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# Administration of the University

Board of Trustees

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## Bylaws of the Board of Trustees

### 3364-1-07 Administration of the University.

#### (A) Officers and deans of the University.

(1) The officers of the University will consist of the president, provost and executive vice president for academic affairs, chancellor and executive vice president biosciences and health affairs, chief financial officer/vice president finance, vice president administration, vice president general counsel and additional officers as the president may from time to time select. There will be a dean for each college.

(2) The chief executive officer of the University will be the president, and the president will be elected by and hold office at the pleasure of the board of trustees. The duties of all other officers will be determined by the president.

#### (B) The president.

(1) The president will be the executive head of the University, responsible for the entire administration subject to the oversight of the board of trustees. The president fosters and promotes learning, discovery, and engagement as primary aims of the University. The president will enforce the bylaws of the board of trustees and interpret the proposals and actions of the faculty and other staff and administration for the board of trustees.

(2) The president may attend all meetings of the board of trustees, except executive session if requested by the board, and address to the board matters of institutional importance. The president is the official medium of communication between the University, the board, and its committees, transmitting proposals from the faculty and staff, either as a group or as individuals, to the board. The president will, upon receipt of written communications to the board from any of the faculties or any member thereof, or from the staff, or students or from student organizations, transmit to the board of trustees all written communications addressed to the board. This tenet will not be interpreted, however, as in any way limiting the right of communication between the employees and students of the University and the trustees.

(3) The president or an executive vice president and provost will preside at meetings of the University faculty and may call meetings of the University faculty, the faculty senate or the faculty of any of the colleges, departments, divisions or schools. The executive vice presidents and provosts will be charged with the general supervision of all the University's interests, activities, and personnel for their respective areas, and will be members ex-officio, along with the president, of any of the faculty meetings or joint meetings of some or the entire faculty.

(4) The president is entrusted with the fostering and promotion of the relationships of the University with the public, with other institutions of learning, with the alumni of the University, and with its faculty and student body.

(5) The president or the president's designee will preside at all commencements and other public academic occasions. The president will sign all diplomas and certificates, and will present all degrees authorized to be conferred by the board of trustees.

(6) The president will be responsible for preparation of the annual budget plan to the board of trustees for its consideration and approval prior to June thirtieth of each year.

(7) The president will recommend to the board of trustees for its approval the creation and abolition of colleges, departments and major divisions of the University. The president will employ and remove, subject to the approval of the board, all personnel as are necessary to carry out effectively and efficiently the mission and the operation of the University.

(8) The board of trustees may authorize the president to receive, review and act appropriately upon all constitutions, rules, policies, regulations and amendments and may adopt, amend, repeal these constitutions, rules, policies, regulations and amendments per rule 3364-1-10 of the Administrative Code, and for faculty bodies pursuant to paragraph (B) of rule 3364-1-10 of the Administrative Code.

(9) Subject to the authority vested by law in the board of trustees, the authority and responsibility for the internal administration of the University is delegated to the president. Any authority or responsibility of the president may be delegated to another University officer or to any other member of the faculty or staff of the University. Delegation of major areas of authority or responsibility will be reported to the board of trustees. Although the president may delegate authority to appropriate officials, the president will retain final authority and responsibility for administration of the University.

(10) At the first board of trustees meeting of the academic year, the president will review the administration's goals and objectives of the prior year, propose goals and objectives for the ensuing academic year, and discuss the University's well-being and challenges. The goals and objectives will include quantifiable objectives for enrollment, finance, hospital operating margin, graduation rates, research, institutional advancement, and other such goals and objectives as the administration and the board of trustees may agree upon.

(C) The deans.

Each dean of a college will be charged with the general supervision of its interests and will represent the college at commencement and at all other public academic, professional, and other occasions. The dean will recommend to the president, through the

chief academic officer, appointments to, promotions and tenure of, terminations and non-renewals of the college's faculty and staff. The recommendations regarding these matters will include a report from the faculty or from any committee which has advised the dean.

The dean will call meetings of the faculty or staff from time to time and will preside at the meetings. The dean will be responsible for the establishment and maintenance of proper standards of instruction for the college and will recommend to the University faculty (or its elected representatives) degrees, honors and awards, persons who have met the prescribed conditions.

The dean will see that the rules and regulations applicable to the University faculty and by the faculty of the college are effectively and fairly enforced and will sign all diplomas, certificates, requisitions and other papers relating to the college. The dean will take precautions for the preservation and safekeeping of all equipment and other property listed in the inventory of the college as are appropriate.

(D) University internal auditor.

(1) The university internal auditor shall be appointed by the board upon the joint recommendation of the president and the finance and audit committee of the board of trustees, and shall hold office at the discretion of the board. The university internal auditor shall report directly to the committee chair of the trusteeship, governance and audit committee and to university administration on administrative matters.

(2) The university internal auditor is responsible for conducting financial, operational, compliance and investigative audits. The university internal auditor, with advice and assistance from the chief financial officer/vice president finance, and the vice president general counsel, shall be responsible for developing both short and long term internal audit plans, overseeing that audits are properly planned, staffed and completed, and summarizing and communicating results to management and the board as appropriate. The university internal auditor shall identify where improvements to internal control processes effectiveness and process efficiency should be made to the University's financial, as well as operational, processes.

(3) The university internal auditor shall lead the evaluation and execution of audits associated with the university's compliance requirements, including, for example, compliance with university policies and rules and compliance with laws and applicable state and federal regulatory standards and mandates.

(4) The university internal auditor shall conduct those financial, operational, and investigative audits, as from time to time, may be requested by the finance and audit committee of the board of trustees, president, chief financial officer/vice president finance, or vice president general counsel, and shall perform and be responsible for the following general financial audits and reviews:

- (a) Audit and verify purchase orders and vouchers for bills and salaries; audit receipts of funds, including student tuition and fees, and the deposits thereof in banks and reconciliation of all bank accounts.
  - (b) Audit general funds, auxiliary funds, restricted funds, loan funds, endowment funds, plant funds, and agency funds; and, assist auditors appointed by the board and auditor of state.
  - (c) Periodically, and from time to time, inspect securities, inventories, supplies, real property and equipment owned by the university.
  - (d) Periodically review and make recommendations for improvements of the system of internal control in effect in all subdivisions and agencies having control of funds and/or property.
- (5) The university internal auditor shall perform such other duties as may be assigned by the chief financial officer/vice president finance or the finance and audit committee of the board of trustees.

*Date approved by Board of Trustees: January 14, 2013*

*Certification: Secretary, Board of Trustees*

*Promulgated under: RC section 111.15; Statutory authority: RC section 3364; Rule amplifies: RC section 3364*

*Prior effective dates: March 19, 2007; July 6, 2006; May 14, 2012*