

The Bylaws of the University of Michigan Board of Regents



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Maintained by the Office of the Vice President and Secretary of the University of Michigan

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Preface

A brief explanation of the rule-making powers effective within the University will serve the useful purpose of indicating the scope of the *Bylaws of the Board of Regents*, of drawing the line between the legislative powers exercised directly the board and the sublegislative powers of the various subordinate University authorities.

Rule-making within the University is divided three ways: (1) the *Bylaws of the Board of Regents* (hereinafter referred to as *Bylaws*); (2) rules initiated by subordinate University authorities that become effective only upon approval by the Board of Regents; and (3) rules adopted by subordinate University authorities, under delegated legislative powers, that become effective as provided by such subordinate authorities.

The first class, the *Bylaws of the Board of Regents*, comprise the rules concerning the more important matters of general University organization and policy rather than administrative details and specific technical requirements of the several fields of instruction. Moreover, these *Bylaws* include rules, regardless of importance, with respect to which it is desirable to afford positive notice to all interested persons. *Bylaws* are adopted directly by the Board of Regents in the exercise of the Boards' legislative powers, although they may and often do actually originate in the form of recommendations from some University agency, such as a school or college, the University Senate, or another sublegislative forum.

In the second class of rules are those initiated by subordinate University authorities that become effective only upon approval by the Board of Regents, but that are not of sufficient general importance or interest to warrant inclusion in the *Bylaws*. This class embraces the more technical and detailed rules, such as those relating to requirements for graduation. Since such rules do not constitute a part of the *Bylaws of the Board of Regents*, they may be modified without the formalities requisite to the amendment of the *Bylaws*. For the sake of completeness of the record, such rules are published in the *Proceedings of the Board of Regents* after having been approved.

In the third class of rules are those concerning numerous matters of even less general importance than those included under the last preceding heading. Grading regulations, committee organizations, and other matters of internal management of the several schools and colleges and other authorities--all subject, of course, to the ultimate authority of the board--are included in this class. These rules are adopted, amended, or repealed according to the procedures established by the several University authorities themselves. Power to adopt them may be expressly delegated in the *Bylaws*, implied from other powers conferred upon such authorities, or implied from general usage. Since such rules are not filed with or approved by the Board of Regents, they do not appear on record in the *Proceedings of the Board of Regents*. They are recorded in the minute books of the authorities adopting them and are filed with the secretary of the university.

This revision embraces only the first of the foregoing class of University legislation, the *Bylaws of the Board of Regents*. It has been prepared under the immediate supervision of the president of the university with advice and counsel from the Regents.

Chapter I: The Board of Regents

Sec. 1.01: Meetings of the Board *(revised July 2008)*

Meetings of the Board of Regents (hereinafter sometimes referred to in these bylaws as the board) will generally be held monthly, except in August, according to the schedule approved annually by the board.

Special meetings may be called by the president of the university, when necessary, or at the request of three or more Regents.

Emergency action may be taken by the board between meetings if and when any matter arises which, in the opinion of the president, or any three members of the board, requires official action by the board prior to the next meeting. An affirmative vote by telephone, email, facsimile, or electronic mail from five members is required for action.

All formal sessions will be open to the public.

Sec. 1.03. Notice of Meetings *(revised July 2008)*

The vice president and secretary of the university will give notice to the public of formal sessions in a publication of general circulation within the university community, by posting within the vice president and secretary's office and on the Board of Regents' website, and by other means reasonably calculated to give notice to the public.

Notice of special meetings will be given to each member of the board at least two days in advance and will state the purpose of the meeting. Board members may waive their right to receive notice before or after the meeting.

Sec. 1.04. Quorum

A quorum for business will be five voting members of the board, participating in person or by conference telephone or video conference.

Sec. 1.05. Rules of Procedure *(revised July 2008)*

In the absence of specific provisions to the contrary, faculties, committees, boards, and other deliberative bodies within the university will follow the rules of parliamentary procedure prescribed in *Robert's Rules of Order Newly Revised, 10th ed.* (Cambridge, Mass: Perseus Publishing, 2000) or later edition. Unless there is a specific provision to the contrary, a majority vote of the members of any legislative group within the University is necessary for action.

Sec. 1.06. Officers of the Board *(revised June 2004)*

A. President and Secretary of the Board

The president of the university will preside at meetings of the board, without the right to vote. The vice president and secretary of the university will act as secretary of the board.

B. Chair and Vice Chair of the Board

1. Selection:

- a) There will be a chair and vice chair of the board, each of whom will serve a one-year term commencing on July 1 of each year and ending on June 30 of the succeeding year. This process will commence on July 1, 2004. The positions of chair and vice chair

will be based on seniority and will rotate through the board based on seniority.

- b) The chair will be the board member with most seniority on the board, and the vice chair will be the board member with second most seniority on the board. The vice chair will automatically become chair after serving one term as vice chair. If two or more board members have equal seniority, the chair or vice chair, as applicable, will be chosen through a random selection process. At a meeting before July 1 of each year the board will take a public vote confirming the officers for the subsequent year.
- c) A board member who has served as chair or vice chair is ineligible to serve again in that capacity until all other members of the board have served or forfeited the opportunity to serve. If the vice chair elects not to serve as chair, or the board member next eligible to serve as vice chair elects not to serve as vice chair, then he or she forfeits the opportunity to serve as chair or vice chair until all other members of the board have served in such capacity or forfeited the opportunity to serve.
- d) The chair and/or vice chair may be removed by vote of at least six members of the board. If the chair is removed as chair by vote of the board, resigns, or otherwise is unavailable or unwilling to serve as chair for the remainder of the term, the vice chair will automatically assume that position for the remainder of the term and the board member with the next most seniority will automatically become vice chair for the remainder of the term. If a vice chair is removed as vice chair by vote of the board, resigns, or otherwise is unavailable to or unwilling to serve as vice chair for the remainder of the term, the board member with the next most seniority will automatically serve as vice chair for the remainder of the term. If two or more board members have equal seniority to fill a vacancy, the chair or vice chair, as applicable, will be chosen through a random selection process and confirmed through a vote of the board at its next meeting. A chair or vice chair who serves a partial term may serve a full one-year term after the partial term ends.

2. Duties:

If during any meeting of the board the president is absent, the chair will assume the duties of the presiding officer of the meeting and will act as such until the president returns to the meeting and assumes the role of presiding officer.

The chair will perform the following duties, any or all of which he or she may delegate to the vice chair: set the annual schedule of meetings, agenda and major topics for presentation or study by the board, including revisions as issues emerge; monitor committee agenda planning for coordination and comprehensiveness; act as

spokesperson and convener of the board where appropriate; preside over executive session when held without the President; and appoint the chair and members of ad hoc and standing committees.

The chair and vice chair will also perform such additional duties as prescribed by the board from time to time.

If the chair is temporarily unavailable to perform his or her duties at any time, the vice chair will assume the chair's responsibilities.

Sec. 1.07. Committees (*revised February 2005*)

A. *Committee of the Whole*

When the board resolves itself into a committee of the whole, the chair of the board will serve as chair of the committee.

B. *Ad Hoc Committees*

The chair may establish ad hoc committees of the board and the board will prescribe their duties and functions. The president of the University or the president's designee will serve as an ex officio member without vote of all such committees. Board membership on any such committee will consist of less than a quorum of the membership of the board.

C. *Standing Committees*

There will be two standing committees of the Board of Regents, each composed of less than a quorum of the members of the board, appointed by the chair. These committees will advise the Board of Regents on matters pertaining to their subject areas and will present periodic reports and recommendations, but will not have the power to bind the Board of Regents on any matter. These committees will determine the frequency, time and place of their meetings, in consultation with other members of the board.

1. *The Finance, Audit and Investment Committee*

This committee will provide assistance to the board in fulfilling its responsibilities relating to the adequacy and effectiveness of the University's internal controls and financial reporting and investment policies and practices. This committee will review, at its discretion, matters that may include the annual audit, financial statements and reporting, investments, and compliance with applicable laws and regulations.

2. *The Personnel, Compensation and Governance Committee*

This committee will assist the board in evaluating the performance of and determining the compensation for the president. It will advise the president on the performance of and compensation for the executive officers, and will, from time to time, review compensation-related data in order to maintain and enhance the University's competitive status in higher education. The Committee will review the University leadership's progress on diversity. It will be responsible for matters related to governance and board performance, and will advise the board on University-wide conflict of interest policies.

- Sec. 1.09. Meeting Agenda** *(revised July 2008)*
The agenda for business will be prepared by the president in consultation with the chair and vice chair of the board and the vice president and secretary of the university. It will be provided to each regent at least seven days before the next scheduled meeting of the board. The regents may also consider and act upon items for which they have not had such notice. At any time any regent may propose any subject or subjects for consideration and action.
- Sec. 1.10. Resolutions in Writing** *(revised July 2008)*
All resolutions, if so requested by the vice president and secretary of the university or by any member of the board, must be submitted in writing before they can be acted upon.
- Sec. 1.11. Minutes of Formal Sessions** *(revised July 2008)*
Minutes of formal sessions of the Board of Regents will be kept by the vice president and secretary of the university and will be published in the *Proceedings of the Board of Regents* for the historical record. The vice president and secretary of the university will distribute copies of the *Proceedings* as appropriate, and the *Proceedings* will also be made available electronically through the website maintained by the Office of the Vice President and Secretary of the University.
- Sec. 1.12. Regents' Expenses** *(revised July 2008)*
Regents will be reimbursed for reasonable and necessary expenses incurred in the discharge of their official duties pursuant to the university's policies and procedures.
- Sec. 1.13. Business Transactions** *(revised July 2008)*
Except as provided by law, no regent or officer of the university as such may transact any business or professional activity by reason of which the regent or officer would receive any pecuniary award or compensation from university funds except board-approved compensation for the officers. All permitted transactions must be approved in advance by the board directly or through a designated officer.
- Sec. 1.14. Regental and Executive/Senior Officer Conflict of Interest Policy** *(revised Sept. 1994; "Supplemental Procedure for Handling Potential Conflicts Involving a Regent," approved June 2005, appended; "Supplemental Procedure for Handling Potential Conflicts Involving the President, approved October 2006, appended)*
Regents and executive officers of the University of Michigan, and the senior officers of the University at Dearborn and at Flint, will at all times act in a manner consistent with their fiduciary responsibilities to the University and will exercise particular care that no detriment to the University results from conflicts between their interests and those of the University. If a regent or an executive/senior officer believes that he or she may have a conflict of interest, the regent or executive/senior officer will promptly and fully disclose the conflict to the secretary of the Board of Regents and should refrain from participating in any way in the matter to which the conflict relates until the conflict question has been resolved. The minutes of a regents' meeting where a disclosure of conflict or possible conflict of interest is made will reflect the disclosure and that the regent or executive/senior officer having such abstained from participation in the matter.

A regent or executive/senior officer is considered to have a conflict of interest when the regent or executive/senior officer or any of his or her family or associates, either (i) has an existing or potential financial or other interest which impairs or might appear to impair the regent's or executive/senior officers independence of judgment in the discharge of responsibilities to the University, or (ii) may receive a material, financial, or other benefit from knowledge of information confidential to the university. The family of a regent or executive/senior officer includes his or her spouse, parents, siblings, children, and, if living in the same household and sharing expenses, other individuals. An associate of a regent or executive/senior officer includes any person, trust, organization, or enterprise in or with which the regent or executive/senior officer has knowledge that he or she or any member of his or her family (i) is a director, officer, employee, member, partner, or trustee; or (ii) has a financial interest that represents 5% or more of his or her assets or any interest that enables him or her, acting alone or in conjunction with others, to exercise control or to influence policy significantly, or (iii) has any other material association.

The secretary will consult with the president and general counsel regarding all conflict questions of which the secretary is informed and will report regularly to the Board of Regents regarding any unresolved conflict questions. This policy statement is to be interpreted and applied in a manner that will best serve the interests of the university. In some cases, it may be determined that, after full disclosure to those concerned, the university's interests are best served by participation by the regent or executive/senior officer despite the conflict. The university will assist the board in determining if such proposed participation violates the state conflict of interest laws. The general counsel will provide a regent or executive/senior officer, upon his or her request, a written opinion as to whether a conflict of interest situation exists.

This policy is in addition to any obligations imposed on a regent or executive/senior officer by the state law on conflicts of interest, P.A. 1968, Nos. 317 and 318, as amended.

Notwithstanding anything to the contrary set forth in state law, it will be a conflict of interest for a regent in any capacity to be employed by or associated with a professional service firm which directly or indirectly provides services to the university. In accordance with Op.Atty.Gen. 1979, No. 5489, in the event that a firm is providing services to the university prior to one of its employees becoming a regent, it may complete all work in progress for the university but may not be engaged for any additional work until the regent is no longer employed by or associated with the professional service firm.

The secretary shall distribute annually a copy of this policy statement to each regent and executive/senior officer.

Bylaw 1.14 Appendix 1

Supplemental Procedure to Bylaw 1.14 for
Handling Potential Conflicts of Interest Involving a Regent (*appended June 2005*)

One of the fundamental fiduciary duties of a Regent is the “duty of loyalty,” which is defined as having a mandate to be faithful to an organization’s best interest, and not to use the position or knowledge gained as a Regent for personal advantage at the organization’s expense. Obligations under the duty of loyalty include disclosure of real and potential conflicts of interest. State law defines what constitutes a real conflict of interest for a Regent and prohibits the University of Michigan from entering into any transaction where such a conflict exists. Under the applicable statute (MCL 15.301 et seq.) the University may not contract with a vendor with which a Regent has a pecuniary interest of such substance that it would induce the Regent to promote the contract for the Regent’s own personal benefit.

Regents’ Bylaw Section 1.14 further requires management of those situations where there exists even the appearance of a potential conflict that might affect the independence of a Regent’s judgment.

To ensure that the high standards expected of the Regents are met, each Regent must disclose to the vice president and secretary of the University, with updates as needed, those activities and financial interests that are or could potentially constitute situations where the independence of the Regent’s judgment could be affected. A Regent may consult with the vice president and general counsel as to which matters should be submitted to the vice president and secretary for analysis and management.

The vice president and secretary will review these disclosures and, with advice and consultation from the president, the chair of the Board of Regents and the chair of the Personnel, Compensation and Governance Committee of the Board of Regents, will consult with the Office of the General Counsel and the executive vice president and chief financial officer as to which matters may constitute an actual conflict. The Regent may request an opinion on the matter from the vice president and general counsel. After consultation and advice, the president will determine if the University administration should treat the situation as one involving a real conflict of interest as defined by the applicable statute. If the affected Regent does not concur, the matter will be referred to the full board for action.

In situations where a real conflict of interest is identified, the vice president and secretary will notify the president. The president will take all necessary steps to ensure that the University of Michigan does not enter into any transaction prohibited by statute with the organization from which the conflict arises.

In situations where a potential effect on the independence of the judgment of a Regent is identified, the vice president and secretary will consult with the chair of the Board of Regents and with the Office of the Vice President and General Counsel. The vice president and general counsel will also provide advice, on

request, as to options available to manage situations to avoid even the appearance of a potential conflict. The vice president and general counsel will inform the chair of the Board of Regents, the president, and the vice president and secretary of his or her recommendations.

Options that the vice president and general counsel will consider include requiring the president to manage such items so that the Regent is not involved, and requesting the Regent to refrain from any participation or discussion of the matter and to abstain from voting on the matter unless the Regent is required for a quorum and the matter at hand requires timely adoption to allow for orderly administration of University affairs. At any meeting of the Regents where a Regent intends to abstain, the Regent will announce that there is a potential for the appearance of a conflict and therefore he or she will not be participating in either the discussion or vote on the matter.

Bylaw 1.14 Appendix 2

Supplemental Procedure to Bylaw 1.14 for Handling

Potential Conflicts of Interest Involving the President (*appended October 2006*)

One of the fundamental fiduciary duties of the president is the “duty of loyalty,” which is defined as having a mandate to be faithful to an organization’s best interest, and not to use the position or knowledge gained as a president for personal advantage at the organization’s expense. Obligations under the duty of loyalty include disclosure of real and potential conflicts of interest. State law defines what constitutes a real conflict of interest for a president and prohibits the University of Michigan from entering into any transaction where such a conflict exists. Under the applicable statute (MCL 15.301 et seq.) the University may not contract with a vendor with which the president has a pecuniary interest of such substance that it would induce the president to promote the contract for the president’s own personal benefit.

Regents’ Bylaw Section 1.14 further requires management of those situations where there exists even the appearance of a potential conflict that might affect the independence of the president’s judgment. The Regents also require that the president makes the University his or her primary professional commitment.

To ensure that the high standards expected of the president are met, the president must disclose to the vice president and secretary of the University, with updates as needed, those activities and financial interests that are or could potentially constitute situations where the independence of the president’s judgment or professional commitment to the University could be affected. The chair of the Board of Regents and the chair of the Personnel, Compensation and Governance Committee of the Board of Regents may request the vice president and secretary to obtain from the president regular disclosures on forms developed for this purpose. The president may consult with the vice president and general counsel as to which matters should be submitted to the vice president and secretary for analysis and management.

The vice president and secretary will review these disclosures and, with advice and consultation from the chair of the Board of Regents and the chair of the Personnel, Compensation and Governance Committee of the Board of Regents, will consult with the vice president and general counsel and the executive vice president and chief financial officer as to which matters may require special University actions to avoid the appearance that a conflict of interest may affect the University’s actions on a matter. The president may request an opinion on the matter from the vice president and general counsel. After consultation and advice, a committee consisting of the vice president and secretary, the vice president and general counsel and the executive vice president and chief financial officer shall determine if the University administration should treat the situation as one that requires special University actions to avoid the appearance that a conflict of interest may affect the University’s actions on a matter. If the president does not concur, the matter shall be referred to the full board for action.

In situations where a conflict of interest as defined by the applicable statute is identified that can not be appropriately managed to eliminate the conflict, the vice president and secretary will notify the executive vice president and chief financial officer. The executive vice president and chief financial officer will take all necessary steps, including issuing instructions as may be appropriate under the circumstances to other executive officers or persons directly reporting to the president, to ensure that the University of Michigan does not enter into any transaction prohibited by statute with the organization from which the conflict arises.

In other situations, where a potential effect on the independence of the judgment of or potential conflict of commitment involving the president is identified, the vice president and secretary will consult with the chair of the Board of Regents and the chair of the Personnel, Compensation and Governance Committee of the Board of Regents and with the vice president and general counsel. The vice president and general counsel will also provide advice, on request, as to options available to manage situations to avoid even the appearance of a potential conflict. The vice president and general counsel will inform the chair of the Board of Regents, the chair of the Personnel, Compensation and Governance Committee of the Board of Regents, the president and the vice president and secretary of his or her recommendations.

Options that the vice president and general counsel will consider include requiring the executive vice president and chief financial officer and/or other appropriate executive officers to manage such items so that the president is not involved and requesting the president to refrain from any participation or discussion of the matter. At any meeting of the Regents where the president intends to abstain, the president will announce that there is a potential for the appearance of a conflict and therefore he or she will not be participating in either the discussion or a recommendation on the matter.

Chapter II: University Officers

Sec. 2.01. The President

In addition to the duties and functions otherwise provided for in these bylaws, the president of the university will exercise such general powers not inconsistent with the applicable laws of the state of Michigan and these bylaws as are inherent in a chief executive; including, without limitation, general oversight of the teaching and research programs; the libraries, museums, and other supporting services; the general welfare of the faculty and supporting staff; the business and financial welfare of the University; and the maintenance of health, diligence, and order among the students.

The president is and will always be a member of the University Senate and of each of the governing faculties of the University.

The president, the chancellors of the University at Dearborn and at Flint, and the vice presidents constitute the executive officers of the University.

All executive officers of the University will perform their duties under the general direction of the president. (See also Sec. 1.06.)

Sec. 2.02. The University of Michigan-Dearborn: The Chancellor

The chancellor of the University of Michigan-Dearborn will be appointed on recommendation of the president and, subject to the general direction of the president, will serve as the chief executive officer of the University of Michigan-Dearborn in all educational, service, and supporting activities of the campus, including general oversight of the teaching and research programs; the libraries and other supporting services; the general welfare of the faculty and supporting staff; the business and financial welfare of the campus; and the maintenance of health, diligence, and order among the students. The chancellor will meet with the board.

Sec. 2.03. The University of Michigan-Flint: The Chancellor

The chancellor of the University of Michigan-Flint will be appointed on recommendation of the president and, subject to the general direction of the president, will serve as the chief executive officer of the University of Michigan-Flint in all educational, service, and supporting activities of the campus, including general oversight of the teaching and research programs; the libraries and other supporting services; the general welfare of the faculty and supporting staff; the business and financial welfare of the campus; and the maintenance of health, diligence, and order among the students. The chancellor will meet with the board.

Sec. 2.04. The Provost and Executive Vice President for Academic Affairs *(revised April 2009)*

The provost and executive vice president for academic affairs will be the chief academic and budget officer for the Ann Arbor campus of the University of Michigan. In this capacity, the provost and executive vice

president for academic affairs will exercise executive responsibility for the Ann Arbor campus educational programs and supporting activities.

The following positions will report directly to the provost and executive vice president for academic affairs: the deans of the schools and colleges (the deans of the Medical School and the School of Nursing report to and are appointed jointly by the provost and executive vice president for academic affairs and the executive vice president for medical affairs), the director of the Institute for Social Research, the university librarian and dean of libraries, the director of the Museum of Art, and other administrative offices as determined by the president.

The provost and executive vice president for academic affairs will be a member, without vote, of each of the governing faculties. The provost and executive vice president for academic affairs will recommend faculty appointments, promotions and tenure actions to the president for action by the Board of Regents.

Sec. 2.05. The Executive Vice President and Chief Financial Officer

The executive vice president and chief financial officer is the chief financial officer of the university. Except as may be otherwise specifically provided, the executive vice president and chief financial officer will have general supervision of the finances, property, and business of the university. The executive vice president and chief financial officer will be the chief advisor of the president on financial matters. (See also Sec. 3.01.)

Sec. 2.06. The Executive Vice President for Medical Affairs *(revised July 2008)*

The executive vice president for medical affairs will be the chief executive officer of the University of Michigan Health System with responsibility for and leadership of the University of Michigan Hospitals and Health Centers and Michigan Health Corporation, and, with the provost and executive vice president for academic affairs, the University of Michigan Medical School.

The Hospitals and Health Centers director and chief executive officer will report directly to the executive vice president for medical affairs and will be appointed upon recommendation of the executive vice president for medical affairs to the president for action by the Board of Regents. The deans of the Medical School and School of Nursing will report jointly to the executive vice president for medical affairs and the provost and executive vice president for academic affairs, and will be appointed upon the joint recommendation of the executive vice president for medical affairs and the provost and executive vice president for academic affairs to the president for action by the Board of Regents.

The executive vice president for medical affairs will recommend faculty appointments, promotions and tenure actions for the Medical School to the provost and executive vice president for academic affairs. The executive vice president for medical affairs will have responsibility for salary

approvals, strategic and business planning, direction of clinical delivery systems, and management support services; overall management of patient care and establishment of health system planning, objectives and goals; development of capital and operating budgets which maintain the financial strength of the Health System; and managing relationships with affiliate organizations.

The executive vice president for medical affairs will have the authority up to the threshold amounts established by the president to execute contracts and to approve expenditures not in the approved annual operating budget. The executive vice president for medical affairs may delegate in writing to designated representatives authority to execute contracts relating to the Health System.

Sec. 2.07. The Vice President for Government Relations

The vice president for government relations will be the senior officer in charge of planning, coordinating, and supervising the University's liaison activities with local, state, and federal governments in all areas other than research.

The vice president for government relations will be the University's contact with the State Board of Education.

Sec. 2.08. The Vice President for Research

The vice president for research will exercise general executive responsibility for the research programs of the University and will assist and advise the president and the Board in all matters pertaining to the research programs and activities of the University.

The vice president for research will exercise executive responsibility for the review of recommendations of the deans, directors, or other heads of schools, colleges, and other educational and research units with respect to research proposals, research budgets, and appointment of personnel under research budgets.

The vice president for research will be responsible for maintaining appropriate liaisons between the University and foundations, governmental agencies, and other organizations providing financial support for University research. The vice president for research will advise and assist University staff members in approaches to outside agencies for research funds, and the vice president for research will be advised of all such approaches made by staff members on behalf of the University.

Sec. 2.09. The Vice President for Development

The vice president for development will be responsible for creating and sustaining relationships among the University, its alumni and the people and institutions of the State of Michigan and elsewhere to obtain private support of the institution; for events to support the University's development activities; for maintaining donor and alumni information; and

for the administration of the University's development programs as directed by the president.

Sec. 2.10. The Vice President for Student Affairs

The vice president for student affairs will be the chief administrative officer of the Office of Student Affairs; will designate heads of the various units of the Office of Student Affairs; and will advise the board, the president, the governing faculties, and other appropriate agencies concerning student affairs and student services in general. (See also Sec. 7.04.)

Sec. 2.11. The Vice President and Secretary of the University

Under the direction of the president, the vice president and secretary of the university will coordinate the business affairs of the board and facilitate effective communication between the members of the board and the executive officers.

The vice president and secretary of the university will be responsible to the board, and will perform such functions as may be necessary for the proper and legal exercise of the board's authority. The vice president and secretary of the university will duly execute for and on behalf of the "Regents of the University of Michigan" or the "University of Michigan" such instruments and documents which would devolve to a corporate officer and would be usual to that office.

The vice president and secretary of the university will be the official custodian of the minutes and all supporting documents of the Board of Regents and of the Seal of the University of Michigan. The vice president and secretary of the university will, in consultation with the vice president and general counsel, determine the appropriateness of the use of the Seal by parties within and outside the University.

The vice president and secretary of the university will perform such other duties as the board or the president may assign. (See also Sec. 1.06.)

Sec. 2.12. The Vice President and General Counsel

Under the direction of the board and the president, the vice president and general counsel will conduct the legal affairs of and provide legal advice and representation for the University. When necessary and appropriate, the vice president and general counsel will contract for and manage outside legal services.

Sec. 2.13. The Vice President for Communications

The vice president for communications will be responsible for planning, directing and managing the public relations and communications program, will serve as an advisor for special events, and will manage the following units: the Freedom of Information Office, Office of Marketing Communications, Media Relations and Public Affairs, the News Service, and Michigan Public Media.

The vice president for communications will be a member of the senior management team and will advise deans, directors, executive officers and the president regarding communications.

The vice president for communications or a designee will generally serve as a University spokesperson as well as plan and direct a comprehensive communications program to inform constituents and the public of the University's activities, goals and needs.

Sec. 2.14. Appointments

All officers, faculty members, and employees of the University hold their positions by appointment by the board or by authority conferred by the board. Unless otherwise specifically provided by the board, all appointments by the board will be made upon recommendation by the president. The board may also, by specific action, relieve the president of reporting new appointees in certain select categories of employees. (See also Secs. 5.06, 5.07, 5.08, 5.22, and 5.23.)

Sec. 2.15. Oath of Office

Each employee of the state of Michigan and its agencies is required by law to subscribe to the following constitutional oath of office before beginning his or her duties: "I do solemnly swear (or affirm) that I will support the Constitution of the United States of America and the Constitution of the State of Michigan, and that I will faithfully discharge the duties of my position and subsequent positions according to the best of my ability."

Sec. 2.16. Gifts to Regents and University Employees

No Regent or University employee will accept any gift of substantial value from any student, or any person having business relations with the University, or anyone else based upon the Regent's or employee's position at the University.

Sec. 2.17. The Powers and Duties of the Officers and Committees

The powers and duties of the officers and committees conferred upon them by the provisions of existing bylaws will be in addition to the powers and duties conferred upon them by the provisions of this Chapter II.

Any existing bylaw which is inconsistent with the provisions of this Chapter II is expressly repealed.

Chapter III: Business Management, Finance, and Property

Sec. 3.01. **The Executive Vice President and Chief Financial Officer** (*revised November 1993*)

The executive vice president and chief financial officer shall, except as otherwise specifically provided, have general supervision of and responsibility for the finances, property, and business of the University. The executive vice president and chief financial officer shall advise the president on the business and financial activities of the University.

The powers and duties of the executive vice president and chief financial officer shall be as follows:

Supervision of Finances. The executive vice president and chief financial officer shall have general supervision of and be responsible for the collection and custody of and accounting for all money belonging to the University, and it shall be the executive vice president and chief financial officer's duty to demand and receive all such money when due from the state treasurer or any other person or persons.

The executive vice president and chief financial officer shall have general supervision of and responsibility for proper management of all operating funds containing working capital for the conduct of the University, of all gift funds made to the trusts created for the benefit of the University or any of its units, and of all investments of University funds. The executive vice president and chief financial officer may institute such legal proceedings as may be necessary for the proper conservation of the assets of the University; and select appropriate legal counsel.

The executive vice president and chief financial officer shall pay all demands upon the University after such payment has been duly authorized by the board, or other proper authority or authorities.

Accounting. The executive vice president and chief financial officer shall keep or cause to be kept full and accurate books of account covering all transactions of the executive vice president's office. The executive vice president and chief financial officer shall cause periodic audits of all University units to be made for the information of the board and shall file these audits at intervals during the fiscal year.

Properties. The executive vice president and chief financial officer shall have general supervision of and be responsible for the physical properties of the University. The executive vice president and chief financial officer shall cause to be prepared and shall keep in convenient form an inventory of all property, both real and personal, committed to the executive vice president's charge. The executive vice president and chief financial officer shall have custody of all deeds and other documents relating to the property of the University.

The executive vice president and chief financial officer shall have authority to formulate and publish rules for the safe-keeping, care, and use of the buildings, grounds, and equipment.

The executive vice president and chief financial officer shall approve the conditions of sales of any outworn or outmoded equipment or supplies.

All property lost or abandoned on the campus or in the buildings of the University and unclaimed by owners or finders shall be turned over to the executive vice president and chief financial officer for disposal.

Reports-Financial, Business, and Property. The executive vice president and chief financial officer shall:

1. Prepare and deliver periodically to the board a brief statement showing under general heads the receipts and disbursements during the preceding period or since the last report was made;
 - a. Report not less than quarterly concerning the investment and reinvestment of University funds;
 - b. Prepare for the board an annual financial report showing in required detail the receipts and disbursements of University funds for the fiscal year, and such other matters as experience or common practice of educational institutions requires; and
 - c. Make such special reports and furnish such information as may be requested from time to time by the board concerning University finances, investments, student loan funds, business, or property.

Purchases. The executive vice president and chief financial officer shall have general supervision of and be responsible for all purchases for the University.

Nonacademic Personnel Administration. The executive vice president and chief financial officer shall have responsibility for the administration of personnel and employee relations, policies, and procedures related to nonacademic and nonadministrative personnel, defined to include such categories as technicians, clinicians, chemists, pharmacists, nurses, social workers, dietitians, therapists, engineers, skilled and unskilled workers, clerical and fiscal personnel, and such other nonacademic classifications as may be included from time to time by agreement of the proper administrative authorities.

Department Heads. The executive vice president and chief financial officer shall appoint, with the approval of the president, such department heads as are warranted and deemed desirable within the business organization to carry out the executive vice president and chief financial officer's duties.

Travel. The executive vice president and chief financial officer shall prepare the necessary rules and regulations with regard to modes of travel, expenses to be reimbursed, and other details. Within appropriations made for the purpose in the budgets of the several units, reimbursement may be allowed for reasonable and necessary expenses incurred in connection with travel on behalf of the University.

Sec. 3.02. Salaries of Employees

The compensation of all officers and employees of the University shall be fixed by the board, except that the board may, in adopting the budgets, appropriate sums of money to be expended for salaries or wages under the authority of proper University officials. No salary paid by the University shall carry with it any exemption from any University fee.

Sec. 3.03. University Funds *(revised November 1993)*

University funds shall be deposited in such banks as shall from time to time be approved by the board, which may at any time delegate such authority to the executive vice president and chief financial officer.

Sec. 3.04. Bonds of University Officers

University officers and employees shall be covered by a bond or bonds to indemnify the University against loss in such amount as shall from time to time be required by action of the board.

Sec. 3.05. Gifts to the University *(revised March 1995)*

The executive vice president and chief financial officer or the executive vice president's written designee shall have authority to accept all gifts to the University in the form of money and securities or in any other form, whether for the benefit of the entire institution or any of its subdivisions. All gifts must be reported to the president and the board in a manner recommended by the executive vice president and chief financial officer and approved by the president and the board.

No gift for building purposes nor any gift whose maintenance will add to the ordinary operating budget of the University shall be accepted without express permission of the board.

Each gift is accepted subject to the general policy of the board that the wishes of the donors with respect to their gifts shall be loyally observed, so long as in the opinion of the board such wishes do not conflict with the proper administration of the University under changes that may develop in the course of time.

Sec. 3.06. Solicitation of Funds

No solicitation of funds, grants, contracts, or property shall be made by anyone for the benefit of the University, or any agency thereof, without the prior approval of the president or the president's delegated representative.

The taking of collections or solicitations of pledges at public meetings in University auditoriums and lecture rooms is prohibited.

The campus mail service, telephone system, and other University services, including mailing lists, shall not be used for the solicitation of funds or for any other purposes without the prior approval of the president or the president's delegated representative.

Sec. 3.07. Approval and Execution of University Documents *(revised October 1999)*

1. All transactions involving the purchase, sale, or other disposition of real property shall be first approved and authorized by the board. Unless otherwise specifically provided by the board, all land contracts and deeds conveying University property shall be executed by the president and the executive vice president and chief financial officer.
 - a. All sales of donated or bequeathed real estate located outside the Ann Arbor, Dearborn, or Flint campus areas regardless of the sales price; real estate that funds a Unitrust for any amount or location; and bequeathed or devised real property requiring action by an estate executor, personal representative or a trustee may be approved and authorized by the

- executive vice president and chief financial officer. The resulting land contracts and deeds shall be executed by both the president and the executive vice president and chief financial officer. These transactions will be reported to the Regents in an Item of Information.
- b. Any sale authorized by the executive vice president and chief financial officer must equal or exceed the appraised value except for fractional interest estate properties. For those properties held in an estate in which the University's interest is fractional, the University will cooperate with the estate's legally appointed representative regarding terms and appraisal requirements to accomplish a sale.
2. Transactions involving personal property shall be approved and executed as follows:
 - a. The investment or reinvestment of gift, trust, agency, and deposit funds, the purchase and sale of personal property acquired in connection with the investment or reinvestment of such funds, and the approval of real estate mortgages may be made by any two of the following officers: the president, the executive vice president and chief financial officer, the associate vice president for finance, the controller, and the treasurer and investment officer. Any two of the said officers are hereby authorized and empowered to execute and deliver the documents necessary to complete the sale of any stocks, bonds, evidences of indebtedness or other securities, including rights and options to acquire or sell the same owned or held by the Regents of the University of Michigan. The transfer of any such securities by the officers herein authorized shall be sufficient to convey ownership to the transferee.
 - b. All contracts for sponsored research and supplements thereto, including agreements for fellowships, scholarships, and grants-in-aid, and all contracts covering payment for tuition and supplies may be executed by the executive vice president and chief financial officer. The executive vice president's signature shall be certified by the vice president and secretary where such certification is requested; Where the commitments fall within the normal activities of the University, the executive vice president and chief financial officer is authorized to delegate in writing to designated representatives authority to execute:
 - i. All such contracts described in this subsection (b) where the amount involved is less than \$750,000;
 - ii. training grants and/or fellowship program awards where the amount does not exceed a rate of \$250,000 per year; and
 - iii. applications for grants and contracts.
 - c. All discharges of mortgages and cancellations of land contracts may be executed by any two of the following officers: the president, the executive vice president and chief financial officer, the vice president and secretary, the associate vice president for finance, the controller, and the treasurer and investment officer.

- d. All routine contracts for the purchase, sale or loan of supplies or equipment within authorized budgets may be executed by the executive vice president and chief financial officer, provided, however, that the executive vice president and chief financial officer is authorized to delegate in writing to the vice president and secretary, the associate vice president for finance, the associate vice president for business operations, [or] the purchasing agent, or other designated representatives authority to execute such contracts.
3. In case the president is absent or for any reason is unable to execute documents requiring the president's signature, then they shall be executed on the president's behalf by the executive vice president and chief financial officer. In the event the executive vice president and chief financial officer acts on behalf of the president or in the event of the absence or inability to act of the executive vice president and chief financial officer, then the associate vice president for finance, the controller, or the secretary may execute such documents.
4. All other documents involving real or personal property transactions and vendor service contracts shall be executed by the executive vice president and chief financial officer; provided, however, that the executive vice president and chief financial officer may delegate in writing to the secretary, the associate vice president for finance, or other designated representatives authority to execute such documents.

Sec. 3.08. Expenditures from Gift or Trust Funds *(revised November 1993)*

Expenditures from gifts or trust funds or from the income thereof shall be made in accordance with budgets approved by the board and such expenditures shall be made in accordance with regular University policies and procedures; provided, however, that the president and the executive vice president and chief financial officer shall be deemed to have fulfilled their responsibilities in regard to such expenditures if they perform their duties in accord with the requirements requested by such donors and approved by the board. In all cases where no instructions have been provided by the donors or in the will or trust agreement the board shall approve the expenditures of the proceeds of any grant or trust funds and the income therefrom.

Sec. 3.09. Pledges of University Securities

No pledge shall be made of or encumbrance placed upon any of the securities or other investments of the University, other than a pledge of securities in the General Fund upon the approval by the board.

Sec. 3.10. Ownership of Patents, Copyrights, Computer Software, Property Rights, and Other

Unless otherwise provided by action of the Regents:

1. Patents and copyrights issued or acquired as the result of or in connection with administration, research, or other educational activities conducted by members of the University staff and supported directly or indirectly (e.g., through the use of University resources or facilities) by funds administered by the University, regardless of the source of such funds, and all royalties

or other revenues derived therefrom shall be the property of the University.

2. Computer software created by members of the University staff in connection with administration, research, or other educational activities supported directly or indirectly by funds administered by the University, regardless of the source of such funds, shall be the property of the University. Such computer software may be made available for use on a non-exclusive basis by those who pay appropriate charges to reimburse the University for the costs of development, distribution, and reproduction.
3. The provisions of 1 and 2, supra, shall apply unless they are inconsistent with the terms of any applicable agreement with a third-party sponsor or provider of funds, in which case the University's agreement with such sponsor or provider shall control.
4. Patents, copyrights, and property rights in computer software resulting from activities which have received no support, direct or indirect, from the University shall be property of the inventor, author, or creator thereof, free of any limitation which might otherwise arise by virtue of University employment.
5. In cases which involve both University-supported activity and independent activity by a University staff member, patents, copyrights, or other property rights in resulting work products shall be owned as agreed upon in writing and in advance of an exploitation thereof by the affected staff member and the vice president for research in consultation with the Committee on Patents and Copyrights and with the approval of the University's Office of the General Counsel. It is understood that such agreements shall continue to recognize the traditional faculty and staff prerogatives and property rights concerning intellectual work products.

Chapter IV: The University Senate

Sec. 4.01. The University Senate

The University Senate shall consist of all members of the professorial staff, the executive officers of the University, the deans of the schools and colleges, such members of the research and library staff as may be designated in accordance with standards and procedures approved by the Senate Assembly, and such other major officers as may be designated by the Board of Regents from time to time. The chair of the assembly shall preside at meetings of the University Senate. In the absence of the chair, the vice chair of the assembly shall preside. The senate is authorized to consider any subject pertaining to the interests of the University, and to make recommendations to the Board of Regents in regard thereto.

Decisions of the University Senate with respect to matters within its jurisdiction shall constitute the binding action of the University faculties. Jurisdiction over academic policies shall reside in the faculties of the various schools and colleges, but insofar as actions by the several faculties affect University policy as a whole, or schools and colleges other than the one in which they originate, they shall be brought before the University Senate.

Sec. 4.02. Rules of the Senate

The University Senate may adopt rules concerning its own government and procedure and concerning its officers and committees.

Sec. 4.03. Senate Assembly Composition *(revised April 2009)*

There shall be a Senate Assembly which shall consist of seventy-four senate members apportioned among the various schools and colleges according to the number of senate members in each school or college. The assembly shall make a reapportionment every three years. The members of the assembly shall serve for terms of three years (or longer in accordance with Sec. 4.07) so adjusted that the terms of approximately one-third of the members shall expire each year. A member who has served one term will not immediately be eligible for re-election.

Sec. 4.04. Senate Assembly: Powers and Duties

The Senate Assembly shall serve as the legislative arm of the senate. An action of the assembly shall have the effect of an action of the senate unless and until it is revoked by the senate, except when the assembly recommends an amendment to the rules of the University Senate, the Senate Assembly, and the Senate Advisory Committee on University Affairs that requires a change in the Bylaws of the Board of Regents. Notice of any such proposed amendment to the rules shall be communicated to the members of the senate by publication in the University Record or by other appropriate means. No action thereon by the Board of Regents shall be requested without senate approval if, within thirty days following such publication, a meeting of the senate is called in accordance with its rules to consider the assembly recommendation. The areas of concern of the assembly shall be those of the senate. The assembly meetings shall be open to all senate members. The assembly shall have power to consider and advise regarding all matters within the jurisdiction of the University Senate which affect the functioning of the University as an institution of higher learning, which concern its obligations to the state and to the community at large, and which relate to its

internal organization insofar as such matters of internal organization involve general questions of educational policy. The assembly shall advise and consult with the president on any matter of University policy which the president may place before it. The assembly may request information from any member of the University staff, and may invite any such person to sit with it for the purpose of consultation and advice. Standing and special committees which are required to report to the senate shall present such reports to the assembly for study and transmittal to the senate, with such recommendations for action as the assembly shall deem proper. The assembly shall communicate its opinions and recommendations to the University Senate from time to time, and at a winter meeting of the senate in each academic year, shall present a formal report of its activities.

Sec. 4.05. Senate Assembly: Nomination and Election of Members

The members of the assembly apportioned to each school or college shall be elected by the members of the senate in such school or college within time limits determined by the Senate Advisory Committee on University Affairs.

Sec. 4.06. Senate Assembly Organization

Meetings of the assembly shall be held at such times as the assembly shall determine. Periodically, but not less than once each year, the assembly shall meet with the executive officers of the University. The assembly shall organize for the ensuing year by choosing from its membership the members to serve on the Senate Advisory Committee on University Affairs (hereinafter sometimes referred to in these bylaws as SACUA). The election shall take place at the last meeting of the year, and the new SACUA members and assembly officers shall take office immediately after the election of assembly officers. Members of SACUA shall be elected by the assembly from a slate listing nominees submitted by a nominating committee composed of two outgoing members of SACUA and four outgoing members of the assembly elected by the assembly, plus nominations from the floor. The names of the nominees chosen by the nominating committee must be transmitted to assembly members at least two weeks before the meeting at which the vote is to take place. No more than three members of SACUA shall be from the College of Literature, Science, and the Arts, two from the College of Engineering, two from the Medical School, and one from any other school or college. A majority of the members of the assembly shall constitute a quorum. The assembly may adopt rules for the transaction of its business. The secretary of the senate shall be a member of the assembly, *ex officio*, and without vote.

The assembly shall establish standing committees to advise and consult with the vice presidents of the University on matters within the areas of their respective responsibilities. The number of persons on each committee and the terms of its members shall be determined by the assembly. The committee shall be nominated by SACUA.

The assembly may create other standing and special committees to assist it with its work. It may define the qualifications for membership of such committees, provide for the number of members thereof, provide how they are to be appointed and their terms of office, and define their duties and obligations. The assembly

shall provide for the appointment of all committees created by the senate, and except when otherwise provided by senate action, such committees shall be considered as committees of the assembly.

Committees established in accordance with this section shall report to the assembly and to the senate as directed by the assembly.

The officers of the assembly shall be the chair and the vice chair, chosen by SACUA from among the members of SACUA, and the secretary of the senate, who shall also serve as secretary of the assembly.

Sec. 4.07. Senate Advisory Committee on University Affairs

The Senate Advisory Committee on University Affairs shall consist of nine members of the Senate Assembly elected by the assembly from its membership for three-year terms. The members of the SACUA whose terms in SACUA extend beyond their assembly terms shall be voting members of the assembly during their terms on SACUA. SACUA shall meet as frequently as it deems desirable. The secretary of the senate shall inform the Board of Regents of the membership of SACUA at the time of election.

Sec. 4.08. Senate Advisory Committee on University Affairs: Powers and Responsibilities

The Senate Advisory Committee on University Affairs, on behalf of the assembly, shall advise and consult with the president of the University on matters of University policy and shall serve as an instrument for effecting the actions of the senate and the assembly. It shall nominate and supervise the committees of the assembly and shall perform other functions delegated to it by these bylaws or by the assembly.

Chapter V: The Faculties and Academic Staff

Sec. 5.01. **Definitions** (*revised October 2003*)

As used in these bylaws:

1. The term *faculty* shall include members of the teaching and research staff together with the executive officers, the directors of various teaching, research, and library units, research associates, curators, and persons with similar duties.
2. The term *professorial staff* shall include professors, associate professors, and assistant professors.
3. The term *governing faculty*, when used in connection with a school or college, shall include those members of the school or college who are professors, associate professors, and assistant professors. The governing faculty shall include instructors and lecturers who hold appointments of one-half time or more; provided, however, that such instructors and lecturers may vote at faculty meetings only if they have held appointments for one or more years and are authorized to vote by a majority of the professorial staff of the appropriate school or college. The governing faculty may include clinical professors, clinical associate professors, clinical assistant professors, research scientists, associate research scientists, assistant research scientists, research investigators, research professors, research associate professors, and research assistant professors when authorized by, and in accordance with, the policies and bylaws of the appropriate school or college.
4. The term *teaching staff* shall include professors, associate professors, assistant professors, instructors, lecturers, and teaching fellows.
5. The terms *teaching fellow*, *teaching associate*, *teaching assistant*, *student assistant*, *research assistant*, *technical assistant*, *laboratory assistant*, and *assistant* shall be used to designate junior appointees who participate in the processes of teaching and research but do not possess faculty rank. Students in these classifications shall have student status.
6. The term *university year*, as used in connection with appointments of members of the faculty and other personnel, contains any two terms in the calendar, as defined for the year in question. Faculty members are expected to participate in orientation, registration, and commencement.

Sec. 5.02. **Governing Bodies in Schools and Colleges** (*revised January 1993*)

In each school, college, or degree granting division of the University, including those at the University of Michigan-Dearborn and at the University of Michigan-Flint, the governing faculty shall be in charge of the affairs of the school, college, or division, except as delegated to the executive committee, if any, and except that in the School of Graduate Studies the governing body shall be the executive board, and in the Medical School shall be the executive faculty.

Sec. 5.03. **Powers and Duties of the Governing Faculties**

The faculty of each school and college shall from time to time recommend to the board for approval such regulations as are not included within these bylaws and

which are pertinent to its structure and major operating procedures, such as departmental organization, requirements for admission and graduation, and other educational matters, the determination of which is within the peculiar competence of the faculties of the several schools and colleges. All such recommendations when approved by the board shall be recorded in the *Proceedings of the Board of Regents*

Subject to the ultimate authority of the board, the faculty of each school and college is also vested with plenary powers to make rules and regulations concerning other matters such as grading regulations, class attendance, committee organization and related internal matters. All such regulations shall be recorded in the minute books of the adopting authority and filed with the secretary of the University.

Each faculty shall provide suitable instruction for the students enrolled in its school or college. Each faculty shall recommend to the board students under its jurisdiction who qualify for University degrees. It shall, subject to the board, possess such other powers as are necessary to the performance of its duties.

Sec. 5.04. Faculty Procedure

Each faculty shall adopt rules for its own government and procedure and shall appoint a secretary, define the secretary's duties, and keep a record of faculty action.

In the absence of specific rules to the contrary, the rules of parliamentary procedure as described in *Robert's Rules of Order* shall be followed by school and college faculties, committees, boards, and other deliberative bodies.

Sec. 5.05. Faculty Communications to the Board

Each faculty shall submit its communications to the board in writing through its dean, and at the University of Michigan-Dearborn and the University of Michigan-Flint through the chancellor, and through the president of the University. Each dean shall endorse faculty communications, making appropriate explanatory statements as needed. (See also Sec. 1.08.)

Sec. 5.06. The Deans and Executive Committees

The dean or director, or administrative head of a school, college, or department of instruction or research shall be appointed by the board on recommendation by the president to act as executive officer of the school, college, or department.

If an executive committee has been created by the board for the school, college, or department, the dean, director, or head shall be assisted by the executive committee of which he or she shall be *ex officio* the chair. The executive committee in addition to assisting with administrative functions shall be charged with the duties of investigating and formulating educational and instructional policies for consideration by the faculty and shall act for the faculty in matters of budgets, promotions, and appointments.

Sec. 5.07. Administrative Officers of Other University Units (revised July 1997)

Administrative officers of units other than those covered by Sec. 5.06 shall be appointed by the board on recommendation by the president. They shall perform such administrative duties as are prescribed by the appropriate University

authorities. Appointments to such administrative positions are without tenure and may be terminated upon the request of the appointee for relief from administrative duties or by the action of the board.

Sec. 5.08. Appointment, Tenure, Promotion, and Resignation of the Staff *(revised April 1991)*

1. Members of the tenured professorial staff shall be appointed by the board on recommendation by the appropriate dean or executive committee, and at the University of Michigan-Dearborn or the University of Michigan-Flint by the chancellor, and by the president. Unless otherwise provided by specific action by the board, professors and associate professors shall be appointed on indeterminate tenure. The annual budget as approved by the board shall be deemed the record of continuance of service for the ensuing year of all persons on the professorial staff.
2. Assistant professors and all other nontenured members of the teaching staff shall be appointed by the president on recommendation by the dean and executive committee, and at the University of Michigan-Dearborn or the University of Michigan-Flint by the chancellor. Assistant professors, instructors, and lecturers shall be appointed for terms of up to four years, as is in each case specifically designated in the terms of the appointment. Whenever the term of appointment to assistant professor, instructor, or lecturer is not specified, it shall be for one year only. Other teaching appointments shall be for not more than one year. The annual budget as approved by the board shall be deemed the record of continuance of service for the ensuing year for all persons on the teaching staff. All such appointments shall be reported monthly to the board.
3. Unless specifically provided otherwise by these bylaws, all other members of the staff of the University shall be appointed by the president, on recommendation by the appropriate administrative officer for the fiscal year only.
4. All promotions to tenured teaching positions shall be made by the board on recommendation by the chair of the department, the dean, and the executive committee, and at the University of Michigan-Dearborn or the University of Michigan-Flint by the chancellor and the president. All promotions to nontenured teaching staff shall be made by the president on recommendation by the appropriate administrative officer and shall be reported to the board in the same manner as an original appointment in this class. All such changes for other members of the staff shall be made by the president on recommendation by the appropriate administrative officer or agency.
5. All resignations of teaching staff shall be reported to the board monthly.
6. Appointments to positions paid in whole or in part from grants or contracts for limited periods of time shall be subject to the following provisions in the event of cessation of these funds:
 - a. In case of persons previously holding full-time or part-time positions paid from general University funds the person shall be restored to this appointment status within the department, either

with tenure or for the remainder of the term of appointment, at the appropriate departmental salary.

- b. In case of persons brought to the University for the performance of duties payable from limited term funds, both service and salary shall be terminated.

Nothing in these regulations shall prohibit a department from recommending a new appointee to a tenure grade within the faculty and assigning the new appointee immediately to duties payable from limited term funds. When the limited term funds are no longer available, the department concerned will be responsible for providing further tenure of duties and salary.

Sec. 5.09. Procedures in Cases of Dismissal, Demotion, or Terminal Appointment *(revised November 1993)*

1. Applicability. The procedures prescribed in this section shall be followed (a) before recommendation is made to the Board of Regents of dismissal or demotion of a tenured member of the University teaching staff or of any member of the teaching staff during the term for which any member of the teaching staff is appointed; or (b) before recommendation is made to the Board of Regents of dismissal, demotion, or terminal appointment of a teaching staff member holding appointments with the University for a total of eight years in the rank of full-time instructor or higher. Subject to pursuing these procedures, a recommendation of dismissal, demotion, or terminal appointment may be made for causes accepted by University usage, properly connected with the improvement and efficiency of the faculty, and consistent with the character of the tenure involved.
2. Initiation of Proceedings. Proceedings which may result in a recommendation of dismissal, demotion, or terminal appointment may be initiated by the provost and executive vice president for academic affairs or by the executive authority (dean, director, or executive committee) of the school, college, or other unit (hereinafter called the administrative unit) in which the affected faculty member is employed. In exceptional cases which, in the judgment of the president, threaten direct and immediate injury to the public reputation or the essential functions of the University, the president may direct that the affected faculty member be relieved of some or all of his or her University duties and responsibilities, without prejudice and without loss of compensation, pending the final disposition of the case.
3. Proceedings Dependent on Classification of Case. Cases involving matters concerning primarily the administrative unit in which the affected faculty member is employed shall be subject to the procedures provided for by subsection 4 of this section. Cases involving matters of general University concern shall be subject to the procedures provided for by subsection 5 of this section. The provost and executive vice president for academic affairs, before initiating action with respect to a faculty member, shall notify the president, SACUA, and the executive authority of the administrative unit. The president, after consulting with SACUA and the

executive authority of the administrative unit, shall determine whether the case shall be handled under subsection 4 or subsection 5 of this section. The executive authority of an administrative unit, before initiating action with respect to a faculty member, shall notify the president and SACUA, and the president, after consulting with SACUA, shall determine whether the case shall be handled under subsection 4 or subsection 5 of this section. The president's determination shall be communicated in writing to SACUA and the executive authority of the administrative unit.

4. Procedure in Cases Referred to the Executive Authority of the School or College.
 - a. Upon referral by the president of a case to the executive authority of an administrative unit, the executive authority shall promptly give written notice thereof to the faculty member affected and to SACUA. The notice shall state with reasonable particularity the charges which the executive authority proposes to investigate and shall advise the faculty member that the faculty member may, upon making written request not more than ten days after receipt of the notice, have the right to a hearing.
 - b. The executive authority shall promptly investigate a case referred to it; and, if the faculty member has requested a hearing, shall provide for a hearing either (1) before the executive committee of the administrative unit or (2) before a special ad hoc faculty committee appointed by the executive authority with the approval of the executive committee or the governing faculty of the administrative unit. The affected faculty member may (1) have an adviser of the faculty member's own choosing who may act as counsel; (2) be present at all sessions of the hearing committee at which evidence is received or argument is heard; (3) call, examine, and cross examine witnesses; and (4) examine all documentary evidence received by the hearing committee. A full stenographic record of the hearing shall be taken, and the hearing committee shall, with reasonable promptness, file a written report on the case, together with a transcript of the record of the hearing, with the executive head of the administrative unit, SACUA, and the president. The report shall contain the hearing committee's conclusions and recommendations and the reasons therefor. If dismissal, demotion, or terminal appointment is recommended, the report shall contain a specific statement of the deficiencies or acts of misconduct on which the recommendation is based, and a copy of the report shall be delivered to the faculty member.
 - c. If the hearing committee recommends that adverse action be taken against the faculty member, the executive authority of the administrative unit, before considering the matter further, shall advise the faculty member in writing that the faculty member may have a review of the case by the standing subcommittee on tenure appointed by the Senate Advisory Committee on University Affairs as provided

in subparagraph (d) of this subsection. If the hearing committee recommends that adverse action should not be taken against the affected faculty member, but the executive head of the school or college, upon review of the hearing committee's report and the record, disagrees with its recommendation and concludes that the executive head of the school or college should recommend adverse action against the faculty member, the executive head of the school or college shall notify the faculty member in writing of his or her recommendation, and with reasonable particularity of the reasons therefor, and shall advise the faculty member that the faculty member may have a review of the case as provided in subparagraph (d) of this subsection.

- d. The request of the faculty member for review of the faculty member's case by the review committee shall be presented in writing to the chair or secretary of SACUA within ten days after receipt by the faculty member of the notice from the executive head or authority of the administrative unit that adverse action against the faculty member has been recommended. The request for review shall be referred to the standing Subcommittee on Tenure appointed by SACUA and designated by it as the review committee. The review committee shall promptly, but upon not less than ten days' written notice to the faculty member and to the executive head of the administrative unit, conduct a hearing in the matter, of which a full written record shall be taken. The review committee shall review the record, reports, and recommendations transmitted by the hearing committee and may in addition receive new evidence. The faculty member, either in person or through a representative or both, and the executive head of the administrative unit shall have the right to appear, to comment on the proceeding before the hearing committee and on its findings, conclusions, and recommendations, and to examine and rebut any new evidence received by the review committee. A full record shall be kept of the review proceeding.
- e. In conducting its review of the case, the review committee shall take account of all relevant factors, including consideration of the questions (1) whether the hearing committee observed the procedure prescribed in this subsection, (2) whether the hearing committee accorded a fair hearing, (3) whether the deficiencies or acts of misconduct on which the hearing committee's recommendations are based are related to the charges stated in the first instance as the basis for investigation, (4) whether the proceeding as it developed before the hearing committee involves matters of general University concern, and (5) whether the weight of the evidence, as it appears in the record and as supplemented by any further evidence by the review committee, supports the hearing committee's findings and recommendations. In determining what its recommendation shall be, the review committee shall be free to make any recommendation appropriate to its findings and conclusions respecting either the procedural or meritorious aspects of the case.

- f. Within thirty days following its hearing, the review committee shall file a written report with the affected faculty member, the executive head of the administrative unit, the president, and SACUA. The report shall contain the committee's conclusions, recommendations, and the reasons therefor. There shall be filed with the report a transcript of the record of the hearing conducted by the review committee.
 - g. The faculty member and SACUA may, within ten days after receiving the review committee's report, file written comments thereon with the president and, in the case of the faculty member, with the executive head of the administrative unit. Within twenty days after it receives the hearing committee's report, the executive authority of the administrative unit shall notify the president of its final recommendations in the case.
 - h. The president shall thereafter review the record in the case and shall formulate his or her own recommendations and the reasons therefor. The affected faculty member and SACUA shall be furnished copies of the president's recommendations and may, within ten days after receiving the same, submit to the president written comments respecting the recommendations. The full record of the case, including the recommendations of the president and any comments by the affected faculty member or SACUA, shall then be transmitted by the president to the board for final action.
5. Procedure in Cases Referred to SACUA.
- a. Upon referral of a case by the president to SACUA, the committee shall designate its standing Subcommittee on Tenure to serve as a hearing committee and shall refer the case to it for hearing. The hearing committee shall promptly give written notice to the faculty member affected. The notice shall state with reasonable particularity the charges (as prepared by the provost and executive vice president for academic affairs) which the committee proposes to investigate, and shall advise the faculty member that the faculty member may, upon making written request not later than ten days after receipt of the notice, have the right to a hearing before the committee.
 - b. The hearing committee shall promptly investigate a case referred to it, and may call upon any member of the University faculty or staff for relevant information. The provost and executive vice president for academic affairs, or a representative, may be present at all meetings of the committee, and may present such evidence as the provost and executive vice president for academic affairs deems appropriate. The executive authority of the administrative unit in which the affected faculty member is employed may be present or represented at all meetings of the committee, and if it wishes to make any recommendations, shall make them to the committee prior to the conclusion of the committee's investigation, whereupon such recommendations shall become a part of the committee's record in the

case. If the affected faculty member requests a hearing before the committee, a full stenographic record of the hearing shall be taken. The affected faculty member may (1) have an adviser of the faculty member's own choosing who may act as counsel; (2) be present at all sessions of the hearing committee at which evidence is received or argument is heard; (3) call, examine, and cross examine witnesses; and (4) examine all documentary evidence received by the hearing committee.

- c. Within a reasonable period of time after the referral of the case to the hearing committee, the committee shall file a written report with SACUA. The report shall contain the committee's conclusions, recommendations, and the reasons therefor. If dismissal, demotion, or terminal appointment is recommended, the report shall contain a specific statement of the conduct on which the recommendation is based. There shall be filed with the report the complete written record in the case, including the recommendations, if any, made to the committee by the executive authority of the school or college and a transcript of the record of any hearings conducted by the committee.
- d. If the committee recommends that adverse action be taken against the faculty member, SACUA shall advise the faculty member affected that the faculty member may request the Senate Advisory Committee to review the proceeding conducted by the hearing committee. The faculty member's request for a review shall be presented in writing to the chair or secretary of SACUA within ten days thereafter. Upon receipt of this request SACUA may in its discretion conduct a hearing for the purpose of determining whether the hearing committee granted a fair hearing and followed the procedure prescribed by this subsection. If such a review hearing is granted, the faculty member, either in person or through a representative or both, shall have the right to appear and to comment on the proceeding before the hearing committee. A full record shall be kept of the review proceeding.
- e. If SACUA determines that the hearing committee failed to grant a fair hearing or to follow the prescribed procedure, it shall set aside the committee's findings and conclusions and remand the case to the committee for a new hearing in accordance with the procedure prescribed by this subsection. A written report of the action taken by SACUA, together with the record of its review proceeding, shall be filed with the affected faculty member, the executive head of the administrative unit, the provost and executive vice president for academic affairs, and the president.
- f. If the hearing committee recommends that adverse action should not be taken against the affected faculty member, or if it recommends that adverse action be taken and the affected faculty member does not request a review by SACUA, or if in case a review is requested and granted it is determined that the hearing committee granted a fair

hearing and followed the prescribed procedures, SACUA shall file the hearing committee's report and recommendations together with the complete written record in the case with the affected faculty member, the president, the provost and executive vice president for academic affairs, and the executive authority of the administrative unit. In filing the report and record with the president, SACUA may also include its comments on the hearing committee's findings, conclusions, and recommendations. The affected faculty member, the executive authority of the administrative unit, and the provost and executive vice president for academic affairs may, within ten days after receiving copies of the hearing committee's report and the record, file written comments with the president.

- g. The president shall thereafter review the record in the case and shall formulate his or her own recommendations and the reasons therefor. The affected faculty member and SACUA shall be furnished copies of the president's recommendations and may, within ten days after receiving the same, submit to the president written comments respecting the recommendations. The full record of the case, including the recommendations of the president and any comments by the affected faculty member or SACUA, shall then be transmitted by the president to the board for final action.

Sec. 5.10. Severance Pay

1. Applicability. Academic personnel with indeterminate tenure who are dismissed in accordance with the provisions of Sec. 5.09 shall be entitled to severance pay for one academic year following written notification of dismissal except:
 - a. Where because of the character of the employee's conduct, the University is prohibited by law from making such payment; or
 - b. Where there is competent evidence to establish beyond reasonable doubt that the employee has been guilty of a felony, or a serious misdemeanor in connection with students or directly involving the University; or
 - c. Where there has been an intentional refusal, expressed or implied by conduct, to perform properly assigned academic duties.
2. Amount of Severance Pay. Severance pay in the case of an employee on indeterminate tenure means regular monthly payments, equal to the employee's salary during the appointment year of dismissal, covering a period following written notification of dismissal equal to one appointment year, except where the employee during such year secures other employment. In the latter event, from the time such other employment begins, the monthly payments shall not exceed the difference between the amount of the monthly payments otherwise provided herein and the employee's monthly compensation from such other employment.
3. Severance Pay for a Dismissed Faculty Member Under Contract for a Determinate Period. Severance pay in case of academic personnel under

contract for a determinate period shall be the same as for personnel on indeterminate tenure, except where the period remaining under any contract following written notification of dismissal is less than one year. In such case, the payments otherwise provided herein shall extend at least to the regular terminal date of the contract.

Sec. 5.11. Divided and Part-Time Service

In case of an appointment of a member of the faculty or staff to serve in two or more departments of the University, the approval of the dean or other administrative head shall be secured in each department affected. All members of the staff receiving compensation from two or more departments shall be listed on each budget as part-time employees with a statement of the amount of compensation received from each unit.

In the case of the appointment of a member of the staff in any department on a part-time basis, the member shall be listed on the budget as a part-time employee, with a statement of the fractional amount of time devoted to service. The dean shall, subject to general rules formulated by the governing faculty, determine what constitutes "part-time" and "full-time" service by members of the staff.

Sec. 5.12. Outside Employment

A full-time member of the faculty shall not during the academic year be employed for remuneration by other agencies than the University except with approval of the proper University authorities. Such approval may be granted in the case of professional employment only when either or both of the following conditions exist:

1. When the work in question gives promise of enhancing the individual's usefulness as a teacher and scholar in the individual's field to a greater degree than a corresponding amount of work within the walls of the University.
2. When the work is of a distinctly public nature or when for any other reason the University wishes to be actively engaged in its furtherance.

In the case of nonprofessional employment, such approval may be granted only when it appears that such activity will not interfere with the performance of University duties or impair the usefulness of the individual as a teacher and a scholar.

Each of the governing faculties of the University shall formulate for the guidance of its administrative officers such regulations, appropriate to the fields represented by it, as it may consider necessary to give effect to the general policy defined herein.

Whenever outside employment is permitted in connection with a "part-time" appointment, the portion of time which is engaged by the University shall be stated in the appointment notice and in the budget.

Sec. 5.13. Governmental Activities

The holding of public office by staff members is considered desirable and those seeking such office should be encouraged.

Any regular staff member who becomes a candidate for any elective public office shall, upon the filing of that candidacy, notify the secretary of the University in

writing of the candidacy and file with the secretary of the University a statement from the appropriate supervisor, department head, or dean that arrangements have been made and approved to assure that the candidacy will not interfere with the performance of University employment duties. Upon request, such candidates shall be given a leave of absence without salary during the period of the actual campaign.

All regular staff members who are elected to a public office and any regular staff member who is appointed to a public office shall file with the secretary of the University a statement from the appropriate supervisor, department head, or dean that arrangements have been made and approved to assure that the duties of the office will not interfere with the performance of University employment duties. If such assurance cannot be made, the staff member shall either request leave of absence without salary or resign effective upon the commencement of governmental duties or upon expiration of previously granted leave. If the staff member requests leave of absence without salary, such leave shall be granted by the president for the period of one term of office, if any, or for one year. Leaves without salary for additional terms of office, if any, or additional years of service may be granted by the president on recommendation by the dean or appropriate administrative officer.

Sec. 5.14. Leaves of Absence

Sabbatical leaves. Sabbatical leaves for study and research may be granted by the president on recommendation by the dean to members of the professorial staff who have completed six years of service in professorial ranks at the University. At the University of Michigan-Dearborn and the University of Michigan-Flint, sabbatical leaves for study and research may be granted by the president on recommendation by the chancellor to members of the professorial staff who have completed six years of service in professorial ranks at the University. All sabbatical leaves will be reported monthly to the board.

A sabbatical leave may be granted for an entire annual contractual period or for two halves of the annual contractual period during which time the professor shall receive one-half of his regular salary; or it may be granted for one-half of the annual contractual period, with full salary. A member of the faculty on sabbatical leave shall not render service for compensation in another institution or enterprise; provided, however, that this does not preclude the acceptance of a fellowship or other assistance in research but in each such case the source of additional funds and the fact that their use materially aids the planned research program of the recipient shall be fully set forth in the request for sabbatical leave.

Application for sabbatical leave shall be made in writing and addressed to the dean of the unit concerned not later than February 1, preceding the University year within which the leave is desired. The application must be accompanied by a statement of a well-considered plan for spending the leave in a manner calculated to contribute to the professional effectiveness of the applicant and the best interests of the University.

A member of the staff who is granted a sabbatical leave is expected to return to his duties in the University for at least one year.

Other Leaves of Absence. Leaves of absence other than sabbatical, and not in excess of one year, may be granted by the president on recommendation by the dean or appropriate administrative officer to members of the faculty or to other employees of the University.

Leaves in excess of one year may be granted only by the board upon appropriate request and recommendation. Leaves for teaching staff will be reported monthly to the board.

Sec. 5.15. Vacation Allowance

Instructional staff who hold appointments on a twelve-month basis shall receive annual vacation allowances equivalent to one month in twelve, with proportional allowances for appointees who have been in the service of the University for more than six months but less than twelve months. Any person who is in good standing and has been in the service of the University for one year or more, and who has earned a vacation allowance under the foregoing provisions but is unable to receive it because the person is resigning or being granted a leave without pay, may be paid in terminal allowance equal to the salary that the person would have received for the vacation period had the person continued in the University service.

Sec. 5.16. Temporary Absences (*revised November 1993*)

All absences of members of the teaching staff or other academic employees shall be reported to the dean or director. All absences extending over more than three weeks at any one time must be reported to the provost and executive vice president for academic affairs or, at the University of Michigan-Dearborn and the University of Michigan-Flint, to the chancellor.

Sec. 5.17. Sick Leave for Teaching Staff and Academic Research Staff

In the event of accident or sickness rendering a member of the teaching or academic research staff temporarily incapable of performing his or her duties, application may be made to the president for sick leave privileges as follows, provided that the duties of the staff member shall be cared for without added expense to the University.

Any professor, associate professor, or member of the academic research staff who has been a full-time member of the staff for ten years or more, may apply for sick leave with salary during incapacity, but not exceeding one year of leave at full salary and thereafter one year of leave at one-half salary.

Any professor, associate professor, assistant professor, or other member of the teaching or academic research staff not included under paragraph (1), who has been a full-time member of the staff for two years or more, may apply for sick leave with salary during incapacity but not exceeding one-half year of leave at full salary and thereafter one-half year of leave at one-half salary.

In the event of successive periods of incapacity, a total sick leave of not more than the foregoing maximum will be allowed in any five year period. The first three weeks of any period of incapacity on account of accident or sickness shall not be included in computing the maximum allowable under the foregoing provisions. In each instance of incapacity in excess of three weeks, application shall be made

to the president stating the facts and requesting the leave of absence. Reports will be made monthly to the board for all teaching staff.

The term "*incapacity*" as herein used means temporary total inability to perform University duties, with the likelihood of restoration to full capacity for service. Cases of partial incapacity and of chronic recurring incapacity are not included but each such case shall be subject to special action by the president providing for a part-time appointment or making such other adjustment as the circumstances may indicate.

Sec. 5.18. Sick Leave for Other Academic Personnel *(revised November 1993)*

Academic appointees not included in the teaching staff or academic research staff shall be entitled to sick leave with pay in accordance with regulations issued by the provost and executive vice president for academic affairs, provided that periods of three weeks or longer shall be reported to the provost and executive vice president for academic affairs, or, at the University of Michigan-Dearborn and the University of Michigan-Flint, to the chancellor.

Sec. 5.19. Retirement of the President, Faculty, and Executive Officers *(revised April 1995)*

Subject to the other provisions of this section, the term of service of the president and the other executive officers shall terminate no later than the end of the fiscal year in which their seventieth birthday occurs.

Subject to the provisions of subsection 3, the members of the professorial staff appointed prior to January 1, 1984, during the last year preceding retirement shall be entitled to be relieved of normal responsibilities and may be called upon to act in a consulting capacity to the president, executive officers, deans, or department heads, or to conduct research in the individual's field of interest unless otherwise specifically provided by the board, and the salary during this period shall be the regular annual salary. This year preceding termination of service is hereinafter referred to as the "terminal furlough" year. Individuals appointed on or after January 1, 1984, are not eligible for the terminal furlough year.

The terminal furlough year shall not be available unless the individual (a) has been employed by the University at least ten years prior to the effective date of the terminal furlough; and (b) has not taken a sabbatical leave during the past four years next preceding the effective date of the terminal furlough. A person covered by this section but ineligible for the terminal furlough year will continue to carry normal responsibilities in the University until retirement.

A person eligible for a terminal furlough year under subsections 2 and 3 above may not begin such terminal furlough year until the beginning of the next academic term following his or her sixty-second birthday.

Emeritus or emerita status appropriate to the office or rank shall not be granted prior to the date of full retirement.

Sec. 5.20. Emeritus and Emerita Faculty *(revised April 1995)*

Emeritus and emerita faculty shall be regarded as members of the University instructional and primary staff who have retired and as such are entitled to attend without vote meetings of the University Senate, to march in positions of honor in academic processions, to receive the University Record, to avail themselves of the

library and other facilities offered to University faculty members, to represent the University on appointment at academic ceremonies of other institutions, and in general to take part with the faculties in all social and ceremonial functions of the University.

Sec. 5.21. Distinguished University Professorships

There is hereby created the title Distinguished University Professor, to which faculty members in the grade of professor may be appointed. Such appointment shall be in recognition of distinguished achievement and reputation in the appointive field of scholarly interest as a member of the faculty of the University. A distinguished university professorship title may be retained after retirement. Each appointee shall be entitled distinguished university professor, to which title shall be attached the name of a person of distinction in the same general field of interest, preferably a person formerly associated with the University. Appointment to distinguished university professorships shall not modify the status of appointees as members of their respective faculties.

Sec. 5.22. Adjunct Professorships

Persons whose primary responsibilities lie outside the University or in another capacity within the University may be appointed on a part-time basis as adjunct professors, associate professors, assistant professors, instructors, or lecturers in order to supplement the instructional program.

Appointment and/or promotion criteria shall be consistent with those for regular instructional ranks to the extent applicable.

Adjunct appointments or reappointments are recommended by the appropriate instructional department and school or college, and at the University of Michigan-Dearborn and the University of Michigan-Flint by the chancellor, and are approved by the president.

Appointments as adjunct instructional staff are on an annual or shorter basis and without tenure.

Sec. 5.23. Clinical Instructional Staff *(revised June 2001)*

1. *Adjunct Clinical Instructional Staff.* Any academic unit may appoint professional practitioners in the community or within the University at appointment fractions below 50 percent as adjunct clinical professors, adjunct clinical associate professors, adjunct clinical assistant professors, adjunct clinical instructors, or adjunct clinical lecturers to support the instructional program.

Appointments as adjunct clinical instructional staff are on an annual or shorter basis and are without tenure. Appointment and/or promotion criteria shall be consistent with those for regular instructional staff to the extent applicable.

Adjunct clinical appointments and reappointments are recommended by the appropriate instructional unit and school, college, or division and are approved by the chancellor (Flint or Dearborn) and president.

2. *Clinical Instructional Staff.* An academic unit may be authorized to appoint clinical instructional staff to support its instructional program only if a policy authorizing such appointments has been adopted by the school, college, or

division in accordance with the bylaws of that unit and has been approved by the appropriate provost, chancellor (Flint or Dearborn), president, and Board of Regents.

Clinical appointments are at appointment fractions of 50 percent or greater and are without tenure. The following titles may be used for clinical appointments: clinical professor, clinical associate professor, clinical assistant professor, or clinical instructor.

Appointments to the clinical track are for a fixed term, cannot exceed seven years in duration, and may be renewed. Appointment and promotion criteria shall be consistent with those for the regular instructional staff to the extent applicable. Further definition of the rights and responsibilities of clinical faculty, not inconsistent with the bylaws of the Board of Regents, may be addressed by the bylaws of the academic units.

Clinical appointments, reappointments, and promotions are recommended by the appropriate instructional unit and school, college, or division and are approved by the appropriate provost, chancellor (Flint or Dearborn), and president.

The vice president and secretary of the university shall maintain a list of those schools, colleges, and divisions that are authorized to make appointments to the clinical instructional staff.

Sec. 5.24. Research Scientists and Research Professors (*revised October 2003*)

Research Scientists. An academic or research unit may appoint research scientists to support the research activities of the University if a policy to authorize such appointments has been adopted by the school, college, division, or research unit in accordance with the bylaws of that unit and has been approved by the vice president for research.

Research scientist appointments are not appointments to the tenured or tenure-track instructional faculty. The following titles may be used for research scientist appointments: research scientist, associate research scientist, assistant research scientist, and research investigator. Further definition of the rights and responsibilities of research scientists, not inconsistent with the bylaws of the Board of Regents, may be addressed by the bylaws of the academic or research units.

Research scientist appointments and promotions are recommended by the appropriate instructional unit and school, college, division, or research unit and are approved by the vice president for research, the chancellors (Dearborn or Flint), and the president.

The vice president and secretary of the university shall maintain a list of those schools, colleges, and divisions that are authorized to make research scientist appointments.

Research Professors. An academic unit may appoint research professors to support the research activities of the University if a policy to authorize such appointments has been adopted by the school, college, division, or research unit in

accordance with the bylaws of that unit and has been approved by the vice president for research and the appropriate provost.

Research professor appointments are not appointments to the tenured or tenure-track instructional faculty. The following titles may be used for research professor appointments: research professor, research associate professor, or research assistant professor. Further definition of the rights and responsibilities of research professors, not inconsistent with the bylaws of the Board of Regents, may be addressed by the bylaws of the academic or research units.

Research professor appointments and promotions are recommended by the appropriate instructional unit and school, college, division, or research unit and are approved by the vice president for research, the appropriate provost, the chancellor (Dearborn or Flint), and the president.

The vice president and secretary of the university shall maintain a list of those schools, colleges, divisions, and research units that are authorized to make research professor appointments.

Chapter VI: Schools and Colleges: Program Definitions

Sec. 6.01. General Purpose

The schools and colleges are maintained for the purpose of serving the state and the nation through (1) providing instruction; (2) conducting scholarly investigations and research in those branches of knowledge that form the basis of modern culture, professional practice, and leadership in our business and industrial society; and (3) applying this knowledge to the solution of the problems of our society.

The management of the affairs of the schools and colleges, subject to Regental approval, is placed in the governing faculties, the deans, and the executive committees.

Sec. 6.02. Degree Program Definitions *(revised September 2009)*

Undergraduate degree programs are offered by:

The University of Michigan (Ann Arbor Campus)

- Alfred Taubman College of Architecture and Urban Planning
- School of Art and Design
- Stephen M. Ross School of Business
- School of Dentistry
- School of Education
- College of Engineering
- School of Kinesiology
- College of Literature, Science, and the Arts
- School of Music, Theatre & Dance
- School of Natural Resources and Environment
- School of Nursing
- College of Pharmacy

The University of Michigan-Dearborn

- College of Arts, Sciences, and Letters
- School of Education
- School of Engineering
- College of Business

The University of Michigan-Flint

- College of Arts and Sciences
- School of Health Professions and Studies
- School of Management
- School of Education and Human Services

Graduate degree programs are offered by the schools and colleges on all three campuses through the agency of the Horace H. Rackham School of Graduate Studies, leading to the master's, doctoral, and related degrees. In addition, the A. Alfred Taubman College of Architecture and Urban Planning, the Stephen M.

Ross School of Business, the School of Health Professions and Studies, the School of Natural Resources and Environment, and the College of Business at the University of Michigan-Dearborn, and the School of Management and School of Education and Human Services at the University of Michigan-Flint, are authorized to offer the master's degree in appropriate professional fields, and the School of Music, Theatre & Dance, the master's degree in applied music.

Graduate professional degree programs are offered by the:

- School of Dentistry
- College of Pharmacy
- Law School
- School of Public Health
- Medical School
- School of Social Work

Sec. 6.03. Institutes and Centers *(revised April 1995)*

Institutes may be established on recommendation by the president as subordinate units of the University, for the purpose of conducting teaching, research, or service activities administratively organized as separate units ordinarily responsible to a major unit of the University. The executive functions of an institute shall be performed by a director and executive committee, appointed by the president, and responsible to the appropriate University officer.

Centers may be established on recommendation by the president for the support of interdisciplinary research, publication, and training in several departments within a school or college. The executive functions of the center shall be performed by a director and executive committee, appointed by the president, and responsible to the dean and executive committee of the college.

Sec. 6.04. Departments

A department is a subdivision of a school or college under an administrative head maintained for the purpose of conducting a curriculum or curricula in a specified field of learning. A department has a separate budget, responsible to the budgetary authorities of the school or college of which it is a part.

Each department shall be organized in such a manner as to provide general participation by staff members in the management of departmental affairs.

Sec. 6.05. Divisions of the University *(revised April 2009)*

A division of the University may be established by the president and the board on request from faculty members interested in a common substantive field which cuts across administrative lines, for the purpose of coordinating allied interests and activities. In the exercise of its functions, a division shall concern itself with the interrelations of programs of instruction, the encouragement of individual research, the promotion of cooperative investigations, and the performance of extramural services. The functioning agency of a division shall be a general committee representative of the constituent departments and constituted in such a manner as may be deemed appropriate in each division. The individuals constituting the general committee shall be nominated by appropriate agencies of the schools, colleges, and departments.

A division is not an administrative unit. It shall cease to exist when the constituent members do not request appointment of members and officers for the ensuing year. It may be reactivated by a request to the president from former constituent members.

The chair of each division shall be appointed by the president on recommendation of the division members.

Chapter VII: Student Affairs

Sec. 7.01. The Committee on Communications

At any time the president of the University determines the need for a Committee on Communications for the purpose of providing visible channels of communication on any subject or for stimulating discussion of controversial subjects, or for the purpose of promoting discussions when disagreements arise among various segments of the University, the president may create such a committee, using the structure set out below, and may provide for such clerical assistance and facilities as seem appropriate. Should any segment of the University fail to select members in a reasonable time, the president may appoint such members.

Structure. The committee shall be composed of:

- a. Two students, appointed by the Senate Assembly from a list of four nominees submitted by Michigan Student Assembly (hereinafter sometimes referred to in these bylaws as MSA) and representing at least three different colleges;
- b. Two faculty members, appointed by MSA from a list of four nominees submitted by Senate Assembly and representing at least three different colleges;
- c. Two administrators, appointed by the student and faculty members of the committee from a list of at least four nominees submitted by the president of the University and representing at least three different colleges or administrative units; and
- d. Vacancies shall in all cases be filled in the manner prescribed above.

Sec. 7.03. Office of Student Affairs *(revised April 1992)*

The Office of Student Affairs (hereinafter referred to as OSA) shall provide programs relating to housing, counseling, student organizations, health, occupational information, religious affairs, student-community relations, the International Center, and such other programs as may from time to time be delegated to it.

Sec. 7.04. Vice President for Student Affairs *(revised April 1992)*

The vice president for student affairs shall be the chief administrative officer of the Office of Student Affairs, shall designate newly-appointed heads of the various units of OSA with the advice of the Student Affairs Policy Board, and shall advise the Board of Regents, the president, the governing faculties, and other appropriate agencies concerning student affairs and student services in general.

Sec. 7.05. Student Participation in Decision-Making *(revised April 1992)*

Student participation in University decision-making is important to the quality of student life at the University, and shall be encouraged. The vice president for student affairs shall assist students in promoting the establishment of effective mechanisms for such student participation.

A Student Affairs Policy Board is hereby created. The board shall have nine members, composed of students and faculty, there being one more student than faculty, with the vice president for student affairs serving as chair without vote.

- a. Student members shall be appointed by MSA, and no more than two shall come from any one school or college. Where school or college government exists, MSA shall consult them before appointing any student from that school or college.
- b. Faculty members shall be appointed by the Senate Assembly, and not more than two members shall come from any one school or college.
- c. The terms of office shall be staggered and shall be not less than one year nor more than three, and the procedures for selecting members shall, so long as they are consistent with (a) and (b) above, be determined by the appropriate appointing body.
- d. In the event the appointing bodies fail to act within a reasonable time, the Student Affairs Policy Board shall be empowered to name replacements.

The director of each student affairs unit shall be the chief administrative officer of the director's unit and shall report to the vice president for student affairs. Policy boards may be established by the vice president and the Student Affairs Policy Board for each administrative unit of OSA, in which case the unit director shall serve as chair without vote of the policy board.

Chapter VIII: Admission and Registration of Students

Sec. 8.01. Admission of Undergraduate Students *(revised April 2009)*

Ann Arbor Campus

The associate vice provost and executive director of undergraduate admissions is responsible for the admission of students entering the undergraduate schools and colleges from high school and for such other admissions as may, from time to time, be assigned to the director's jurisdiction by the various faculties. The associate vice provost and executive director of undergraduate admissions is appointed by the board on recommendation by the president, and reports to the provost and executive vice president for academic affairs.

University of Michigan-Dearborn

The director of admissions and orientation at the University of Michigan-Dearborn is responsible for the admission of students to its undergraduate programs. The director of admissions and orientation is appointed by and reports to the vice chancellor for enrollment management and student life.

University of Michigan-Flint

The director of undergraduate admissions at the University of Michigan-Flint is responsible for the admission of students to its undergraduate programs. The director of undergraduate admissions is appointed by and reports to the provost and vice chancellor for academic affairs.

Sec. 8.02. The Registrar *(revised November 1993)*

The registrar, responsible to the provost and executive vice president for academic affairs, shall be appointed by the board on recommendation by the president. The registrar shall be responsible for registration, classification, records, transcripts, and diplomas of students, and other duties as requested by the schools and colleges.

Sec. 8.04. Residence Requirements *(revised July 2008)*

Students in the university will be classified as either residents or nonresidents of Michigan. Guidelines concerning definition of residency are issued and administered by the Office of the Provost and Executive Vice President for Academic Affairs. Copies may be secured from the registrar. The student/applicant is responsible for registering under the correct residency classification in accordance with the university's Residency Classification Guidelines.

Chapter IX: Commencement and Degrees

Sec. 9.01. Board of Regents to Grant Degrees

All degrees of the University in course and all honorary degrees are granted by the Board of Regents on recommendation by the several authorities as hereinafter prescribed.

Sec. 9.02. Recommendations for Degrees in Course

Recommendations of candidates for degrees in course shall be made by the governing bodies of the appropriate schools or colleges and forwarded to the Board of Regents. No student shall be recommended for a degree in course until all of the student's requirements for the degree have been met, nor shall the student be recommended if the governing body of the school or college in which the student is enrolled is notified that there are fees or other matured obligations to the University remaining unpaid.

Degrees in course shall be awarded at Commencement and at such other times as prescribed by the Board of Regents.

Sec. 9.03. Recommendations for Honorary Degrees *(revised July 2008)*

Recommendations for honorary degrees will be made by an Honorary Degrees Committee, which will be constituted as follows:

1. Seven members of the University Senate to be appointed by the Board of Regents on recommendation of the president from a panel nominated by SACUA which panel will contain twice the number to be appointed. At least one of the appointed senate members will be from the University of Michigan-Flint or the University of Michigan-Dearborn. Appointed senate members will serve for terms of three years each, so adjusted that at least two vacancies will occur each year.
2. Two university alumni/ae to be appointed by the Board of Regents on recommendation of the president from a panel nominated by the Alumni Association which panel will contain twice the number to be appointed. Appointed alumni/ae members will serve for terms of two years each, so adjusted that one vacancy will occur each year.
3. Two students appointed by the Board of Regents on recommendation of the president from a panel nominated by MSA which panel will contain twice the number to be appointed. Appointed student members will serve for terms of two years each, so adjusted that one vacancy will occur each year.
4. The provost and executive vice president for academic affairs, the vice president for development, the vice president for government relations, the vice president and secretary of the university, and the president.
5. The dean of the Horace H. Rackham School of Graduate Studies, who will be chair.

Honorary degrees may be conferred by the Board of Regents at commencement, at University convocations, or at special convocations of the several schools or colleges. Honorary degrees normally will be conferred only when the honoree is present. On rare and unusual occasions an honorary degree may be conferred in absentia.

Sec. 9.04. Honorary Alumni

The title of honorary alumnus or alumna may be conferred by the Board of Regents upon persons not holding degrees from the University whose interest in the university shall entitle them to the privilege of affiliation with University alumni. Nominations shall be made through the president to the Board of Regents.

Sec. 9.05. Regents' Citation of Honor

The Regents' Citation of Honor is conferred by the Regents upon individuals who have made extraordinary contributions to the life and welfare of the University or who by unusual or unique accomplishment or service merit the approbation of the Board of Regents. Nominations shall come directly from the Board of Regents to the Committee on Honorary Degrees. The citation is not limited to alumni of the University.

Sec. 9.06. Outstanding Achievement Award

Nominations for the Outstanding Achievement Award shall be made to the Board of Regents by the Committee on Honorary Degrees, which acts as a clearing house for recommendations made to it by the schools and colleges. Awards shall be presented by the Board of Regents to alumni of the university at university convocations or other appropriate occasions.

Chapter X: Fees and Charges

Sec. 10.01. Policies Governing Student Fees *(revised April 2009)*

The Board of Regents shall determine the level of full program student fees and a schedule of such fees shall be published. All other student fees shall be fixed by the University Committee on Fees.

Sec. 10.02. Time of Payment of Fees *(revised November 1993)*

All fees are payable in accordance with regulations established by the executive vice president and chief financial officer providing only that said regulations may not defer payment of these fees beyond the end of the term for which they are assessed.

Sec. 10.03. Exemptions from Payment of Fees

No exemption from the payment of fees shall be granted unless specifically approved in advance by the board.

Chapter XI: The Schools and Colleges and Affiliated Units

Note: Other bylaws applicable to all schools and colleges appear in Chapter V. The purpose of this chapter of the bylaws is to authorize operations in the schools and colleges which are not covered by other bylaws.

Sec. 11.01. The A. Alfred Taubman College of Architecture and Urban Planning Executive Committee

The executive committee will consist of the dean and four members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for two years and will not be eligible for reappointment until after the lapse of one year. The terms will be adjusted so that two will expire each year. The dean will chair the committee. The governing faculty is authorized to arrange for student participation in meetings of the executive committee in an advisory capacity. Student participants, not more than four in number, will be selected annually in accordance with procedures approved by the governing faculty.

Sec. 11.02. The School of Art and Design Executive Committee

The executive committee will consist of the dean and four additional members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for two years and will not be eligible for reappointment until after the lapse of one year. The terms will be adjusted so that two will expire each year. The dean will chair the committee.

Sec. 11.03. The Stephen M. Ross School of Business Executive Committee

The executive committee will consist of the dean and five members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for two years and will not be eligible for reappointment until after the lapse of one year. The terms will be so adjusted that two will expire one year and three the following year. The dean will be chair of the committee.

Sec. 11.05. The Stephen M. Ross School of Business Division of Executive Education

The Stephen M. Ross School of Business will maintain a Division of Executive Education which will offer seminars and programs at various levels and across a broad spectrum of subject matter that is of interest to the business and public service communities. The Division of Executive Education will be managed by an associate dean, responsible to the dean and executive committee, appointed by the board on recommendation by the president.

Sec. 11.06. The University of Michigan-Dearborn Citizens Advisory Committee

The Citizens Advisory Committee of eleven to eighteen members is established for the purpose of advising the chancellor, the president, and the board on all matters bearing on the effectiveness of the service of the University to that area served by its programs centered in Dearborn, including the long-range educational needs of the area and the part the University should take in responding to such needs. The committee will provide for its own organization and procedures.

The committee will be appointed by the board on recommendation by the president for terms of four years. No member will be eligible to serve more than eight consecutive years. The chancellor of the University of Michigan-Dearborn will be a member of the committee *ex officio*, without vote, and will preside at meetings of the committee.

Sec. 11.07. The University of Michigan-Dearborn College of Arts, Sciences, and Letters Executive Committee

The executive committee will consist of the dean and seven faculty members of senate rank to be appointed by the Regents on recommendation by the chancellor and the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for three years and will be so adjusted that at least two vacancies will occur each year. The dean will chair the committee.

Sec. 11.08. The University of Michigan-Dearborn School of Education Executive Committee

The executive committee will consist of the dean and three faculty members of senate rank to be appointed by the Regents on recommendation by the chancellor and the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for three years and will be so adjusted that one vacancy will occur each year. The dean will chair the committee.

Sec. 11.09. The University of Michigan-Dearborn: College of Engineering and Computer Science Executive Committee

The executive committee will consist of the dean and four faculty members of senate rank to be appointed by the Regents on recommendation by the chancellor and the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for two years and will be so adjusted that two vacancies will occur each year. The dean will chair the committee.

Sec. 11.10. The University of Michigan-Dearborn College of Business Executive Committee
(revised September 2009)

The executive committee will consist of the dean and five faculty members of senate rank to be appointed by the Regents on recommendation by the chancellor and the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for three years and will be so adjusted that one vacancy will occur each year. The dean will chair the committee.

Sec. 11.11. The School of Dentistry Executive Committee

The executive committee will consist of the dean and six members of the faculty of professorial rank to be appointed by the board on recommendation by the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be so adjusted that two will expire each year. The dean will chair the committee.

- Sec. 11.12. The School of Dentistry Laboratories, Dental Clinic, and the University of Michigan Hospitals and Health Centers**
The School of Dentistry may establish such laboratories as are necessary for instruction, investigation, and research in dentistry. The facilities of the school may be used for the purpose of a dental clinic. The members of the faculty of the school may operate oral surgery clinics in the University of Michigan Hospitals and Health Centers.
- Sec. 11.13. The School of Dentistry: Dental Hygienists**
The School of Dentistry may maintain a curriculum in dental hygiene.
- Sec. 11.14. The School of Education Executive Committee**
The executive committee will consist of the dean and six members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for no more than three years and will not be eligible for reappointment until after the lapse of one year. The terms will be staggered so as to provide continuity of membership. The dean will be chair of the committee. The governing faculty is authorized to arrange for students, not more than three in number, selected in accordance with procedures and for terms approved by the governing faculty, to participate in meetings of the executive committee in an advisory capacity.
- Sec. 11.15. The School of Education: Courses for the Training of Teachers of Physical Education** *(revised April 2009)*
In cooperation with the School of Kinesiology, the School of Education will provide a curriculum for the training of physical education teachers.
- Sec. 11.16. The School of Education Teacher's Certificate**
The faculty of the School of Education will recommend to the State Board of Education all candidates for the Teacher's Certificate.
- Sec. 11.17. The College of Engineering Executive Committee** *(revised October 2007)*
The executive committee will consist of the dean and six members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for three years and will not be eligible for reappointment until after the lapse of one year. The terms will be so adjusted that one will expire each year. The dean will chair the committee.
- Sec. 11.18. The University of Michigan-Flint College of Arts and Sciences Executive Committee**
The executive committee will consist of the dean and six members of the governing faculty of senate rank to be appointed by the Regents on recommendation by the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for three years and will be so adjusted that two vacancies will occur each year. The dean will chair the committee.
- Sec. 11.19. The University of Michigan-Flint School of Management Executive Committee**
The executive committee will consist of the dean and four members of the governing faculty of senate rank to be appointed by the Regents on recommendation by the president. The appointed members will not be eligible for reappointment until after the lapse of one year. The terms will be for two years

and will be so adjusted that two vacancies will occur each year. The dean will chair the committee.

Sec. 11.20. The University of Michigan-Flint Citizens Advisory Committee

The citizens advisory committee of eleven to eighteen members is established for the purpose of advising the chancellor, the president, and the board on all matters bearing on the effectiveness of the service of the University to that area served by its programs centered in Flint, including the long-range educational needs of the area, and the part the University should take in responding to such needs. The committee will provide for its own organization and procedures.

The committee will be appointed by the board on recommendation by the president for terms of four years. No member will be eligible to serve more than eight consecutive years. The chancellor of the University of Michigan-Flint will be a member of the committee ex officio, without vote, and will preside at meetings of the committee.

Sec. 11.21. The University of Michigan-Flint School of Education and Human Services Executive Committee

The executive committee will consist of the dean and four full-time members of the governing faculty of senate rank, each to be appointed for a two-year term by the Regents on recommendation by the president. The members of the committee should be broadly representative to include members from each department in the school and will not be eligible for reappointment until after the lapse of one year. The terms will be adjusted so that two vacancies will occur each year. The dean will chair the committee.

Sec. 11.22. The Horace H. Rackham School of Graduate Studies: The Dean and the Executive Board

The executive function of the graduate school will be performed by a dean assisted by an executive board. The executive board will consist of the dean and fourteen members to be appointed by the board upon recommendation by the president. One of the fourteen will be from the University of Michigan-Flint and a second will be from the University of Michigan-Dearborn. The length of service for the Flint and Dearborn representatives will be determined by the campus provost. The other appointed members will hold office for terms of three years each, so adjusted that four vacancies will occur each year. The dean will be chair of the board.

The executive board is empowered to establish divisional boards in the interests of the subject matter divisions in particular and the graduate school in general.

Sec. 11.23. The Horace H. Rackham School of Graduate Studies: Institutes and Bureaus

Institutes and bureaus whose purposes are of a graduate nature and which by action of the board are permitted to organize special graduate curriculums for professional training will be, when ordered by action of the board, responsible to the executive board and dean of the graduate school.

Sec. 11.24. The Horace H. Rackham School of Graduate Studies: Institute for Human Adjustment

The Institute for Human Adjustment will be maintained as a part of the graduate school for the purpose of conducting research, training, and service in those areas

which concern the adjustment of the individual with respect to the individual's personal well-being and to the individual's place in the community. Within the institute, there may be maintained the Bureau of Psychological Services, and such other units as will from time to time be deemed desirable.

The institute will be responsible to the dean assisted by an executive committee, consisting of the dean and six members of the University Senate to be appointed by the board on recommendation by the president. The appointed members will hold office for three years, the terms to be so adjusted that two will expire each year. The dean will chair the committee. The committee will be responsible to the dean and to the executive board of the graduate school.

The facilities of the institute will be available to all departments of the University for training, research, and aid to instruction, subject to the approval of the executive committee in consultation with the head of the department concerned.

Sec. 11.25. The University of Michigan Press *(revised September 2009)*

The University of Michigan Press, which promotes scholarly communications, is a unit of the University Library.

Sec. 11.27. The Law School: The Dean

The executive functions of the Law School will be performed by a dean.

Sec. 11.28. The Law School: The Lawyers Club

The Lawyers Club will be maintained for the purpose of promoting the welfare of the University of Michigan Law School, its students, the interests of the legal profession, and the study and advancement of the law. It will maintain a residence hall, dining hall, and club for law students, law faculty, and visiting lawyers. The management of the club and its affairs will be vested in a board of governors which will be constituted as follows: the chief justice of the Supreme Court of the state of Michigan, who will be chair of the board of governors, *ex officio*; one Regent to be chosen by the board to hold office until his or her successor is selected; the president, *ex officio*; two members of the faculty of the Law School to hold office for two years each, one retiring each year, to be appointed by the board on recommendation by the faculty of the Law School; four practicing attorneys to be elected by the board to hold office for two years, two retiring each year; and two law students to be elected by the student body of the Law School for terms of two years, one being elected each year. In order to facilitate its business operations, the Lawyers Club is hereby authorized to be incorporated under the laws of the state of Michigan. It may adopt suitable bylaws and regulations for the conduct of its affairs which will not be inconsistent with the general bylaws of the board.

Sec. 11.29. The School of Information: The Dean

The executive functions of the School of Information will be performed by a dean.

Sec. 11.30. The College of Literature, Science, and the Arts: The Executive Committee

The executive committee will consist of the dean and six members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for three years and will not be eligible for

reappointment until after the lapse of one year. The terms will be so adjusted that two will expire each year. The dean will chair the committee.

Sec. 11.31. The College of Literature, Science, and the Arts: Laboratories and Museum Collections

All special laboratories and all working collections in the College of Literature, Science, and the Arts will be under the immediate direction of the chair of the departments of which they are a part, except for the collections maintained by each of the following units: the Museum of Anthropology, the Kelsey Museum of Ancient and Medieval Archaeology, the University Herbarium, the Museum of Paleontology, the Museum of Zoology, and such other units as may from time to time be added by the board. Each of these units will be in the charge of a director appointed by the board, on recommendation by the president and responsible to the dean and the executive committee.

Sec. 11.32. The College of Literature, Science, and the Arts: Exhibit Museums

There will be maintained in the University Museums Building appropriate exhibits in natural history and anthropology for the educational benefit of the University community and the general public. These exhibits and the staff required to prepare and maintain them will be under a director appointed by the board on recommendation by the president, and responsible to the dean and executive committee.

Sec. 11.33. The College of Literature, Science, and the Arts: Astronomical Observatories

The Astronomical Observatories of the University will be in the charge of a director, appointed by the board on recommendation by the president and responsible to the dean and executive committee. The director will have supervision of and be responsible for the astronomical and meteorological instruments and apparatus.

Sec. 11.34. The College of Literature, Science, and the Arts: The Edwin S. George Reserve

The Edwin S. George Reserve will be maintained for the purpose of providing education and research opportunities in the natural sciences, and of preserving and demonstrating the native fauna and flora. It will be equally available to all qualified members of the University staff.

The reserve will be in the charge of the director of the Museum of Zoology, who will be ex officio director of the reserve, responsible to the dean and executive committee. The director will be advised by an executive committee appointed by the dean and representative of all units interested in the use of the reserve for teaching or research purposes. The members of the executive committee will be appointed for terms of three years each, so adjusted as to insure a maximum of continuity in the membership of the committee. The director will be ex officio chair of the executive committee.

Sec. 11.35. The College of Literature, Science, and the Arts: The Biological Station

The Biological Station at Douglas Lake will be maintained for the purpose of combining field work with instruction and research in the biological sciences. Its facilities will be equally available to all qualified members of the University staff.

The station will be in the charge of a director appointed by the board on recommendation by the president and responsible to the dean and executive committee.

The director will be *ex officio* custodian of the lands assigned to the Biological Station for scientific purposes. The director will be assisted by an executive committee consisting of the following: the director of the Biological Station, *ex officio*, who will be chair; the chair of the Division of Biological Sciences, *ex officio*; the dean of the School of Natural Resources and Environment, *ex officio*, or the dean's designated representative; the director of the Great Lakes and Marine Waters Center, *ex officio*, or the director's designated representative; a representative of the group for botany; a representative of the group for ecology, behavior, and evolutionary biology; a representative of the group for systematics; and an elected representative of the Biological Station faculty.

The executive committee will be responsible for the general management of the station and the lands assigned thereto for scientific purposes; for developing educational policies and programs; for making recommendations to the dean and the executive committee concerning budgets, appointments, and plant development and operation.

Scientists who are visiting workers at the camp may be admitted to all of the privileges of the students subject to the approval of the director and subject, further, to all the restrictions and obligations imposed upon students.

Sec.11.36. The University of Michigan Health System (*revised July 2008*)

The term "University of Michigan Health System" includes the University of Michigan Medical School, the University of Michigan Hospitals and Health Centers, and the Michigan Health Corporation, all functioning cooperatively in teaching, research, and patient care.

Sec. 11.37. The Medical School: The Executive Faculty

The executive faculty will consist of all faculty members of the rank of professor, associate professor, assistant professor, clinical professor, clinical associate professor, clinical assistant professor, research professor, research associate professor, research assistant professor, and assistant research scientist. The executive faculty will also include instructors, clinical instructors, and lecturers who have appointments of halftime or more and who have been appointed for more than one year. It will perform the duties assigned to the governing faculties of other schools and colleges.

Sec. 11.38. The Medical School Executive Committee

The executive committee will consist of the dean, the director and chief executive officer of the University of Michigan Hospitals and Health Centers, and eight members of the executive faculty (four instructional, one research, one clinical, and two department chairs) to be appointed by the Board of Regents on recommendation by the president. The executive vice president for medical affairs may attend the executive committee meetings as an invited observer, but may not vote on matters before the executive committee. The appointed members will hold office for three years and will not be eligible for reappointment until after the

lapse of one year. The terms will be staggered so as to provide continuity of membership. The dean will chair the committee.

Sec. 11.39. The Medical School: Full-time and Part-time Service of Faculty Members

Members of the faculty of the Medical School occupying clinical chairs may be either on a full-time or a part-time basis as arranged in each instance. Anyone of professorial rank in a clinical department who desires to change from full-time to part-time or vice versa may at any time, with the approval of the chair of the individual's department, the dean, the executive committee and the board, be permitted to change his or her status.

A part-time appointment does not confer the privilege to practice in the Hospitals and Health Centers unless such privilege has been expressly granted as provided in the Medical Staff bylaws.

Sec. 11.40. The Medical School: The Molecular and Behavioral Neuroscience Institute (*revised April 2005*)

The Molecular and Behavioral Neuroscience Institute will be maintained for the purpose of conducting basic research concerning human behavior, normal and abnormal, focusing on the problems of mental health and the prevention, treatment, and cure of mental disease. The institute will be a part of the Department of Psychiatry of the Medical School. The institute will be in the charge of a director appointed by the board, on recommendation by the dean of the Medical School, the executive vice president for medical affairs, and the president and responsible through the chair of the Department of Psychiatry to the dean, the executive committee, and the executive vice president for medical affairs. The director will be assisted by an advisory committee of nine members. Six of these will be *ex officio*: the dean of the Medical School or his or her designee, the executive vice president for medical affairs or his or her designee, the vice president for research or his or her designee, the dean of the College of Literature, Science, and the Arts or his or her designee, the dean of the School of Public Health or his or her designee, and the chair of the Department of Psychiatry. The other three will be appointed by the board on recommendation by the president, the executive vice president for medical affairs, and the dean of the Medical School, with terms so arranged that one will expire each year.

Sec. 11.41. The School of Nursing Executive Committee

The executive committee will consist of the dean and six members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for three years and will not be eligible for reappointment until after the lapse of one year. The terms will be so adjusted that two will expire each year. The dean will chair the committee.

Sec. 11.42. The University of Michigan Hospitals and Health Centers

The University of Michigan Hospitals and Health Centers will be maintained for the purpose of providing the people of the state of Michigan with the highest type of hospital service and medical care and of providing suitable facilities for the teaching and advancement of medicine and allied sciences, arts, and skills. It will provide for the observation, diagnosis, care, and treatment of patients entitled to its benefits, pursuant to the laws of this state and the authority of the board. Its

services and facilities will be available so far as possible to all units of the University conducting programs of teaching and research in medicine, dentistry, public health, nursing, dietetics, social service, hospital administration, and such other related programs as may from time to time be established by authority of the board.

Sec. 11.43. The University of Michigan Hospitals and Health Centers Executive Board

There will be an executive board of the University of Michigan Hospitals and Health Centers composed of the president; the dean of the Medical School; the dean of the School of Nursing; the provost and executive vice president for academic affairs; the executive vice president and chief financial officer; the vice president for government relations; the executive vice president for medical affairs; the chief of clinical affairs of the University of Michigan Hospitals and Health Centers; the director and chief executive officer of the University of Michigan Hospitals and Health Centers; the chief of nursing affairs of the University of Michigan Hospitals and Health Centers and associate dean for clinical affairs, School of Nursing; and two nominees from the medical/dental staff of the University of Michigan Hospitals and Health Centers.

The chair will be named by the Board of Regents.

The nominees of the medical/dental staff will be appointed by the Board of Regents, and will serve four-year terms, so staggered to provide one replacement each two years.

Sec. 11.44. The University of Michigan Hospitals and Health Centers Executive Board: Powers and Duties

The Board of Regents is responsible for establishing the mission, goals, and objectives of the University of Michigan Hospitals and Health Centers as set out in Sec. 11.42 and for the quality of medical care services provided; approval of all major programs and operating budgets; the approval of capital and facility plans; and appointment of the director and chief executive officer of the University of Michigan Hospitals and Health Centers.

In all of the above matters, the executive board of the University of Michigan Hospitals and Health Centers is expected to make recommendations to the president and the Board of Regents.

The executive board of the University of Michigan Hospitals and Health Centers is itself charged with responsibility and empowered to establish programs, services, and administrative units to meet the goals and objectives of the University of Michigan Hospitals and Health Centers; to review and approve medical/dental staff bylaws, rules, and regulations governing medical care rendered; to appoint and delineate hospital privileges for medical/dental staff members; to review and approve the internal organizational structure of the University of Michigan Hospitals and Health Centers; to determine appropriate delegation of authority to the director and chief executive officer of the University of Michigan Hospitals and Health Centers within the system of general University administration; to insure fulfillment of external requirements for Hospitals and Health Centers' management; to review and approve Hospitals and Health Centers sponsored training programs; to review and approve appropriate use of

the University of Michigan Hospitals and Health Centers for clinical educational and training experience by various health schools of the University; and to take such steps as are needed to insure periodic evaluation of Hospitals and Health Centers' operations to assure that goals and objectives are achieved.

In carrying out the above delegated powers, the executive board of the University of Michigan Hospitals and Health Centers will submit periodic reports through the president to the Board of Regents. The executive board will submit its minutes to the Board of Regents.

Sec. 11.45. The University of Michigan Hospitals and Health Centers: The Director and Chief Executive Officer

The director and chief executive officer of the University of Michigan Hospitals and Health Centers will be appointed by the Board of Regents upon recommendation by the president. The director and chief executive officer will be responsible to the executive vice president for medical affairs, and will have immediate responsibility for the operation, maintenance and administrative affairs of the University of Michigan Hospitals and Health Centers. The director and chief executive officer will serve as a member of the executive board of the University of Michigan Hospitals and Health Centers. The director and chief executive officer will, *ex officio*, be a member of the Medical School Executive Committee.

Sec. 11.46. The University of Michigan Hospitals and Health Centers: Professional Service

The professional medical service of the Hospitals and Health Centers will be rendered by the departments or units of the Medical School.

Sec. 11.47. The University of Michigan Hospitals and Health Centers: Admission of Patients

Patients will be admitted to the University of Michigan Hospitals and Health Centers for diagnosis, care, and treatment which will be provided in accordance with rules and regulations formulated from time to time by the executive board of the University of Michigan Hospitals and Health Centers and approved by the Board of Regents.

Sec. 11.48. The University of Michigan Hospitals and Health Centers: Disclosure of Hospitals and Health Centers' Records

Records of patient care are confidential and will not be published nor their contents disclosed except as permitted or required by law and consistent with applicable policies, including the University's Notice of Privacy Practices.

Sec. 11.49. The School of Music, Theatre & Dance: The Executive Committee

The executive committee will consist of the dean and six members of the faculty, to be appointed by the Board of Regents on recommendation by the president. The appointed members will hold office for three years and will not be eligible for reappointment until after the lapse of one year. The terms will be so adjusted that two will expire each year. The dean will chair the committee.

Sec. 11.50. The School of Natural Resources and Environment: The Executive Committee

The executive committee will consist of the dean and four members of the tenured professorial faculty to be appointed by the Board of Regents on recommendation by the president. The appointed members will hold office for two years, and the terms will be adjusted so that two will expire each year. The appointed members

will be eligible for reappointment for one additional term but will not thereafter be eligible for reappointment until after the lapse of one year. The governing faculty is authorized to arrange for students, not more than two in number, selected in accordance with procedures and for terms approved by the governing faculty, to participate in meetings of the executive committee in an advisory capacity.

Sec. 11.51. The College of Pharmacy: The Executive Committee

Membership. The executive committee will consist of the dean of the college, *ex officio*, five elected members of the faculty to be appointed by the board on recommendation by the president (including four voting members who are tenured faculty above the rank of assistant professor and one non-voting member representing the clinical faculty). The terms will be for three years and will be adjusted so that no more than two will expire in any give year. Assistant and/or associate deans of the college may serve *ex officio*, without vote, upon recommendation by the chair and confirmation by unanimous vote of the committee. Their terms of office will be for one year but may be renewed each year.

Sec. 11.52. The School of Public Health: The Executive Committee *(revised June 2007)*

The executive committee will consist of the dean and six members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for two years, with reelection for a second consecutive term permitted. If a committee member has served two consecutive terms, he/she must sit out one election cycle before being eligible for reelection. The dean will chair the committee.

Sec. 11.53. The School of Social Work: The Executive Committee *(revised January 2006)*

The executive committee will consist of the dean and six members of the governing faculty, five tenured and one un-tenured member of the professorial staff, to be appointed by the board on recommendation by the president. The appointed tenured members will hold office for three years and the appointed un-tenured member will hold office for two years. The terms will be adjusted so that no more than two tenured appointments will expire each year. The appointed members will not be eligible for reappointment until after the lapse of one year. The dean will chair the committee.

Sec. 11.54. The Department of Intercollegiate Athletics: General Purposes *(revised July 2008)*

Responsibility for the development, maintenance, and administration of the University's programs in recreational sports and athletics on the Ann Arbor campus will rest in the Department of Intercollegiate Athletics.

The department will, subject to the ultimate authority of the president and the Board of Regents, have responsibility for a comprehensive program of recreation and physical development for students, faculty and staff, and for the necessary staff, facilities, and equipment. The term "recreational sports" will include intramural sports, club sports, informal, drop-in and special interest recreational activities, to be offered as hereinafter provided. The term "athletics" will include all programs of intercollegiate competition. The department will promote wide

participation by students in the activities of the department. Every effort will be made to coordinate the intercollegiate program with that in recreational sports. The department will conduct its activities in accordance with the policies and procedures applicable to other university units.

Sec. 11.55. The Department of Intercollegiate Athletics: Organization of Department *(revised July 2008)*

The agencies through which the department will exercise its functions are: (1) the director of athletics; (2) associate directors for intercollegiate athletics and director of recreational sports; (3) the Advisory Board on Intercollegiate Athletics; and (4) the Advisory Committee on Recreational Sports.

Sec. 11.56. The Department of Intercollegiate Athletics: The Director *(revised July 2008)*

The executive functions of the department will be performed by a director of athletics. The director will be appointed by the Board of Regents upon recommendation by the president and will be responsible to the president. The director's salary will be determined by the president. The director will be responsible for the effective operation of the program in recreational sports and athletics.

The director will be responsible for the coaching, training, and schedule making and for all matters included in the business administration incidental to all recognized and proper forms of intercollegiate athletics. The director will perform such other duties as may be directed by the president.

Sec. 11.58. The Advisory Board on Intercollegiate Athletics

The Advisory Board on Intercollegiate Athletics (hereinafter “the Advisory Board”) will be constituted as follows:

1. Six members of the University Senate, to be appointed by the president from a panel of senate members chosen by the Senate Advisory Committee on University Affairs, subject to the approval of the Board of Regents. The six senate members will hold office in each case for three years, but in no event will any member of the senate serve more than two consecutive terms, except that if a member be appointed to fill an unexpired term of less than half of a full term, this will not make that member ineligible for two full terms. The terms of senate members will be staggered so that two terms will expire each year. The panel from which the appointments are made will be unranked and will contain twice the number of appointees. If a vacancy in the appointive senate membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the Senate Advisory Committee on University Affairs; or, if the president so requests, from a new panel of names chosen by the Senate Advisory Committee on University Affairs.
2. The university representative in the Intercollegiate Conference of Faculty Representatives ex officio to serve a five year term.
3. Two alumni/ae, to be appointed by the president from a panel chosen by the board of directors of the University of Michigan Alumni Association, subject to approval by the Board of Regents, to hold office for three years in each

case, provided always that no alumni/ae member will hold office more than two consecutive terms. The alumni/ae members will serve three year terms, which terms will be staggered so that they are not concurrent. The panel from which the appointments are made will contain twice the number of appointees. If a vacancy in the appointive alumni/ae membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the board of directors of the University of Michigan Alumni Association; or, if the president so requests, from a new panel of names chosen by that board.

4. Two student athletes of the University, to be appointed by the president from a panel chosen by Michigan Student Assembly, subject to approval by the Board of Regents. The student athlete members will serve two-year terms which terms will be staggered so that one student athlete is appointed each year. The panel from which the appointment is made will be unranked and will contain at least twice the number of appointees. If a vacancy in the appointive student athlete membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by Michigan Student Assembly; or, if the president so requests, from a new panel of names chosen by Michigan Student Assembly.
5. Two members of the University Senate to be appointed by the president on the recommendation of the director, subject to the approval of the Board of Regents. The panel from which the appointments are made will contain twice the number of appointees. These members will hold office in each case for three years, except that one of the first two members so appointed will have an initial term of only 2 years so that henceforth their terms will be staggered. In no event will these members serve more than two consecutive terms. If a vacancy in the membership appointed on the athletic director's recommendation occurs from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the athletic director; or, if the president so requests, from a new panel of names chosen by the athletic director.
6. The chair of the Senate Advisory Committee on University Affairs, *ex officio*.
7. One executive officer appointed by the president to be a member *ex officio*.
8. The director of athletics, *ex officio*, without vote.

Sec. 11.59. The Advisory Board on Intercollegiate Athletics: Organization *(revised December 2005)*

Members of the Advisory Board will be appointed on or before the first of July each year. The officers of the Advisory Board will be a chair, a secretary, and such other officers and committees as will be authorized or chosen by the board. The director of athletics will be chair, *ex officio*, without vote. The chair will act as presiding officer at board meetings and will act as the board's general executive officer.

There will be a Committee on Academic Performance consisting of the faculty members of the board and a representative of the registrar of the University. The committee will report to and advise the provost and executive vice president for academic affairs and, subject to the final authority of the provost, will have authority to examine and appraise the academic performance of intercollegiate athletes, to determine their eligibility for competition in intercollegiate athletics, and to take any other action regarding such candidates as may seem necessary or appropriate under the circumstances.

Sec. 11.60. The Advisory Board on Intercollegiate Athletics: Functions *(revised October 2005)*

The Advisory Board will function as advisor to the director on the program in intercollegiate athletics. The director will seek and consider the advice of the Advisory Board on all major financial and policy decisions with respect to the program on intercollegiate athletics.

Upon the request of the Advisory Board, the president will meet with the Advisory Board at least once in each of the fall and winter semesters.

Subject only to the ultimate authority of the president and the Board of Regents, the Advisory Board will make, adopt, and enforce the necessary rules and regulations governing all questions pertaining to the eligibility of players, intercollegiate relations, and membership in associations of universities and colleges organized for the regulation of athletics.

The president will appoint the university representative in the Intercollegiate Conference of Faculty Representatives after seeking nominees from the Advisory Board, the Senate Assembly, and others, and after consultation with the Advisory Board. Such representative will be a member of the University Senate and will hold office for a term of five years.

The Advisory Board will report all its official actions, through the president, to the Board of Regents for approval, and will report annually to the University Senate, through the Senate Advisory Committee on University Affairs. At any time, the Advisory Board may consult with the University Senate through its advisory committee; and at any time, the Senate Advisory Committee may request full information on matters within the province of the Advisory Board. The Advisory Board will at all times receive and consider recommendations from the University Senate and petitions from the student body.

Sec. 11.61. The Department of Intercollegiate Athletics: Funds *(revised July 2008)*

Separate accounting and financial statements will be made for department funds. Any surplus funds from intercollegiate operations will be devoted (1) to the further support of the various programs and activities carried on within the department, and (2) so far as possible, to permanent university improvements, particularly to the building and improvement of facilities for participation in all forms of physical exercise.

Sec. 11.62. The Department of Intercollegiate Athletics: Facilities *(revised July 2008)*

The Department of Intercollegiate Athletics will establish policies on the use of athletic facilities and properties.

Sec. 11.63. The Department of Intercollegiate Athletics: Advisory Committee on Recreational Sports *(revised July 2008)*

The Advisory Committee on Recreational Sports will be constituted as follows: (1) the director of recreational sports, ex officio; (2) four members of the University Senate, to be appointed by the president from a panel of senate members chosen by the Senate Advisory Committee on University Affairs, subject to the approval of the Board of Regents. The appointed members will hold office for two years but in no event will any member of the senate serve more than two terms, except that if a member be appointed to fill an unexpired term of one year or less that member will also be eligible for two full terms. The terms of the members will be staggered so that two terms will expire each year. The panel from which the appointments are made each year will be unranked and contain twice the number of names as there are vacancies. If a vacancy in the appointive senate membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the Senate Advisory Committee on University Affairs, or, if the president so requests, from a new panel of names submitted by the Senate Advisory Committee on University Affairs; (3) a staff representative from the Office of Student Affairs selected by the vice president for student affairs; (4) four students of the university to be appointed by the president from a panel of students chosen by Michigan Student Assembly, subject to approval by the Board of Regents. The student members will serve two-year terms which will be staggered so that two students are appointed each year. In no event will any student member serve more than two terms consecutively, except that if a member be appointed to fill an unexpired term of one year or less, that member will also be eligible for two full terms. The panel from which the appointments are made will be unranked and will contain twice the number of names as there are vacancies. If a vacancy in the appointive student membership occurs from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by Michigan Student Assembly, or, if the president so requests, from a new panel of names chosen by Michigan Student Assembly.

Sec. 11.64. The Department of Intercollegiate Athletics: Advisory Committee on Recreational Sports: Organization and Functions *(revised July 2008)*

The director of recreational sports will serve as chair of the committee. The committee will function as advisor to the director of recreational sports concerning the needs of the university with respect to the development and maintenance of the facilities for and programs in informal, drop-in, special interest recreation, club sports, and intramural competition, and the policies applicable to such facilities and programs.

Sec. 11.65. School of Kinesiology Executive Committee *(revised April 2009)*

The executive committee will consist of the dean and four members of the governing faculty to be appointed by the board on recommendation by the president. The appointed faculty members will hold office for a two-year term. The appointed faculty members will be eligible to serve two consecutive two-year

terms, but will not be eligible for reappointment to any additional two-year terms until after the lapse of one year. The dean will chair the committee.

Sec. 11.66. The Gerald R. Ford School of Public Policy: The Executive Committee

The executive committee will consist of the dean and four members of the faculty to be appointed by the board on recommendation by the president. The appointed members will hold office for two years and will not be eligible for reappointment until after the lapse of one year. The terms will be staggered so as to provide continuity of membership. The dean will chair the committee. The governing faculty is authorized to arrange for student participation in meetings of the executive committee in an advisory capacity. A student participant will be selected annually in accordance with procedures approved by the governing faculty.

Chapter XII: The University Libraries

Sec. 12.01. The University Library

The University Library shall be organized as one administrative unit including all branch and divisional libraries, except such libraries as are specifically designated as independent of its jurisdiction by the board. It shall comprise all books, pamphlets, periodicals, newspaper files, manuscripts, maps, charts, music scores, prints, micro-reproductions, slides, recordings, and other library materials purchased with university funds or acquired by the university in any other manner, except the library materials committed by the board to other university authorities. Branch libraries or departmental or divisional libraries may be established only by approval of the board on recommendation by the president.

Sec. 12.011. The University Library: The University Librarian and Dean of Libraries and Library Council *(revised July 2008)*

The head of the University Library will be the university librarian and dean of libraries, responsible to the provost and executive vice president for academic affairs, appointed by the board on recommendation by the president. The university librarian and dean of libraries will be advised by a Library Council in the allocation of funds appropriated by the board for the University Library, in formulating the policies of the University Library, in developing the educational values thereof, and in cooperating with the several schools, colleges, and other units within the library. The council will report annually to SACUA and the Senate Assembly.

The Library Council will consist of seven members of the University Senate appointed by SACUA, from nominations invited from deans and executive committees of the schools and colleges, two members of the senate selected by the university librarian and dean libraries, and two students, one undergraduate and one graduate, appointed by MSA. Appointed senate members will hold office for terms of three years each, so adjusted that three shall expire each year. They will not be eligible for reappointment until after the lapse of one year. Student members will serve for a term of one year each.

Sec. 12.012. The University Library: File of University Publications *(revised July 2008)*

The university librarian and dean of libraries will maintain in the University Library a complete file or files of all official publications issued by the University. Copies of all official publications and of all publications issued by the University of Michigan Press or by any other unit of the university, which bear the name of the University of Michigan and are intended for distribution outside the campus will be delivered to the university librarian and dean of libraries for the use of the library.

Sec. 12.013. The University Library: Library Rules *(revised July 2008)*

The university librarian and dean of libraries will make appropriate rules concerning the use of the books and other materials, library loans, library hours, replacement or payment for lost or damaged books, and other matters of library administration, and will determine the penalties for violations of regulations.

Sec. 12.02. The Law Library

The Law Library shall be maintained and administered as a part of the instructional and research operation of the Law School. The dean of the Law School shall prepare the annual budget for the Law Library and make recommendations for the appointment of a director of the Law Library and other members of the library staff.

Sec. 12.03. The William L. Clements Library *(revised July 2008)*

The William L. Clements Library will be maintained as a separate unit of the university for the purpose of promoting interest in historical research and creating interest in bibliographical and cartographical subjects. The library will be administered by a director assisted by a Committee of Management.

The Committee of Management will consist of (1) the president of the university, *ex officio* chair, or the president's delegate; (2) the university librarian and dean of libraries, *ex officio*, chair in the absence of the president; (3) one professor of American history in the University of Michigan; and (4) two members at large recommended by the Committee of Management and appointed by the board for terms of four years each, one member to be appointed every two years. The members at large will be paid their expenses for attendance at meetings of the committee, and the committee may engage them to do historical work in conjunction with the general work of the library, in which event they may be paid an honorarium.

The director will be appointed by the board on recommendation by the president. The director will have charge of the library and act as secretary to the committee.

Sec. 12.04. The Bentley Historical Library *(revised November 1993)*

The Bentley Historical Library shall be organized as one administrative unit to include the Michigan Historical Collections and the University Archives and Records Program. The Michigan Historical Collections shall be maintained for the purpose of collecting, preserving, and making available to students manuscripts and other materials pertaining to the state, its institutions, and its social, economic, and intellectual development. The University Archives and Records Program shall be maintained to collect, preserve, and make available the records generated by the University in the conduct of its business. The Bentley Historical Library shall be in the charge of a director, responsible to the provost and executive vice president for academic affairs, who shall be appointed by the board on nomination by the president.

The director shall be assisted by an executive committee, charged with the formulation of policies in matters in relation to the budget, promotions, appointments, the collections, publications, and other activities.

The executive committee shall consist of five members, who shall be appointed by the board, upon recommendation by the president, for terms of five years, the terms to be so adjusted that one vacancy will occur each year.

Sec. 12.05. Libraries Advisory Committee *(revised July 2008)*

There will be a Libraries Advisory Committee to serve as a medium for discussion and advice respecting matters of common interest to the several libraries on the campus. The advisory committee will consist of the university

librarian and dean of libraries, the director of the Law Library, the director of the Clements Library, the director of the Michigan Historical Collections, and the director of the Kresge Library in the Stephen M. Ross School of Business. The university librarian and dean of libraries will be chair, *ex officio*. The advisory committee may call into consultation other library authorities and faculty members. It will advise the several librarians as well as the president and the board concerning matters within its jurisdiction.

Sec. 12.06. The Kresge Library in the Stephen M. Ross School of Business (*revised September 2004*)

The Kresge Library in the Stephen M. Ross School of Business shall be maintained and administered as a part of the instructional and research operation of the Stephen M. Ross School of Business. The dean of the Stephen M. Ross School of Business shall prepare the annual budget for the Kresge Library and make recommendations for the appointment of the director of Kresge Library and other members of the library staff.

Chapter XIII: Other University Units, Agencies, and Services

Sec. 13.03. Army, Navy, and Air Force Officer Education Programs

The Military Officer Education Committee shall advise the president regarding curriculum, appointments, promotions, budgets, and the relationships between the Military Officer Education Programs and the schools and colleges of the University. The committee shall consist of four members of the University Senate, nominated by SACUA and appointed by the board, two University administrators nominated by the president and appointed by the board, two students, nominated by MSA and appointed by the board, and the commanding officers of the three military officer education programs, *ex officio*. The senate and administrative members shall hold office for three years, with terms adjusted to insure continuity. The student members shall hold office for one year.

The military officer education programs shall be instructed by officers nominated by the United States government and approved by the board. These officers will be recognized by their military titles, with the commanding officer designated as chair of the program. Courses of study shall be recommended by the Military Officer Education Committee for approval by the board, and suitable opportunity shall be given students of the University to pursue them. Credits may be granted toward University degrees for such courses, subject to approval by the faculties of the schools or colleges concerned and by the board.

Sec. 13.04. University of Michigan Alumni Association (revised October 1993)

The Alumni Association of the University of Michigan shall be an independent and self-governing body governed by a board of directors to be selected in accordance with the bylaws of the association. Between meetings of the board of directors, the affairs of the association shall be in the charge of an executive committee which shall consist of the president of the association and at least four other members of the board of directors, to be elected annually by the board of directors. The executive committee shall exercise the powers of the board of directors while the board is not in session, and shall exercise such other powers as are herein conferred upon it, or may from time to time be delegated by the board of directors.

The Business and Financial Affairs Committee shall consist of the president of the Alumni Association, *ex officio*; the treasurer of the association, *ex officio*; the president of the University, *ex officio*; the vice president for development and communication, *ex officio*; the executive vice president and chief financial officer, *ex officio*; two directors of the association; one member of the administrative staff of the University and two members of the faculty of the University, these last three of whom shall be alumni, to be elected by the board of directors annually, subject to confirmation of the Regents. The Business and Financial Affairs Committee shall approve the budget of the association and thereby authorize expenditures and shall secure an audit of the books and the accounts of the association.

The treasurer of the association shall be elected by the board of directors for a term of two years and shall be an alumnus of the University. The treasurer shall supervise the accounts of the association and control its monies or funds held in

trust by it, and shall make such reports showing the financial condition of the association as may be required by the board of directors or the Business and Financial Affairs Committee. The treasurer shall exercise the usual powers of the office of treasurer, shall furnish adequate bond, and shall perform such other duties as may be delegated to the treasurer by the Business and Financial Affairs Committee.

Sec. 13.08. Institute for Social Research (*revised April 2009*)

The Institute for Social Research shall be maintained for the purpose of research, service, and training in the social sciences and related disciplines.

The institute shall be under the direction of a director, appointed by the board on recommendation by the president, and responsible to the provost and executive vice president for academic affairs. The director will be assisted by an executive committee, consisting of the director, *ex officio*, chair; the dean of the graduate school, *ex officio*, or a representative designated by the dean; and at least six and not more than nine additional members of the University Senate representing fields related to the activities of the institute, to be appointed by the board on recommendation by the president. The appointed members shall hold office for three years each, the terms to be so adjusted that at least two vacancies shall occur each year.

The executive committee shall be responsible for the determination of general policies regarding the nature and scope of the activities of the institute, and in cooperation with the responsible officers of the teaching units, for the coordination of its activities with the research and training functions of such units. It shall also be responsible to the provost and executive vice president for academic affairs for recommendations relating to the appointment of members of the staff and the budget, and for the approval of contracts for service to be rendered by the institute, provided that such contracts must also have the approval of the executive vice president and chief financial officer.

The activities of the institute shall be financially supported from the proceeds of contracts for services rendered to organizations, agencies, or institutions outside of the University; or from grants for research or training. The institute may be compensated for services rendered to the educational programs of teaching units and other agencies of the University.

Sec. 13.11. The Board for Student Publications (*revised July 1992*)

The Board for Student Publications is an agency of the Board of Regents of the University and as such has authority and control over all nontechnical newspapers, magazines, periodicals, programs, and other publications edited, managed, or promoted by students or student organizations of the University of Michigan, Ann Arbor, for local sale or circulation.

The Board for Student Publications shall have nine members. At least four members shall be selected from alumni of the University student publications, and at least three members shall be selected from the University community, which includes students, faculty, and staff. Each member shall serve for three years. Members may serve no more than two consecutive terms. The editors in chief

and the business managers of the governed publications shall serve ex officio on the board without vote.

The president of the university shall appoint the nine members of the initial board, three each for terms of one, two, and three years. The president shall seek nominations widely from publications alumni, members of the University community, and members of the community at large for the initial board members. Thereafter, the board shall choose three new members each year and present them as nominations to the president, who shall have power of appointment.

Whenever a vacancy on the board occurs, it shall be announced, and calls for nominations and applications for appointment shall be widely advertised. Appointment shall be by the board. Such interim appointment shall expire at the end of the term of office of the board member replaced.

The officers of the board shall consist of a chair and a secretary/treasurer. The chair shall be nominated by the board through an internal election. The board will present its nomination to the president of the university for appointment; the secretary/treasurer shall be designated by the board.

The Board for Student Publications shall have full authority with respect to the assets, budget, financial, and legal affairs of the corporation. The board shall also have the authority to consider its scope and to increase or decrease the number of publications over which it has authority. In all other matters, including editorial control, the board shall act in an advisory capacity. The Daily staff shall consult with the board with respect to the appointment of the senior editors. The details of the consultation shall be devised jointly by the Daily and the board to the mutual satisfaction of both.

The board shall adopt written operating procedures for all of its functions and responsibilities. These shall include the number of publications over which it exercises control, the procedures for advertising vacant positions and selecting nominees, the procedures for the election and term of the chair, the position descriptions and supervisory procedures for professional employees, and the processes by which any of these procedures may be changed.

The bylaws of the Board for Student Publications shall provide that all surplus funds above an amount sufficient for properly conducting the business of the board be invested through the Investment Office of the University. Such securities and funds derived therefrom shall constitute a trust fund for the general purposes connected with student publications and shall be subject to the control of the Board of Regents. All its bylaws shall be consistent with the bylaws of the Board of Regents.

Sec. 13.13. Museum of Art *(revised March 1996)*

The Museum of Art shall be maintained as a separate administrative unit for the purpose of collection, conservation, study, and exhibition of works of art, and the preparation of publications with respect thereto. It shall not serve as a formal instructional unit. It shall, however, serve as a laboratory and educational resource for the University community and especially for the Department of History of Art, the School of Art and Design, and other related departments and

shall cooperate with all University agencies in furthering their educational programs in this field.

The administration of the museum shall be in the charge of a director assisted by an executive committee. The director shall be appointed by the Board of Regents on recommendation of the president. The director shall report to the provost and executive vice president for academic affairs.

The membership and terms of office of the executive committee shall be determined by the president in consultation with the provost and executive vice president for academic affairs, with membership to reflect the interdepartmental and interdisciplinary character of the museum by inclusion of representatives of the visual arts, art history, the humanities, and other elements of the University community.

Sec. 13.14. University Human Resources (*revised July 2008*)

The Office of University Human Resources will be maintained for the purpose of planning, administering, and monitoring the university policies regarding personnel and employee relations, nondiscrimination, and affirmative action.

An associate vice president of human resources, responsible to the executive vice president and chief financial officer and appointed by the board on recommendation by the president, will be in charge of the Office of University Human Resources.

In coordination with the executive officers and the deans of the schools and colleges, the associate vice president of human resources will provide leadership and services designed to ensure equal opportunity for students, faculty, and staff.

Sec. 13.15. Life Sciences Institute (*added December 2001*)

The Life Sciences Institute shall be maintained for the purpose of research, service, and teaching in the life sciences and related disciplines. The institute shall be a distinct academic unit with reporting and governance structures that ensure academic excellence and academic integration with the University community.

The institute shall be under the direction of a director or co-directors, responsible to the president and appointed by the board on the recommendation of the president. The director or co-directors shall be assisted by an executive committee. The executive committee shall consist of the director or co-directors of the institute, the president, the provost and executive vice president for academic affairs, the executive vice president for medical affairs, and the vice president for research, all *ex officio*, two deans, two faculty members from the institute, and two faculty members from the university at large, appointed by the board on recommendation of the president. The appointed members of the executive committee shall be broadly representative of the life sciences or other disciplines related to the activity of the institute. The appointed members shall hold office for three years and shall not be eligible for reappointment until after the lapse of one year. The initial terms will be adjusted so that two shall expire each year. The director or co-directors of the institute shall chair the executive committee.

Chapter XIV: Miscellaneous Rules and Regulations

Sec. 14.01. Powers and Duties of the Governing Bodies of all University Agencies, Other Than Schools and Colleges

In all cases where these bylaws provide for the adoption of regulations by University units and agencies for carrying out their functions (other than schools and colleges and their subdivisions defined in Sec. 5.03) such adopted regulations must be approved by the board and recorded in the *Proceedings of the Board of Regents*.

In the event that the provisions of these bylaws do not contain express authority for the adoption of regulations necessary for carrying out the assigned functions of any unit of the University described in paragraph (1) above, such unit may at any time and from time to time when deemed necessary or desirable act through its director or executive committee to adopt regulations, not in contravention of these bylaws, concerning the administration of the unit. Such regulations must be approved by the board and shall be recorded in the *Proceedings of the Board of Regents*.

The type of regulations embraced in paragraphs (1) and (2) above are those relating to structure and major operating procedures of the unit such as departmental organization and other major matters which are within the peculiar competence of the governing body of the unit.

Subject to the ultimate authority of the board, the governing bodies of all University agencies, (other than schools and colleges and their subdivisions defined in Sec. 5.03) are vested with plenary authority to adopt regulations, not in contravention of these bylaws, concerning matters of a less important nature. All such regulations shall be appropriately recorded by the adopting authority and filed with the secretary of the university.

Sec. 14.02. Saving Clause

The adoption of this revision of the Bylaws of the Board of Regents shall not be deemed to vacate the appointment of any of the officers, committees, boards, or other employees or agents of the University.

Sec. 14.03. Amendments of Bylaws

The bylaws may be amended at any regular meeting of the board, or at any special meeting, provided notice is given to each Regent one week in advance. Such notice shall be accompanied by a copy of the proposed amendment or amendments.

Sec. 14.04. Revocation of Delegated Authority

Any and all delegations of authority made at any time and from time to time by the board to any member of the University staff, or to any unit of the University may be revoked by the board at any time, and notice of such revocation shall be given in writing.

Sec. 14.05. Repeal

All bylaws, acts, resolutions, rules, and regulations of the board inconsistent with these bylaws are hereby repealed.

Sec. 14.06. Nondiscrimination and Affirmative Action *(revised April 2009)*

The University of Michigan is committed to a policy of equal opportunity for all persons and does not discriminate on the basis of race, color, national origin, age, marital status, sex, sexual orientation, gender identity, gender expression, disability, religion, height, weight, or veteran status.

The University also is committed to compliance with all applicable laws regarding nondiscrimination and affirmative action.

Sec. 14.07. Privacy and Access to Information

In collecting, utilizing, and releasing information about individuals associated with the University, the University will strive to protect individual privacy, to use information only for the purpose for which it was collected, and to inform individuals of the personal information about them that is being collected, used, or released. The University will not release sensitive information without the consent of the individual involved unless required to do so by law.

Individuals who provide personal information to the University are expected to provide truthful and timely information and to inform the University of any known inaccuracies in the University's records.

Appropriate guidelines will be employed to implement this policy.