

Governance & Policy Committee

October 2023

October 13, 2023

8:30 a.m.

Boardroom, McNamara Alumni Center

GOV - OCT 2023

1. Overview of Board of Regents Policy: Reservation and Delegation of Authority

Docket Item Summary - 3

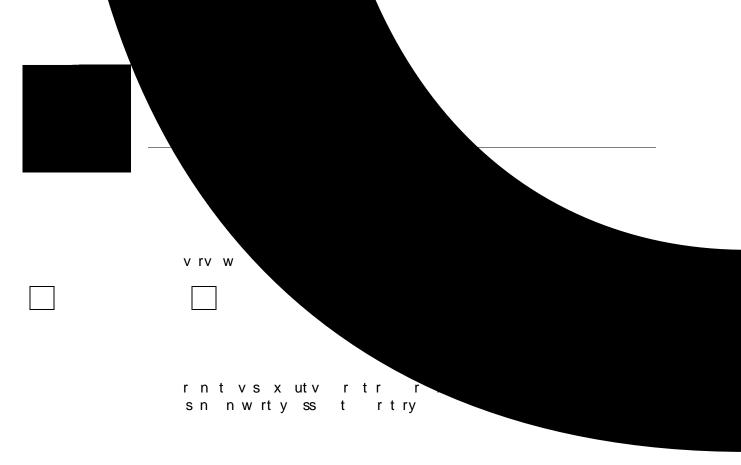
Policy - 5

Presentation Materials - 13

2. Board Committee Structure: Committee Portfolios

Docket Item Summary - 23

Presentation Materials - 29



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Article I -

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Article II – Delegated Authorities

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BOARD OF REGENTS POLICY:

| SECTION I. GENERAL RESE | ERVATIONS OF AUTHORIT | Y. | |
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| Subd.1. | | | |
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| Subd. 3. | | | |
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| Subd. 4. | | | |
| Subd. 5. | | | |
| | University of Minne | sota | |
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Reservation and Delegation of Authority

| Subd. 6. |
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| Subd. 7. |
| SECTION II. CONDUCT OF BOARD BUSINESS. |
| SECTION III. ELECTION OF BOARD OFFICERS. |
| SECTION IV. APPOINTMENT AUTHORITY. Subd. 1. |
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| Subd. 2. |
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| Subd. 3. | |
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| SECTION V. ACADEMIC MATTERS. Subd. 1. | |
| Subd. 2. | |
| Subd. 3. | |
| Subd. 4. | |
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| Subd. 2. | | |
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| Subd. 3. | | |
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| Subd. 6. | | |
| SECTION VIII. | | |
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| Subd. 3. |
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| Subd. 4. |
| SECTION IV. DELEGATION OF AUTHORITY TO THE CHAIR AND VICE CHAIR. |
| SECTION V. DELEGATION OF AUTHORITY TO THE BOARD SECRETARY, TREASURER, GENERAL COUNSEL, AND CHIEF AUDITOR. |
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| Subd. 3. | |
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| REVISION HISTORY | |
| Adopted: Amended: | |
| Technical Correction: | |
| Supersedes: | |
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Overview of Board of Regents Policy:

Governance creates alignment, clarity, and accountability



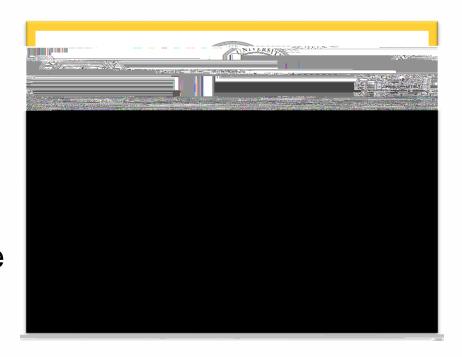
What is Reservation and Delegation of Authority?

Cornerstone policy

Defines broadly reserved authorities to the Board

Delegates authority to key individuals

Answers - Who is responsible for getting us there?



Policy Framework

Article I Reserved Authorities to the Board

Section I - General Reservations of Authority

Section II Conduct of Board Business

Section III Election of Board Officers

Section IV Appointment Authority

Section V Academic Matters

Section VI Awards, Honors, and Namings

Policy Framework

Article I Reserved Authorities to the Board

Section VII Budgetary, Financial, and Investment

Matters

Section VIII Property, Facilities, and Capital Budgets

Section IX Legal Matters

Section X Audit Function

Section XI Employment and Labor Relations

Section XII Associated Organizations

Policy Framework

Section I Delegation of Authority to the President

Section II Limitation Upon Presidential Authority

Section III Delegation of Authority by the President

Section IV Delegation of Authority to the Chair and Vice Chair

Section V Delegation of Authority to the Board Secretary,

Treasurer, General Counsel, and Chief Auditor

Section VI

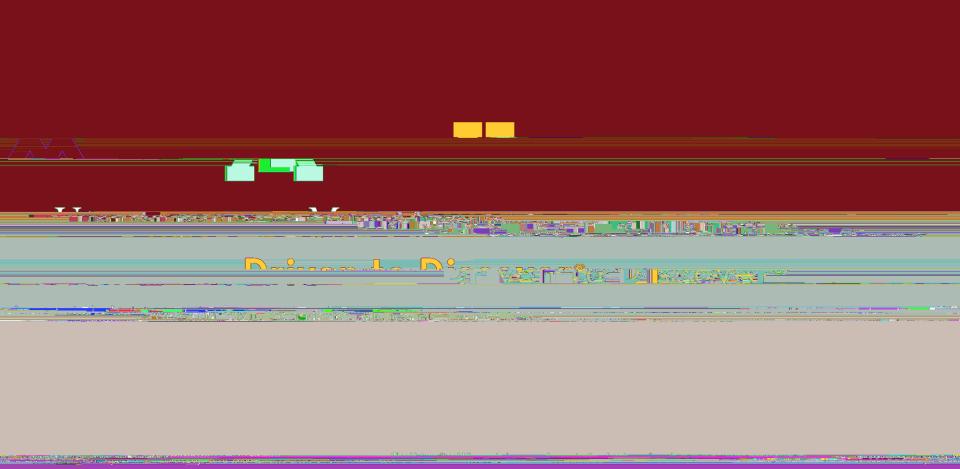
Potential Principles to Guide Review

Strengthen public confidence in University decisionmaking.

oversight duties while focusing on consequential items.

Continue alignment, clarity, and accountability, while avoiding surprises that have the potential to create public relations risks.

Use a risk-based approach to consider threshold levels.





| Governance & Poli | су | | October 13, 2023 |
|-------------------|--------------------------------|-------------------------|------------------|
| AGENDA ITEM: | Board Committee Structure: C | ommittee Portfolios | |
| Review | Review + Action | Action | X Discussion |
| PRESENTERS: | Brian Steeves, Executive Direc | tor & Corporate Secreta | ary |
| | Jason Langworthy, Associate S | ecretary | |

PURPOSE & KEY POINTS

The purpose of this item is for the committee to structure. This item will engage the committee in a discussion of current committee portfolios. The discussion will focus on how the portfolios are currently structured, where there are potential gaps, and what adjustments the Board might wish to make to them.

Subd. 6. Governance & Policy Committee.

The Governance & Policy Committee oversees and makes recommendations to the Board related to policy and processes that seek to ensure the integrity and high performance of the Board. The committee supports effective governance by guiding the Board to: articulate a clear vision for the University and its major components; clarify reserved and delegated authorities; establish institutional benchmarks and performance measures; and thoughtfully considers risks that may impact the performance of the institution.

Specifically, this committee recommends to the Board:

amendments to the and changes to the structure and function of the Board; amendments to Board policies not routed through one of the other standing committees; and

consideration of other University policy matters referred to the committee by the Board chair.

This committee provides oversight to:

evaluate the effectiveness of the Board through periodic self-assessment; ensure that Regents are fully oriented and receive ongoing education; and identify best practices in governance for possible implementation.

Subd. 7. Litigation Review Committee.

The Litigation Review Committee reviews litigation matters and obtains legal advice regarding specific University actions and their legal consequences. This committee typically meets in non-public session and consults with the general counsel on cases and claims, consistent with-Board of Regents Policy:

and Board of Regents Policy:

. The committee determines which matters shall be referred to the Board for review or approval.

Subd. 8. Mission Fulfillment Committee.

The Mission Fulfillment Committee oversees and makes recommendations to the Board related and

carried out on five campuses and across the state, the nation, and the world. The committee oversees and advises the administration on academic priorities, activities, programs, and initiatives central to the threefold mission of research and discovery, teaching and learning, and outreach and public service.

Specifically, this committee approves on behalf of the Board:

academic matters reserved to the Board as defined by Board of Regents Policy: Article I, Section V.

This committee provides oversight of:

academic program reviews and strategic plans of academic units; admissions practices, demographic trends and enrollment planning; curricular and co-curricular educational, research and engagement opportunities; diversity and campus climate;

health education and academic medicine;
issues related to the University's academic profile such as accreditation,
reputation, and academic ranking;
online learning;
public engagement and community grant mission;
scholarship, artistic activity and commercialization of technology and intellectual