

BYLAWS
THE UNIVERSITY OF VIRGINIA'S COLLEGE AT WISE BOARD

1. Title

The name of this body is The University of Virginia's College at Wise Board. The University of Virginia's College at Wise Board exists to serve the Rector and Visitors of the University of Virginia in fulfilling its statutory authority over The University of Virginia's College at Wise.

II. Purpose and Duties

The purpose of The University of Virginia's College at Wise Board is to promote the sound development of the institution in accordance with policy, as set by the University's President and/or the Rector and Visitors. The University of Virginia's College at Wise Board also serves in an advisory capacity to the Chancellor of the College, the President of the University, and the Board of Visitors on matters pertaining to The University of Virginia's College at Wise.

Actions taken by the Board of Visitors, raised or proposed by the College are preceded by deliberation of The University of Virginia's College at Wise Board. The Chancellor is responsible for assuring that there has been deliberation by The University of Virginia's College at Wise Board on matters brought forward to the Board of Visitors.

A. Chancellor Search Process

In the event of a vacancy in the chancellorship, the chair of The University of Virginia's College at Wise Board shall consult with and seek the advice of the University President, and make recommendations to the President of persons to serve on the search committee. The recommendations should include representatives of The University of Virginia's College at Wise Board, the faculty, the student body, and the alumni. Upon the establishment of the search committee, the President shall establish a budget, identify staff for the committee, and name a chair.

The search committee, through its chair, shall make a preliminary report to the President regarding the work of the committee at the time when the committee is beginning to develop a group of final candidates. After finalists have been interviewed, the search committee shall provide a report for The University of Virginia's College at Wise Board. The report should contain the names of not more than three candidates, who in the judgment of the search committee are fully qualified and have a continuing interest in the chancellorship.

The University of Virginia's College at Wise Board, following receipt of the report of the search committee, shall review the candidates and formally recommend, with its reasons, not more than three candidates from the search committee's report for final consideration by the President. The President shall have responsibility for designating a nominee for the chancellorship, and making a recommendation for formal election by the Board of Visitors. On the operational level, the Chancellor is directly responsible to the President.

B. Naming of Campus Facilities

The University of Virginia's College at Wise Board shall develop its own policies regarding the naming of campus facilities, and submit them to the Rector and Visitors for approval. The Chancellor shall make recommendations to The University of Virginia's College at Wise Board regarding such actions as appropriate. The University of Virginia's College at Wise Board shall have responsibility and authority for the naming of major campus facilities in accordance with the policy approved by the Board of Visitors.

C. Establishment of Tuition Rates for Kentucky and Tennessee Residents

Section 23.7.4:2 (E) of the Code of Virginia provides that The University of Virginia's College at Wise Board and the Board of Visitors "may charge reduced tuition to any person enrolled at The University of Virginia's College at Wise who lives within a fifty-mile radius of the College, is domiciled in, and is entitled to in-state tuition charges in the institutions of the higher learning in Kentucky, if Kentucky has similar reciprocal provisions for persons domiciled in Virginia."

In addition, the board of the University of Virginia's College at Wise and the board of visitors of the University of Virginia may charge reduced tuition to any person enrolled at the University of Virginia's College at Wise who lives within a 50-mile radius of the University of Virginia's College at Wise, is domiciled in, and is entitled to in-state tuition charges in the institutions of higher learning in Tennessee, if Tennessee has similar reciprocal provisions for persons domiciled in Virginia. The board of the University of Virginia's College at Wise and its partners or associates offering programs jointly at a regional off-campus center may also charge reduced tuition to any person enrolled in such joint programs who lives within a 50 mile radius of the University of Virginia's College at Wise, is domiciled in, and is entitled to in-state tuition charges in the institutions of higher learning in Tennessee, if Tennessee has similar reciprocal provisions for persons domiciled in Virginia. Any such respective partners or associates shall establish and charge

separately tuition rates for their independent classes or programs at such regional centers."

It is the responsibility of the Chancellor or designee to develop, in consultation with the University's chief financial officer, a recommendation annually for tuition and fee rates for eligible Kentucky and Tennessee students that is presented for action to The University of Virginia's College at Wise Board and the Board of Visitors.

D. Other Duties:

The University of Virginia's College at Wise Board shall also be responsible for any tasks or other duties delegated to it by the Board of Visitors or the President of the University.

III. Composition and Appointment

The University of Virginia's College at Wise Board shall be composed of not less than nine, and not more than 20 persons, to be appointed by the Board of Visitors of the University of Virginia upon the recommendation of the President of the University at least six members shall be residents of the Commonwealth of Virginia, and at least three shall be alumni of The University of Virginia's College at Wise. Members of the faculty or staff of The University of Virginia's College at Wise shall not be eligible for membership on The University of Virginia's College at Wise Board.

In addition, the Rector, the Chair of The University of Virginia's College at Wise Committee of the Board of Visitors, and the President of the University shall serve as voting ex-officio members of Board. A representative of The University of Virginia's College at Wise Alumni Association may serve a term as a voting ex-officio member of the Board. One member of the student body shall serve a one-year term as a non-voting member of The University of Virginia's College at Wise Board. No student will be eligible to serve more than one term. The student member shall be selected by the Executive Committee.

IV. Terms of Office

Members shall be appointed to serve terms of four years. Terms shall be staggered to provide continuity, up to five members being appointed each year by the Board of Visitors. The Board of Visitors may make appointments of fewer than four-year terms to fill un-expired vacancies and when changing the number of members of The University of Virginia's College at Wise Board.

Terms shall commence July 1, and end on June 30.

V. Officers, Organization, Executive Committee

Every two years, at its last regular meeting, The University of Virginia's College at Wise Board shall elect a chair, vice chair, secretary, and executive committee. The chair, vice chair, secretary, and executive committee shall be elected for two-year terms.

The chair shall call all meetings of the Board, and shall be the presiding officer. The chair shall have such powers and duties as may be assigned to her/him from time to time by the President and the Board of Visitors. The vice chair shall serve in the absence of the chair. The secretary shall have responsibility for working with the clerk to maintain a record of the proceedings of all meetings.

The executive committee shall consist of three at large voting Board members who shall be elected for a **three**-year term and shall serve with the immediate past chair, chair, vice chair, and secretary, assuming the past chair is still a member of the Board. The at-large members of the committee may not serve more than **two** terms consecutively. **At-large appointments to the Executive Committee shall be staggered in an effort to promote continuity and knowledge transfer.**

The executive committee shall meet upon the call of the chair, and between meetings of the Board, it shall be vested with the powers and duties of the full Board. All such actions taken by the executive committee between meetings of The University of Virginia's College at Wise Board shall be reported to the full Board at the next annual or regular meeting. If confirmation is required, the action shall be confirmed and approved by the Board at that time. The executive committee shall recommend a slate of officers to the Board.

The chair shall appoint a nominating committee consisting of four members of the Board who shall recommend names to be forwarded to the Board of Visitors for consideration as members of this Board.

Annually, The University of Virginia's College at Wise Board, upon recommendation of the Chancellor, shall elect a member of the College staff to serve as Clerk of the Board. The Clerk shall attend all meetings, and shall draft minutes of all proceedings. The Clerk shall work with The University of Virginia's College at Wise Board secretary in finalizing minutes of all proceedings for action by the full Board, and shall assist The University of Virginia's College at Wise Board in the discharge of its duties.

VI. Committees of The University of Virginia's College at Wise Board

The University of Virginia's College at Wise Board may establish and charge such committees as may be necessary, proper, or convenient to carry out its duties. Additionally, The University of Virginia's College at Wise Board may, upon the recommendation of the chancellor, establish advisory bodies to engage other citizens in support of the College, its mission, and its programs.

VII. Meetings

Meetings shall be of three kinds: an annual meeting, at least two regular meetings, and special meetings as called. The University of Virginia's College at Wise Board shall hold one annual meeting in each fiscal year on the campus of The University of Virginia's College at Wise at a time to be determined by the executive committee. At the annual meeting, The University of Virginia's College at Wise Board shall receive a report from the Chancellor of The University of Virginia's College at Wise on the state of the College and review and decide on such other matters as may come before it.

There shall be such regular meetings as The University of Virginia's College at Wise Board may determine. The executive committee shall determine the time, date, and place of such meetings. Special meetings may be called by the chair or upon the request of five voting members. A quorum of the Board for the conduct of business shall consist of 11 voting members. For meetings of the executive committee a quorum shall consist of four voting members.

Notice of the annual meeting and all regular meetings of The University of Virginia's College at Wise Board shall be given at least ten days in advance of the meeting. Notice of all special meetings shall be given at least five days in advance of such special meeting unless waived in writing by each member of the Board. Notice of meetings shall be provided by mail at the direction of the chair.

VIII. Compliance with the Commonwealth's Freedom of Information Act

The University of Virginia's College at Wise Board is a public body and as a result must comply with the Commonwealth of Virginia's Freedom of Information Act.

IX. Amendments to Bylaws

The Board of Visitors has the authority to effect changes in these Bylaws. Upon reasonable notice, recommendations for changes may come from The University of Virginia's College at Wise Board, or from the Board or Visitors. Recommendations from The University of Virginia's College at Wise Board for changes in the Bylaws must come as a result of the vote of two-thirds of the

members in attendance at an annual or regular meeting of The University of Virginia's College At Wise.

X. Revocation of Previous Bylaws

All previous Bylaws are revoked upon the approval of these Bylaws by the Board of Visitors.

XI. Removal of Members

Any member who fails to perform the duties of his or her office for one year without sufficient cause shown to The University of Virginia's College at Wise Board, shall at their next meeting after the end of such year, cause the fact of such failure to be recorded in the minutes of their proceedings and certify the same to the Board of Visitors; and the office of such local board member shall be thereupon vacant.

Revisions approved by the College's Board on May 12, 2000 and the Board of Visitors on June 17, 2000

Revisions approved by the College's Board on September 14, 2001 and the Board of Visitors on October 18, 2001

Revisions approved by the College's Board on May 16, 2003 and the Board of Visitors on May 29, 2003

Revisions approved by the College's Board on December 6, 2006 and the Board of Visitors on February 9, 2007

Revisions approved by the College's Board on May 18, 2007 and the Board of Visitors on June 8, 2007

Revisions approved by the College's Board on August 12, 2015

Revisions approved by the College's Board on May 12, 2016

Revisions approved by the College's Board on May 5, 2017