
**AMENDMENT OF THE BYLAWS
OF THE BOARD OF REGENTS**

REQUEST:

The *BYLAWS OF THE BOARD OF REGENTS* as Amended/Approved January 20, 2012, include Article VI, Responsibilities of the President. The proposal is to amend Article VI of the Bylaws to provide that the authority of the President, and Board oversight, will be set forth in separate written policies, subject to amendment, from time to time as appropriate. No other amendments or revisions are being proposed to the Bylaws, and all remaining language therein will remain unchanged.

FACTS:

During past retreat meetings of the Board of Regents, members of the Board discussed the content of Article VI of the Bylaws, and whether this content, as it relates to the authority of the President, would be more appropriately contained in a written policy document separate from the official Bylaws of the Board of Regents.

Separating this content from the Bylaws is appropriate and will allow the Board to be more responsive and flexible in its ability to develop new policies and/or revised existing policies relating to the President's authority as needed and without continuous amendments to the Bylaws. The proposed amendment is being presented in compliance with Section 1 of Article VII of the Bylaws.

If the amendment is approved and adopted, following a first and second reading, the intent of the Board is to maintain the language now contained in Section 1 A and 1C of Article VI in a separate written policy and appoint an *Ad Hoc* Committee to develop new and revised written policies relating to the authority of the President, and rules and regulations governing officers, agents, and employees of the University in compliance with KRS 164.350(2), subject to subsequent approval and adoption upon approval of a simple majority of the Board.

RECOMMENDATION:

To recommend the approval of proposed amendments to Article VI of the Bylaws, as detailed herein.

MOTION:

To amend the *BYLAWS OF THE BOARD OF REGENTS WESTERN KENTUCKY UNIVERSITY*, as Amended/Approved January 20, 2012, by:

1. Deleting Sections 1A and 1C of Article VI, in their entirety;
2. Amending Sections 1B and 1D of Article VI; and,
3. Inserting new Sections 1A and 1C of Article VI, to read as follows:

ARTICLE VI

1. Responsibilities of the President. The President of the University is appointed by the Board of Regents and serves at the pleasure of the Board. The President is the chief executive and academic officer of the University and has direct charge of and is responsible to the Board for the operation of the University. The President shall submit to the Board, in writing, an annual report on the condition of the University.
 - A. In compliance with and pursuant to KRS 164.350(2), the Board shall adopt, and amend from time to time as appropriate, separate written rules, regulations, and policies relating to the governance of the officers, agents, and employees of the University.
 - B. The President is hereby designated as the official spokesperson and representative of the University. As the University's designated representative, the President is delegated the general authority to act on behalf of the University and Board of Regents.
 - C. The general authority granted to the President may be further subject to separate written rules, regulations, and policies, authorized by the Board from time to time pursuant to the authority of KRS 164.350(2) and Section 1A of Article VI of the Bylaws, which may be amended from time to time, as appropriate, and at the discretion of the Board.
 - D. The President may designate another University officer or employee to exercise, in whole or in part, the authority provided to the President herein, or in separate written policies, provided that the President shall be responsible for the actions of his/her designee.