UNFINISHED BUSINESS
May 17, 2019

(1) **Amendment of Bylaws and Committee Charters, Establishment of a National Laboratories Committee, and Adoption of National Laboratories Committee Charter**

At the March 2019 meeting of the Regents, notice was served that at the next regular meeting of the Regents, the Regents approve amendment of Bylaw 22.2 – Authority of the Board, Specific Reservations, and Bylaw 24 – Standing Committees, as shown in Attachment 1.

(2) **Amendment of Bylaw 27.5 – Interim Actions and Bylaw 23.3 – Officers of the Corporation**

At the March 2019 meeting of the Regents, notice was served that at the next regular meeting of the Regents, the Regents approve amendment of Bylaw 27.5 – Interim Actions, and Bylaw 23.3 – Officers of the Corporation, as shown in Attachment 2.

Board vote: Regents Anderson, Anguiano, Blum, Butler, Cohen, Elliott, Estolano, Graves, Guber, Kieffer, Kounalakis, Lansing, Leib, Makarechian, Morimoto, Napolitano, Ortiz Oakley, Park, Pérez, Sherman, Sures, Tauscher, and Zettel voting “aye.”
Bylaws of the Regents of the University of California

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22. Authority of the Board
Each member of the Board ("Regent") shall be subject to the duties and requirements specified below.

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22.2 Specific Reservations
The matters in the following areas are specifically reserved to the Board and/or its Committees for approval or other action, within parameters that may be specified in a Committee Charter or Regents Policy:

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(b) Academic Matters
- Upon recommendation of the Academic Senate, approving criteria for University admissions and conferral of certificates and degrees
- Establishing or eliminating colleges, schools, graduate divisions and organized multi-campus research units
- Establishing or eliminating a session of instruction
- Approving the appointment of Regents Professors and University Professors
- Approving dismissal of academic appointees with tenure or security of employment
- Bidding on or entering into a prime contract to manage and operate a National Laboratory or other Comparable Facility (as defined in the Academic and Student Affairs Committee Charter)
- Creating a business entity to hold a prime contract to manage and operate a National Laboratory or other Comparable Facility
- Approving material changes in the type or scope of work for such a business entity
- Appointing voting members to the governing board of such a business entity

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(h) National Laboratories Matters
- Bidding on or entering into a prime contract to manage and operate a National Laboratory or other Comparable Facility (as defined in the National Laboratories Committee Charter)
• Creating a business entity to hold a prime contract to manage and operate a National Laboratory or other Comparable Facility
• Approving material changes in the type or scope of work for such a business entity
• Appointing voting members to the governing board of such a business entity

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24. Standing Committees

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24.2 Designation of Standing Committees
The following Standing committees are hereby established and shall provide strategic direction and oversight on matters within their respective areas of responsibility, as described below and in the Committee Charters (attached to these Bylaws as appendices):

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(h) The National Laboratories Committee
The National Laboratories Committee shall provide strategic direction and oversight, make recommendations to the Board, and take action pursuant to delegated authority, on matters pertaining to National Laboratories or other Comparable Facilities (as defined in the National Laboratories Committee Charter) historically, currently, or potentially affiliated with the University. (See Appendix H)

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Additions shown by double underscoring; deletions shown by strikethrough

27.5 Interim Actions

Matters requiring Board or Committee action between meetings may be acted on upon the recommendation of the President of the University or an Officer of the Corporation in their respective areas of responsibility. For matters requiring action by the Board, approval under this authority requires either the approval of the Chair of the Board and the Chair of the Standing Committee with jurisdiction over the matter or approval by the Governance Committee. If the Chair of the Board also serves as Chair of the relevant Standing Committee, then approval by the Vice Chair of the relevant Standing Committee is required.

23.3(c) Principal Officers

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Action to demote or dismiss the General Counsel shall be taken only upon recommendation of either the Chair of the Board or the President of the University. Action to demote or dismiss the Chief Compliance and Audit Officer shall be taken only upon recommendation of the Chair of the Board or the President of the University, in consultation with the Chair of the Compliance and Audit Committee. Action to demote or dismiss the Chief Investment Officer shall be taken only upon recommendation of the Chair of the Board or the President of the University, in consultation with the Chair of the Investments Subcommittee Committee.