

The Regents of the University of California

COMMITTEE ON GOVERNANCE

September 19, 2007

The Committee on Governance met on the above date at Mondavi Center, Davis campus.

Members present: Regents Gould, Lansing, Moores, Pattiz, and Schilling

In attendance: Regents Allen, Blum, Brewer, Bugay, De La Peña, Dynes, Hopkinson, Island, Johnson, Kozberg, Lozano, Marcus, Parsky, Preuss, Ruiz, Varner, and Wachter, Regents-designate Cole, Scorza, and Shewmake, Faculty Representatives Brown and Croughan, Secretary and Chief of Staff Griffiths, Associate Secretary Shaw, General Counsel Robinson, Chief Investment Officer Berggren, Provost Hume, Executive Vice Presidents Darling and Lapp, Vice Presidents Foley and Sakaki, Chancellors Bishop, Block, Drake, Fox, Kang, Vanderhoef, and Yang, Acting Chancellors Blumenthal and Grey, and Recording Secretary Smith

The meeting convened at 12:30 p.m. with Committee Chair Lansing presiding.

AMENDMENT OF POLICY ON APPOINTMENT OF THE PRESIDENT OF THE UNIVERSITY AND BYLAW 10.2 – SPECIAL COMMITTEES

Regent Blum recommended:

A. That the Policy on Appointment of the President be amended as follows:

Additions shown by underscore, deletions by strikeout

POLICY ON APPOINTMENT OF THE PRESIDENT OF THE UNIVERSITY

- (1) Each time a vacancy occurs in the presidency or is imminent, The Regents will undertake a search on a nationwide basis to seek the most highly qualified applicants and nominees for the position, following the general guides set forth below.
- (2) In accordance with Bylaws 10.2 and 10.4, the Chairman of the Board of Regents will appoint a Special Committee to consider candidates and to recommend to the Board the appointment of a President of the University. The Chairman of the Board will name ~~five~~ up to six members (designating a Chairman and Vice Chairman) in addition to the Alumni Regent who is President of the Alumni Associations of the University, the Student Regent, and the following as ex officio members: the President of the

Corporation, the Chairman of the Board, and the former Chairman of the Board as described in Bylaw 10.4.

- (3) The Chairman of the Special Committee will invite the Academic Council to appoint an Academic Advisory Committee, composed of not more than ~~twelve~~ thirteen members, including the Chairman of the Academic Council and at least one representative of each of the ~~nine~~ ten campuses, to assist the Special Committee in screening candidates.
 - (4) The Special Committee will consult broadly with constituent groups of the University, including the Academic Advisory Committee appointed by the Academic Council, Chancellors, Laboratory Directors, Vice Presidents, students, staff, and alumni. To facilitate consultation, there shall be appointed advisory committees, each with no more than twelve members, of students, staff, and alumni. The student advisory committee shall be appointed by the Chairman of the University of California Student Association and shall include at least one student from each campus. The staff advisory committee shall be appointed by the Chairman of the Council of UC Staff Assemblies and shall include at least one staff member from each campus. The alumni advisory committee shall be appointed by the President of the Alumni Associations of the University of California and shall include at least one alumnus from each campus. Such consultation will be for the purpose of (1) reviewing the relevancy of the criteria approved by the Board of Regents and (2) presenting the nominee or nominees to members of the groups at the conclusion of the search.
 - (5) The Special Committee will consult with the Board of Regents at the beginning of the search for the purpose of reviewing the relevancy of the criteria to be considered and approved by the Board of Regents and discussing potential candidates. All Regents will be invited to all meetings with all constituencies.
 - (6) In general, the consultative practices followed in recent presidential searches shall be carried forward.
- B. That Bylaw 10.2 be amended as follows:
- (1) Service of notice be waived.
 - (2) Bylaw 10.2 be amended as shown below.

Additions shown by underscore, deletions by strikeout

BYLAW 10

COMMITTEE OF THE BOARD OF REGENTS

10.2 Special Committees.

Special Committees shall be appointed by the President or Chair of the Board upon authority of the Board with such powers and duties as the Board may determine, provided that no Special Committee shall be created to act upon any matter appropriate to be acted upon by a Standing Committee. A Special Committee shall act for no more than one year from the date of appointment and shall be considered discharged upon the expiration of said year, unless specifically authorized by the Board at the time of its appointments, or from year to year, to act for a longer period. No Special Committee, other than a Special Committee to consider the selection of a President, shall have more than seven members in addition to ex officio members.

It was recalled that, in response to President Dynes' announcement that he will be stepping down as President, Regent Blum, as Chairman of the Board, has appointed an 11-member Special Committee to Consider the Selection of a President.

General Counsel Robinson explained that the current Regents' Policy on Appointment of the President of the University provides for a 10-member special committee. The proposed amendments would instead authorize the Chairman of the Board to appoint a presidential search committee of up to 11 members and make a conforming amendment to Bylaw 10.2, which governs special committee membership. In addition, the Academic Council has requested that the Academic Advisory Committee total membership be increased by one member to reflect that the system now includes ten campuses. The proposed amendments would make this change.

Upon motion duly made and seconded, the Committee approved Regent Blum's recommendation and voted to present it to the Board.

The meeting adjourned at 12:35 p.m.

Attest:

Secretary and Chief of Staff