

ARTICLE VII

RIGHTS, DUTIES, AND RESPONSIBILITIES OF PRINCIPAL ADMINISTRATIVE OFFICERS OF THE UNIVERSITY SYSTEM

Section 1. Officers of the System. Officers of the System shall be the President and such other officers as the Board shall from time to time determine to be necessary for the administration of the System. It shall be the responsibility of the Board of Supervisors to establish procedures for the selection and appointment of major administrative officers within the University System.

Section 2. President of the System.

- a. The President shall be the executive head of the System in all its divisions and campuses, and shall serve as Secretary to the Board. Except as herein otherwise provided, the President shall be responsible to the Board for the conduct of the System in all of its affairs, and shall execute and enforce all of the decisions, orders, rules, and regulations of the Board with respect to the conduct of the System. The President shall be appointed by, and shall hold office at the pleasure of, the Board. The President's salary shall be fixed by, and recorded in the proceedings of, the Board. The President's discretionary authority shall be broad enough to enable him to meet his extensive responsibilities.
- b. The President shall attend the meetings of the Board and its various committees.
- c. The President shall make all nominations for appointments, suspensions, and dismissals of all administrative officers holding positions at the pleasure of the Board, after consultation with the appropriate academic and/or administrative staff concerned. Upon recommendation of the Chancellor of each campus, the President shall have the authority to make all other appointments, promotions, transfers, suspensions, and dismissals of academic and unclassified employees, subject to the approval of the Board. The President, or the President's designated agent, is authorized as the appointing authority to make and approve personnel actions relating to classified and unclassified personnel in positions exempt from the classified service by special action of the State of Louisiana, Department of Civil Service, including disciplinary actions required to be expressed in writing.
- d. Subject to the direction and control of the Board, the President shall
 1. Define the mission of each campus or institution and allocate functions and programs to each.
 2. Establish administrative policies and procedures.
 3. Implement educational policies.
 4. Coordinate the activities among the various campuses.
 5. Prepare and present a consolidated budget.
 6. Serve as governmental liaison and spokesman for the System to the alumni, news media, and the general public.
 7. Promote the general welfare and development of the System in its several parts and as a whole.
- e. The President shall establish and maintain lines of communication with the chief administrative officer of each campus. The channel for official communications between the President and the various campuses shall be through the chief administrative officer in charge of each campus.

- f. The President, as the chief financial officer of the System, shall assume and retain control at all times over all budgets of the System.
- g. The President may, by written order, delegate to the Chancellor of each campus, authority to take action provided in Article VII, Section 2c. Any appointments so made shall be in accordance with existing policies of the System in effect at the time of such appointment.
- h. The President shall have authority to appoint such committees from among the academic and nonacademic staff of the System as deemed desirable for the purpose of advising the President in connection with any problems of the System. The Chancellor of a campus shall be notified of all such appointments of personnel on his campus.
- i. The President shall be a member of all faculties and shall serve as Chairman of all Faculty Councils.

Section 3. System Staff Officers. System staff officers shall include a chief academic officer and a chief business officer, and such other officers as deemed necessary for the efficient operation of the System, to be appointed by the President with approval of the Board. The System staff officers shall perform the duties outlined in writing by the President and approved by the Board.

Section 4. Chancellors.

- a. There shall be a Chancellor for each campus or major administrative subdivision of the System who shall be appointed by the Board upon the recommendation by the President, and who shall hold office at the pleasure of the Board. The Chancellor shall administer the division for which he is appointed and shall exercise complete executive authority therein, subject to the direction and control of the President and the Board.
- b. As the administrative head of a campus, the Chancellor shall be responsible to the Board through the President for the effective execution of: all laws relating to Louisiana State University System; all resolutions, policies, rules, and regulations adopted by the Board for the administration and operation of the System, and for the governance of all of its campuses; and all policies, rules, regulations, directives, and memoranda issued by the President. The Chancellor's discretionary power shall be broad enough to enable him to meet his extensive responsibilities. In the performance of his duties and responsibilities, the Chancellor shall have direct access to the President. He shall be the official medium of communication between the President and all personnel of his campus.
- c. Unless otherwise directed by the President, the Chancellor shall attend the meetings of the Board and its various committees. The Chancellor may invite members of his administrative or academic staff to aid him in his presentations to the Board.
- d. The Chancellor, after consultation with the appropriate academic and/or administrative staff, shall make recommendations to the President for appointments, suspensions, and dismissals of all campus administrative officers holding positions at the pleasure of the Board. He shall make all other appointments, promotions, transfers, suspensions, and dismissals of all academic, administrative, and professional employees subject to the approval of the President and confirmation of the Board. He or his designated agent is authorized as the appointing authority to take and approve personnel actions relating to classified and unclassified personnel in positions exempt from the classified service by special action of the State of Louisiana, Department of Civil Service, including disciplinary actions.
- e. The Chancellor shall be a member of all faculties on his campus and shall be Vice-Chairman of the Faculty Council of his campus.
- f. Within the framework of the functions and programs assigned to each campus by the Board and the President, the Chancellor shall implement educational and administrative policies for his campus. He shall prepare an organizational chart of the major divisions of the campus and shall designate such duties and responsibilities as he deems proper.

- g. The Chancellor shall be responsible to the President for the budget of his campus. This shall include the functions of review and recommendation concerning the budgets of all divisions of the campus and the preparation of a consolidated budget, as well as execution of the budget as approved by the President and the Board.

Section 5. The President's Advisory Council for the University System. The President shall have an Advisory Council for the University System. It shall consist of the President, members of the President's staff that he shall designate, and the Chancellors. The President shall serve as Chairman, or, in the President's absence a member of his staff that he shall designate shall serve in his place. The functions of the Council shall be to discuss common problems, exchange information, review the operation of the University System, and advise the President on matters of general policy and administration.

Section 6. Council of Chief Academic Officers. The Council shall consist of the chief academic officer of the System staff, who shall serve as chairman, and the chief academic officer of each major subdivision of the University System. The Council shall act in an advisory capacity to the President in matters relating to academic standards, programs, and policies of the System.

Section 7. The Executive Graduate Council. There shall be an Executive Graduate Council of the University System Graduate Division. It shall consist of:

- a. The chief academic officer of the System staff, who shall serve as chairman.
- b. The chief graduate officer for each campus.
- c. An appointed member of the graduate faculty from each campus of the System offering resident graduate work. These appointees shall be recommended to the President for appointment by each campus' chief administrative officer after consultation with the Chairman of the Executive Graduate Council, in order to avoid a concentration of representation from any general subject area.
- d. A single member, representing those campuses not offering graduate work, appointed by the President.
- e. A single member-at-large of the Graduate faculty to be appointed from any campus of the System by the President.

The member-at-large shall be appointed for two years and the members from individual campuses shall be appointed for staggered terms of three years.

The Executive Graduate Council shall coordinate all graduate work and approve new programs and degrees recommended by the several chancellors and their graduate councils for transmittal to the President for review before presentation to the Board.

Section 8. Authority of the President, Submission of Proposals for System Approval, Setting of Board and Integrated Committee Agenda, Matters Requiring Express Board Approval, and Related Matters

A. Executive Committee

1. The Board, by formal resolution addressing that single purpose and not included within a particular substantive matter, may delegate to the Executive Committee final authority to act. All such delegated actions shall require a two-thirds majority of the entire membership of the Executive Committee. Prior to such final action by the Executive Committee, timely notice shall be provided to every Board member in writing, or, in emergency circumstances, by telephone, e-mail, or in person.

2. In the interim between regularly scheduled Board meetings, when either (i) a declaration of a state of emergency or disaster over an area which affects any campus, division, institution, or other component of the LSU System has been declared pursuant to the provisions of La. R.S. 29:731 et seq., or (ii) the President, the Chair, and the Chair-Elect have certified a matter for which action is required before the next Board meeting, then the Executive Committee is authorized to take all required actions on behalf of the Board reasonably necessary for the safety and protection of persons, property, or the public health. The President shall report to the Board all actions taken pursuant to this authority within 3 business days.

3. When the Chair determines that the Executive Committee is not able to meet timely in the situations provided for in paragraph A.2, the President, after consultation with the members of the Executive Committee, shall be authorized to take actions on behalf of the Board reasonably necessary for the safety and protection of persons, property, or the public health. The consultation may be by telephone, e-mail, fax, or in person. The President shall report to the Board all actions taken pursuant to this authority within 3 business days.

B. Grant of Authority By Board to President

1. The President is authorized to take any action not expressly required to be presented to the Board by these Bylaws and not otherwise required by law, contract, or agreement to be acted upon by the Board.

2. The President additionally is authorized to delegate to Chancellors and Chancellor-equivalents authority vested in him when he deems it to be in the best interests of the University and consistent with the provisions and purposes of this Section. All such delegations shall be made in writing, with formal prior timely written notice to the Board. All prior delegations of such authority not inconsistent with this section shall remain in effect until amended or supplemented by the President or the Board.

C. Board, Executive Committee, and Integrated Committee Agenda

1. The agenda for the executive committee meetings, regular board meetings, and the integrated committee meetings shall be set by the Chair, after consultation with the Chair-Elect, and the President, with appropriate input from the chancellors. No matter shall be placed on any such agenda unless the procedures set forth in subsection E for submission of proposals for System approval have been met, except in exceptional circumstances as determined by the Chair, after consultation with the Chair-Elect and the President.

2. Upon request of five board members made in writing or at a regular Board meeting, an item shall be added to the next following regular Board meeting agenda.

3. The agenda for special committee meetings and special Board meetings shall be set by the Chair or the respective committee chairs.

D. Significant Board Matters Requiring Approval by the Board

The following matters shall require approval by the Board. No such matter shall be undertaken or approved by or for any campus or the System without prior review by the President and appropriate System staff and formal approval by the Board.

1. General Rule: Any matter having a significant fiscal (primary or secondary) or long-term educational or policy impact on the System or any of its campuses or divisions.

2. Matters related to contracts:

- a. The assignment, lease, transfer, encumbrance or sale of land, mineral rights, rights-of-way, servitudes, or other immovable property owned or controlled by LSU. Provided however, a lease (or guarantee of a lease) wherein an LSU System entity is a lessee or lessor of building space not exceeding 5,000 gross square feet, upon recommendation of a chancellor or equivalent with full particulars presented as provided in subsection E may be approved by the President. Reasonably related leases may not be structured to avoid Board approval requirements. All such transactions shall contain the maximum protections reasonably afforded by law in favor of LSU.
- b. Any contract or series of related contracts for the design, construction, repair, or renovation of any building or other structure involving a total of \$500,000 or more. The authority of the President to approve any such contracts involving a total of less than \$500,000 submitted in substantial compliance with the requirements of subsection E is recognized. The President may delegate to chancellors or equivalents the authority to approve any such contracts involving a total of less than \$125,000, as well as establish any procedures appropriate for such approvals.
- c. Any contract or series of related contracts for design, acquisition, or implementation of major academic, administrative, or billing software systems and applications involving a total of \$500,000 or more. The authority of the President to approve any such contracts involving a total of less than \$500,000 submitted in substantial compliance with the requirements of subsection E is recognized. The President may delegate to chancellors or equivalents the authority to approve any such contracts involving a total of less than \$250,000, as well as establish any procedures appropriate for such approvals.
- d. Use agreements relating to the granting of rights to any System or campus property or property rights involving a total of \$100,000 or more, in one fiscal year or an aggregate of \$150,000, or more, in two or more fiscal years.
- e. Any contract or series of related contracts for the construction of new fraternity and sorority houses, original leases and substantial amendments or modifications thereto or arising out of same.
- f. Cooperative endeavor agreements pursuant to Article VII, Section 14 of the Louisiana Constitution, joint ventures, partnerships, and similar agreements, and agreements directly relating thereto.
- g. Acceptance of donations to an entity of the LSU System made by a non-governmental person or entity of: (i) any immovable property or (ii) movable property in an amount greater than \$125,000.

3. Matters related to intellectual property:

- a. Final agreements relating to the purchase, sale, assignment, or licensing of any intellectual property rights, including patents, copyrights and trademarks.
- b. Final agreements relating to the joint venture, use, purchase, sale, assignment, or licensing of any invention, device, formula, system, process, or such similar things, as well as any agreements relating to the granting of royalties or profit participation to any current or past employee.

- c. Upon adoption by the Board of a uniform process for negotiation and review of agreements covered by this Paragraph 3 and uniform substantive standards for their content, through standardized templates or otherwise, the President shall have authority to approve agreements made in conformity therewith.

4. Matters related to personnel:

- a. Educational leave and sabbatical leave in excess of three months during any twelve month period.
- b. Termination of tenured faculty.
- c. Head coach and athletic director contracts and amendments thereto, provided that the President shall have the authority to approve any non-substantial amendments.
- d. Conferring emeritus titles and all honorary degrees.
- e. Leave without pay for one year or more or special leave with any pay or benefits for thirty days or more within any twelve month period.
- f. Retrospective compensation of any type.
- g. Appointment of and compensation for the President, all chancellors or equivalents, and all positions above that of dean or equivalent.
- h. Upon approval by the Board of a uniform personnel policy, the President shall have authority to approve all actions taken in conformity with such policy, except as otherwise provided herein and in that policy. The President shall report all actions taken pursuant to this authority to the Board, not less than semi-annually. Such reports, as well as any reports required by the uniform personnel policy approved by the Board, shall include, for each position for which presidential (or presidential-delegated) action was taken, the following information: (i) all sources of compensation; (ii) the nature of the appointment; and (iii) all proposed employment contracts, letters of appointment, and other compensation or special benefits-related agreements. Additional reports may be provided for in the approved uniform personnel policy. Until a uniform personnel policy is approved by the Board, the existing provisions of Art. VII of the Bylaws relating to personnel matters (effective Dec. 9, 2005) shall remain in force.

Except as specifically provided in the uniform personnel policy approved by the Board, Board approval is not required for personnel actions which are governed by the laws and rules promulgated by the Department of State Civil Service affecting the Classified Service.

The President, the Chair, and the Chair-Elect shall review senior System staff compensation on an annual basis.

5. Other matters:

- a. New academic degree programs.
- b. Non-academic affiliation agreements.
- c. Such other matters that are not expressly delegated herein or hereafter by the Board to the President or a chancellor or equivalent and which reasonably should be considered to require Board approval as generally defined above and as construed in light of the illustrative listings.
- d. Any matter the Board hereafter determines to require Board approval.

E. Submission of proposals for approval by the President or the Board

All matters submitted to the System by any campus for approval either by the Board or the President shall be submitted timely by the Chancellor or equivalent to the President. The President and System staff shall review all such submissions. If Board approval is required, the President and System staff shall prepare an executive report, including a recommendation to the Board, regarding the submission. All such submissions to the President by the Chancellor or equivalent shall include the following listed items:

1. A summary of the matter in reasonable detail;
2. A full description of the business plan or equivalent, as applicable, including a clear statement of the fiscal impact upon the campus in question and the LSU System;
3. Where the success or fiscal feasibility of a proposal depends on estimates or predictions of future usage of a program, service, or facility, such as the number of persons expected to use a facility or the number of students expected to enroll in a program, a description of the data and other factors used to make the relevant estimates or predictions, and an analysis of the consequences should the actual usage be substantially higher or lower than predicted or estimated;
4. Where applicable, a description of the competitive process followed to set the price or amount of any lease, purchase, or sale or, if no competitive process was followed, a description of the process followed to assure that the price or amount is consistent with, or more advantageous to LSU than, the fair market value of the property, goods, or services being leased, purchased, or sold;
5. The legal documents proposed to be entered into by LSU;
6. A list of all persons and legal entities with an interest in the proposal, including the names of the LSU employees responsible for supervising the proposal if it is approved and the precise legal name, as recorded with the Secretary of State, of any corporation, LLC, partnership, or other legal entity participating in the proposal;
7. A list of any related existing or contemplated future transactions, whether such future transactions will be legally required or are merely expected or desired to occur as a result of the submitted proposal;
8. A disclosure of any known relationships between any LSU employee and any private contractor or other party to the matter and the steps taken to avoid any conflicts of interest; if no such contrary disclosure is made, the submission shall be deemed to constitute an express certification by the Chancellor or equivalent that a reasonable inquiry has been made and no such conflicts of interest exist;
9. Any other material the President, the Board, or the Executive Committee determines will assist in understanding the matter presented.

The act of submission of a matter in accordance with the provisions of this section shall constitute an express certification by the Chancellor or equivalent that the information submitted is complete and accurate. The submission shall include a brief acknowledgment of compliance with this Section, signed by the Chancellor or equivalent.

The Chancellors and equivalents shall cooperate with the President and the System staff (who are acting on behalf of both the President and the Board) in their review of any proposal submitted, and shall promptly supply any additional information which the President and System staff believe will be needed by the Board for proper consideration of the proposal.

The Chancellors and the President and System staff shall cooperate to develop standard reporting formats for providing information to comply with this subsection E.

F. Deadlines for submission of proposals

1. Except as provided below, all proposals for Significant Board Matters shall be submitted to the System office no less than 30 days prior to the scheduled meeting date of the Board or Executive Committee at which action is requested. In exceptional circumstances, which should be rare, the Chair, in consultation with the Chair-Elect and the President, may authorize a later submission of a Significant Board Matter, but in no event should such submission, including all information required by subsection E, be made less than 5 business days prior to the meeting of the Board or Executive Committee, or such other period of time necessary to allow appropriate review, whichever is greater.

2. Except as provided below, all proposals for matters which may be approved by the President without Board action shall be submitted to the System office no less than 20 days prior to the date by which approval is needed. In exceptional circumstances, the President may, upon written justification, authorize in writing later submission of a matter which may be approved by the President. In exceptional circumstances when a later submission is requested, all information required by subsection E must be submitted to, and received by, the President at least 3 business days prior to the date by which approval is needed.

3. When a major project is contemplated by a campus, such as construction of a new facility, major renovation of an existing facility, or creation of a new program, the campus shall formally notify the President in writing of the proposed project prior to making any commitments, formal or informal, to any person or entity regarding that project. The President shall, in his discretion, promptly notify the Chair, the Chair-Elect, and the immediate past Chair of the contemplated project. Contemplated major projects should not be pursued to near completion, or a public announcement thereof made, by a campus without this prior notice to and approval of the President.

G. Board Approval of Capital Outlay Requests and Operating Budgets Shall Not Constitute Board Authority to Proceed

1. Capital outlay requests need not be submitted in accordance with the procedures of this Section. Board approval of any capital outlay request or item, or approval of an operating budget, shall not be considered direct or indirect approval of any program or action, or authority to anyone to proceed in undertaking such matter, unless such matter relating to an approved capital outlay is separately and expressly approved by the Board after full compliance, review, and specific approval by the Board or President as required by this Section.

2. Capital outlay prioritization must be approved by the Board or by the Executive Committee.

H. The provisions of this section shall create no rights in third parties. The failure to follow the procedures set forth herein shall not affect the validity of any Board action.

I. All other provisions of the Bylaws, Regulations, permanent memoranda (including conflicting portions of PM-69) and policy statements, general grants of authority from the Board to the President or to any Chancellor or equivalent or other writings in conflict with this Section are repealed, cancelled or withdrawn.

J. This section of the Bylaws is effective upon approval by the Board, and upon such approval the President shall disseminate this new section of the Bylaws to all chancellors or equivalents and deans or equivalents for their review and further dissemination as appropriate.