

University of Arkansas at Monticello

Board of Visitors

Amended By-laws

Preamble

On July 1, 1971, pursuant to Ark. Code. Ann. § 6-64-302, the state institution formerly known as Arkansas Agricultural and Mechanical College, which, together with its board of trustees, was abolished as a separate institution with responsibility transferred to the control of the Board of Trustees of the University of Arkansas, and it became known as the University of Arkansas at Monticello (UAM). Under the Arkansas Constitution, Amendment 33, and by certain Arkansas statutes, the Board of Trustees of the University of Arkansas, which is a body corporate and politic, has legal control and responsibility for the functions of the University of Arkansas, which is comprised of all of its educational and administrative units and are referred to collectively as the University of Arkansas System.

Further, at the same time UAM came under the control of the Board of Trustees of the University of Arkansas, pursuant to Ark. Code Ann. § 6-64-3-2(b), a Board of Visitors was established. Statutorily, the Board of Visitors was to consist of twelve members who were to be appointed by Governor. Act 1006 of 2017 amended the provisions relating to the establishment and continuation of a Board of Visitors through appointments made by the Governor. Although those provisions have been repealed, UAM seeks to continue its tradition of having a Board of Visitors to serve in an advisory capacity to the Board of Trustees of the University of Arkansas and UAM's Chancellor and leadership.

UAM occupies a unique role among the campuses of the University of Arkansas and among the institutions of higher education in the State. UAM is a major four-year campus, offering for this location, the highest possible quality of higher education programs, which shall provide for the sound growth and improvement of the quality of the academic programs. Part of its mission includes the technical education offered at the University of Arkansas at Monticello College of Technology-Crossett and University of Arkansas College of Technology-McGehee. The Board of Visitors shall assist the Board of Trustees and the administration of the University in promoting the development of quality education opportunities at UAM.

A. Board of Visitors

- 1. Appointment.** The Board of Visitors will no longer be appointed by the Governor but shall be appointed in accordance with its by-laws. The Board of Visitors shall consist of twelve (12) persons, with the composition being as follows: Of the total twelve memberships, seven (7) appointments shall include residents within the following counties: Ashley, Bradley, Chicot, Cleveland, Desha, Drew and Lincoln. Three (3) at large appointments may not be from one of the seven local counties. The University of Arkansas Board of Trustees shall appoint one (1) member from: The Advisory Board of the University of Arkansas at Monticello College of Technology-Crossett; and one (1) member from the Advisory Board of the University of Arkansas at Monticello College of Technology-McGehee. The Advisory Board of the Colleges of Technology shall be

appointed by the Board of Trustees of the University of Arkansas. The Board of Trustees of the University of Arkansas shall make appointments to the initial board of visitors, and thereafter as terms expire and vacancies occur for any reason, so that at least five (5) members of the board will be alumni of the University of Arkansas at Monticello.

2. **Terms of Service.** After the expiration of the terms of the members initially appointed, the members appointed in 2018 shall draw lots for staggered terms with the terms of three (3) members expiring in 2019, the terms of three (3) members expiring in 2020, and the terms of four (4) members expiring in 2021. Appointments after 2018 shall be for terms of four (4) years. Members may serve no more than two (2) consecutive terms but shall otherwise be eligible for reappointment to the board. When there is a vacancy in an unexpired term, the appointee shall serve for the remaining portion of the term.
3. **General Purpose.** The general purposes of the board of visitors shall be to:
 - (1) Perform a liaison function between the University of Arkansas at Monticello and the President and the Board of Trustees of the University of Arkansas. All communication, including advice and recommendations from the Board of Visitors, shall be transmitted through the Chancellor of UAM and by him/her through the President of the University of Arkansas System to the University of Arkansas Board of Trustees;
 - (2) Aid in securing financial support;
 - (3) Advise upon and interpret the educational and service needs of the State of Arkansas as they relate to the mission and programs of the University of Arkansas at Monticello;
 - (4) Aid in the continuing development of the University of Arkansas at Monticello as a major four-year campus of the University of Arkansas; and
 - (5) Furnish counsel and guidance, by advice and recommendations, for the University of Arkansas at Monticello.

B. Officers

1. **Election.** The Board of Visitors shall elect, each even-numbered year, officers to serve as Chairperson, Vice Chairperson, and Secretary. Officers shall be elected from among board membership at a meeting held during the period July 1 to December 1, or as soon as practical thereafter, and shall assume their respective offices at the January regular meeting or the next regular meeting following the election, unless removed by a majority of the Board of Visitors at a regular meeting or at a special meeting called for such purpose. Individuals elected as officers shall serve two-year terms ending at the January regular meeting or the meeting when new officers are elected.
2. **Duties.** The duties of the elected officers are as follows:

2.1 Chairperson

The Chairperson shall report and be responsible to the Board of Visitors. The duties and responsibilities of the Chairperson shall include the following:

- (1) Preside over the meetings of the Board of Visitors;
- (2) Call special meetings of the Board of Visitors, as herein provided; and
- (3) Appoint members to the standing and special committees of the Board of Visitors. In case of death, resignation, or disqualification of the Chairperson, the Board of Visitors shall elect a successor as soon as practical.

2.2 Vice Chairperson

Upon the death, absence, resignation, disability, or disqualification of the Chairperson, the Vice Chairperson shall perform the duties of the Chairperson until the Chairperson shall resume office or a successor shall have been elected as herein provided. Upon the death, disability, or resignation of the Vice Chairperson, the Board of Visitors shall elect a successor as soon as practicable.

2.3 Secretary

The Secretary shall perform those duties that may be assigned from time to time by the Board of Visitors.

C. Committees

Special committees may be appointed by the Chairperson of the Board of Visitors. Special committees shall cease to exist when their functions have been discharged. However, every special committee shall cease to exist one (1) year after the date of its creation, unless continued by affirmative action of the Board of Visitors.

D. Meetings

1. **Regular Meetings.** Regular meetings of the Board of Visitors shall be at least once each quarter. Each regular meeting shall be held on the second Thursday of January, April, July, and October on the Monticello campus or on the campus of one of the Colleges of Technology. A yearly calendar of regular meetings will be prepared each July and approved by the Board of Visitors.
2. **Special Meetings.** Special meetings of the Board of Visitors may be called by the Chairperson upon the call of not fewer than five (5) members of the Board of Visitors.

E. Agenda

1. The agenda for a regular or special meeting of the Board of Visitors shall be prepared by the Chancellor in consultation with the Chairperson. Members of the Board of Visitors may submit items to be included on the agenda by notifying the Chancellor. All requests for inclusion of a given item on the agenda of a particular meeting should be made no later than fourteen (14) days prior to the date of the meeting.

2. A copy of the agenda for each regular and special meeting of the Board of Visitors and, insofar as is practical, copies of all reports and other materials to be presented at the meeting as a part of the agenda, shall be emailed to each member of the Board of Visitors and the President of the University of Arkansas at least five (5) days in advance of the meeting.
3. Any item not on the emailed agenda of a regular or special meeting shall not be considered without the approval of five (5) members of the Board of Visitors.

F. Conduct of Business

1. **Quorum.** A quorum for the conduct of business of the Board of Visitors shall consist of five (5) members of the Board.
2. **Presiding Officer.** The Chairperson shall preside at all regular and special meetings of the Board of Visitors. In the absence of the Chairperson, the Vice Chairperson shall preside. In the absence of the Vice Chairperson, a presiding officer shall be elected by and from the membership of the Board of Visitors present at the meeting.
3. **Power to Vote.** All members of the Board of Visitors may vote on all matters coming before the Board for consideration, but no member may vote by proxy. It shall require a majority of the membership of the Board of Visitors to take official action on a matter.
4. **Rules of Order.** Except as modified by these By-laws, Roberts Rules of Order (latest edition) shall constitute the rules of parliamentary procedure applicable to all meetings of the Board of Visitors and its committees.

G. Minutes

A staff member provided by the institution shall keep minutes of all meetings of the Board of Visitors; shall file, index, and preserve all minutes, papers, and documents pertaining to the business and proceedings of the Board of Visitors. Within twenty-five (25) days after each meeting of the Board of Visitors, a copy of the minutes of a meeting shall be posted to the Board of Visitors webpage at: <https://www.uamont.edu/about/bov.html>. A copy shall also be emailed to Board Members prior to the next meeting.

H. Amendments

The By-laws of the UAM Board of Visitors shall be subject to amendment at any meeting of the Board of Visitors provided any such proposed change is a matter of the agenda in accordance with the procedures outlined herein. In addition, policies and procedures approved by the Board of Trustees of the University of Arkansas under its authority shall, where appropriate, become part of the by-laws governing the powers and duties of the Board of Visitors.