

## **Board Policy on Categories of Authority**

### **Board of Trustees of Oregon Institute of Technology**

#### **1.0 Preamble**

Consistent with the authority of the Board of Trustees ("Board") to manage the affairs of Oregon Institute of Technology ("University" or "Oregon Tech") and, in recognition of its fiduciary obligations, the Board identifies the following categories of authority and the principles and processes governing the development of statements of authority, including but not limited to bylaws, committee charters, board policies, board resolutions, university policies, university procedures, handbooks, and manuals.

#### **2.0 Categories of Authority**

2.1 Bylaws. Board Bylaws outline the essential elements necessary for the Board's constitution and operation, including, but not limited to Board officers, meeting agendas, and certain legal obligations.

2.2 Committee Charters. Committee charters identify the duties and scope of authority for the Board's committees, both standing and ad hoc and must be consistent with the Board's Bylaws, Board Policy on Committees, and other Board actions. These charters may only be promulgated, amended, or repealed by a majority vote of the Board. Board committees, from time to time, may suggest changes to the committee charters for Board action.

2.3 Board Policies and Resolutions. Board Policies are broad, strategic statements communicating the Board's expectations. As opposed to University Policies or Procedures, which could communicate delegated, operational or transactional authority or procedures, Board Policies communicate the fundamental strategic, fiduciary, and structural expectations of the Board. While the Board's committees, President, and Oregon Tech President's Council play a role in the development and recommendation of Board Policies, such Policies may only be promulgated, amended or repealed by a majority vote of the Board. In accordance with Oregon Revised Statute (ORS) 352.107(m), the Board may authorize certain Board Policies to have the force of law. Board Resolutions are also reserved for broad, strategic statements, but may be used in specific circumstances, including statements that need to be reaffirmed periodically by the Board or for actions authorizing the sale of bonds. Board Policies and Resolutions must be consistent with the Board's Bylaws and federal and state law.

2.4 University Policies. University Policies describe the exercise of authority delegated to the President by the Board. University Policies typically communicate the broad, strategic expectations of the President regarding the University's affairs; they are the official compilation of rules and regulations for the University. When Oregon Administrative Rules, and Oregon University System Policies and Internal Management Directives were repealed, many were modified and adopted as University Policies, often retaining the OAR numbering. University Policies must be consistent with Board Policies and Resolutions and federal and state law. In

any event where a University Policy is inconsistent with a Board Policy or Resolution, the Board Policy or Resolution shall prevail.

2.5 University Procedures. University Procedures, which generally work in concert with one or more University Policies, communicate the day-to-day steps or processes necessary for the effective and efficient accomplishment of University Policies. University Procedures must be consistent with Board Policies and Resolutions, University Policies, and other actions, as well as federal and state law. Where a University Procedure is inconsistent with a Board Policy, Resolution, University Policy or other Board action the Board Policy, Resolution, University Policy, or action prevails.

2.6 Handbooks and Manuals. Handbooks and Manuals exist throughout the University and typically communicate desktop procedures or expectations for a University department, unit, or functional area. Examples include, but are not limited to the “Oregon Tech Faculty Handbook,” the “Oregon Tech Student Handbook,” and the “Oregon Tech Fiscal Policy Manual.” Handbooks and Manuals must be consistent with Board Policies, Resolutions, and other actions, and University Policies and Procedures. Where a Handbook or Manual is inconsistent with a Board Policy, Resolution, or action, or University Policy or Procedure, the Board Policy, Resolution, action, University Policy, or Procedure will prevail.

### **3.0 Oregon Tech President’s Council**

3.1 To assist in the formulation, drafting, revision, recommendation, and maintenance of the Board’s and University’s policies, the Board directs the President to establish and maintain a policy council. The Oregon Tech President’s Council (“Council”) will be convened by the President or President’s designee on at least an annual basis. With the approval of the President, potential members of the Council may consist of, but are not limited to, the Provost, Vice Presidents, Associate Vice Presidents, Deans of the Colleges, Director of Human Resources, Presidents of Faculty Senate and Associated Students of Oregon Institute of Technology, and the Chair of the Administrative Council.

The President’s Council is a consultative, multi-functional group designed to provide valuable input and advice on the categories of authority described in this Board Policy.

3.2 The responsibility for any statement of authority described at sections 2.4, 2.5, or 2.6 of this Board Policy resides with the cognizant officer or director (“Responsible Officer”), even if employees that report to the Responsible Officer participate in the Council. Responsible Officers include, but are not limited to: (1) Provost/VP of Academic Affairs, (2) VP of Finance and Administration, (3) VP of Student Affairs/Dean of Students, (4) Associate VP of Information Technology/CIO, and (5) President.

3.3 The Responsible Officer, or designee, is authorized to maintain Handbooks and Manuals described at Section 2.6 for any unit or department that reports to him or her. The Responsible Officer may seek the advice and guidance of the Council for Handbooks and Manuals, but is not

required to do so. Notwithstanding this authority, a Handbook or Manual is not valid unless it contains statements that (i) it does not create a contractual obligation unless expressly stated, (ii) that the official copy may be found on the University's website, unless the information is exempt from public disclosure as outlined in ORS 192.345 or 192.355, and (iii) any inconsistency with a category of authority described at Section 2.3, 2.4, or 2.5 of this Board Policy will be resolved in favor of the applicable Board Policy, Resolution, or action, University Policy or Procedure, or, as applicable collective bargaining agreement.

3.4 The Responsible Officer, or designee, shall present University Procedures, whether new or existing, to the Council for advice. After discussion of the draft University Procedure, the Responsible Officer may seek the President's approval. Although a vote is not required for the Responsible Officer to submit a University Procedure to the President for approval, the Responsible Officer shall communicate to the President any major issues or concerns, if any, identified by the Council. A University Procedure is only valid after an official copy is (i) approved by the President and (ii) included on the University's website, unless the information is exempt from public disclosure as outlined in ORS 192.345 or 192.355.

3.5 The President and President's Council will develop a procedure for considering and approving University Policies. The procedure will be reviewed periodically by the Board. A University Policy is only valid after an official copy is (i) approved by the President and (ii) included on the University's website, unless the information is exempt from public disclosure as outlined in ORS 192.345 or 192.355.

3.6 Board Policies or Resolutions may come to the Council for advice and consideration through a variety of channels, including the Board or its chair, its committees, whether standing or ad hoc, the President, or a Responsible Officer.

#### **4.0 Format**

4.1 All categories of authority will be presented substantially in the same format. The official copy of the authority will be found on the University's website, with an official paper in the Board's or President's office.

4.2 The Council will devise an operational system to organize the categories of authority under discernible functional areas.

4.3 Responsible Officers will, from time to time, review categories of authority within their functional areas to determine if repeal or amendment is advisable.

4.4 Technical changes to the organizational system, titles of authorities, indexing of authorities, or any other administrative change necessary to maintain an accessible and efficient policy function that does not conflict with this Board Policy may be accomplished after notice to the Board Chair.

## **5.0 Document History**

5.1 Action item at the April 7, 2015 Oregon Tech Board meeting.