

AGENDA
ARKANSAS STATE UNIVERSITY
BOARD OF TRUSTEES
March 12, 2021
10:00 a.m.
ASU-Beebe Searcy Campus

- I. Call to Order
Price Gardner, Chair
 - *II. Approval of the Minutes of Past Meeting
December 4, 2020
 - III. President's Report
Reports of the Chancellors
 - *IV. Agenda
 - Proposed ASU System Resolution
 - Resolution approving the ASU System to revise the Bylaws of the Arkansas State University System Board of Trustees
 - Proposed ASU-Jonesboro Resolution
 - Resolution approving ASU-Jonesboro to name the Farmers' Market the Judd Hill Farmers' Market
 - Proposed ASU-Beebe Resolutions
 - Resolution approving the ASU-Beebe Shared Governance Council Charge Document and the By-laws of the Shared Governance Council
 - Resolution approving ASU-Beebe to offer a Technical Certificate and a Certificate of Proficiency in Marine Technology
 - Proposed ASU-Newport Resolution
 - Resolution approving ASU-Newport to offer a Certificate of Proficiency in Welding Fundamentals
 - V. Executive Session
 - *VI. Approval of Personnel Actions
 - VII. Other Business
 - *VIII. Adjournment
- *Action Items

EXECUTIVE SUMMARY

Contact: Jeff Hankins (501) 660-1004

ACTION ITEM: The Arkansas State University System requests approval to revise the Bylaws of the Arkansas State University System Board of Trustees.

ISSUE: The ASU Board of Trustees must approve changes to the Arkansas State University System Board Bylaws.

BACKGROUND:

- The Arkansas State University System Board Bylaws govern the powers and duties of the Board of Trustees as well as those of the ASU System President and Chancellor of each ASU System institution.
- The Board Bylaws require updating in order to reflect the recent additions of institutions that are now members of the Arkansas State University System and to provide the Chair of the Board of Trustees flexibility as it relates to the appointment of Board liaisons and committees.
- Additional modifications have been made to the Board Bylaws to make certain technical corrections and to ensure consistency throughout the document.
- The revised Board Bylaws are attached to this resolution.

RECOMMENDATION/RESOLUTION:

Be it resolved that the revised Bylaws of the Arkansas State University System Board of Trustees are approved, effective March 12, 2021.

Tim Langford, Secretary

Price Gardner, Chair

BYLAWS
OF THE BOARD OF TRUSTEES
OF THE ARKANSAS STATE UNIVERSITY SYSTEM

ARTICLE I

Statement of Purpose

The Board of Trustees of the Arkansas State University System was established by Ark. Code Ann. § 6-65-201 *et. seq.* and is included in the provisions of Amendment 33 of the Constitution of the State of Arkansas. The Board governs the Arkansas State University System, consisting of multiple campuses, sites, and centers located throughout the service area of the System.

The Board of Trustees is charged with the management and control of the Arkansas State University System. The Board shall exercise the power, authority, and duties conferred by law on the Board.

In order to effectively manage and control the System; in order to provide for a definitive, orderly form of governance; and in order to secure and continue a superior institution of higher education, the Board of Trustees hereby promulgates and adopts these Bylaws.

ARTICLE II

The Board of Trustees

The entire management and control of the activities, affairs, operations, business, and property of the Arkansas State University System (hereinafter referred to as the "System") shall be completely and absolutely vested in the Board of Trustees of the Arkansas State University System (hereinafter referred to as the "Board"); however, upon general or specific authorization or delegation made or provided for in these Bylaws, the Board may exercise its management and control by and through such officers, officials, committees, and agents as may seem fit and proper.

II.1. Composition and Appointment of the Board

The Board shall consist of seven (7) members appointed from the state at large. The Governor, by and with the advice and consent of the Senate, shall appoint the members of the Board.

II.2. Term of Office

The term of office for each member shall commence on January 15 and shall end on January 14 of the seventh (7th) year following the year in which the regular term commenced, or until such time as a replacement is named unless a shorter term is prescribed by law. The terms of the members of the Board are arranged so that one term expires every year. Members may be reappointed by the Governor.

Any vacancies arising in the membership of the Board, for any reason other than the expiration of the regular terms for which the members were appointed, shall be filled by appointment by the Governor, subject to approval by a majority of the remaining members of the Board and shall be thereafter effective until the expiration of the regular terms.

The Governor shall have the power to remove any member of the Board before the expiration of his or her term and for cause only, after notice and hearing. The removal shall become effective only when approved in writing by a majority of the total number of the Board, but the member removed or his or her successor shall have no right to vote on the question of removal.

II.3. Compensation of Trustees

No trustee shall receive pay or emolument other than his or her actual expenses incurred in the discharge of his or her duties; such expenses shall be paid or reimbursed from System funds upon the authorization of the President. Such authorization shall be subject to review and certification annually by the Chair of the Board.

II.4. Primary Functions of the Board

In the exercise of its management and control of the System, the Board recognizes that it must determine major policy; review existing policy; define the mission, role and scope of the System and each of its major divisions or component institutions (hereafter referred to as a "Campus"); and provide ultimate accountability to the public and the political bodies of Arkansas. Any authority delegated by the Board shall be subject to the ultimate authority of the Board.

Within these fundamental responsibilities, the Board will perform, where appropriate, many essential functions vested in the Board by Amendment 33, including, but not limited to, the following:

- a. Establish substantive institutional policy for the operation of the System.
- b. Determine and periodically review the System's mission and purposes, consistent with state constitutional and/or statutory provisions.

- c. Appoint the President, who shall be the System's chief executive officer, and set appropriate terms of employment, including compensation.
- d. Support the President and annually assess his or her performance, based on mutually agreed-upon goals and other criteria.
- e. Approve the appointment of all faculty members and employees, based on the recommendation of the President and consistent with other policies and regulations adopted by the Board.
- f. Grant tenure, based on the recommendation of the President and consistent with other policies and regulations adopted by the Board.
- g. Review and approve the System's academic programs, curriculum, course credits, admission standards, and other educational practices consistent with the System's mission, plans, and financial resources.
- h. Acquire, manage, transfer, and sell all real property of the System.
- i. Approve the annual budget and tuition and fees, regularly monitor the System's financial condition, and establish policy guidelines affecting all institutional assets, including investments and the physical plant.
- j. Approve the salaries of all employees.
- k. Evaluate and select employee benefits and determine which employees are eligible to receive those benefits.
- l. Contribute to the System's fund-raising goals, participate actively in strategies to secure sources of support, authorize University officers to accept gifts or bequests subject to policy guidelines, and invest and dispense non-public funds.
- m. Adopt Bylaws, rules, and regulations for the governance of its members, officers, agents, and employees and require adherence to such rules, including, but not limited to, those pertaining to governance, ethics, and conflict of interest.
- n. Determine the System's structure and the major academic programs and services needed for the successful conduct of its mission and purpose.
- o. Grant diplomas and certificates and confer degrees, based upon the recommendations of the Campus Chancellor and faculty.

- p. Serve actively as advocates for the System in appropriate matters of public policy, in consultation with the President and other responsible parties, as the Board shall determine.
- q. Periodically assess its own performance in order to set an example for the University community and to seek ways to strengthen its effectiveness as a corporate body.
- r. Exercise such other authority as it deems appropriate to carry out the educational functions of the System within the applicable laws and regulations of the United States of America and of the applicable laws and regulations of the State of Arkansas.

From time to time, the System may receive, and voluntarily agree to comply with, requests from outside entities. These cooperative actions in no way constitute a waiver of the vested rights of the Board.

II.5. Trustee Emeritus Status

The title "Trustee Emeritus" shall be conferred, at the sole discretion of the Board, upon any former Trustee who has retired from the Board after having provided exemplary service and who wishes to accept such a designation.

The conferring of this status shall ordinarily be in public ceremony, so that appropriate approbation shall attend the marking of the recipient's distinguished public service.

ARTICLE III

Meetings of the Board of Trustees

III.1. Regular Meetings

The Board shall schedule annually, in advance, regular meetings of the Board to be held during the ensuing year. A scheduled meeting may be cancelled, or the date, place, and time of holding the same may be altered, by the Board Chair upon written notice. The Board shall meet at least once in each year.

III.2. Special Meetings

The Board Chair may call special meetings upon written notice as necessary to address issues or needs of the System. The Board Chair shall call a special meeting when requested in writing by at least three members of the Board.

III.3. Attendance

Members of the Board must be physically present at any Board meeting in order to be considered present and attending or to vote at that meeting; provided, however, that the Board may conduct a meeting by telephone, video conference, or similar means to the extent permitted by law. The Board Chair may authorize participation of a member by electronic means in extenuating circumstances.

III.4. Quorum

Four (4) members of the Board of Trustees shall constitute a quorum and a majority of those present shall govern. Every member present shall be required to vote, except that no Trustee shall be required to vote if there exists a possible conflict of interest.

III.5. Place of Meetings

Regular meetings of the Board will be rotated to locations in the state where the System maintains a Campus or office.

III.6. Minutes

Minutes of all meetings of the Board shall be promptly prepared and distributed to all members of the Board by the Executive Secretary to the Board, and upon approval by the Board, such minutes shall be posted electronically and retained by the Executive Secretary to the Board.

III.7. Executive Session

All meetings of the Board shall be open to the public, except that the Board may go into executive session when necessary and when authorized by law.

III.8. Agenda

The Executive Secretary to the Board shall provide for the preparation and advance distribution to Board members of the agenda for all meetings. The Board Chair shall approve, in advance of distribution, the agendas for all Board meetings, as defined in V.2. No business other than that on the agenda shall be transacted, except by unanimous consent of the members present.

III.9. Committees of the Board

The Board shall have the authority to appoint such regular and special committees as it deems desirable. Once such a committee is created, the Chair of the Board may appoint one or more members to any committee at the Chair's discretion. The Chair shall also designate one member

of each committee to serve as chair. Each committee must have three (3) or more members, each of whom shall serve at the pleasure of the Chair, and only members of the Board may serve on a committee. The regular committees designated by the Board, if any, shall be appointed at the initial meeting of the Board each calendar year.

Unless the Board otherwise provides, each committee designated by the Board may make, alter, and repeal rules for the conduct of its business. In the absence of such rules, each committee shall conduct its business in the same manner that the Board conducts its business pursuant to these Bylaws.

III.10. Rules of Order

Rules of order shall be those most recently published in *Robert's Rules of Order*, and unless overruled by the majority of Trustees attending, the Chair of the meeting will determine all questions concerning such rules.

ARTICLE IV

Officers

IV.1. Election of Officers

Officers of the Board shall be Chair, Vice Chair, and Secretary.

At the last regular meeting of the calendar year, there shall be an election of a Chair, Vice Chair, and Secretary. Each of these officers shall hold office until a successor is duly elected. Vacancies may be filled by the Board at any regular or special meeting, and the person or persons elected shall serve for the remaining portion of the unexpired term.

IV.2. Chair of the Board

The Chair of the Board shall preside at all meetings of the Board, and in the Chair's absence the Vice Chair shall preside. In the absence of the Vice Chair, the Chair may appoint or designate a member of the Board to preside. The Chair, or the presiding member in the absence of the Chair, shall conduct all business according to parliamentary rules. The Chair shall have the right to vote upon all questions, motions, or recommendations submitted to the Board.

The Chair shall sign all contracts and other instruments requiring execution on behalf of the Board and shall discharge any other duties usually required of a presiding officer, unless otherwise ordered.

The Chair shall be the designated spokesperson for the Board. Other Trustees will direct inquiries and requests for comment to the Chair, who may respond on behalf of the Board. The Chair shall sign all resolutions duly adopted by the Board.

The Chair may appoint members of the Board to serve as liaisons to various Campuses, departments, and System-affiliated entities. These appointments shall be made at the discretion of the Chair.

The Chair shall appoint one member of the Board to serve as liaison to the Arkansas State University System Department of Internal Audit.

The Chair, in consultation with the President, shall determine annually an interim succession plan in the event that the President or any Chancellor is unable to perform his or her duties.

IV.3. Vice Chair of the Board

The Vice Chair shall perform all duties and have all the prerogatives set forth for the Chair in the Chair's absence, incapacity, or retirement from the Board until the Chair resumes office or a successor has been duly elected, as provided in IV.1.

IV.4. Secretary to the Board

The Secretary to the Board shall sign minutes of the meetings of the Board, resolutions of the Board, proclamations of the Board, and legal and financial documents approved by the Board, that require the signature of the Secretary of the Board.

ARTICLE V

Personnel

The President of the System and the Executive Secretary to the Board shall report directly to the Board.

V.1. President of the System

The President of the Arkansas State University System shall be the Chief Executive Officer of the System. The President of the System shall be appointed by the Board.

V.2. Executive Secretary to the Board

The Executive Secretary to the Board shall be appointed by the President with the concurrence of the Board. The Executive Secretary to the Board shall do the following:

- a. Publish regularly all policies adopted by the Board and maintain an updated copy of the Policies of the System.
- b. Attend and keep accurate records of all meetings of the Board.
- c. Be custodian of all records of the Board and all documentary files thereof and of all bonds made to the Board.
- d. Arrange for the schedule of annual meetings of the Board in consultation with the Chair of the Board and arrange for special meetings of the Board, as defined in III.2.
- e. Issue notices and calls of all meetings of the Board when authorized by the Chair of the Board.
- f. Prepare a meeting agenda and schedule at the direction of the Chair of the Board.
- g. Handle Board liaisons, Board communications, Board arrangements for travel, site visitations, and initiate reimbursement procedures of each Trustee for expenses incurred on official business.

In the absence of the Executive Secretary to the Board, the Assistant Executive Secretary to the Board shall perform the duties of the Executive Secretary to the Board.

V.3. Assistant Executive Secretary to the Board

The Assistant Executive Secretary to the Board shall be appointed by the President with the concurrence of the Board. The Assistant Executive Secretary to the Board shall, in the absence or on the delegation of the Executive Secretary to the Board, or at the direction of the Chair of the Board, perform duties of the Executive Secretary to the Board, as set forth in V.2.

ARTICLE VI

The Arkansas State University System

VI.1. Organization

The System shall be charged with the responsibility of providing the State of Arkansas comprehensive certificate, associate, baccalaureate, masters, doctoral, and professional programs and other instructional, research, and service programs, all of the highest quality, through the operation of major components or Campuses with varying missions at such locations as may be approved by the Board from time to time.

The System, with offices in Jonesboro and Little Rock, includes Arkansas State University; Arkansas State University-Beebe; Arkansas State University-Mountain Home; Arkansas State University-Newport; Arkansas State University Mid-South; Arkansas State University Three Rivers; and Henderson State University, each with a role and scope to be prescribed by the Board, and each administered by a Chancellor who reports directly to the President. System coordination shall be effected by the President.

The System, with approval and oversight of the Board, may organize, maintain, and operate Campuses, programs, offices, and activities at locations other than the principal Campuses, to be directed by an individual person identified by, and responsible to, a Chancellor.

VI.2. Authority and Duties of the President

The President shall be the chief executive officer of the System and shall exercise such executive powers as are necessary for its appropriate governance. In the exercise of such powers, the President is delegated full authority to formulate and issue directives not inconsistent with Board policy. The President shall be the principal link between the Board's responsibility for policy and each Chancellor's responsibility for operations. The President shall report directly to the Board the current affairs of all components of the System, and shall discuss with the Board the basic issues, new or alternative directions, and recommendations on new policies. The President shall direct, coordinate, and implement the planning, development, and appraisal of all activities of the System.

Within the general authority granted by the Board, the President shall perform duties and responsibilities including, but not limited to, the following:

- a. Implement Board policies, continually review the administration and the effect of these policies, and recommend to the Board, for its consideration, all modifications of policies and new policies at both Campus and System levels.

- b. Assume primary responsibility, with the assistance of the Chancellors, for external relationships with the Governor's Office, the Legislature, the Arkansas Division of Higher Education, Congress, federal and state agencies, and other institutions.
- c. Recommend to the Board the mission, role, and scope of the System and of its respective Campuses.
- d. Establish the guidelines and formats, coordinate the development and review, and submit to the Board all recommended Campus master plans, facilities development programs, capital development programs, and Campus strategic plans.
- e. Participate in the implementation of capital projects requiring Board approval.
- f. Direct and approve the preparation of coordinated legislative requests for both operating and capital appropriations, and direct the presentation of, and justification for, the request.
- g. Review and recommend to the Board the budgets of each Campus.
- h. Coordinate all functions of the System to assure an integrated institution of related and cooperating Campuses, with coordinated educational programs, so that quality and comprehensiveness are emphasized, cooperation is ensured, and unnecessary duplication is avoided.
- i. Establish financial, budgetary, audit, and business procedures for the efficient and effective management of the System.
- j. Recommend to the Board, after an appropriate search process, the appointment and compensation of Chancellors.
- k. Receive and review recommendations from the Chancellors for appointment and compensation of Campus vice chancellors and other principal Campus academic and administrative staff, and transmit such recommendations to the Board.
- l. Review and recommend action on all legal commitments and all other matters within the province of the Board, including contractual arrangements.
- m. Coordinate the development of, and recommend for adoption by the Board, the objectives, policies, and practices that will provide for effective and prudent management, control, and preservation of the physical and investment assets of the System.
- n. Provide staff assistance for ensuring the proper control and safekeeping of the physical and investment assets of the System.

- o. Recruit, appoint, and review employees reporting directly to the President necessary for the duties and responsibilities of the Office of the President.
- p. Establish and maintain effective and timely means of communication with the Chancellors, other System constituencies, and Board members.

VI.3. Authority and Duties of the Chancellors

For each component institution, there shall be a Chancellor who shall be chief executive officer thereof and who shall have full authority to administer Campus affairs and to formulate and issue directives not inconsistent with the Bylaws, rules, policies, and procedures of the Board and the President. The Chancellor shall be responsible for the participation of his or her Campus in overall planning, resource allocation, and program evaluation of the Campus. The Chancellor shall report directly to the President and through the President to the Board. The President shall provide an opportunity for the Chancellor to present his or her views on any matter that affects the System. Within the general authority granted by the Board and the President, the Chancellor shall perform duties and responsibilities including, but not limited to, the following:

- a. Primary responsibility for all of the factors that contribute to the quality of academics (teaching, research, and service) and support programs of the Campus. Such factors include the general supervision of all Campus faculties, the allocation and utilization of available resources within the Campus, and any and all matters related to the welfare of the Campus.
- b. General supervision of all relationships between students and the various levels of Campus administration. Such supervision includes, but is not limited to, admissions, registration and records, academic progress and advising, counseling, housing, scholarships and financial aid, student activities and services, placement, international students, and the evaluation and certification of academic credit from other institutions.
- c. Financial management of the Campus and its component parts in conformity with federal, state, and System management policies and practices. This function shall include, but is not limited to, the preparation of budgets and legislative requests, assistance in legislative presentations, maintenance of financial records and accounts for activities of the Campus, the receipt and expenditure of all Campus funds, and preparation of required financial reports.
- d. Personnel administration, including employment and termination; wage determination consistent with law; and conditions of employment for faculty and other employees of the Campus.
- e. Operation and maintenance of the physical plant, purchase of supplies and equipment, and the maintenance of appropriate inventories and records of real and personal property under the jurisdiction of the Campus.

- f. Fund-raising, auxiliary enterprises, and alumni activities.
- g. Participation in the development of objectives, policies, and practices, which will provide for effective and prudent management, control, and preservation of the physical and investment assets of the System.
- h. Implement assigned plant and investment responsibilities and ensure compliance with restrictions established by external donors, as well as limitations placed by the Board or other policies on funds functioning as endowment.
- i. Develop and submit to the President all Campus master plans, facilities development programs, capital development programs, and Campus strategic plans.
- j. Establish and maintain effective and timely means of communication with the President and other Campus constituencies.

ARTICLE VII

Indemnification

The System shall provide its current and former trustees, officers, and employees with legal defense in connection with any threatened or pending lawsuit or claim based on actions alleged to have been taken within the course and scope of employment or official capacity. The System's legal counsel shall defend all such proceedings, unless and until it is determined that the trustee, officer, or employee acted outside the course and scope of employment or official capacity.

The System shall pay all judgments, damages, settlements, and costs reasonably incurred in such proceedings. Trustees, officers, and employees may hire personal counsel at their own expense.

ARTICLE VIII

Policies of the Board of Trustees

The Board will adopt policies to state official positions of the System, to establish substantive educational functions of the System, to guide operations of the System, or to define practices to be followed by the System. Policies shall be approved, modified, or withdrawn by majority vote of the Board.

Approved policies will be compiled and displayed electronically and kept in archival form by the Executive Secretary to the Board, who will make a record of the dates of approval and subsequent modification of each policy.

ARTICLE IX

Amendment or Repeal of Bylaws

New Bylaws may be adopted, and existing Bylaws may be amended or repealed at any meeting of the Board, but no such action shall be taken unless notice of the substance of such proposed adoption, amendment, or repeal shall have been given to each member of the Board at least thirty (30) days in advance of the vote upon such change, provided, however, that by unanimous consent of the entire membership of the Board, the requirements for such notice may be waived.

(Adopted by the Arkansas State University Board of Trustees on September 7, 2007, Resolution 07-53; as amended September 9, 2011, Resolution 11-32; January 20, 20, 2012, Resolution 12-01; September 20, 2013, Resolution 13-30; September 18, 2015, Resolution 15-32; and February 26, 2016, Resolution 16-03)

**ARKANSAS STATE UNIVERSITY
BOARD OF TRUSTEES**

A Resolution Recognizing the Significant Contributions of
the Judd Hill Foundation
to Arkansas State University-Jonesboro

WHEREAS, the Board of Trustees has retained unto itself the authority to name facilities and programs of the University; and

WHEREAS, the Judd Hill Foundation has continuously been a supporter of progressive agricultural research and of higher education and the students we serve; and

WHEREAS, the Judd Hill Foundation has made significant contributions to the Arkansas State University-Jonesboro College of Agriculture of a magnitude worthy of special gratitude and lasting recognition.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Arkansas State University, that the Farmers' Market, on the campus of Arkansas State University-Jonesboro, a facility currently serving the campus and community, shall be known henceforth as the:

Judd Hill Farmers' Market

DULY ADOPTED AND APPROVED this 12th day of March 2021

Price Gardner, Chair

Christy Clark, Vice Chair

Tim Langford, Secretary

Niel Crowson, Member

Steve Eddington, Member

Robert G. Rudolph, Jr., Member

Paul Rowton, Member

Charles L. Welch, President

EXECUTIVE SUMMARY

Contact: Jennifer Methvin (501) 882-8857

ACTION ITEM: Arkansas State University-Beebe (ASUB) requests approval of its Shared Governance Council Charge Document and the By-laws of the Shared Governance Council.

ISSUE: The Board of Trustees must approve the shared governance documents for all institutions in the Arkansas State University System.

BACKGROUND:

- Arkansas State University-Beebe's current central shared governance body is "Chancellor's Cabinet," a body chaired by the chancellor and composed primarily of ex-officio members who serve in administrative roles.
- At the February 5, 2020, meeting of Chancellor's Cabinet, the body appointed a taskforce to research state and national examples of shared governance bodies and to make recommendations on the restructure of Chancellor's Cabinet to make it a more representational body.
- The Future Structure of Chancellor's Cabinet Taskforce conducted research, formulated recommendations, and vetted its recommendations through seven employee-listening sessions held from May 13, 2020, through July 7, 2020.
- By a unanimous roll call vote on November 4, 2020, Chancellor's Cabinet endorsed the Taskforce's final recommendation to rename Chancellor's Cabinet as the "Shared Governance Council" and to restructure the membership to twenty-one positions: eight ex-officio and thirteen representational/elected members. The proposed revised charge document, new by-laws, and transition plan were also endorsed.
- A copy of the Shared Governance Council Charge Document and a copy of the By-laws of the Shared Governance Council are attached to this resolution.

RECOMMENDATION/RESOLUTION:

Be it resolved that the Arkansas State University-Beebe Shared Governance Council Charge Document and the By-laws of the Shared Governance Council are approved.

Tim Langford, Secretary

Price Gardner, Chair



Shared Governance Council Charge Document

Purpose: The purpose of the Shared Governance Council is to serve as the primary shared governance body of the institution, promoting communication and collaboration throughout all levels of the institution.

Meetings: Meetings will occur on the first Wednesday of each month at 3:00 p.m.

Reporting: Area reports are due each Wednesday prior to the scheduled meeting. Meeting minutes, including area update reports, will be reviewed and finalized by the Shared Governance Council membership. Minutes from each meeting will be posted to the intranet upon finalization, and a direct link will be emailed to all faculty and staff.

Charge/Deliverables:

1. Cultivate and foster a culture of collaboration, cooperation, teamwork and communication among all departments and functional areas of the institution.
2. Review and recommend institutional standard operating procedures, campaigns, charge documents, and initiatives.
3. Review and approve minutes of each meeting.
4. Collaboration and preparation of institutional updates, including dissemination of pertinent data to all stakeholders/employees.
5. Review of external and internal institution-related data and implementation of related standard operating procedures.
6. Provide a transformative educational experience through fostering collaboration and teamwork, ethical and responsible behavior, and a culture of research and discovery.
7. Foster a transformative work environment of inclusiveness, mentorship, and growth available to all stakeholders/employees.

Membership: The Shared Governance Council shall be composed of twenty-one (21) positions from across the college; including eight (8) positions serving *ex officio*; eleven (11) positions elected by their respective units, as apportioned under the provisions of Article, I, Section 2(c), of the By-laws of the Shared Governance Council; and two (2) positions appointed at-large by the Chancellor.

Interim Membership for the 2020-2021 Academic Year

Category	Member	Appointment Period
Heber Springs Campus Operations Manager	Cody McMichael	<i>Ex officio</i>
Searcy & LRAFB Campus Operations Manager	LaShanda Owens	<i>Ex officio</i>
Dean of Arts & Humanities	Teddy Davis	<i>Ex officio</i>
Dean of Math & Science	Dr Thomas Smith	<i>Ex officio</i>
Dean of Career Education	Dr Cheryl Weidmeier	<i>Ex officio</i>
Faculty Senate President	Jerry Sites	<i>Ex officio</i>

Staff Senate President	Frank N Taylor, II	<i>Ex officio</i>
Student Government President	Bailey Pendergrass	<i>Ex officio</i>
Elected Academic Division Representative	Judy Kirk	2020-21
Elected Academic Division Representative	Dr. David Jones	2020-21
Elected Academic Services Representative	Ashley Hankins	2020-21
Elected Finance Representative	Andrea Glaude	TBD
Elected Finance Representative	Jesse Arnold	TBD
Elected Student Services Representative	Tyler Bittle	TBD
Elected Student Services Representative	Zackery Tucker	TBD
Elected Student Services Representative	Connie Nowell	TBD
Elected Student Services Representative	Tonya Tucker	TBD
Elected ITS Representative	Wade Fincher	TBD
Elected IA/ IE Representative	Keith Moore	TBD
At-Large Appointment Position	Blake Underhill	TBD
At-Large Appointment Position	Rena` Kelley	TBD

**THE BY-LAWS OF THE
ARKANSAS STATE UNIVERSITY – BEEBE
SHARED GOVERNANCE COUNCIL.**

Article I. PURPOSE AND MEMBERSHIP.

SECTION 1. THE SHARED GOVERNANCE COUNCIL.

(a) *Name.* The Shared Governance Council shall serve as the primary shared governance body of the institution, promoting communication and collaboration throughout all levels of the institution.

(b) *Purpose and Charge.* The primary purpose of the Shared Governance Council includes the following:

1. Cultivate a culture of collaboration, cooperation, teamwork, and communication among all departments and functional areas of the institution.
2. Review and recommend institutional standard operating procedures, campaigns, charge documents, and initiatives.
3. Review and approve minutes of each meeting.
4. Collaboration and preparation of institutional updates, including dissemination of pertinent data to all stakeholders/employees.
5. Review of external and internal institution-related data and implementation of related standard operating procedures.
6. Provide a transformative educational experience through fostering collaboration and teamwork, ethical and responsible behavior, and a culture of research and discovery.
7. Foster a transformative work environment of inclusiveness, mentorship, and growth available to all stakeholders/employees.

SECTION 2. MEMBERSHIP.

(a) *Generally.* The Shared Governance Council shall be composed of twenty-one (21) positions from across the college; including eight (8) positions serving *ex officio*; eleven (11) positions elected by their respective units, as apportioned under the provisions of Article, I, Section 2(c), Elected Unit Representatives, Generally, of these By-laws; and two (2) positions appointed at-large by the Chancellor.

(b) *Ex officio positions.* The following eight (8) individuals will serve *ex officio* (because of position/ office) on the Shared Governance Council for the length of time they serve the college in the respective positions:

1. the Campus Operations Manager for the Heber Springs Campus
2. the Campus Operations Manager for the Searcy Campus & LRAFB Site
3. the Dean of Arts & Humanities
4. the Dean of Math & Science
5. the Dean of Career Education
6. the Faculty Senate President
7. the Staff Senate President
8. the Student Government President

(c) *Elected unit representatives, generally.* The eleven (11) Elected Unit Representatives shall be elected by their peers of their respective unit of the college for a two (2) year term, with Academic Unit Representatives serving a one (1) year term, beginning June 1st following an election. The number of positions for each unit will be apportioned based on the total number of employees within the respective

1 unit on October 1st of years ending in an odd number. Each unit shall be apportioned at-least one
2 representative. The apportionment for Academics should consider the four (4) members with permanent
3 seats on the Shared Government body; namely, Deans and Faculty Senate President. Each unit of the college
4 shall be apportioned the following number of Elected Unit Representatives to serve on the Shared
5 Governance Council, effective September 1, 2020:
6

- 7 1. Unit of Academics – three (3)
- 8 2. Unit of Finance & Administration – two (2)
- 9 3. Unit of Student Services – four (4)
- 10 4. Unit of Information Technology Services – one (1)
- 11 5. Units of Institutional Advancement & Institutional Effectiveness – one (1)

12
13 (d) *Elected academic unit representatives.* Of the three (3) apportioned Academic Unit Representatives,
14 two (2) shall be elected from the employees serving within the respective academic divisions the current
15 Faculty Senate Vice-President, serving at the time of the election, is not a member of; and one (1) position
16 shall be elected from the Academic Services that do not operate within traditional Academic Divisions;
17 namely, the Academics Office, Adult Education, Career Pathways, Concurrent Enrollment, Distance
18 Education, the Library, and Workforce & Community Education. Academic Unit Representatives shall
19 serve for a one (1) year term beginning June 1st following an election.
20

21 (d) *At-large appointed positions.* The two (2) At-Large Appointed positions shall be selected by the
22 Chancellor, with one (1) being appointed before May 1st each year for a two (2) year term. The Chancellor
23 shall appoint individuals that have made significant contributions to the college and its Strategic Plan.

1 **SECTION 3. COUNCIL CHAIR.**
2

3 Each year at its June meeting, the Shared Governance Council will elect, from amongst its membership, an
4 individual to serve as chair of the Shared Governance Council for a one (1) year term.
5

6 **SECTION 4. COUNCIL RECORDS.**
7

8 To assist with the coordination and archival of records of the Shared Governance Council, the Executive
9 Assistant to the Chancellor shall serve as official recorder of the Shared Governance Council.
10

11 **SECTION 5. VACANCIES.**
12

13 In the event an Elected Unit Representative or At-large Appointed position becomes vacant, or an individual
14 serving in a respective position is unable to complete their term, the Chancellor shall appoint a replacement
15 to serve for the remainder of the term of the position. The Chancellor’s vacancy appointments must qualify
16 to serve in the position as outlined in Article I, Section 2, Membership, of these By-laws.
17

18 **Article II. COMMITTEES AND SUBDIVISIONS.**
19

20 **SECTION 1. TYPES OF COMMITTEES.**
21

22 The Shared Governance Council may establish standing and special (*Ad hoc*) committees by a majority
23 approval of the body.
24

25 (a) *Standing committees.* Standing committees shall be subdivisions of the Shared Governance Council that
26 shall be formed with a purpose to operate the entire academic-year and require regular meetings to conduct
27 regular business of the college. To establish a standing committee the body must adopt the purpose, or
28 charge, of the committee’s intended business and membership structure.
29

30 (b) *Special, or Ad hoc, committees.* Special, or *Ad hoc*, committees shall be subdivisions of the Shared
31 Governance Council that shall be formed for a temporary purpose to operate to serve a special business,
32 research, or project of the college. To establish a special committee the body must adopt the purpose, or
33 charge, of the committee’s intended business, membership structure, and how the committee can complete
34 its temporary purpose.

1 **Article III. ELECTIONS & RE-APPORTIONMENT.**

2
3 **SECTION 1. BI-ANNUAL RE-APPORTIONMENT.**

4
5 (a) *Re-apportionment special committee.* Before October 1st each year ending in an odd number, the chair
6 of the Shared Governance Council, with majority approval of body, shall appoint three (3) members to
7 serve as the Re-apportionment Special Committee. The primary purpose of the Re-apportionment Special
8 Committee includes the following:
9

- 10 1. To bi-annually review employee census data from the Office of Human Resources.
11 2. To recommend to the Shared Governance Council and the college community any re-
12 apportionment of Elected Unit Representatives needed at its meeting in November bi-annually.
13

14 (b) *Re-apportionment of elected unit representatives.* In the event the Re-apportionment Special Committee
15 recommends to the Share Governance Council the need to re-apportion the respective elected unit
16 representative positions amongst the respective units of the college based on a change in employee census
17 data, the Share Governance Council must amend Article I, Section 2(c), Elected Unit Representatives,
18 Generally, of these By-laws by its February meeting.
19

20 **SECTION 2. UNIT ELECTIONS.**

21
22 (a) *Elections special committee.* Before February 1st each year, the chair of the Shared Governance Council,
23 with majority approval of the body, shall appoint three (3) members to serve as the Election Special
24 Committee to coordinate and execute elections within the respective units of the college for the appropriate
25 Elected Unit Representatives for that year. The primary purpose of the Elections Special Committee
26 includes the following:
27

- 28 1. To establish the time and method of all elections according to the guidelines of these By-laws.
29 2. To count the votes of the election.
30 3. To establish and provide election rules, as needed.
31 4. To report to the Shared Governance Body and the college community the results of all unit
32 elections.
33

34 (b) *Unit elections timeline, generally.* The Elections Special Committee shall hold elections within the
35 respective units of the college to select the Elected Unit Representatives positions becoming vacant that
36 year at a time and method to be held the month of April each year. The Elections Special Committee shall
37 report to the Shared Governance Council its plan for collecting nominations of candidates and holding unit
38 elections at its February meeting.

39 (c) *Nominations of candidates.* At least thirty (30) days before the unit elections, the Elections Special
40 Committee shall provide an opportunity for individuals with each unit of the college to be nominated to
41 have their name placed on the respective unit ballot. Upon receipt of a nomination of an individual, the
42 Elections Special Committee shall communicate such to the respective individual nominated. The
43 individual shall have five (5) business days to respond in writing their acceptance of the nomination. If the
44 individual fails to accept the nomination in writing within five (5) business days of notice, their name will
45 not appear on the ballot.
46

47 (d) *Vote required to be elected.* The candidate who receives a majority of the votes cast on a respective
48 ballot shall be elected to that position. In elections within the Unit of Student Services, where two (2)
49 individuals are elected to represent the unit each year, the candidates who receive the two (2) highest votes

1 cast, and at-least one third of the votes cast, shall be elected to the respected positions. In the event no
2 candidate receives a majority of the votes cast, or in the case of the Unit of Student Services one-third, a
3 run-off election shall be held within one week of the close of voting with the names of candidates that
4 received the two (2) highest votes cast, or in the case of the Unit of Student Services the four (4) highest
5 votes cast.
6

7 **Article IV. RATIFICATION AND TRANSITION.**

8
9 **SECTION 1. RATIFICATION.**

10
11 These By-laws of the Shared Governance Council shall take effect immediately after the ratification by
12 majority vote of the members present of the Chancellor’s Cabinet.
13

14 **SECTION 2. TRANSITION.**

15
16 (a) *Interim appointments.* Upon ratification of these By-laws by the Chancellor’s Cabinet, the Chancellor
17 shall have thirty (30) days to appoint interim unit representatives based on the apportionment and
18 qualifications outlined in Article I, Section 2, Membership, of these By-laws. The Chancellor is may appoint
19 individuals currently serving on the Chancellor’s Cabinet serve in these interim unit representative
20 positions, if the appointments conform to the terms outlined in Article I, Section 2, Membership, of these
21 By-laws.
22

23 (b) *Determining initial term lengths.* At the first meeting of the Shared Governance Council following the
24 appointment of interim unit representative by the Chancellor, the interim appointed positions will draw lots
25 to determine the initial length of service on the Shared Governance Council and determining which year
26 the respective position will be on the ballot for unit elections. One (1) lot will read “1” and one (1) lot will
27 read “2” to be drawn by the interim Finance and Administration unit representatives. Two (2) lots will read
28 “1” and two (2) lots will read “2” to be drawn by the interim Student Services unit representatives. One (1)
29 lot will read “1” and one (1) lot will read “2” to be drawn by the amongst the interim Information
30 Technology Services and Institutional Advancement & Institutional Effectiveness unit representatives. One
31 (1) lot will read “1” and one (1) lot will read “2” to be drawn by the interim At-Large Appointed positions.
32 Positions that draw a lot reading “1”, shall be on the ballot for election in April 2021, under the terms of
33 outlined in Article III, Elections & Re-appointment, of these By-laws. Positions that draw a lot reading “2”,
34 shall be on the ballot for election in April 2022, under the terms of outlined in Article III, Elections & Re-
35 appointment, of these By-laws. Serving a one (1) year term, all Academic Unit Representatives shall be on
36 the ballot for the initial election in April 2021.
37

38 (c) *Interim chair.* At the first meeting of the Shared Governance Council, following the drawing of lots, the
39 body will elect, from amongst its membership, an individual to serve as Interim Chair of the Shared
40 Governance Council until a full-term chair is elected at its June 2021 meeting, following the first unit
41 elections.
42

43 **Article V. AMENDMENTS.**

44
45 **SECTION 1. ADOPTION.**

46
47 An amendment to these By-laws may be adopted by a two-thirds vote of the Shared Governance Council
48 membership.
49

50 **SECTION 2. EFFECTIVE DATE.**

1
2 After an amendment to these By-laws has been adopted by the two-thirds vote of the Shared Governance
3 Council membership, the amendment shall be published to the college community for a thirty (30) day
4 comment period via email. If the amendment receives no objections from the college community after thirty
5 (30) days, the amendment will be ratified effective immediately. If an amendment receives any objections
6 during the thirty (30) day comment period, the Shared Governance Council shall review the comments at
7 its next meeting and may: (1) amend the amendment, (2) reject the amendment by majority vote, or (3)
8 approve to ratify the amendment “as is”, with no changes, by two-thirds vote of the members present.

###

Ratification

Ratified by the ASU-Beebe Chancellor’s Cabinet in General Meeting on November 4, 2020 by unanimous consent.

EXECUTIVE SUMMARY

Contact: Jason Goodner (501) 882-4475

ACTION ITEM: Arkansas State University-Beebe requests approval to offer a Technical Certificate and a Certificate of Proficiency in Marine Technology.

ISSUE: The ASU Board of Trustees must approve the offering of any new degree.

BACKGROUND:

- Arkansas State University-Beebe is establishing this program to meet the growing demand for Marine Technicians in our local communities and statewide.
- Students will earn a Certificate of Proficiency after completing Semester 1 of the two-semester Technical Certificate program.
- The staff for the proposed program will consist of one new faculty member with administrative assistance from an administrative specialist, a program coordinator, and an academic dean. The administrative specialist, program coordinator, and academic dean are current employees. The salary budget for the new faculty will be \$42,694, plus fringe benefits. No additional facilities will be needed.
- Program start-up costs will come from funds provided by the State of Arkansas's "Ready for Life" education and jobs program.
- Arkansas State University-Beebe plans to begin the program with an initial cohort of twenty (20) students in August of 2021.

RECOMMENDATION/RESOLUTION:

Be it resolved that Arkansas State University-Beebe is approved to offer a Technical Certificate and a Certificate of Proficiency in Marine Technology, effective August 2021.

Tim Langford, Secretary

Price Gardner, Chair

EXECUTIVE SUMMARY

Contact: Holly Smith (870) 512-7704

ACTION ITEM: Arkansas State University-Newport (ASUN) requests approval to offer a Certificate of Proficiency in Welding Fundamentals.

ISSUE: The Board of Trustees must approve the offering of any new degree.

BACKGROUND:

- The proposal for a Certificate of Proficiency in Welding Fundamentals was developed based on input from ASUN's local industry partners and the program advisory committee. A pathway to entry level welding employment is needed to fill vacant and new positions in the local welding industry.
- This certificate program is designed to meet the needs of ASUN's IGNITE Secondary Center student programming and anyone wishing to gain introductory skills for initial employment in the welding profession.
- No new funding is required.

RECOMMENDATION/RESOLUTION:

Be it resolved that Arkansas State University-Newport is approved to offer a Certificate of Proficiency in Welding Fundamentals, effective July 1, 2021.

Tim Langford, Secretary

Price Gardner, Chair