

RULES AND REGULATIONS OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ARKANSAS FOR THE GOVERNANCE AND ADMINISTRATION OF THE UNIVERSITY OF ARKANSAS

CHAPTER I
DESCRIPTION OF UNIVERSITY COMPONENTS

1. General Provisions

1.1 The University of Arkansas is a land-grant state university offering statewide educational opportunities ranging from certificate programs to post-doctoral study. Its principal campus units, divisions, and administrative units are:

- (1) The University of Arkansas, Fayetteville
- (2) The University of Arkansas for Medical Sciences
- (3) The University of Arkansas at Little Rock
- (4) The University of Arkansas at Monticello
- (5) The University of Arkansas at Pine Bluff
- (6) The Cammack Campus at Little Rock
- (7) Division of Agriculture
- (8) Arkansas Archeological Survey
- (9) System Administration
- (10) Criminal Justice Institute
- (11) Phillips Community College of the University of Arkansas
- (12) University of Arkansas Community College at Hope - Texarkana
- (13) University of Arkansas Community College at Batesville
- (14) University of Arkansas Community College at Morrilton
- (15) Cossatot Community College of the University of Arkansas
- (16) The University of Arkansas at Fort Smith

- (17) Arkansas School for Mathematics, Sciences, and the Arts
- (18) University of Arkansas Clinton School of Public Service
- (19) University of Arkansas – Pulaski Technical College
- (20) University of Arkansas Community College at Rich Mountain
- (21) University of Arkansas Grantham
- (22) University of Arkansas East Arkansas Community College

1.2 These educational and administrative units, together with certain authorized adjuncts to each and those campuses or units later added by merger or otherwise, constitute the University of Arkansas for which the Board of Trustees is the governing board of control. These educational and administrative units are also referred to collectively as the University of Arkansas System.

CHAPTER II BOARD OF TRUSTEES

1. General Provisions

1.1 The Board of Trustees has legal control and responsibility for the functions of the University of Arkansas. Its composition is governed by provisions in the Arkansas Constitution, Amendment 33, and by certain Arkansas Statutes. It is a body corporate and politic.

2. Appointment of Members

2.1 Members of the Board of Trustees are appointed by the Governor, subject to confirmation by the Senate, to serve a term of ten (10) years, one term expiring each year.

3.1 Chairman

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

- (1) Preside over the meetings of the Board;
- (2) Call special meetings of the Board, as herein provided; and
- (3) Appoint members to the standing and special committees of the Board.

In case of death, resignation, or disqualification of the Chairman, the Board shall elect a successor as soon as practicable.

3.2 Vice Chairman

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

3.3 Secretary and Assistant Secretary

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

4. Committees

sexual misconduct, to oversight of social organizations, to race and ethnicity issues affecting the institutions.

4.2 Buildings and Grounds

- (e) Any significant changes required in the Internal Audit Department's or independent accountants' audit plans.
- (f) Any serious difficulties or disputes with management encountered during the course of the audit.
- (g) Other matters related to the conduct of the audit, which are to be communicated to the Committee under generally accepted auditing standards.

11. Consider and review with management and the chief audit executive:

- (a) Significant findings during the year and management's responses thereto.
- (b) Any difficulties encountered in the course of their audits, including any restrictions on the scope of their work or access to required information.
- (c) Any changes required in the planned scope of their audit plan.
- (d) The Internal Audit Department budget, staffing and organizational structure of the department.
- (e) The Internal Audit Department's compliance with the Institute of Internal Auditors' *International Standards for the Professional Practice of Internal Auditing*.

12. Review legal and regulatory matter Td (¶)T.55 0 Td (Td (.)-2033659(d)-9850048(e)6.-03

17. Escalation of Audit Issues to the President and Audit and Fiscal

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Extension Service, the Experiment Stations, and other activities relating to agriculture. It shall seek advice from other private or governmental organizations within the State of Arkansas involved in the promotion and development of agriculture in the State of Arkansas. It shall make recommendations to the Board as to policies which will implement the mission of the University of Arkansas in the field of agriculture.

4.7 Two-Year Colleges and Technical Schools

This committee shall make recommendations to the Board on matters pertaining to the development of a coordinated system of comprehensive two-year colleges and technical schools in the University of Arkansas. This committee shall recommend to the Board criteria for evaluating additional two-year campuses and technical schools for the University of Arkansas and shall participate in the review of admission of additional campuses. It shall advise and assist the President and the Board in maintaining a relationship with the Board of Visitors, the local community, and the two-year college and technical school faculty and staff. This committee shall be concerned with the definition of mission, role and scope, and the relationship of two-year campuses and technical schools with all other campuses and units in the University.

4.8 Distance Education and Technology

This committee shall be concerned with the development of policy and strategy for distance learning. It shall review all off campus distance learning proposals and make recommendations to the Board. The committee will also review and make

- (6) Meetings of committees of the Board shall normally be held in advance of scheduled meetings of the full Board.
- (7) Agenda for meetings of committees of the Board normally shall be circulated to all members of the Board one week in advance of committee meetings. In order to provide members with sufficient time to review agenda items for all regular or special meetings, all documents and background information to be considered, including supplemental information, shall be provided to the Trustees at least 48 ho

The Internal Audit Department enhances the UA System's:

- 1) Successful achievement of its objectives.
- 2) Governance, risk management, and control processes.
- 3) Decision-making and oversight.
- 4) Reputation and credibility with its stakeholders.
- 5) Ability to serve the public interest.

The Internal Audit Department is most effective when:

- 1) Internal auditing is performed by competent professionals in conformance with The Institute of Internal Auditors' *Global Internal Audit Standards*, which are set in the public interest.
- 2) The internal audit function is independently positioned with direct accountability to the board.
- 3) Internal auditors are free from undue influence and committed to making objective assessments.

objectivity, and will not be assigned duties or engage in any activities that they would normally be expected to audit or review.

3.6 Professional Standards and Code of Ethics

Internal Audit staff has the responsibility to maintain exemplary ethics including confidentiality of audit matters, and integrity and objectivity in the performance of their duties. Current editions of Domain II: Ethics and Professionalism of the *Global Internal Audit Standards* published by The IIA and Code of Ethics published by the American Institute of Certified Public Accountants, will serve as guidelines for internal audit activities.

The Internal Audit Department will collectively possess the knowledge, skills, and other competencies needed to perform its responsibilities. To meet these responsibilities, the Internal Audit Department will develop a continuing professional development program to maintain proficiency and ensure the responsibilities are carried out with due professional care.

3.7 Quality Assurance and Improvement Program

The chief audit executive will establish and maintain a quality assurance program to evaluate the operations of the Internal Audit Department. The purpose of this program is to provide reasonable assurance that audit work conforms to the *Global Internal Audit Standards*. The quality assurance program will include continuing professional development, supervision, internal reviews and external reviews.

Internal reviews will be performed periodically by members of the Internal Audit Department to appraise the quality of the audit work performed. Qualified persons who are independent of the organization will perform external reviews of the Internal Audit Department at least once every five years. Results of the quality assurance reviews will be communicated to the Audit and Fiscal Responsibility Committee and President.

3.8 Component Practices

Nothing in this policy shall prohibit a component of the University from having its own financial analysts who may perform such activities as management of a component may require.

4. The Chancellors

The Board of Trustees shall appoint the Chancellor of any campus upon recommendation of the President. The Chancellor of a campus shall exercise complete executive authority thereon, subject to the policies established by the Board of Trustees and the President. The Chancellor shall be the leader of and the official spokesperson for the campus and shall promote the educational excellence and general development and welfare of the campus. The Chancellor shall define the authority of administrative committees and officers of that

understanding, collaboration, and a sense of community on the campus. This representation may take place through a single campus-wide governance body or multiple entities which provide separate representation for the aforementioned constituencies. The responsibility and authority described in this section shall be subject to review by the Board.

5.2 Authority and Responsibility

The campus governance structure shall be authorized to develop and recommend educational and academic policies and programs on that campus, including and related to such matters as admissions requirements, degrees and requirements for degrees, curriculum, the academic calendar, academic honors, and student academic affairs.

The campus governance structure shall be authorized to make recommendations and

Recommendations adopted through the campus governance structure shall be transmitted to the Chancellor. If the Chancellor declines to act favorably upon such a recommendation within the time set out in the campus governance document or within two weeks of receiving it, the campus governance structure may request that the President consider the matter upon a three-fifths vote of the campus-wide governing body referenced in Section 5.1 or by a three-fifths vote of all governing entities representing students, faculty, and staff if no campus-wide body exists. If a resolution is not achieved within 30 days, the President may submit the recommendation to the Board of Trustees for consideration.

5.5 Implementation of Local Governance

The campus shall submit a proposed campus governance structure to the Chancellor for review and approval. Once approved, the Chancellor shall transmit the proposed campus governance structure to the President for review, approval, and transmission to the Board of Trustees. Upon review and approval by the Board of Trustees, the proposed campus