of authority and consultation with the faculty, students, staff, and alumni. That pattern of development continues with further changes in the direction of fuller consultation and joint effort to provide an enriched environment for teaching, learning, research, and scholarship.

Consultation occurs through mechanisms of regular communication among governance units. Committees of the Board of Trustees involve representatives of the faculty, staff, alumni, and students to participate in their deliberations. Faculty, staff, and students have representation on committees appointed by the President, the Provost, deans, and other administrators on campus. Trustees, alumni, and members of the public also often participate in university committees. There are student representatives involved in committees of colleges, schools, departments, and programs. The Faculty Senate, the Student Government Association, the Staff Council, and the Alumni Association all have mechanisms for providing representatives to committees and task forces across the University.

In response to efforts at the assessment of effectiveness, the Student Government Association made some changes to its structure in 1997, the Board of Trustees has restructured its standing committees and is considering further changes in the way that it operates, and the Faculty Senate is currently studying alternatives to the structure of the Senate and its committees. The structure of organization and governance at UVM, then, continues to evolve in order to increase its effectiveness.