

THE TUSKEGEE UNIVERSITY  
GOVERNANCE DOCUMENT  
(Under Revision)





# THE TUSKEGEE UNIVERSITY GOVERNANCE DOCUMENT



Tuskegee University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools (1866 Southern Lane, Decatur, Georgia 30033-4097; Telephone Number: 404-679-4501) to award doctoral, professional, master's and bachelor's degrees.



## FOREWORD

The Tuskegee University Governance Document (previously called **The Statutes**) sets forth the fundamental principles, policies, organizational structure and processes for the governance and management of the University. The Governance Document serves as the framework within which to develop-and modify as necessary-the operating procedures and mechanisms for effective management of the University. The Governance Document should not be construed to supersede the Charter and By-Laws of the University which are the supreme authority for the governance of the University.

The Document is reviewed, revised and otherwise updated periodically by the Nominating and Board Structure Committee of the Tuskegee University Board of Trustees, and is approved by the full Board.

The first edition of **The Statutes** (now The Governance Document) was printed in 1950. Revisions to that edition occurred in 1954, 1988, 1995, 1997, 2001 and 2003. Revisions in 2005, 2007, 2011, and 2016 have been made in order to accommodate further changes in the pattern and scope of programs at the University. As the result of these changes, **The Statutes** has been renamed The Tuskegee University Governance Document (The Document).

Brian L. Johnson  
President

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**THE PRINCIPLES AND CONCEPTS UNDERLYING  
THE TUSKEGEE UNIVERSITY ORGANIZATION**

# **THE PRINCIPLES AND CONCEPTS UNDERLYING THE TUSKEGEE UNIVERSITY ORGANIZATION**

## **The Governance and Organization Pattern**

### **The Board of Trustees**

Tuskegee University is an independent, nonprofit institution of higher education that has a special and unique relationship with the State of Alabama. Established initially in 1881 by the State Legislature as a fully publicly controlled institution, the University became quasi- public and independent in 1892. The Board of Trustees establishes the governance and organization pattern of the University. It is the legally empowered entity to develop policies, resources, and direction for the University. Legal ownership of the University and its resources resides in the Board of Trustees as a body. The Board of Trustees delegates to the President the authority to organize the pattern of administration, develop the faculty and the staff, and to engage in further delegations of authority to selected general and associate general officers and to the faculty of the University for the detailed administration of the University. The Board of Trustees exercises ultimate institutional authority and control and its policy statements take precedence over all other institutional statements, documents and policies. But the Board does not intrude on the prerogatives of the day-to-day operation and administration of the institution, which are delegated to the President.

The structure and work of the Board are stated in the University's charter and By-Laws. These have been updated periodically via reviews and amendments by the Board and the President, and are presented in what follows their latest form as the Tuskegee University Governance Document.

### **Officers of the Board**

The Officers of the Board of Trustees shall be a Chair, First Vice-Chair, Second Vice-Chair and a Secretary who shall be elected at each annual meeting as specified in the By-Laws.

### **Board Committees**

The Committees of the Board are as follows:

The **Executive Committee** shall have the powers of the Board of Trustees, in the intervals between meetings, except as hereinafter provided. It shall be chaired by and meet on call of the Chair of the Board, or in his/her absence or disability, at the call of the President. The business to be transacted shall be stated in the notice of the meeting, which shall be sent to all Trustees at least five days in advance, and no other business shall be transacted at the meeting. The Committee can also act without a formal meeting via electronic means or facsimiles and shall report its proceedings in writing at the next meeting of the Board of Trustees. (Article IV)

The **Finance Committee** shall oversee and recommend for approval by the Board the annual operating and capital projects budgets, including all tuition and fee charges. The Finance Committee shall also oversee all investments, legacies and bequests and all other funds belonging to the University, except such as pertain to current operations of the school. The Investment Subcommittee of the Finance Committee shall oversee the endowment's long-term asset allocation policy and all investments therein, and recommend for approval by the Finance Committee and Board an annual spending amount from the endowment. The Finance Committee and Investment Subcommittee may appoint a portfolio manager to assist with the endowment's long-term asset allocation policy and all investments therein.

The **Audit Committee** has oversight responsibility to the Board of Trustees for monitoring the integrity of Tuskegee University's external financial reporting; the compliance by the University with legal and regulatory requirements, the Governance Document and Bylaws, and the policies of the Board of Trustees; the adequacy of the University's systems of internal control and risk management practices; and the independence and performance of the University's internal and external auditors.

The **Nominating and Board Structure Committee** shall advise the Board regarding impending vacancies of Board members, recommend officers of the Board and members of its elected committees, and shall at each Annual Meeting or when necessary compile and submit to the Board, nominees who can strengthen the Board and the University's programs except those members whose selection is governed by another provision of these By-Laws. It shall be responsible for developing an orientation program for new members of the Board and shall develop a method of evaluating current Trustees which shall be considered when a Trustee is a candidate for re-election to the Board. The Committee shall periodically review and update the Governance Documents of the University and make recommendations to the Board on proposed changes.

The **Board Visiting Committees** are normally chaired by a member of the Board but may include non-Board members who have special talents for the Committees' assignment. These committees are established for periodic examination of specialized educational programs at Tuskegee such as engineering, architecture, nursing, teacher education, and veterinary medicine to develop recommendations to the administration and Board for strengthening these programs.

The **Development Committee** provides advice to the Board on long-term financial support for both current operations and capital outlays; continuing review of the fundraising efforts of the University; and recommendations of specific prospective donors. The Committee receives special reports from the President of the University and it is served by the University's Vice President of Development.

The **Academic Policies and Honors Committee** oversees and advises the board on all matters related to academic programs, degree offerings, student academic performance and retention, faculty status and development, and other matters related to the instructional and knowledge development mission of the University. In addition, the Committee is charged with the responsibility to advise the board on matters related to Tuskegee's recognition of persons by conferring honorary degrees and awards, and the naming of buildings, plazas, streets, and other

physical assets. The Committee receives reports from the President of the University for its consideration and counsel, from the University's Committee on Meritorious Awards, and is serviced by the University Provost and Vice President of Academic Affairs.

The Subcommittee on Accreditation monitors University relationships with accrediting agencies and offers guidance on addressing concerns expressed by such agencies. On an ongoing basis, the Subcommittee assures that the University develops and implements performance indicators to assess enhancements in student learning outcomes and improvements in institutional effectiveness.

The **Facilities/Housing Committee** serves as an advisory body to the Board on matters of housing, capital projects, and facilities management. This includes oversight of all new construction, building renovation projects, physical plant, and infrastructure. All projects valued at \$250,000 or more for construction and completion must be considered by the Committee. The Committee will then forward its recommendation to the Board for full consideration and approval.

The **Student and Alumni Affairs Committee** advises the Board on matters related to alumni affairs and the student personnel program of the University. The Committee receives special reports from the President and/or the Vice President for Student Affairs and Enrollment Management and the Director of Alumni Affairs for its study and counsel and meets, with a representative group of elected student leaders (the Student Officers' Council) at least annually and the President of the Tuskegee National Alumni Association. It is served by the Vice President for Student Affairs and Enrollment Management and the Director of Alumni Affairs.

The **Kellogg Oversight Committee** advises the Board on matters related to the financial management and marketing of the Kellogg Center to internal and external audiences as well as the maintenance of Center's physical plant. It is served by the Vice President for Finance and the Kellogg Center General Manager.

## **The Administrative Pattern**

1. The organization of Tuskegee University is designed to achieve the institution's purposes, which are primarily instruction, research and outreach. These activities are conducted chiefly in behalf of nurturing the intellectual, technical, moral and civic development of students. Selected professional, technical, scientific and liberal arts areas are the arenas in which these activities are conducted, undergirded with an appreciation for the importance of competence in the essentials of the arts, sciences and humanities, and in the workforce needs of our society.
2. The major areas of administrative function of the University are support services for instruction and student services, admissions and enrollment management, research and outreach, marketing and communications, business management, institutional development, legal counsel and human resources management.
3. Provision is made in the organizational structure to give those directly affected an opportunity to express their opinion in the course of formulating objectives, policies and plans for Tuskegee University. Administrative decisions, however, are the responsibility of the President and general and associate general officers, although faculty, staff, administrative committees and others give advice to these officers in the course of their reaching decisions.
4. The functional pattern of administration at Tuskegee is as follows: The President is the Chief Executive Officer of the University and its official spokesperson. He/she is responsible to the Trustees to develop the programs and administer the affairs of the University. This is accomplished with the advice and assistance of the general and associate general officers of the University. Faculty and staff are called upon for counsel by officers in matters relating to their areas of service. It is incumbent upon the President to maintain proper organization, staffing, and functioning to facilitate the accomplishment of the University's mission.
5. The President is assisted in the administration of the University by general and associate general officers. General officers are normally those persons who occupy positions equivalent to a vice president and report directly to the President; they are responsible for supervising the major areas of the University's program. The current general officers of the University are the Chief of Staff, Provost and Vice President for Academic Affairs, Vice President for Finance and Chief Business Officer, Vice President of Development, the Vice President for Communications, Public Relations and Marketing, Vice President for Student Affairs and Enrollment Management, the Vice President/Director for Human Resources Management, Vice President for Research and Sponsored Programs, Vice President for Federal Affairs, Vice President for Information Technology and the General Counsel & Vice President for Legal Affairs. Associate general officers are normally administrators under the level of a general officer who are responsible for supervising major academic or academically related units of the University and such other persons in strategic roles as might be designated by the President.

6. The President is the chief executive officer of the University and its central coordinating agency. The President oversees the specialized functions of the general officers that report directly to the President. On matters of specialized concern-such as finance-the appropriate vice president speaks and acts in the name of the President of the University, if requested to do so by the President.

General officers are members of the President's Cabinet and meet with the President collectively and individually in regular planned conferences, and at other times when the necessity arises. At these meetings, the status of the programs is reviewed and broad outlines for future effort are developed in harmony with the University's overall effort. Occasional vertical contact by the President within a major area is provided in meetings with the general administrative officer and the divisional heads and key personnel under him. Normally, however, the President is kept abreast of problems and opportunities within each area through meetings and conferences with the general officers. The individual college dean meets with the President, or with the President and the Provost whenever the need arises on matters of program direction or development.

Inasmuch as the University's central purpose is education, the President expects to devote his major energies to the advancement of academic matters. This will require frequent contact with college deans and faculty in program development and evaluation, but a minimum degree in daily administrative matters. Meetings of the Faculty Senate and General Faculty afford the primary opportunity in this relationship. The President also spends a great deal of time in cultivating supportive relationships and funds development for the University.

7. Deans and directors of the academic programs are administratively responsible to the Provost and to the President in the development of their respective programs. A particular feature of administration at Tuskegee is that while the several deans and faculties are encouraged and expected to develop programs in their specialized area with a maximum of professional independence, they are also required to engage and to support the broader mission of the University. This is done within the framework of the University's strategic and operational plans. A high degree of joint effort is expected between the college deans and the Provost. Deans are also expected to work closely with the Vice President of Development, the Vice President for Communications, Public Relations and Marketing, Vice President for Research and Sponsored Programs and the President to develop financial resources for their schools. The Deans are also expected to work cooperatively on behalf of the entire University.

### **The Faculty Pattern**

1. The primary function of the organized faculty is legislative with respect to specifically academic matters, but provisions are made for giving attention to faculty concerns about administrative matters as well through committees that are commissioned for that purpose. In addition, Tuskegee University provides for faculty involvement in a number of other ways, including representation as guests at meetings of the Board of Trustees through the Faculty Senate.

2. The University's Governance Document clearly sets forth the powers of the faculty and its legislative jurisdiction to determine (a) aspects of the curriculum over which it should have the primary responsibility; (b) elements of personal counseling and discipline in which it has a major concern; (c) matters of administration on which its committees should advise or judge; (d) the extent and nature of powers and jurisdiction over constituent faculties; and (e) particular situations where its judgment and counsel are indispensable to the formation of sound general policy.
3. The Faculty Senate is the representative body of the University faculty and, as such, functions as an agency of the faculty as a whole.
4. The faculty has genuine and active concern for the welfare and development of specific programs of its constituent units. The faculty promotes and supports these, but takes necessary actions when justified to safeguard the interest of the total University program.

### **The Student Pattern**

1. Student participation is recognized as an essential element in the development of policy, especially on matters directly involving student interest. The Administration and the Faculty are supportive of the view that students should be included on appropriate committees and other internal bodies in sufficient numbers so that their interests may be adequately presented.
2. The Student Government Association has been established as the representative body for the students of the University.
3. Provision is provided for student representation on many committees of the University and includes representation as guests at meetings of the Board of Trustees.
4. All student officers meet monthly with the President and general officers to keep open lines of communication and to resolve problems.

### **The Staff Pattern**

1. The staff as a whole has primary responsibility for support of Tuskegee University's academic program of instruction, research and public service.
2. The Staff Senate is recognized as the legislative (and representative) body of the staff as a whole and shares a responsibility to develop and recommend policies for the University staff not covered by labor union contracts, and to review periodically the effectiveness of the total staff personnel program.
3. The Staff Senate also acts as an advisory and consultative body to the President and other general officers on any matters that may affect the attainment of the staff objectives of the University.
4. The Staff Senate has representation as guests at meetings of the Board of Trustees.

## **The Pattern of Committee Organization**

1. The structure (a) provides for those committees which higher education accepts as fundamental in furthering good faculty-administration-student relationships; (b) incorporates committees to advise on administrative matters and to help promote good interpersonal relations throughout the University; (c) meets the particular needs of Tuskegee University; (d) utilizes committees only to the extent necessary to meet institutional objectives; and (e) responds to periodic evaluation to discover ways to improve the operation of committees or to suggest the discontinuance of any committee that has outlived its usefulness.
2. Roles of committees at Tuskegee include: (a) advising; (b) coordinating; (c) recommending plans; (d) arbitrating and (e) assisting with formulation of research procedures. Committees are not commissioned to carry out administrative functions, except in the most unusual situations.
3. The structure recognizes committees under statutes of constituent faculties; is cognizant of and encourages use of ad hoc committees as substitutes for standing committees whenever feasible.
4. The roles of committees include the composition, terms of service, objectives, level and scope of functioning; jurisdiction; records and reports, and the like. Committees that do not function as deliberative bodies are held to a moderate size to facilitate efficient operation.

## **THE ADMINISTRATIVE ORGANIZATION**

## THE ADMINISTRATIVE ORGANIZATION

### General Officers

General Officers are responsible to the President for supervising the major areas of the University's program. They are appointed by, and serve at the pleasure of, the President. The President is appointed by, and serves at the pleasure of, the Board of Trustees.

### President

According to the University's By-Laws:

The President shall be the Chief Executive Officer and the chief spokesperson of the University. Subject to veto or revision by the Board of Trustees or the Executive Committee, the President shall have full authority to organize and conduct the affairs of the institution, to select and employ faculty members' officers; assistants, deans, administrative supervisors, and such other employees as may be deemed advisable and in accordance with the requirements of the By-Laws.

The President shall make a report to the Trustees at the annual meeting ~~in October~~, reviewing the work of the year and the general condition of the institution making such recommendations and requests as may be thought useful. The President shall also make intermediate reports to the Trustees or to the Executive Committee as often as requested.

The Board of Trustees holds the President responsible for a large number and variety of duties, all of which could not possibly be performed without the aid of the several officers of the University and members of the faculty and staff. In practice, many duties must be delegated in whole or in part; nevertheless, certain specific duties are listed below to bring more clearly into focus the plan of operation of the University.

Specific duties of the President include:

1. Serving as the Chief Executive Officer, leading the faculty and the total institution to fulfill its maximum educational opportunities within the broad policies established by the Board of Trustees, and developing new programs, policies and goals in collaboration with Trustees, officers, faculty, students, alumni, and consultants-to keep the University's programs and goals abreast of the times.
2. Promoting University-wide faculty, staff and student growth and academic excellence.
3. Organizing the general operations of the University for maximum effectiveness and the appropriate delegation of authority to general officers for responsibility in the following major areas: academic affairs and student services; business and fiscal management; institutional advancement, marketing and communications, admissions and enrollment management and human resources management.
4. Supervising the work of general and other administrative officers; and holding all faculty

and staff personnel responsible for the faithful, effective and efficient performance of their duties through their deans, department heads and directors.

5. Appointing to office all personnel at Tuskegee University—faculty, staff, general and associate general officers and others.
6. Receiving and acting upon reports, recommendations, and official actions of all officers, committees, councils, and faculties; and transmitting to the Board of Trustees those recommendations which, in the President's discretion, warrant Board action.
7. Serving as the official medium of communication between the Board of Trustees and the faculty, staff, students, alumni, and interested publics of the University.
8. Chairing the Strategic Planning Committee, the Capital Projects Committee, the Budget Committee and preparing the annual budget, with the assistance of the officers, faculty and staff, of the University, and submitting it to the Board of Trustees for action.
9. Establishing the committee structure of the University and appointing persons to committees as required; serving as Chair and Executive Officer of the University faculty and the University staff and presiding at general meetings of both groups. Serving as Chair of the President's Cabinet, and of the University's Executive Council, *et. al.*
10. Representing the University in person, or by proxy, at important conferences and occasions of significance to the University, and presiding—or delegating this responsibility—at all major University convocations.
11. Enunciating and interpreting the University's purpose, policies, needs and plans for current and future development to its constituencies, including alumni, foundations, corporations, federal, state, and local government and the general public; and seeking the moral and financial support of these individuals and organizations.

### **Chief of Staff**

The chief of staff is appointed by the President of Tuskegee University and serves as the integral member of the senior management team, as “the first among equals” and provides advice and counsel to the President on a regular daily basis. The chief of staff, manages and directs special/strategic projects for the President, oversees the proper functioning of all day to day administrative activities, and serves as the primary liaison for the President, facilitates and develops ongoing relationships with the University’s internal and external constituents. The Chief of Staff monitors and insures the effective and harmonious collaborative interaction among the Senior Staff.

### **ESSENTIAL DUTIES**

- Facilitates the resolution of matters requiring the President's attention

- Chairs the Senior Cabinet Meeting in the absence of the President
- Serves as Commissioner to the Chief of Campus Police and University Security
- Supervises the Special Assistant to the Chief of Staff and President's Office staff
- Assigns responsibilities to the Executive Assistant in the absence of the President
- Acts as Chief Spokesperson in the President's Absence on Administrative Matters; while the Provost serves in such capacity for all Academic Matters
- Provides general oversight of the President's calendar
- Monitors and supervises the signing of annual employee and faculty contracts
- Serves as signature authority on travel requests, travel claims, attendance reports and other related documents for personnel who report to the President
- Conceptualizes and implements initiatives to advance the President's vision
- Monitors and ensures progress in achieving the President's initiatives and in responding to Office of the President Directives and requests
- Represents the President, serves as a liaison to the Office of the President and to other campus units
- Drafts sensitive or high-level correspondence or reports
- Facilitates and participates in key constituent meetings and ensures appropriate and responsive follow-up
- Provides guidance to the President's administrative team (i.e., executive assistant and administrative assistant ensuring optimal and synergistic support of the President
- Performs annual evaluations of executive administrative team members in the Office of the President
- Provides accurate and timely information to other university and campus departments, personnel, students and the public, as necessary
- Understands educational policies, programs and operational functions of the University and appropriately implements University policies, procedures & guidelines
- Maintains and monitors office expenditures
- Oversees and directs the preparation and assembly of the materials for the quarterly BOT meetings and other special board meetings
- Promotes a positive image of the University and higher education by representing the University in community, state and regional functions, when requested
- Performs related duties as required and deemed appropriate to accomplish assigned

responsibilities and functions of the Office of the President

## **OTHER RESPONSIBILITIES**

- Performs other related duties as assigned

### **Provost and Vice President for Academic Affairs**

The Provost is appointed by and responsible to the President for curricular, instructional, faculty personnel matters and student affairs. This officer is the chief academic officer of the University, under the President. Under the direction of the President, and in conjunction with the deans, this officer allocates budgets, faculty positions, staff positions and instructional resources for all academic areas, including graduate and summer school programs. Working with the President, deans and faculty, the Provost has the responsibility for continuously improving the quality of University-wide undergraduate, graduate and professional educational programs. This officer is also expected to encourage innovation and to be sensitive to factors such as opportunities for faculty research, teaching loads, sabbatical leaves, and adequate instructional budgets which are necessary for the university to maintain excellent programs and an appropriate learning environment. Additionally, the Provost is expected to provide the leadership to promote a student-centered University.

Specific duties of the Provost include:

1. Advising the President, regularly, through conferences and reports, on the status of the academic program and personnel, educational goals, accreditation, etc., and on broad University policy, particularly as it relates to academic areas.
2. In conjunction with the Dean of Students, providing the leadership for planning co-curricular programs for the cultural, spiritual and personal development of students.
3. Administering policies and major procedures relating to the development, revision, and adjustment of curricula.
4. Supervising the administration of academic regulations in the several colleges and for the University-wide instruction program.
5. Administering general provisions for faculty appointment, promotion, and leave of absence, tenure, and the like, as provided in the *Faculty Handbook* and other published materials.
6. Encouraging, in cooperation with academic deans and the Dean of Graduate Programs and Research, research efforts throughout the University.
7. Coordinating and administering programs for faculty development, approving teaching loads, and other aspects of faculty service.
8. Setting up mechanisms for appropriate evaluation of faculty and coordination of measures

for continuous improvement of instruction.

9. Administering academic records and reports of the University.
10. Publishing the University's academic calendar in consultation with the faculty and the President's Cabinet.
11. Assisting with the recruitment of major academic officers and senior faculty for the University.
12. Providing information, services, counsel, and general supervision that will enable college deans to develop and administer effectively the programs to which they give primary leadership.
13. Developing academic policies, standards of instruction, scholarship and academic excellence, particularly by reviewing and formulating policy on curricula, faculty service, and general measures for the continuous improvement of instruction-all of which require legislative action by the Faculty Senate or its Committees.
14. Serving as staff to the Educational Policies Committee of the Board of Trustees.
15. Serving as Chair of the Council of Deans, as a member of the President's Cabinet, the Executive Council, the Budget and Planning Committee and such other committees as may be requested by the President.
16. Working with Deans on preparation of budget recommendations.
17. Performing other duties as may be assigned by the President.

### **Vice President for Finance and Chief Business Officer**

The Vice President for Finance and Chief Business Officer is appointed by the President. He is responsible to the President for all business, financial and maintenance operations of the University, except those financial operations listed in the By-Laws as the specific responsibility of the Board of Trustees, or any of its committees, officers or members.

The Vice President for Finance and Chief Business Officer shall provide an overall business atmosphere which sets for all persons in the University community an example of the highest level of integrity and efficiency, and which encourages the same throughout the entire University organization. This environment should be one that stimulates persons to seek out special aid as may be available through the business organization of the University.

Specific duties of the Vice President for Finance and Chief Business Officer include:

1. Collecting, receiving, receipting, depositing, and disbursing all funds. Funds received are to be deposited in banks approved by the Finance Committee of the Board of Trustees,

with checks properly countersigned.

2. Assuming responsibility for accounting, financial and control reporting, and for long-term financial planning of the business affairs of the University.
3. Keeping the President fully advised of business and financial matters of the University through regular reports and conferences.
4. Assisting the President and other general officers and associate general officer in development of the budget and controlling expenditures within the approved budget. The latter involves furnishing information monthly to deans and heads of major units as to the status of budgets under their supervision, and giving advice on the financial management of these areas when requested or deemed necessary by the Vice President for Finance and Chief Business Officer.
5. Providing assistance in the supervision of finances of student activities.
6. Procuring materials, contractual services and facilities. All contracts and agreements are to be approved by the Vice President for Finance and Chief Business Office or his designee and/or the President or his designee. In some instances, the Secretary or Chair of the Board of Trustees may be required to Sign.
7. Directing operations of the auxiliary and service enterprises, which include such areas as student, faculty, and staff/housing, food service, general service units, and the like, in a manner so as to provide the maximum service at the lower possible cost.
8. Directing the operation, maintenance, and protection of the physical plant.
9. Supervising all new construction-making recommendations to the President on construction, participating in conferences with architects, engineers, and supervisors as is deemed necessary.
10. Administering inventory and property control programs and assisting in the administration of an effective space utilization program.
11. Serving as a member of the President's Cabinet, the Executive Council, Budget and Planning Committee, and such other committees as may be requested by the President.
12. Preparing reports and other information as may be required for communication between the Business Office and the President and for effective management of the University's resources.
13. Submitting to the Trustees, through the President, at each regular meeting a statement of income and expenditures and appropriate other financial data and pertinent analyses.
14. Serving as staff for the following Board of Trustees committees: Kellogg Conference Center Oversight, Physical Plant, Audit and Finance.

15. Performing other duties as may be assigned by the President.

### **Vice President of Communications, Public Relations and Marketing**

The Vice President for Communications, Public Relations and Marketing reports directly to the President of the University and is an integral member of the senior management team. He is responsible for developing sound strategies, plans and tactics that will result in consistently reinforcing the view of Tuskegee University as an outstanding and highly competitive institution. The Vice President is also expected to design and implement a plan to increased exposure for Tuskegee University's research, instructional and engagement initiatives with the local, regional, national and international print and electronic media. He will provide oversight, leadership and hands-on responsibility for proposals, publications, public and media relations and special events. The Vice President will also lead, manage and evaluate staff members and ensure the smooth and efficient functioning of the communications office.

#### **ESSENTIAL DUTIES**

- Devise public relations, marketing & communications strategies to heighten the University's visibility & funding opportunities, & attract additional capable students.
- Maintain working relationships with representatives from local, regional, state and national TV, radio and print media.
- Coordinate public relations and media communications with other university offices, including athletics.
- Write and disseminate press releases. Conceptualize and produce electronic and print advertisements.
- Oversee & write speeches, presentations & position papers for senior management.
- Participate in working groups to plan, coordinate and execute original communications, invitations, press releases and publications related to special events and university-wide programs.
- Develop content for information brochures; review and edit drafts of correspondence, reports, and brochures for mass distribution.
- Draft articles and reports on the status of major initiatives for distribution to members, prospects, the general public, volunteer support groups, and special interest groups.
- Supervise the design, content, maintenance and updating of the University's website.
- Implement an effective promotional and communication program to support the following on-going University activities:
  - a) Coordination and completion of the President's Annual Reports
  - b) Publication of The Tuskegee Magazine
  - c) Completion of the Donor Report and Honor Roll for all contributors

- d) Completion of a quarterly alumni newsletter
  - e) Distribution of Yearly Calendar of Events
  - f) Development of the annual student yearbook, the Tuskeana
  - g) Advise and manage the student-produced newspaper: Campus Digest
  - h) Manage and execute public information brochures for the six academic colleges/schools and the admissions office
- Participate in campus-wide activities such as convocations & other special events.

#### OTHER RESPONSIBILITIES

- Perform other related duties incidental to the work described, and as designated by the President.

#### **Vice President for External Affairs and General Counsel**

This senior position serves as a member of the President's Cabinet and reports directly to the President of the University. The Vice President for External Affairs and General Counsel develops and leads an expanded range of governmental relations and quotidian legal functions for the University, including referral to external specialized law firms, as needed. The scope of responsibility includes leading efforts to increase funding at the state and federal levels as well as providing legal counsel to the university. Specific responsibilities include monitoring local, county, state, regional and federal legislation, executive orders, agency directives and court rulings that might impact higher education; reviewing all legal documents such as memoranda of understanding, legal and binding agreements/contracts; and representing the university, activating legal insurance claims and/or retaining appropriate external legal services, in all litigation matters affecting the University, when applicable.

Specific duties of the Vice President for External Affairs and General Counsel include:

1. Represents the University, its Board of Trustees, its President and senior officers, and its faculty and staff in all legal proceedings.
2. Selects, manages and is responsible for the retention of outside legal counsel.
3. Monitor federal and state legislation that impacts Tuskegee University.
4. Bring a solid record of education and experience in legal matters pertinent to higher education issues.
5. Serves as a member of the University's senior leadership team; advises and briefs the President and Board Chair on Board of Trustees matters and governance policy and practice, including potential or apparent conflicts of interest.
6. Have knowledge of the complex and ever changing HR realities of a comprehensive university.

7. Have leadership and communication skills, along with an understanding of the academy and how faculty, students and staff work together to create a great university.
8. Have a keen understanding of and commitment to the values of diversity, equity, equal opportunity, academic excellence, workforce professionalism, competency and effective governance.
9. Have solid interpersonal skills with demonstrated success in building relationships, negotiating and influencing organizational change.
10. Have demonstrated ability to think strategically and creatively and then act decisively and competently in a timely manner to implement change and new approaches.
11. Develop an expanded focus on meeting the full range of government affairs needs of the university.
12. Perform other related duties as assigned.

### **Vice President for Student Affairs and Enrollment Management**

The Vice President for Student Affairs and Enrollment Management reports directing to the President and is responsible for establishing and maintaining a comprehensive array of student support functions; coordinating student development programs that promote and foster student success; and leading strategic initiatives to enhance admissions and enrollments. This position serves as a key member of the President's Cabinet and provides leadership in overseeing program development, evaluation of services, financial management and personnel administration for the following student affairs functions: Admissions and Enrollment Management, Career Planning and Counseling and Testing Center, Dean of Students, Judicial Affairs, Educational Talent Search, Financial Aid, Housing, Residence Life and Development, Student Health Services, Student Life and Development, and Upward Bound.

Essential duties:

- Serve as an advocate for student welfare.
- Assist students with personal, career, social and educational concerns.
- Review, develop, maintain, and administer policies and procedures related to student affairs/development.
- Provide supervision and advisement to student government with regard to all students, university and community issues.

- Serve as an advocate for maximizing campus-wide customer service to students.
- Promote the growth and personal development of students.
- Foster open communication and information sharing between the students and the administration.
- Work closely with faculty, staff and administrators in forming partnerships to improve support services to students and to improve resources that benefit students.
- Develop and implement both a college-wide student enrollment plan and a student retention plan in collaboration with administrators, faculty, staff and students.
- Analyze enrollment trends and identify students who comprise the University's target market in order to develop appropriate recruitments programs.
- Ensure delivery of quality, student-oriented enrollment services by coordinating the functions of the offices of Admissions and Student Financial Aid to ensure the development and implementation of efficient, effective, and integrated policies, procedures, and systems.
- Chair the Enrollment Management Committee.
- Serve on other campus-wide committees.
- Perform other related duties as assigned by the President.

### **Vice President of Development**

Reporting to the President of the University, the Vice President of Development serves as a key member of the senior management team and is an active participant in making strategic decisions affecting the University.

The Vice President of Development, in partnership with the President, is responsible for planning and directing all fundraising and development activities. This officer will maintain relationships with existing donors and help forge new collaborations to build the University's donor base/pipeline and work closely with other team members, deans and/or board members to secure funding to strengthen the University's overall fundraising capacity. Additionally, this officer will be expected to supervise, mentor, and evaluate

departmental employees and ensure the smooth and efficient functioning of the development office.

Specific duties of the Vice President of Development include:

1. Provide staff support to the Development Committee of the Board of Trustees
2. Serve on the President's Cabinet, the Executive Council and other committees, as designated by the President
3. Assist in planning and executing programs that facilitate the work of the President in attracting financial support for all areas of the University
4. Keep the President cabinet members deans, faculty and the University as a whole, informed about potential sources of funds, from the public or private sector
5. Review and approve all requests solicitation of funds or gifts of any kind from the faculty, staff and students at Tuskegee University
6. Develop and implement strategic/resource development plans for the development department
7. Oversee the reconciliation of development gift reports with the Business and Fiscal Affairs Office to ensure timely and consistent reports of private contributions
8. Plan and administer the unit's annual operating budget
9. Identify, cultivate, manage and solicit a portfolio of major gift prospects (individuals, corporations and foundations)
10. Establish and maintain a repository of giving records and research on all supporters of the University
11. Provide stewardship in recognition of donor philanthropy (i.e. keep all contributors current on their gift status and well informed about new gift opportunities)
12. Establishing and maintain a library of information concerning prospective supporters of each program area for private gifts—corporations, foundations, individuals and other organizations

13. Supervise systematic efforts to identify, solicit, steward, maintain and upgrade annual and major gift donors and prospects
14. Provide for the ongoing promotion of planned giving opportunities
15. Oversee, manage and/or plan advancement cultivation events
16. Collaborate with donors/staff/agents of wealth in completing gift arrangements which require tax or estate planning
17. Manage annual and special campaigns, corporate and foundation support, major and planned giving
18. Provide leadership for all external relationship building with a variety of constituencies
19. Serve in a liaison role between each administrative and educational area in matters concerning the development program, especially in formulating and executing fundraising programs and policy
20. Review and approve all requests for solicitation of funds, advertisements, or gifts of any kind from the faculty, staff, and students at Tuskegee University
21. Keep the President, the Provost, the Vice President for Finance and Business Officer, the Deans, faculty and the University a whole, informed about potential sources of funds from the private sector
22. Assist academic leadership in non-duplicative efforts to identify sources and prepare proposals to government, corporate, foundation and other private grant making agencies
23. Perform other duties as assigned by the President

### **Vice President for Research and Sponsored Programs**

The Vice President for Research and Sponsored Programs, who heads the Division of Research and Sponsored Programs, is responsible for development and implementation of plans to enhance and sustain Tuskegee University's capability for research and other sponsored programs. In this regard the Vice President serves as the primary contact with federal agencies, foundations and industry in matters dealing with research and other sponsored programs. He is also

responsible for ensuring that the university is in compliance with the state and federal regulations concerning research and other sponsored programs.

The Vice President reports directly to the president and serves as a member of the president's cabinet. He/she is assisted by the following offices in discharging his/her duties.

**Office of Grantsmanship and Compliance (OGC)**

The director of the OGC assists the Vice President in collaborating the activities of all compliance committees and the Institutional Review Board (IRB), inspecting research facilities for compliance, providing safety training for faculty and students who conduct research in the laboratories and reporting to the president regarding repairs and safety measures that are necessary for a safe and timely conduct of research. The director of the OGC also assists the VPR in obtaining approvals of and signatures on all Memorandums of Understanding, Partnership Agreements, Non-disclosure Agreements, and Teaming Agreements between Tuskegee University and other organizations and Intellectual Property (Patent) applications.

**Office of Sponsored Programs (OSP)**

The OSP, which is headed by a Director, is responsible for all Pre-Award activities within the Division of Research and Sponsored Programs.

The director of the OSP, who supervises the grants specialists in his/her office, assists the Vice President in guiding the faculty members and research staff in identifying funding sources, preparing proposals, obtaining approvals of the university officials for submission of proposals and submitting proposals on behalf of the university. The OSP is also responsible for assisting the VPR in approving budget shifts, no cost extensions and successfully closing grants and contracts and submitting technical reports to the funding agencies. The OSP staff also works with the accounting staff during internal and external auditing.

**Office of Grants and Contracts Accounting (OGCA)**

The OGCA, which is headed by a Director, is responsible for all Post-Award activities within the Division of Research and Sponsored Programs. The director of the OGCA, who supervises the grants analysts in his/her office, assists the VPR in facilitating proper expenditure of funds under grants and contracts. All purchase requisitions, check requests, institutional vouchers and other contracts are processed through the OGCA and forwarded to appropriate university offices for further action. The OGCA maintains an accurate account (expenditures and balances) of all grants and contracts awarded to Tuskegee University. The OGCA assists the VPR in closing of all grants and contracts and submitting financial reports to the funding agencies. The OGCA staff also works with the accounting staff during internal and external auditing.

## **Chief Audit Executive, University Audit**

The Chief Audit Executive (CAE), in partnership with the Vice President and Chief Financial Officer, is responsible for establishing and implementing university-wide internal audit and risk management policies and procedures. Additionally, the CAE will be responsible for conducting risk assessments of university-wide operations to facilitate the development of audit plans and schedules, organizing internal audit programs, and overseeing and directing a wide variety of audits in areas such as: departmental operations, cash and payroll, information systems, financial grant/compliance, economy and efficiency studies, and special requests from management and the Board of Trustees.

The Chief Audit Executive (CAE) reports to the President with fiscal reporting responsibilities to the Chair, Board of Trustees and his/her designee.

### **ESSENTIAL DUTIES**

- Establish and implement university wide, internal audit policies and procedures.
- Conduct risk assessments of university wide operations to facilitate development of audit plans and schedules.
- Organize internal audit program and oversee and direct a wide variety of audits in areas such as; departmental operations, cash and payroll, information systems, financial grant/compliance, economy and efficiency studies, special board and management requests.
- Review audit work papers, determine material problems, and recommend adjustments and changes in university policies and procedures.
- Prepare special reports for the President, Vice President and Chief Financial Officer, deans, and senior level management.

### **OTHER RESPONSIBILITIES**

- Perform other related duties as assigned by the President

## **Director of Human Resources Management**

The Vice President for Human Resources Management reports and is responsible to the President and will develop human resources policies and programs for the entire University. The major areas covered are organizational planning, organizational development, employment, indoctrination and training, employee relations, compensation, benefits, safety and health, and employee services. The Director of Human Resources Management originates human resources practices and objectives that will provide a balanced program throughout all divisions, coordinates implementation through Human Resources staff, and assists and advises senior management on human resources.

Specific duties of the Director of Human Resources Management:

1. Formulates and recommends human resources policies and objectives for the entire University.
2. Determines and recommends employee relations practices necessary to establish a positive employer-employee relationship and promote a high level of employee morale.
3. Identifies legal requirements and government reporting regulations affecting Human Resources functions (e.g., OSHA, EEO, TEFRA, ERISA, Wage and Hour). Monitors exposure of the University. Directs the preparation of information requested or required for compliance. Approves all information submitted. Acts as primary contact with labor counsel and outside government agencies.
4. Protects interests of employees and the University in accordance with University Human Resources policies and governmental laws and regulations. Approves recommendations for terminations. Reviews employee appeals through complaint procedure.
5. Directs a process of organizational planning that evaluates structure, job design, and manpower forecasting throughout the University. Coordinates activities across division lines. Evaluates plans and changes to plans. Makes recommendation to the President.
6. Directs a process of organizational development that primarily addresses succession planning through the University. Coordinates activities and evaluates plans and changes to plans.
7. Establishes wage and salary structure, pay policies, performance appraisal programs, employee benefit programs and services, and company safety and health programs. Monitors for effectiveness and cost containments.
8. Establishes standard recruiting and placement practices and procedures. Reviews variances to schedules. Interviews executive-level candidates.
9. Conducts a continuing study of all Human Resources policies, programs, and practices to keep top management informed of new developments.
10. Keeps the President informed of significant problems that jeopardize the achievement of objectives, and those which are not being addressed adequately.
11. Assumes other duties as assigned by the President.

## **ASSOCIATE GENERAL OFFICERS**

Associate General Officers are normally academic administrators under the level of a general officer who are responsible for supervising major academic or academically related units of the University. They also include such other persons in strategic administrative roles as may be designated by the President. Associate general officers are appointed annually.

## ACADEMIC OFFICERS

Summaries of the major responsibilities of the academic associate general officers follow:

### Dean of a College

The Dean of a College is appointed by and responsible to the President, through the Provost for the creative development, effective direction and academic excellence of the educational program, including associated auxiliary services. These should be in harmony with the University's overall strategic plans in ways which will complement and support the total work of the institution. The Dean is under the general supervision of the Provost, and is responsible for the effectiveness of the college's academic program and administrative functions.

Specific duties of the College Dean include:

1. Giving constructive leadership to faculty and students within the college.
2. Assisting in long-term planning and the formulation of educational goals and programs for the University.
3. Promoting programs for scholarship, professional growth, academic welfare, and personal development of faculty and students.
4. Recruiting well-trained, scholarly and dedicated persons to authorized positions on the College faculty.
5. Supervising and evaluating teaching effectiveness and improvement of instruction.
6. Facilitating faculty awareness of relevant developments and trends in education, particularly in their professional areas.
7. Seeking advice of members of the College faculty on educational matters to be discussed at the policy-making level and interpreting University policy clearly and effectively to all persons in the college.
8. Collaborating with faculty and committees of the College in connection with the following:
  1. Formulation of curriculum proposals and other educational policies to further the instructional program of the College.
  2. Preparation of class schedules and assignments of classes to the college's faculty, with appropriate coordination and approval through the Provost.
  3. Preparation, with assistance of the faculty and particularly department heads, of budget recommendations for submissions to the President.

4. Development and application of measure to evaluate individual faculty teaching performance.
5. Regulation and control of expenditures in keeping with authorized budget and the efficient utilization of resources.
6. Cooperation with other departments and with programs of the University faculty.
7. Assistance in the total development and over-all administration of superior program of research and graduate instruction.
8. Enhancement of the over-all public relations and developmental efforts of the University.
9. Carrying out the programs of the College within the financial constraints and financial policies of the University.
10. Making and adjusting programs of study for students enrolled in the College in general accordance with academic regulations.
11. Effecting minor adjustments of curricula of the College and conferring with the Provost in making other adjustments within the established policy of the University.
12. Representing the College at professional meetings.
13. Serving as ex-officio member of the following committees: Executive Council, Dean's Council, College Personnel Committee (Chair), College Educational Policies Committee, Faculty Senate, and serving on University-wide committees when elected or appointed by the President.
14. Teaching at least one course each semester.
15. Advising the Provost, regularly, through conferences and reports, on the status of the academic program and personnel, educational goals, accreditation of programs and other matters, that will lead to providing excellent academic programs.
16. Performing other duties as required and assigned by the Provost and President.

### **Dean of Graduate Programs and Research**

The Dean of Graduate Programs and Research is appointed by and responsible to the President, through the Provost, for the coordination and direction of graduate programs and research. These programs may be specific to particular disciplines or they may be inter-or cross-disciplinary in nature. In either case they must be consistent with the policies of the Graduate Faculty under the direction of the Dean of Graduate Programs and Research.

Specific duties of the Dean of Graduate Programs and Research include:

1. Serving as the responsible administrative official for graduate programs. In this connection the dean provides leadership for advancing the overall quality of the graduate programs and research.
2. Maintaining a complete file of all graduate correspondence, including initial contact with prospective graduate students and other on-and off-campus correspondence.
3. Maintaining files according to individuals and colleges for all candidates and graduates at the master's and doctoral level.
4. Serving as chairperson of meetings of the Graduate Faculty, preparing agenda, scheduling meetings, and editing and distributing minutes of meetings of the Graduate Faculty.
5. Serving as chairperson of meetings of the Educational Policies Committee of the Graduate Faculty; preparing agenda, scheduling meetings, and distributing minutes of the Educational Policies Committee to the Graduate Faculty.
6. Preparing and disseminating studies to members of the graduate Faculty which are designed to provide information for the more effective and efficiently operated graduate programs.
7. Preparing the Graduate Programs Bulletin and other materials relating to graduate instruction including information that is published in the *Tuskegee University Bulletin* and other University publications.
8. Preparing and distributing the Graduate Faculty Roster at the beginning of each academic school year.
9. Recommending to the President, through the Provost, the names of faculty members for appointment to the Graduate Faculty, with certification of eligibility, upon the suggestion of college deans.
10. Implementing policies and interpreting rules and regulations relating to graduate programs to students and faculty whenever necessary.
11. Resolving any special problems of graduate students in consultation with the College Dean and/or Department Head.
12. Making and adjusting programs of study for students enrolled in the graduate programs in accordance with academic regulations.
13. Approving the addition or substitution of graduate courses, as recommended by the College Dean.
14. Authorizing graduate students to carry extra semester credits when deemed justifiable or upon the recommendation of the College Dean.

15. Approving or disapproving all applications for admission to candidacy for the Master of Science and Master of Education and Ph.D. degrees.
16. Verifying that drafts of theses have been checked for English usage and giving final approval of all completed theses and dissertations.
17. Approving and scheduling, at the request of College Deans, final oral examinations for graduate students and notifying members of the Examination Committee.
18. Certifying to the Registrar all candidates for graduate degrees.
19. Representing Tuskegee University at appropriate professional meetings.
20. Serving on University committees when appointed by the Provost or President, selected or designated in an ex-officio capacity.
21. Participating in commencement exercise as Dean of Graduate Programs and Research.
22. Replying to questionnaires about graduate programs.
23. Recommending new programs for graduate studies at the master's and doctorate levels.
24. Motivating the faculty to do research and working closely with the Office of University Advancement and Sponsored Programs to provide opportunities for the faculty to do research.
25. Advising the Provost, regularly, through conferences and reports, on the status of the graduate programs with regard to admissions standards and enrollment of students, curricular matters, and opportunities for research.
26. Performing other duties which may be assigned by the President or the Provost.

### **Dean of the Chapel**

The Dean of the Chapel is appointed by and responsible to the President through the Provost. The Dean of the Chapel has primary responsibility for the religious life of the University. The Dean will encourage and promote an appreciation for spiritual values and expressions. Activities under the Dean will include religious and educational services and devotional programs to encourage spiritual enrichment.

### **Director of Library Services**

The Director of Library Services is appointed by and responsible to the President of the University through the Provost. The Director is responsible for all library operations, including the main library and three departmental libraries in architecture, engineering and veterinary medicine. The Director is responsible for the management of all library budgets; recruitment and planning for continuing education of all personnel; supervision of collection management,

strategic planning, and visioning, to enable the library to lead the University in providing access to the information needs of its constituents. The Director is responsible for developing a library collection that will complement the educational programs of the University, and for formulating and administering policies, rules and regulations to encourage the fullest use of the library by students and faculty.

### **Director, National Center for Bioethics in Research and Health Care**

The Director provides effective leadership, direction and development of the Bioethics Center for the efficient management of its programs to include oversight of the scholarship of the bioethics and public health ethics research faculty and staff and other University colleagues and students, supervision of support personnel, guidance in the development of effective and rigorous bioethics and public health ethics, research, education and community engagement programs and of other integral and associated activities and services associated with those efforts. The Director also has chief responsibility to develop the Bioethics Center's strategic planning, financial budgets, proposal applications for their administration and recommending to the President through the Provost as consideration for implementation.

### **Director, Health Disparities Institute for Research and Education**

The Director of the Health Disparities Institute for Research and Education is responsible for the oversight and management of all activities for the Institute, including communications between the University's internal and external constituents (faculty, staff, governmental officials, health care professionals and practitioners, etc.). This officer will provide strategic guidance in the development of the mission, goals and objectives of the program and serve as the primary liaison for the Institute with influential professional, research, community and academic institutions. Additionally, this officer will work collaboratively with cross-functional teams on message development, publication planning, funding opportunities, staffing and research protocols.

### **ESSENTIAL DUTIES**

- Develop the mission, goals and objectives of the Institute
- Establish an internal steering committee and serve as lead staff to this committee
- Identify and recruit research investigators
- Assist with the development of the curriculum
- Seek funding and community partnerships for the Institute
- Assist with the development and implementation of publication plans including journal submissions, abstracts, posters, clinical symposiums, podium presentations, etc.
- Present specific information to strategic organizations and institutions to improve understanding of the Institute and build support among various audiences
- Provide input into the design and implementation of outreach programming and activities
- Develop and maintain close professional relationships with influential members/key opinion leaders (physicians and researchers) within pertinent medical community

- Foster the establishment, recruitment and maintenance of external scientific advisory boards and assists in advocacy development
- Remain informed of current developments within pertinent medical and scientific communities through familiarity with current literature, attendance at meetings, conventions, professional associations, etc. and share the information with appropriate parties.
- Establish detailed procedures to validate compliance measures within the organization and also what is being discussed externally with health care professionals.
- Demonstrated senior leadership with strategic, policy, and budget planning experience in complex organizations.
- Leadership experience in research training programs particularly as they pertain to health disparities
- Knowledge of clinical trial and study operations, experience in obtaining federally funded grants and research financial administration
- Knowledge and experience in IRB guidelines and protocols as applies to human subjects' protection and research compliance.
- Substantial knowledge of applicable research regulations

### **Registrar**

The Registrar is appointed by and is responsible to the President through the Provost. The Registrar is responsible for the maintenance and custody of all official student academic records. This officer shall be the official source of information concerning student enrollment and student records. Using a fully integrated, college-wide computerized student record system, the Registrar is responsible for managing and maintaining the student record system; for certifying candidates' eligibility for degrees, dean's list and other honors; for transfer credit evaluations; for all registration activities, producing statistical reports on enrollment and retention; and for working closely with faculty and staff to support the daily academic life of the University.

### **ADMINISTRATIVE OFFICERS:**

Summaries of the major responsibilities of the administrative associate general officers follow:

#### **Associate Vice President for Enrollment Management**

The Associate Vice President for Enrollment Management reports to the Vice President for Student Affairs and Enrollment Management and is a key member of the Student Affairs Leadership Team. This position is responsible for assisting the Vice President for Student Affairs and Enrollment Management in providing strategic leadership in advancing the University's recruitment and enrollment goals.

#### Essential duties:

- Provide leadership for the office of Admissions, including overseeing the day-to-day operations, managing the budget, coordinating recruitment activities, and implementing marketing plans.

- Manage the admissions staff via hiring, training, supervising, developing and evaluating procedures.
- Develop and implement a strategic recruitment plan, in collaboration with administrators, faculty, staff, and students.
- Provide vision, oversight and continuous review of the recruitment and admissions processes.
- Work closely with deans and departments heads and other staff members to ensure seamless enrollment for students.
- Work closely with the Institutional Research staff to generate data to inform and support the enrollment management effort, to project enrollments, and to analyze data regarding external trends and competing forces.
- Work closely with administrators, faculty, staff, and students regarding the development and implementation of recruitment, enrollment and retention strategies and initiatives.
- Foster close working relationships with various external constituencies, especially middle and high schools, community colleges and alumni.
- Maintain a close working relationship with the office of Financial Aid.
- Work closely with Marketing and Communications in developing recruitment and admissions publications.
- Serve on campus-wide committees.
- Perform other related duties as assigned by the Vice President for Student Affairs and Enrollment Management.

#### **Associate Vice President for Finance/Controller**

The Associate Vice President for Finance/Controller is appointed by and responsible to the President through the Vice President for Finance and Chief Business Officer. This officer is responsible for the day to day operations of the Controller's Office. These include general accounting, accounts payable, payroll, bursar, grant accounting, financial reporting and coordination of independent audits. The officer will have a major role in the establishment and implementation of policies, procedures and internal controls to safeguard the University's assets.

#### **Assistant Vice President for Budget and Planning**

The Assistant Vice President for Budget and Planning is appointed by and is responsible to the President through the Vice President or Business and Fiscal Affairs. This officer maintains a direct coordinating link with the Office of the President. This officer is responsible for the current budgetary operations of the University as well as major aspects of long range budgetary planning and allocation of resources.

#### **Associate Vice President for State and Regional Government Relations:**

The AVP for State and Regional Government Relations reports to the Vice President for

Federal Government Affairs. He/She serves as the University's primary liaison with the State of Alabama's Executive, Legislative and Judicial branches of government, as well as Macon County Officials, the City of Tuskegee political leadership, etc.

### **Director of Athletics**

The Director of Athletics is appointed by and is responsible to the President. This officer is responsible for administering all of the University's athletic programs and departments. He or she may serve as Head Coach of a particular sport and/or faculty member as required. The officer is the President's primary advisor regarding compliance and enforcement of the National Collegiate Athletic Association (NCAA) and Conference rules and regulations.

### **Director of Financial Aid Services**

The Director of Financial Aid Services is appointed by and is responsible to the President through the Vice President for Student Affairs and Enrollment Management. This officer is responsible for administering programs of student financial aid-scholarships, loans, work-study, grants, fellowships, prizes, etc.

### **Director of the Physical Plant**

The Director of Physical Plant is appointed by and is responsible to the President through the Vice President for Finance and Chief Business Officer. This officer is responsible for planning and administering an efficient program of operation and maintenance for the University's physical plant and ground and giving leadership in projecting the University's future plant development.

### **Director of Alumni Affairs**

The Director of Alumni Affairs is appointed by the President and is responsible to the President through the Vice President of Development. The Director of Alumni Affairs directs the activities of the Alumni Affairs Office with the primary objective to develop and maintain effective relationships with Tuskegee's alumni and friends and to coordinate fundraising activities among those groups. The Director also serves as Executive Director of Tuskegee's National Alumni Association and he/she is a member of the Executive Council.

### **Director of International Programs**

The Director of International Programs is appointed by and responsible to the President through the Provost and Vice President for Academic Affairs. This officer is responsible for the effective organization, coordination, and operation of all international programs as well as other programs assigned by the Provost.

Specific duties of this officer include:

1. Serving as the University's liaison person with such international agencies as

2. USAID, SECID, the World Bank, and BIFAD.
3. Assisting in the preparation of all international program project budgets. All such proposals must have her/his approval prior to being submitted to other University officers.
4. Monitoring all university international projects and ensuring that all projects meet their contractual obligations.
5. Organizing and supervising international student programs with the Provost.
6. Performing other duties as may be assigned by the President or Provost/Vice President for Academic Affairs.

### **Dean of Students**

The Dean of Students reports to the Vice President for Student Affairs and Enrollment Management and is a key member of the Student Affairs Leadership Team. This position is responsible for assisting the Vice President for Student Affairs and Enrollment in creating and maintaining a safe, healthy, and supportive environment and culture that synthesizes the intellectual, physical, social, emotional, and spiritual development of our students in a holistic way.

#### Essential duties:

- Assist students with personal, educational, social and career concerns.
- Oversee the production/revision of the Student Handbook.
- Provide the day-to-day administration, interpretation and enforcement of the University Student Code of Conduct Rules and Regulations.
- Provide workshops on the Student Code of Conduct.
- Correspond with students, faculty and staff in all matters pertaining to judicial issues.
- Cooperate with the administration, faculty and students in the formulation and implementation of policies related to student conduct. This includes the review of all student discipline problems.
- Provide leadership in and is responsible for the development, implementation and evaluation of policies and regulations pertaining to student life, especially those related to alcohol and drug usage and student conduct.
- Serve as the advisor for the Honda All-Star Challenge Team.
- Coordinate the Parents' Weekend Program
- Assist the Director of Student Life and Development in providing guidance to student organizations, including the SGA, fraternities and sororities.
- Provide support services to students who need assistance in obtaining excused absences from classes when illness and other uncontrollable incidents occur.

- Assist in coordinating the President's Essay and Awards Program.
- Serve on campus-wide committees.
- Perform other related duties as assigned by the vice President for Student Affairs and Enrollment Management.

### **Chief Information Officer (CIO)**

The CIO is responsible for the effective and efficient development and management of the overall information systems of the University to include both academic and administrative computing, as well as network services, telecommunications and all areas relating to the maintenance of technology on the University campus.

Specifically, your duties as Chief Information Officer will include, but not be limited to the following: advise the President and the Vice President regarding technology applications for all university departments; develop, implement, and support the University's short and long term information technology plans, incorporating and balancing the administrative, instructional research and related needs; meet the technology needs and facilitate the work of the President's cabinet members including the deans of the colleges/schools involving the development and implementation of distance learning services; implementation of the high performance computing (HPC) plans and broadband initiative; and develop, recommend and administer information technology policies and procedures.

Also, you will facilitate the development of strategic alliances with private and governmental organizations to expand the University's information technology resources; establish and evaluate performance standards for the University's information technology services; review proposals for change to existing systems submitted by users, management, computer facilities staff and recommend cost-effective updates, enhancements or replacements; serve as liaison to external resource centers and represent the University community on information technology matters; guide the work of technology advisory committees and user groups to identify the needs and resources are used effectively and efficiently; maintain, improve and periodically report on the University's information technology resources and inventory; and maintain audit, and improve security management for the University's computer systems and networks, including software, hardware and telecommunications.

### **DIVISION DIRECTOR AND DEPARTMENT CHAIR**

A division is an administrative unit of a college or school, which is in turn divided into sub-units. The basic sub-units are individual departments, which offer instruction in specific disciplines or branches of study.

The Department Chair and the Divisional Director in a college or school are appointed annually by the Dean with the approval of the Provost. They are responsible to the Dean of the College for the creative development and effective direction of the educational units under their direction. The Division Director and Department Chair have the primary responsibility to provide effective leadership for their respective units. These administrative positions are pivotal ones in that the degree of excellence with which this leadership is exercised determines the degree of excellence achieved by the faculty and students. The division Chair and Department Head have the responsibility to provide guidance and leadership for their units which are

compatible with the objectives of the college and the University, as well as to see that the professional standards of the field are maintained and fostered by each faculty member and the Division and/or Department as a unit. Furthermore, the maintenance of a friendly and productive *esprit ae corps*, coupled with the development of good public relations should be a continuing objective.

Included in the specific duties of the Division Chair and Department Head are the following:

1. Provide overall leadership of the division and/or department including management of day-to-day operations within the unit.
2. Provide University strategic planning for program development and provide input to the dean and relevant college committees for long-range development of the college.
3. Supervise the evaluation and continuous improvement of instruction and development and coordinate grading practices within the unit.
4. Prepare, with the assistance of faculty, the department or division budget for submission to the Dean of the College and administer the budget approved by the President and Board of Trustees. This means, the head shall have the responsibility for the day-to-day budgetary operations of the department, subject to such necessary fiscal and program controls as are deemed necessary by the dean and written University policy.
5. Oversee the planning and coordination of course offerings within the department including making necessary minor changes as circumstances dictate, subject to the approval by the dean and concurrence with University policy.
6. Make faculty work assignments in collaboration with the faculty and the dean.
7. Plan for necessary library and laboratory facilities for the division and/or department in collaboration with the faculty.
8. Assist the dean in recruiting qualified personnel to fill vacant and/or agreed upon new positions in the unit.
9. Make periodic appraisals of all division or department personnel, both professional and supportive, and report to the dean recommendations for those to be considered for retention, promotion, or separation.
10. Conduct regular meetings of faculty personnel and Department Heads to discuss pertinent matters to achieve good intra- and inter-departmental communication policies dictate, and perform other duties as assigned.

**THE TUSKEGEE UNIVERSITY FACULTY**

## THE TUSKEGEE UNIVERSITY FACULTY

### Membership in the Faculty

Members of the faculty are appointed by and are responsible to the President through the Provost and the Dean of a College to which they are assigned. The Board of Trustees appoints the President to the faculty and he/she serves as chair and executive officer of the faculty. The faculty consists of the President; General Officers; Associate General Officers of Administration who carry academically related responsibilities; persons serving the University in a full-time teaching capacity and who hold the rank of professor, associate professor, assistant professor, or instructor; persons serving the University in a part-time teaching capacity and who would normally hold the rank of lecturer; persons designed as the professional librarians; and persons who are assigned faculty status in the research units. Only the persons designed as faculty and holding primarily a full-time academic teaching or research appointment may be eligible to apply for and be considered for a tenured appointment.

The provisions of the Tuskegee University *Faculty Handbook* and other published materials related to faculty are applicable to all full-time members of the faculty.

Specifically, the duties of a full-time faculty member include:

1. Teaching courses as assigned.
2. Guiding, tutoring and counseling students, and giving support, with appropriate participation in other student development services.
3. Serving on committees as required.
4. Improving instruction through the use of modern and adequate materials, procedures, methods of evaluation, and the like.
5. Keeping accurate class records and making timely reports of grades, attendance and the like.
6. Attending faculty meetings (general, departmental, college) and all University Convocations are required of all faculty members. Faculty members are encouraged to share in the informal life of the campus community such as attending lectures, athletic events, concerts and the like to the end that maximum constructive relationships are developed among faculty, staff and students.
7. Carrying on such auxiliary duties as may be within the province of the specific position or as mutually agreed upon (e.g. research, public service, and etc.).
8. Assisting in the recruitment and registration of students.
9. Keeping regular office hours.
10. Performing other appropriate duties as may be required by the University.

The voting privilege is accorded to:

1. Administrative officers who hold membership in the Tuskegee University faculty.
2. Full-time professors, associate professors, assistant professors, and instructors. Part-time faculty does not have the voting privilege.

### **Organization of the University Faculty**

The University's President is the chairman and executive officer of the faculty; the Provost is the President's executive officer in academic matters.

The faculty at Tuskegee University is organized by colleges and programs as follows:

College of Agriculture, Environment and Nutrition  
College of Arts and Sciences  
College of Business and Information Sciences  
College of Engineering  
College of Veterinary Medicine, Nursing and Allied Health  
Taylor School of Architecture and Construction Sciences  
School of Education

University faculty members hold membership in both a college and the organized University faculty as a whole. The faculty at the University is represented by a Faculty Senate, described later.

The purposes of the organized University faculty are:

1. To facilitate communication among the several college and departmental faculties and between administrative officers and faculty members.
2. To provide a medium for the incorporation of faculty judgment in legislating educational policies, procedures, and regulations of the University.
3. To exercise the powers hereinafter specified.

### **The Faculty Senate**

The Faculty Senate is the representative body of the Tuskegee University faculty. It was created by a vote of the faculty in response to the establishment of the current system of governance at Tuskegee University. The method of election and representation in the Faculty Senate, its organization, functions and powers, as described in the Constitution of the Faculty Senate, are limited by the authority vested in the Board of Trustees, by the University Charter and By-Laws (1975, and amended in 1985 and 1988) and by the authority given the President by the Board of Trustees.

At Tuskegee University, the faculty as a whole has responsibility for such fundamental areas as curriculum, subject matter and methods of instruction, research, faculty status, and those aspects of student life which relate to the educational process (as set forth in the *Statement on*

*Government of Colleges and Universities* and approved by the American Council on Education and the Association of Governing Boards of Universities and Colleges). The faculty delegates these responsibilities to the Faculty Senate which serves as its executive body. Recommendations of the Faculty Senate are forwarded to the Provost for his action and then to the President for his action. In other words, the Faculty Senate acts for the faculty as a whole.

The Faculty Senate reports its actions to the faculty at meetings of the faculty, in memoranda and other publications. These actions are subject to veto by the faculty as specified in the *Constitution and By-Laws of the Faculty Senate*. This constitution places the following limitation on actions of the Senate.

By a simple majority of faculty members present and voting at a regular or duly called meeting of the University faculty, the faculty can veto any action of the Senate.

The full text of the *Constitution and By-Laws of the Faculty Senate* can be obtained from the Office of the Faculty Senate.

### **Jurisdiction and Powers of University Faculty**

Subject to the powers vested in the Board of Trustees and the President, the University faculty has primary jurisdiction over matters of policy, procedure, and regulations directly concerned with instruction, research and University-wide concerns as appropriate. It may review and make recommendations concerning instruction, research and guidance of the faculty and of any major educational unit or of any faculty committee.

The University faculty shall make its recommendations to the President, through the Provost. Concurrence of the President, or the President and the Board of Trustees, shall be necessary for a recommendation to go into effect.

The University faculty is concerned with policies, procedures, and regulations pertaining to matters dealing primarily with the educational program of the University and faculty personnel policy such as:

1. Admission and graduation of students.
2. Requirements for certification, degrees, and diplomas.
3. Promotion of the general welfare of students.
4. Promotion of scholarly endeavor among students.
5. Promotion of the general welfare of the faculty.
6. Development of scholarship and research among the faculty.
7. Determination of faculty promotions and rank.
8. Improvement of instruction and guidance.
9. Measurement and evaluation of student performance and growth.
10. Participation in the development of general administrative policy as appropriate.

## Meetings of the University Faculty

The President of the University is the chair and executive officer of the University faculty. In the absence of and by the authority of the President, the Provost shall serve as chair.

The Secretary of the faculty shall be elected by the faculty for a term of two years to record and distribute the minutes and perform such other duties as are the common practice for this office.

Faculty meetings are devoted primarily to discussions essential to legislative actions, involving such matters as curriculum, admissions and graduation requirements, academic standards, and the like; consideration of broad educational issues particularly in relation to the University; review plans for faculty study, and discussion of reports of study; visiting speakers and programs for professional development; and informational reports and necessary action on matters of routine administration.

There shall be at least two regular meetings of the University faculty each academic year set by the President. Special meetings of the University faculty shall be held upon the initiative of the President at such times as he/she may designate, upon the recommendation of the Faculty Senate, or upon the presentation of a petition by the faculty signed by not less than one-third of the members of the faculty who are privileged to vote requesting the meeting and setting forth the proposed agenda.

The agenda for faculty meetings shall be prepared by the President and shall include the following:

1. **President's Business**
2. **Committee Reports.** Each faculty committee or Faculty Senate Committee shall submit to the President through the Provost at least two weeks prior to the date of each faculty meeting the full text of any report which it wishes to present to the faculty. The President, through the Provost, will notify the chair of the committee within a week of the meeting if it will be possible to include the report on the agenda for the coming meeting. If the report is to be included on the agenda, the chair of the committee shall distribute copies of the report to all faculty members three days prior to the meeting.
3. **Other Faculty Business.** Business which the faculties of major educational units, individual faculty members or groups of faculty wish included on the agenda shall be submitted and processed as outlined in item No. 2 above.
4. **Agenda for Special Faculty Meetings.** The agenda for special faculty meetings shall include only the material related for the purpose of the meeting.
5. **Procedure.** Legislative procedure not specifically stated in this document, or prescribed by a two-thirds vote of the members present after a quorum has been declared, shall follow the principles set forth in *Robert's Rules of Order*.
6. **Quorum.** A majority of the faculty eligible to vote must be present at a meeting in order to constitute a quorum. A quorum at the beginning of the meeting shall be necessary for the transaction of business.

## **Faculties of the Major Educational Units**

The following constitute the major educational units of the University: College of Agricultural Environmental and Natural Sciences; College of Business and Information Sciences; College of Engineering; College of Arts and Sciences; College of Veterinary Medicine, Nursing and Allied Health, Taylor School of Architecture and School of Education and such other units as may be added by the President from time to time, with the approval of the Board of Trustees.

Membership in the faculty of the colleges and library services includes the dean, director or chair, personnel engaged in teaching or research, and personnel appointed to faculty status by the President.

Each college shall have a chair of its faculty and a secretary. The unit may provide such other officers as it may need from time to time. The dean, director or chair of the unit is also the chair and executive officer of its faculty. The dean, director or chair of the unit shall appoint a secretary of the faculty of the unit. The secretary shall be responsible for keeping the minutes of all regular and special meetings and making such distribution of copies thereof, as is stipulated here.

The concerns of faculties of the colleges generally fall within the following areas:

1. Recommending requirements for admission to the unit subject to the approval of the Faculty Senate, the University faculty, the Provost and the President.
2. Recommending and abolishing courses and curricula for the unit subject to the approval of the Faculty Senate, the University faculty, the Provost and the President.
3. Recommending the schedule of studies offered.
4. Recommending such regulations and procedures for their own area as shall not conflict with the regulations and procedures established by the Board of Trustees, the University faculty, or any regulation or procedure which has been approved by the President.
5. Submitting to the President recommendations for the improvement of the educational program of the unit.
6. Exercising, subject to the approval of the President, disciplinary action in regard to their own members.
7. Promoting scholarship and research among the faculty.
8. Developing scholarship among students.
9. Guiding and counseling students, and giving support to, with appropriate participation in other student development services.

10. Improving instruction.
11. Recommending to the University faculty and the President candidates for degrees, diplomas and certificates.
12. Assuming appropriate responsibility for controlling expenses for the unit.

Each college shall prepare its own schedule of faculty meetings for the year and file a copy in the Office of the Provost. The faculty shall meet at such other times as the chair may elect. A request for a meeting signed by one-half of the voting members of the faculty of a unit shall be honored by the Chair and a meeting called at a convenient time within a thirty- day period after the receipt of the request.

The minutes of the meetings of the faculty of a college shall be kept in standard form including time, place, persons present, persons absent, agenda, reports, action taken, and such other material as the chair of faculty of the unit may direct. Five copies of the approved minutes of each regular and special meeting shall be made and distributed as follows: Chair's Office, two copies, one for the files and one to be made available to faculty members upon request; one copy each for the secretary, Provost, and President. The minutes shall be made available to the University faculty upon the passing of a motion requesting that the minutes be made available.

### **Organization of the Graduate Faculty**

The purposes of the graduate faculty are as follows:

1. To facilitate communication among the several colleges and departmental faculties offering graduate work, and between administrative officers and graduate faculty members.
2. To provide a medium for the incorporation of faculty judgment in legislating educational policies, procedures, and regulations with respect to graduate instruction and research.
3. To exercise the powers hereinafter specified. Membership in the Tuskegee University faculty is prerequisite to membership in the Graduate Faculty. Assignment by the President to the graduate faculty will be upon the recommendation of the dean of the college or the chair of the division and/or department in which the person is engaged, and upon approval of the Provost and the Dean of Graduate Programs and Research. Only those faculty members who hold at least the rank of assistant professor and who are approved to teach graduate courses or to supervise the research of graduate students, will be eligible for membership in the graduate faculty.

The following administrative officers, and such other persons as the President may appoint, shall be members of the graduate faculty:

1. President
2. Provost
3. Deans of Colleges
4. Associate Provosts
5. Vice President for Research and Sponsored Programs
6. Director of International Programs
7. Director of Library Services (Ex-officio)
8. Vice President for Communications, Public Relations and Marketing
9. Registrar

All members of the graduate faculty shall have the right to vote. The officers of the graduate faculty are the chair and the secretary. The Dean of Graduate Programs and Research is the chair and executive officer of the graduate faculty. The Secretary of the Graduate Faculty shall be appointed by the Chair.

The duties of the Dean of Graduate Programs and Research are those of a presiding officer in similar deliberative bodies. The secretary shall record and distribute the minutes to all members of the graduate faculty and the President and perform other duties as are common practice for this office.

A regular meeting of the graduate faculty shall be held at least once during the regular academic year. Special meetings of the graduate faculty shall be held at such times as the chair may designate. A petition setting forth a proposed agenda and requesting that a special meeting be called, if signed by not less than two-thirds of the members of the graduate faculty, shall be honored by the chair and a meeting called at an appropriate time within a thirty-day period after receipt of the petition.

One-third of the members of the graduate faculty shall constitute a quorum for all regular and special meetings. A quorum shall be necessary for the transaction of business. The agenda for graduate faculty meetings shall be prepared by the chair.

Legislative procedure not specifically stated in this document, or prescribed by a two-thirds vote of the members present after a quorum has been declared shall follow the principles set forth in *Robert's Rules Of Order*. The secret ballot may be required by a two-thirds vote.

The minutes shall be kept in standard form including time, place, persons present, persons absent, agenda, reports, action taken, and such other materials as the chair or graduate faculty may direct. Copies of the minutes of each regular and special meeting shall be distributed to all members of the graduate faculty.

The graduate faculty is primarily concerned with policies, procedures, and regulations pertaining to such matters as follows:

1. Admission and graduation of graduate students.
2. Requirements for graduate degrees.

3. Promotion of the general welfare of graduate students.
4. Promotion of scholarly endeavor among graduate students.
5. Promotion of the general welfare of the graduate faculty.
6. Development of scholarship and research among the graduate faculty.
7. Measurement and evaluation of graduate student performance and growth.
8. Improvement of graduate instruction, research, and guidance.
9. Participation in development of general administrative policy as appropriate.

**THE STAFF SENATE**

## STAFF SENATE

The Staff Senate serves as the legislative body to develop and recommend policies for the University staff not covered by labor union contracts. During intervals between meetings of the staff as a whole, it shall have jurisdiction over all matters pertaining to staff affairs and policies of the University that fall within the province of the staff. It has a major role in the formulation of legislation that falls within the following areas:

1. Adjudicating staff matters.
2. Developing and recommending policies governing appointments, status and promotion of staff, working conditions and fringe benefits.
3. Reviewing periodically the effectiveness of the total staff personnel program.

The staff as a whole has a primary responsibility for support of the academic program of instruction, research and public service at Tuskegee University, and the units, individuals and groups in these areas of major concern at the University.

The staff delegates its policy-making responsibilities to its duly elected representatives who serve as its executive body and who shall constitute the Staff Senate.

The standing committees of the Staff Senate are as follows:

**Executive Committee.** The Executive Committee consists of the President of the University, or, in his absence, a person named by the President; the officers of the Senate; and the chair of the standing committees of the Senate. The presiding officer is the chair of the Senate.

The Executive Committee prepares the agenda for the Senate meetings; assigns or refers the business of the Senate to appropriate committees for consideration and report; recommends abolition, alteration, or creation of Senate committees; and generally expedites all work of the Senate. It prepares an operating budget for the Senate to be forwarded to the administration.

**Staff Personnel Committee.** There are seven members of the Staff Personnel Committee, elected in accordance with stipulations in the Senate governance document. The chair is selected from and by the membership of the Senate. Membership includes the Vice President/Director for Human Resources Management.

The Staff Personnel Committee concerns itself primarily with policy matters and guidance for administrative implementation pertaining to appointment, status and promotion of staff, working conditions, and fringe benefits.

**Personnel Development Committee.** There are seven members on the Personnel Development Committee, elected in accordance with stipulations in the Senate Governance Document. The chair is elected from and by the membership of the Senate.

The full text of the Staff Senate Governance Document can be obtained from the Office of Human Resources Management.

**STUDENT GOVERNMENT ASSOCIATION (SGA)**

## **STUDENT GOVERNMENT ASSOCIATION**

All duly registered students of Tuskegee University shall be members of the SGA. A duly registered student is any person enrolled at Tuskegee University for a course yielding academic credit or in special programs with duration of at least three months, unless such enrollees are specifically exempted.

Reproduced below are selected sections of the SGA Constitution, the full text of which can be obtained from the Office of the SGA or the Office of the Dean of Students.

### **ARTICLE- THE EXECUTIVE BRANCH**

#### **Section 1 - Powers**

All executive powers herein granted shall be vested in a President who, along with the Vice President, Coordinator of Clubs and Group Activities, and the Student Judicial Advisor, shall be elected as per Article VIII, 5B.

### **ARTICLE VI- LEGISLATIVE BRANCH**

#### **Section 2 -Functions and Powers of the Student Senate**

- A. The Student Senate shall comply in full with all duties and powers established for the Student Senate in this Constitution.
- B. No legislation passed by the Student Senate shall be constructed to limit or modify any of the powers granted under this Constitution except by constitutional amendment.
- C. The Student Senate shall be chaired by the SGA Vice President who will call a meeting at least once each month, and at other times when voted on, or petitioned by, one-third of the Senate. The Student Senate shall select from within its membership a President Pro-tempore who shall preside over the Senate in the absence of the Vice President of the SGA.
- D. The Senate, with a two-thirds vote, may pass bills that have been vetoed by the President of the SGA.
- E. The Senate shall have full representation on the multi-cameral boards as designed by the University.
- F. A majority vote of a quorum of the Student Senate shall be required for adoption of motions of passage of bills unless otherwise specified in this Constitution.
- G. The Student Senate shall have final authority in the adoption of the budget of the

SGA as proposed by the Executive Branch.

- H. The Student Senate may approve, by majority vote, appointments made by the President of the SGA.
- I. The Student Senate shall have the power to grant, or revoke, charters to Student organizations as recommended by the Coordinator of Clubs and Group Activities, and approved by the Dean of Students.
- J. The Student Senate shall consider any issues of importance related to the well-being of the student body.

### **Section 5. Qualifications**

Any duly registered, full-time student of Tuskegee University with a minimum cumulative grade point average of 2.5 is qualified to serve in the Student Senate.

**POLICY FORMULATION, IMPLEMENTATION  
AND COMMITTEE STRUCTURE**

## **POLICY FORMATION, IMPLEMENTATION AND COMMITTEE STRUCTURE**

### **Approval and Implementation of Policy**

Approval of all educational and/or administrative policies rests with the President of the University and the Board of Trustees, as the case may be. The University faculty and administration operates as a whole and through committees of the faculty and administration. These committees take the initiative in recommending policy in their respective areas if this function is so specified under the description of the committees. No committee may of itself adopt policy for the University.

The application of policy, procedures and regulations to specific cases is largely the responsibility of the several administrative offices. However, for certain matters, the appropriate committees may exercise or share this responsibility depending upon the circumstances as hereinafter provided. The President may review with the power of final decision all such applications of policy. The University faculty or administrative officials in their respective areas may review applications of policy and make their recommendations to the President.

Faculty and Administrative committees have been established to assist in developing policy for the University:

Faculty Senate (or Faculty Committees) takes the initiative in recommending policy in their respective areas in regard to instruction and/or research. Faculty committees and Faculty Senate Committees report all recommendations of major policy to the University faculty or the President, through the Provost, as may be specified. The University faculty reports its acceptance, with or without modification, or rejection to the President through the Provost. The President may approve, modify, or reject the proposed policy or submit it to the Board of Trustees for its consideration.

Administrative committees, which advise major officers, take the initiative in recommending policy in their respective areas in regard to matters not directly concerned with instruction and/or research. Administrative committees report all recommendation of policy to the President. The President may approve, modify or reject the proposed policy or submit it to the Board of Trustees for its consideration.

### **Committees Which Advise Major Officers**

The Executive Council is the agency at the University responsible for advising the President on matters of strategic planning, policy and program, and provides the President the means for overall direction and coordination of the total program of the University, as well as counsel and assistance in the development of the program, but acts to assist with the control thereof since the membership on the Council is primarily drawn from administrative officers of the major units of the University.

At the direction of the President, the Council provides advice to the President in all areas of the University's program including academic and student affairs, financial affairs, and institutional advancement.

The Council is normally concerned with matters of definitive policy which are of strategic importance to the University's development. The Council is the agency which seeks to ensure that program development and outcomes are consistent with the mission and resources of the University. The Council concerns itself with matters having serious implications for the University.

Specific responsibilities of the Executive Council include:

1. To discuss, and if requested, make recommendations on any actions of the Faculty or Faculty Senate, Staff and Student Senates that the President might refer for further consideration.
2. To recommend to the President policies and procedures involving support programs of the Universities.
3. To review and help develop University long-range plans.
4. To develop unusual opportunities and problems faced by the University.
5. To promote a unified program outlook among University personnel.

The membership of the Executive Council consists of the President as Chairman, the Chief of Staff as Secretary, other general officers, Deans of the Colleges of the University, Dean of the Chapel, Dean of the Graduate Program and Research, Director of Library Services, Associate Vice President of Admissions and Enrollment Management, Registrar, Associate Vice Presidents, Assistant Vice President, Director of Financial Aid, Director of Alumni Affairs, Director of the Physical Plant, Director of Athletics, Special Assistant to the President, Chair of the Faculty and Staff Senates, President of the Student Government Association, and others as designated by the President.

The Council meets as often as necessary in order to carry out its functions. Copies of minutes are sent to each member of the Council and one copy is retained in the permanent records of the Council in the President's Office.

The Budget and Strategic Planning Committee consists of the President (Chair), Provost (Vice Chair), Vice President for Finance and Chief Business Officer, the Associate Vice President for Finance and Chief Business Officer/Controller, the Assistant Vice President for Budget and Planning (Secretary), The Vice President for Human Resources Management, and such other personnel as deemed necessary and appropriate by the President. The overall purpose of the Budget and Strategic Planning Committee is to help the President arrive at recommendations regarding both specific and aggregate annual and capital budget requests of the operating units of the University and to coordinate the overall planning efforts of the University.

The President's Cabinet is a Chief of Staff advisory committee to the President consisting primarily of general officers: President as Chair, Provost, Vice President for Finance and Chief Business Officer, Vice President of Development, Vice President for Communications, Public

Relations and Marketing, Vice President for Student Affairs and Enrollment Management, Vice President for Federal Affairs, General Counsel and Vice President for Legal Affairs, Assoc. Vice President for State and Regional Government Relations, Director, Human Resources Management, Director, Internal Auditing and Risk Management, the Chief of Staff to the President, the Special Assistants to the President, and such other persons as the President may designate. The Provost convenes meetings of the President's Cabinet in the absence of the President when requested by the President.

The functions of the President's Cabinet are to discuss unusual opportunities and problems confronting the University; promote the achievement of a unified program outlook; review the University's budget programming; and suggest referrals to other committees and offices at the University.

Meetings of the President's Cabinet are upon call of the chair. The powers, limitations and reporting are advisory to the President. Copies of minutes of meetings are sent to each member of the Cabinet and one copy is retained in the permanent records of the Cabinet in the President's Office.

The Convocations and Special Events Committee assists the President with planning, coordinating, and administering the programs for major convocations at the University such as the following: Fall Convocation, Carver Day, Tuskegee Airmen Convocation, Scholarship/Honors Convocation, Charter Day, Founder's Day, and Commencement Exercises (Spring and Summer).

Membership of the Convocation and Special Events Committee consists of members appointed annually by the President from the faculty, staff and the student body. The Chair is appointed by the President.

Meetings of the Convocations and Special Events Committee are on call of the chair and with sufficient frequency to handle expeditiously the work of the committee. The powers, limitations and reporting are advisory to the president in most matters but with administrative responsibility to carry out appropriate specific duties associated with convocation programs.

Copies of the minutes of the Committee are sent to each member and to the President and one copy is retained in the permanent records of the Committee.

The Athletic Committee advises the President on the intercollegiate athletic program and is composed of members appointed by the President on an annual basis. The Athletic Committee has the responsibility to oversee the conduct of the intercollegiate athletic program of the University. The primary functions and responsibilities of the Committee are as follows:

1. Review and monitor academic performance of all athletes to ensure compliance with University policy.
2. Recommend policies governing intercollegiate athletics to be administered by the Director of Athletics.
3. Review and recommend all schedules and budgets with the President, prior to commitment.

4. Make recommendation to the President on appointments of the Director of Athletics and full-time head coaches.

The Chair of the committee shall be appointed by the President and in cooperation with the Provost, Registrar and the Director of Athletics, shall certify eligibility of athletes and supply other institutions with eligibility statements. The Chair shall represent the University in the Southern Intercollegiate Athletic Conferences (SIAC), the National Collegiate Athletic Association (NCAA), and the like.

The Committee shall concern itself with matters such as the following involving the athletic program:

1. Post-season games
2. Awards to athletes
3. Seating and ticket distribution, including price and complimentary tickets
4. Grants and other financial aid to athletes
5. Auxiliary services including concessions, ushers, guards and non-game personnel
6. Addition or discontinuation of varsity sports

The Committee shall concern itself with the offering of a quality program of intercollegiate athletics that is in keeping with the mission and purpose of the University.

The Committee on Financial Aid and Admissions is composed of members drawn from the faculty, administration, student body and representatives from the Admissions and Financial Aid Offices. The Chair is designated by the President. The Committee's primary responsibility is to review and develop policy recommendations in the area of financial aid and admissions. The Committee does not review individual cases for the admission of student or make individual decisions on the determination or awarding of financial aid; however, it may function as an appeal body to which aggrieved parties might have their petitions considered and reviewed.

The Meritorious Awards Committee recommends those individuals who shall be honored by Tuskegee University and suggests the means by which this might be accomplished, including the development of policy and procedure for approval by the faculty and the President of the University. Membership of the Meritorious Awards Committee consists of the Provost, who shall serve as Chair, two representatives each from the faculty, staff and students appointed by the President, normally upon the recommendation of the governing bodies of the above organizations. The Committee is advisory to the President and is one vehicle for providing recommendations regarding honorary degrees, academic and other honors, such as the naming of buildings. In addition, the Board of Trustees, through its Honors Committee, may make decisions directly regarding meritorious awards. The Tuskegee University Board of Trustees has final decision over all recommendations before these are implemented within the framework of Tuskegee University policy. The Committee shall meet as often as necessary to carry out its functions.

Copies of minutes are retained in the permanent records of the Committee and one copy sent to the President's Office.

The Student Publication Board is, in effect and in fact, publisher of all approved student publications, empowered with such powers that customarily reside in the purview of a publisher of newspapers, college yearbooks, and such publications. The Student Publication Board encourages and directs the programs of the approved student publications.

Membership of this organization shall be composed of the following persons, representing the various major branches of campus life: three presidential appointees- including one each from the Office of Business and Fiscal Affairs, Executive Council and University Advancement; two members of the English Department or an allied area of Journalism; one member of the Marketing and Communications staff; and the faculty advisory of approved student publications. The Student Publications Board is appointed annually. The University's Vice President for Marketing and Communication serves as Chair.

### **Committees of the Faculty**

An Educational Policies Committee is the agency within each college that is responsible for developing recommendations on educational policy and implementing such policy at the level of the college. The Educational Policies Committee is the executive agency of the college's faculty. Such a committee is organized in each college.

Membership is to be determined by each college faculty as most appropriate in its circumstances, bearing in mind that students shall compose not less than 25 percent and no more than 50 percent of the total number of the Committee for each college. The selection method of students is left to each college for its determination. It is expected that the Dean of the college will serve as chair of the Committee; the secretary, appointed by the chair, need not be a member of the faculty.

This committee meets as often as necessary to carry out its functions, and reports regularly to the school faculty. Copies of minutes are retained in the permanent records of the Committee and one copy is sent to the President's and the Provost's offices.

A College Personnel Committee is organized in each college to provide for important faculty participation in the administration of the faculty personnel policies; facilitate cooperative endeavors by the administration and faculty to promote the development of policy, techniques, and procedures for ranking faculty which will base advancement on merit to the maximum extent; and encourage the finest professional development of the faculty.

Membership on this Committee includes the Dean of the College and two members elected from the college faculty who hold rank above that of instructor. Each term of service shall be for three years, unless elected to serve the balance of an unexpired term, and Committee members may be reelected. The head of a major subdivision of the college shall have the opportunity to set with the Committee when cases are considered that involve his/her subdivision, but he/she shall not have the right to vote. The college dean may serve as chair and the secretary is selected by the Committee. Formal arrangements have been made for presentation of student views to the Committee.

The Teacher Education Council is the University agency, in conjunction with the College of Liberal Arts and Education faculty, for the development of programs relative to Teacher Education at Tuskegee University. Teacher preparation is viewed as a total campus responsibility at Tuskegee University with many academic departments being involved in the process.

The Teacher Educational Council serves as the advisory and coordinating body for the Teacher Education Program at the University. As such, the Council recommends policies and procedures relating to admission, retention, counseling, records, curricula, and standards for completion of a program in Teacher Education; the Council also reviews all proposed policy and program changes related to the Teacher Education Program. The Teacher Education Council recommends policies and procedures to the Dean of the College of Liberal Arts and Education, who holds official responsibility for teacher education in the University.

The principal objectives of the Council shall be:

1. To provide and perpetuate an institutional climate favorable to healthy growth of quality teacher education programs.
2. To develop and recommend teacher education policies such that only persons of professional promise are prepared and recommended for entry to the teaching profession.
3. To provide leadership in the promotion of research as a basis for decision making in strengthening teacher education programs.

The membership of the Council represents those academic units that provide instruction relative to the various components of the teacher education program, education practitioners, policy makers and students. Realizing that the College of Liberal Arts and Education is the primary unit responsible for the preparation of teachers and other school personnel, the majority of the voting membership comes from that unit.

Considering the above rationale, the Teacher Education Council is composed of the following members:

1. Dean of Graduate Programs and Research (ex-officio, non-voting)
2. Dean of the College of Liberal Arts and Education (ex-officio)
3. Director of Continuing and Adult Education
4. Superintendent of Macon County Schools (ex-officio, non-voting)
5. One member elected by the College of Agricultural, Environmental and Natural Science (three years, may be re-elected)
6. Three members elected by the Division of Liberal Arts, College of Liberal Arts and

Education (three years, may be re-elected)

7. Four members elected by the Division of Education, College of Liberal Arts and Education (three years, may be re-elected)
8. One member from the Executive Council, Division of Education, College of Liberal Arts and Education (one year)
9. Four practitioners (one year)
10. Student President of the Student National Education Association (one year)
11. One student (chosen so that along with #10, one student will represent Secondary Education (one year)
12. One graduate student (one year)
13. Other persons necessary to meet Teacher Education Council objectives (one year)

The Chair is appointed by the University's President for a three-year term and may be re-appointed. The Dean of the College of Liberal Arts and Education serves as executive secretary to the Council.

### **Committees of the Faculty Senate**

The Executive Committee shall consist of the President of the University, or, in his absence, a person named by the President, the officers of the Senate, and the chairpersons of the Standing Committees of the Senate.

It shall prepare the agenda for the Senate meetings; assign or refer the business of the Senate to appropriate committees for consideration and reports; recommend abolition, alterations, or creation of Senate committees and generally expedite all work of the Senate. It shall prepare an operating budget for the Senate which shall be forwarded to the administration.

The Academic Personnel Services Committee shall concern itself primarily with policy matters and guidelines for administrative implementation pertaining to faculty salaries, ranking, tenure, insurance, promotion and retirement.

The Academic Affairs Committee shall concern itself primarily with policy matters pertaining to curricula, academic freedom, academic standards, grading systems, assessment of student outcomes, search committees for deans, selection of departmental heads and other related matters.

The Committee on Instruction shall concern itself primarily with instruction on campus. It shall be alert to and investigate factors which tend to inhibit effective teaching and learning as well as opportunities for new and creative approaches to instruction and teacher-student relationships, and on-going evaluation of instruction. The Committee will also function as a

review board for grades.

The Committee on Research and Outreach shall concern itself primarily with research policy and policies governing faculty involvement in types of grants and contract funded activities. The Vice President for Research and Sponsored Programs shall serve as a member of the Committee.

## **APPENDICES**



## **TUSKEGEE UNIVERSITY MISSION**

### **INSTITUTIONAL MISSION AND PURPOSE**

Tuskegee University is a national, independent, and State-Related institution of higher learning that is located in the State of Alabama. The University has distinctive strengths in the sciences, architecture, business, engineering, health and other professions, all structured on solid foundations in the liberal arts. In addition, the University's programs focus on nurturing the development of high-order intellectual and moral qualities among students and stresses the connection between education and the highly trained leadership Americans need in general, especially for the work force of the 21st Century and beyond. The results we seek are students whose technical, scientific and professional prowess has been not only rigorously honed, but also sensitively oriented in ways that produce public- spirited graduates who are both competent and morally committed to public service with integrity and excellence.

The University is rooted in a history of successfully educating African Americans to understand themselves and their society against the background of their total cultural heritage and the promise of their individual and collective future. The most important of the people we serve are our students. Our overall purpose is to nurture and challenge them to grow to their fullest potential. Serving their needs is the principal reason for our existence. A major outcome we seek is to prepare them to play effective professional and leadership roles in society and to become productive citizens in the national and world community. Tuskegee University continues to be dedicated to these broad aims.

Over the past century, various social and historical changes have transformed this institution into a comprehensive and diverse place of learning whose fundamental purpose is to develop leadership, knowledge, and service for a global society. Committed deeply to academic excellence, the University admits highly talented students of character and challenges them to reach their highest potential. The University also believes strongly in equality of opportunity and recognizes that exquisite talent is often hidden in students whose finest development requires unusual educational, personal and financial reinforcement. The University actively invites a diversity of talented students, staff, and faculty from all racial, religious and ethnic backgrounds to participate in this educational enterprise.

### **SPECIAL ELEMENTS OF THE UNIVERSITY MISSION**

#### **Instruction:**

- We focus on education as a continuing process and lifelong endeavor for all people.
- We provide a high quality core experience in the liberal arts.
- We develop superior technical, scientific, and professional education with a career orientation.

- We stress the relationship between education and employment, between what students learn and the changing needs of a global workforce.

**Research:**

- We preserve, refine, and develop further the bodies of knowledge already discovered.
- We discover new knowledge for the continued growth of individuals and society and for the enrichment of the University's instructional and service programs.
- We develop applications of knowledge to help resolve problems of modern society.

**Service:**

- We serve the global society as well as the regional and campus community and beyond through the development of outreach programs that are compatible with the University's educational mission, that improve understanding of community problems, and help develop relevant alternative solutions.
- We engage in outreach activities to assist in the development of communities as learning societies.

**LAND GRANT MISSION**

The above three elements of mission, together with certain acts of the United States Congress and the State of Alabama, define Tuskegee University as a land grant institution. Originally focused primarily in agriculture, the University's land-grant function currently is a generic one that embraces a wide spectrum of liberal arts, scientific, technical, and professional programs.

## **TUSKEGEE UNIVERSITY PROFILE**

Tuskegee University is an independent and state-related institution of higher education. Its programs serve a student body that is coeducational as well as racially, ethnically and religiously diverse. With a strong orientation toward disciplines that highlight the relationship between education and workforce preparation in the sciences, professions and technical areas, Tuskegee University also stresses the centrality of developing intellectual vigor, and demonstrating scholarly achievement. Consequently, the University also emphasizes the importance of the liberal arts as fundamental tools for such outcomes and as a foundation for leadership development, moral and ethical growth, and successful careers in all areas. Accordingly, all academic majors mandate the mastery of a required core of liberal arts courses.

Tuskegee University is located in Tuskegee, Alabama, which is 40 miles east of the Alabama State Capitol in Montgomery and is within easy driving distance to the cities of Birmingham, Alabama and Atlanta, Georgia.

The academic programs are organized into five Colleges: (1) The College of Agricultural, Environmental and Natural Sciences; (2) The College of Business and Information Science; (3) The College of Engineering and Physical Sciences; (4) The College of Liberal Arts and Education; (5) The College of Veterinary Medicine, Nursing and Allied Health and (6) the Taylor School of Architecture. The curricula for the five colleges currently offer 49 degrees, including 36 Bachelor's, 13 Master's, the Doctor of Philosophy in Engineering and Materials Science, the Doctor of Philosophy in Integrative Biosciences, and the Doctor of Veterinary Medicine.

Graduate instruction leading to the Master's degree and Doctor of Philosophy Degree is offered in three of the five colleges.

The University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools; and the following programs are accredited by national professional agencies: Architecture, Business, Education, Engineering, Clinical Laboratory Sciences, Nursing, Occupational Therapy, Social Work, and Veterinary Medicine. Of special note is the fact that Tuskegee University is the only independent, historically black university with four engineering programs that are nationally accredited by the Accreditation Board of Engineering and Technology (ABET), the major accrediting body for the engineering sciences. Also, Tuskegee University's chemistry program is one of only a few among institutions its size that is approved by the American Chemical Society. Additionally, the Dietetics Program is approved by the American Dietetic Association and the Food Science Program is approved by the Institute of Food Technologists.

Tuskegee University was the first black college to be designated as a Registered National Historic Landmark (April 2, 1966), and the only black college to be designated a National Historic Site (October 26, 1974), encompassing a district administered by the National Park Service of the U.S. Department of Interior.

Special features in Tuskegee University's program include: The General Daniel "Chappie" James Center for Aerospace Science and Health Education, honoring America's first black four-star general (a Tuskegee University graduate), and housing the nation's only Aerospace Science Engineering program at an HBCU; Media Center, School of Veterinary Medicine, with the state-of-the-art video up-link and down-link, intra-school communications, audio/visual, graphics, photography and document production; The Kellogg Hotel and Conference Center, a state-of-the-art hotel and meeting facility for educational, business and cultural events; The Tuskegee University National Center for Bioethics in Research and Health

Care, a distinctive research, teaching and outreach program that addresses issues of ethics and public policy in the treatment of people of color and rural Americans in health care.

Other special features which enhance the educational and cultural environment of the University include: The Booker T. Washington Monument, "Lifting the Veil", which honors the University's Founder; the George Washington Carver Museum (named for the distinguished scientist who worked at Tuskegee), which preserves the tools and handiwork of Dr. Carver; the Tuskegee Archives, a chief center for information on the challenges, culture and history of Black Americans since 1896; The Tuskegee Airmen's Plaza, commemorating the historic feats of America's first black pilots, who were trained at Tuskegee University; The Reserve Officers Training Corps Center, and the Center for Continuing Education-a nucleus for continuing adult education.

Over the past 130 years since it was founded by Booker T. Washington in 1881, Tuskegee University has become one of our nation's most outstanding institutions of higher learning. While it focuses on helping to develop human resources primarily within the African American community, it is open to all. Tuskegee's mission has always been knowledge-based service to people and communities, not education for its own sake. Stressing the need to educate the whole person, that is, the hand and the heart as well as the mind, Dr. Washington's school was soon acclaimed-first by Alabama and then by the nation for the soundness and vigor of its educational programs and principles. This solid strength has continued through subsequent administrations of the late Drs. Robert Russa Moton (1915-1935), Frederick D. Patterson (1935-1953) and Luther H. Foster (1953-1981). This vitality has been amplified and invigorated with expanded and higher levels of intellectual, scientific and professional education during the current administration of Dr. Benjamin Franklin Payton, who assumed responsibility as fifth

president of the University on August 1, 1981 and served until July 31, 2010. It was that administration which redefined and upgraded Tuskegee from Institute to University status in 1985. Dr. Gilbert L. Rochon was appointed President in 2010 and served until 2013. Dr. Brian L. Johnson was appointed President in 2014.

Tuskegee enrolls more than 3000 students and employs approximately 900 faculty and support personnel. Physical facilities include approximately 5,000 acres of forestry and a campus on which sit more than 100 major buildings and structures. Total land, forestry and facilities are valued in excess of \$500 million.

Tuskegee University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools (1866 Southern Lane, Decatur, Georgia 30033-4097: Telephone Number: 404-679-4501) to award doctoral, professional, master's and bachelor's degrees.

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**UNIVERSITY ORGANIZATIONAL  
CHART**

## **CHARTER OF TUSKEGEE UNIVERSITY**

As amended to and including  
June 27, 1985

[Note: Tuskegee University (formerly known as Tuskegee Institute, Tuskegee Normal and Industrial Institute) was initially established as a normal school by an Act (No. 292) of the Legislature of the State of Alabama approved February 10, 1881, as amended by an Act (No. 222) of said Legislature approved February 16, 1883. Tuskegee University was incorporated by an Act (No. 71) of said Legislature approved December 13, 1892, as amended by Acts of said Legislature approved February 21, 1893 (No. 399), November 25, 1896 (No.5), June 26, 1943 (No. 45) and June 12, 1945 (No. 87) and by amendments thereto filed in the Office of the Secretary of State of the State of Alabama on June 4, 1937, December 2, 1943, April 15, 1957 and June 27, 1985. The following represents a composite abstract of the incorporating Act and such amendments.]

Section 1. That George W. Campbell, S. Q. Hale, Lewis Adams, Oliver Howard, Henry D. Smith, B. T. Washington, George S. Chaney, R. C. Bedford, Warren Logan, C. N. Dorsett, and such others as they may under this act associate with them and their successors be, and are hereby constituted a body politic, and corporate, by the name of the Tuskegee University, and shall have perpetual succession and a common seal, and by the name aforesaid, they and their successors shall be capable in law, and shall have full power and authority, to acquire, hold, possess, purchase, receive, and retain to themselves and their successors forever any lands, tenements, rents, goods, chattels, or interest of any kind whatsoever, which may be given or bequeathed to them or by them purchased, or which have already been bequeathed or purchased for the use of the said institution; and said trustees may receive any gift or inheritance which may be given as an endowment fund, and they and their successors shall have full power to convey, transfer, and dispose of the same in any manner whatsoever they may judge most useful to the interest and legal purposes of said institution, and by their corporate name they may sue and implead, and be sued and impleaded, answer and be answered, in all courts of law and equity, and said trustees shall have the right to make contracts in behalf of said institution; and said institution by the name of aforesaid and by an authorized officer may borrow money, issue bonds, debentures or notes, and mortgage or pledge property of said institution as security therefore and make agreements with respects thereto, when authorized by a majority of the trustees present at any meeting or adjournment thereof at which a quorum is present, less than a quorum of trustees having power further to adjourn any such meeting to any place as shall be provided in the by-laws.

Section 2. Be it further enacted, That the purposes of said Tuskegee University shall be as follows: for the instruction of colored teachers and youth in the various common academic and collegiate branches, the best method of teaching the same, the best method of theoretical and practical industry in their application to agriculture and the mechanic arts, and for the carrying out of these purposes said trustees shall have the power to establish and provide for the support of any department or school in said institution, and to control the operations of the same; to grant such diplomas, and to confer such degrees, as the customary in other colleges of like grade; to appoint such officers for presiding over and transacting the business of their body as may be necessary and prescribe their duties and obligations; to appoint the time and place of their meeting, to determine their own tenure of office, and to adopt such rules, regulation and by-laws, not contrary to the laws of this State of the United States as may be necessary for the good government of the said Tuskegee University. Said University shall not be begun nor

continued with a less number than twenty-five pupils, nor be taught for a period less than nine months of each year.

Section 3. Be it further enacted, That when there shall be a vacancy in the Board of Trustees occasioned by death, resignation, removal or refusal to act, the remaining trustees or a majority of them shall supply the vacancy at the next annual meeting.

Section 4. Be it further enacted, That the number of trustees shall never be less than Seventeen (17) or more than twenty-five (25); and that nine (9) of the Trustees shall constitute a quorum.

Section 5. Be if further enacted, That all property acquired by said Tuskegee Normal and Industrial Institute, or Tuskegee Normal School, or Tuskegee Institute, or Tuskegee University, or by whatever name so called before the passage of this act, are hereby ratified and confirmed to the trustees of the Tuskegee University.

Section 6. That there is hereby appropriated out of the general fund of the State, not otherwise appropriated, the sums of \$100,000 annually to Tuskegee University to be used for the purpose of establishing and maintaining a graduate school in agriculture, and a graduate school in home economics and such other areas as are deemed feasible and wise in accordance with felt need; and there is hereby appropriated out of general fund of the State, not otherwise appropriated, the sum of \$50,000 annually to Tuskegee University to be used for the purpose of establishing and maintaining a graduate school in veterinary medicine. The appropriations hereby made shall commence and be payable as of October 1, 1945, and for each of the fiscal years ending September 30, 1946, and September 30, 1947, that said appropriations shall be paid to the Treasurer of Tuskegee University, on warrant of the State Treasurer, and said Treasurer of Tuskegee University shall make a surety bond in the sum of \$25,000, payable to the State of Alabama, to insure the safekeeping of the appropriations made by this Act. The said bond shall be approved by the Secretary of State and the same shall be filed in his office. The premium on said bond shall be paid by warrant of the State Treasurer out of the general fund. The said appropriations shall be under the control of the Board of Trustees of Tuskegee University and the same shall be applied in such manner as they deem best to carry out the purpose of the appropriations. The Commissioners hereinafter provided for shall be residents of the State of Alabama and shall be members of the Board of Trustees with the same rights and powers as the other trustees; except as to filling vacancies on the Board of Trustees of Tuskegee University in which they shall have no voice.

Section 7. There shall be appointed by the Governor five (5) Commissioners who shall hold office, two for three years and three for five years. The term of office of each member of the Board of Commissioners appointed by the Governor, after the expiration of the first term, shall be for four years and until their successors are appointed and qualified; should a vacancy occur on the Board of Commissioners appointed by the Governor by death, resignation, refusal to serve, or by becoming otherwise disqualified, then such vacancy shall be filled by the Governor.

The Superintendent of Education of the State of Alabama shall be an ex-officio member of said Board of Commissioners.

Section 8. Be it further enacted, That so long as the property, real and personal, of the said Tuskegee University is used for the purposes of education, the same shall be exempt from taxation of any kind.

Section 9. Be it further enacted, That all laws and parts of laws in conflict with any of the provisions of this Act be, and the same are hereby repealed.

## SUMMARY HISTORY OF THE TUSKEGEE UNIVERSITY CHARTER

YEAR	BOARD OF TRUSTEES	COMMISSIONERS	TAX EXEMPTION	NAME	STATUS
1881	Did not exist	The school was to be “under the direction and control of” the Commissioners. Legislature appointed initial members and Commissioners authorize to select new members	Did not exist	Normal School for colored teachers at Tuskegee	Public
1883	Did not exist	Commissioners authorized to select a Chairman and new members but if they could not agree then Superintendent of Education made selection	Did not exist	Unchanged.	Unchanged
1892	School established as an independent corporate entity over which the Trustees granted limited corporate powers and the powers to select its members	The school was to be “under the direction and control of” the Commissioners who also controlled how the school used the State appropriations and were installed as members of the Board of Trustees “with the same rights and powers as the other trustees.”	Broad tax Exemption granted	Tuskegee Normal and Industrial Institute	Public and Quasi Independent
1897	Agricultural Experiment Station for Blacks Established at Tuskegee under control of Trustees.	Unchanged	Unchanged	Unchanged	Unchanged
1937	Unchanged	Unchanged	Unchanged	Tuskegee Institute	Unchanged
1943	Trustees granted control over use of State appropriations	Five Commissioners to be appointed by Governor who are to be members of the Board of Trustees and to have “the same rights and powers as the other trustees.” But cannot vote on the election of the other trustees.	Unchanged	Unchanged	Independent and Quasi-Public
1945	Same	Unchanged	Unchanged	Unchanged	Unchanged
1957	Expanded the Trustees’ corporate authority to include the authority to borrow money, issue bonds, debentures, and notes, and to mortgage and pledge property	Unchanged	Unchanged	Unchanged	Unchanged
1985	Unchanged	Unchanged	Unchanged	Tuskegee University	Unchanged
2004	Unchanged	Unchanged	Unchanged	Unchanged	State-Related

**BY-LAWS  
of the  
TUSKEGEE UNIVERSITY  
as amended and adopted  
August 6, 2016**

**ARTICLE I**

**TRUSTEES**

***Section 1: Overview and General Authority***

The ultimate governance and control of Tuskegee University shall be vested in an elected Board of Trustees.

***Section 2: Membership and Qualifications***

There shall be no less than seventeen nor more than twenty-five in number. Twenty of these shall comprise a self-perpetuating body and five (5) shall be appointed by the Governor of the State of Alabama. In addition to the twenty-five members, there shall be a Faculty Trustee and a Student Trustee both of which shall not be counted in the twenty-five and shall be classified as ex-officio members and shall participate without vote.

The President and the Superintendent of Education of the State of Alabama shall be ex-officio members of the Board, but shall not be counted in the twenty-five (25) and shall participate without vote.

Membership on the Board of Trustees of Tuskegee University is predicated on a willingness to serve the University as a whole with respect to its broad governance and policy-making needs. Administration of the University is delegated to the President and the faculty and staff who work with him/her. Policy-making is done by the trustees only in official meetings of the Board and its committees. Policy is not made by individual trustees outside meetings of the Board.

Additionally, the conduct of Trustees at Tuskegee University is not based on nor driven by the concerns of particular interest groups. All Trustees, (including alumni nominees and State appointed trustees), are named to the Board as individuals not as representatives or "the voice" of any particular constituency, either inside or outside the University. Every Trustee is responsible for student concerns, alumni interests, faculty/staff issues, the financial success and integrity of the University, or broader societal challenges which have an impact upon the University.

Only the Board as a whole speaks to such issues through its designated channels. These channels are the Chair of the Board and the President of the University. Individual Trustees are expected to refrain from discussing Board matters publicly unless specifically requested to do so by the Chair of the Board or the President.

### ***Section 3: Election***

Unless otherwise provided in these By-Laws, the Nominating and Board Structure Committee shall recommend individuals, except those who serve as the Faculty Trustee and/or Student Trustee, for election to the Board of Trustees at its Annual Meeting or at another time in order to fill a vacancy.

Unless otherwise provided in these By-laws, all Trustees shall be elected by the full board and shall be elected at the annual meeting of the Board, however, the Student Trustee shall be elected by the student body under guidelines established by the Nominating & Board Structure Committee while the Faculty Trustee shall be the faculty member serving as Faculty Senate Chair. Vacant seats may be filled at any meeting. As indicated in the University's Charter, the persons appointed by the Governor "shall be members of the Board of Trustees with the same rights and powers as other trustees; except as to filling vacancies on the Board of Trustees of Tuskegee University in which they will have no voice." (Tuskegee University Charter, Section 6)

### ***Section 4: Term of Office***

The term of office of the self-perpetuating members shall be three years, and the Trustees shall divide themselves into classes so that as nearly as possible an equal number shall retire each year. Excluding the state appointed trustees and the Faculty Trustee and Student Trustee, the term of office of self-perpetuating trustees shall begin upon the adjournment of the annual meeting during which they were elected and shall expire upon the adjournment of the annual meeting three years later. The term of the Faculty Trustee shall be concurrent with their term as Faculty Senate Chair. The term of the Student Trustee shall begin on the second Sunday in May and shall expire that following year. Terms of Trustees elected to fill a vacancy shall begin immediately and they shall serve the remainder of the vacant term.

The terms of office of each trustee appointed by the Governor shall be for four years or until their successors are appointed and qualified; should a vacancy occur among the trustees appointed by the Governor by death, resignation, refusal to serve, or by becoming otherwise disqualified, then such vacancy shall be filled by the Governor.

Unless otherwise provided in these By-laws, all Trustees shall be elected by the full Board and shall be elected at the annual meeting of the Board. Vacant seats may be filled at any meeting. As indicated in the University's Charter, the persons appointed by the Governor "shall be members of the Board of Trustees with the same rights and powers as other trustees; except as to filling vacancies on the Board of Trustees of Tuskegee University in which they will have no voice." (Tuskegee University Charter, Section 6)

### ***Section 5: Removal***

The Board of Trustees by an affirmative vote of a majority of the entire Board of Trustees may for cause remove from membership on the Board any Trustees other than a State Appointed Trustee. The Board of Trustees by an affirmative vote of a majority of the entire Board of Trustees may for cause disqualify a State Appointed Trustee from membership on the Board of Trustees. Notice of a vote to remove a self-perpetuating Trustee or disqualify a State Appointed Trustee from membership on the Board of Trustees must be sent to all trustees at least ten days before the vote.

### ***Section 6: Resignation***

Should a member chose to resign, he/she shall submit a letter of resignation to the Chair and Secretary.

***Section 7: Emeritus Trustee and Other Honorary Designations***

The Board may designate individuals as “Emeriti Trustees” during any meeting of the Board. In order to receive such designation: (1) the designation shall be made upon recommendation by the Nominating and Board Structure Committee and by a duly adopted resolution of the Board and (2) the recommended Trustee is recognized as having made an extraordinary contribution and has previously served at least three full terms on the Board.

No Emeritus Trustee shall be entitled to vote on matters considered by the Board or be counted in a quorum. Further, they shall provide advice and counsel to the Board and shall meet with the Board at such times and places as may be specified by the Chair of the Board, however, they shall not have the privilege, as a matter of right, to attend meetings of the Board.

The Nominating and Board Structure Committee is empowered to effectuate the provisions of this section through applicable regulations and may provide guidelines for other honorary designations as necessary.

**ARTICLE II**

**OFFICERS AND DUTIES**

***Section 1: Officers***

The officers of the Board of Trustees shall be a Chair, First Vice-Chair, a Second Vice-Chair, and a Secretary, who shall be elected at each annual meeting for a period of one year. Their term of office shall begin upon the adjournment of the annual meeting and shall expire upon the adjournment of the annual meeting that following year. The Chair, First Vice-Chair, and Second Vice-Chair shall be trustees of the University, but the Secretary may or may not be a trustee.

***Section 2: Duties of the Chair***

The Chair shall preside at all meetings of the Trustees, and perform the usual duties of a presiding officer, including the management of time for discussion of all matters considered by the Board provided he/she shall adhere to Robert’s Rules of Order. He/she shall be the chief executive officer of the Board and its spokesperson. The Chair shall appoint all committees except the Executive, Finance and the Audit, which are elected by the Board. The Chair will also appoint the officers of all committees.

***Section 3: Duties of the First Vice-Chair and Second Vice-Chair***

The First Vice-Chair shall perform the duties of the Chair if for any reason the Chair is unable to act. The Second Vice-Chair shall perform the duties of the Chair if for any reason the Chair and the First Vice-Chair are unable to act.

***Section 4: Duties of the Secretary***

The Secretary shall perform the usual duties of a recording officer. He/she shall have the custody of the seal of the corporation and affix it to instruments in writing, notes, bonds, or other documents when directed by the Trustees or by the Executive Committee.

It shall be the duty of the Secretary to enter upon the minutes: the names of the Trustees present at each meeting, the names of Trustees excused, and the names of Trustees absent without excuse.

It shall record and print all resolutions and by-laws adopted by the Trustees, and distribute copies of the same as soon as may be possible after each meeting, one copy to each trustee, a copy to the President, one copy to the Vice President for Business Affairs, and one copy to be filed away in the archives, but he/she shall not be required to print resolutions fixing the salaries of officers of the University.

***Section 5: Removal, Death, or Resignation***

An officer of the Board may be removed for cause by a two-thirds majority vote of the members of the Board. Should the office of Chair be vacated by death, resignation, removal, or any other reason, the First-Vice Chair shall serve as Acting Chair until the vacancy is filled at the next meeting of the Board. Should the office of First-Vice Chair, Second-Vice Chair, or Secretary be vacated by death, resignation, removal, or any other reason, the Chair may designate a trustee to serve in the position on a temporary basis and that trustee shall serve until an election takes place pursuant to the terms of these by-laws.

**ARTICLE III**

**COMMITTEES**

***Section 1: Committees and Membership***

The Trustees shall elect at each annual meeting an Executive Committee; a Finance Committee not exceeding eleven (11) members including the Chair of the Board and the President; and an Audit Committee of not less than three members nor more than five members. Members of the elected committees shall hold office until their successors are elected. There shall also be a Nominating and Board Structure Committee whose members shall be selected pursuant to the terms of these By-Laws. The Chair of these committees and all vacancies that occur between the Annual Meetings, at which time such committees are elected, shall be appointed by the Chair of the Board, including any unexpired terms.

***Section 2: Special Committees and Attendance***

In addition, Oversight and Special committees may be appointed by the Chair of the Board. Attendance at committee meetings shall be restricted to committee members and those trustees and other individuals invited by the Chair of the Board or the Chair of the committee.

**ARTICLE IV**

**THE EXECUTIVE COMMITTEE**

***Section 1: Duties and Responsibilities***

The Executive Committee shall have all the powers of the Board of Trustees to act, in the intervals between meetings, except as hereinafter provided. It shall be chaired by and meet on call of the Chair of the Board, or in his/her absence or disability at the call of the President. The business to be transacted shall be stated in the notice of the meeting, which shall be sent to all trustees at least five days in advance, and no other business shall be transacted at the meetings. When necessary, the Executive Committee may also take action, without a meeting, by voting electronically or by facsimile, when requested to do so by the Chair or the President. The Committee shall report its proceedings in writing at the next meeting of the Board of Trustees. Four members of the committee shall constitute a quorum and action of the committee shall be by majority vote of the members present.

***Section 2: Membership***

Members of the Executive Committee shall be elected by the Board of Trustees during its annual meeting or at any meeting as it is necessary. Specifically, beyond its elected members, elected officers of the Board shall be members along with the Chair of the Audit Committee and the Chair of the Finance Committee.

***Section 3: Limitation***

The Executive Committee shall not appropriate or borrow money without the approval of the Finance Committee or the Chair of the Board of Trustees. No real estate or other assets of the University shall be sold or encumbered by the Executive Committee without special authorization by the Board of Trustees. No trustee, President, or permanent officer of the Board shall be elected and no important change shall be authorized in the permanent policy of the institution except at the duly called meeting of the Board of Trustees.

**ARTICLE V**

**THE FINANCE COMMITTEE**

***Section 1: Duties and Responsibilities***

The Finance Committee shall oversee and recommend for approval by the Board the annual operating and capital projects budgets, including all tuition and fee charges. The Finance Committee shall also oversee all investments, legacies and bequests and all other funds belonging to the University, except such as pertain to current operations of the school. The Investment Subcommittee of the Finance Committee shall oversee the endowment's long-term asset allocation policy and all investments therein, and recommend for approval by the Finance Committee and Board an annual spending amount from the endowment. The Finance Committee and Investment Subcommittee may appoint a portfolio manager to assist with the endowment's long-term asset allocation policy and all investments therein.

The Committee may appoint a Portfolio Manager (who shall not be a Trustee) to assist in the selection, purchase and sale of securities and in the general work and accounts of the Committee. The fees for such manager shall be subject to approval by the Finance Committee of

the Board of Trustees.

The Committee shall have full power to invest, or change the investment of any funds belonging to the University, or dispose of any investments which they do not think suitable.

The Finance Committee shall be charged with the duty of scrupulously observing all conditions of bequests and donations.

Funds belonging to the University under the purview of the Finance Committee shall be deposited in trust companies, or banks or other financial institutions approved by the Trustees, subject to withdrawal on the signatures of University officers authorized by the Finance Committee.

The securities belonging to the University shall be lodged in the custody of a bank or trust company, approved by the Trustees subject to an agreement assuring the responsibility of the bank or trust company, or other financial institution approved by the Trustees for their safekeeping and returned to the University on demand and for the collection of interest as it falls due. The signature of the Chair of the Finance Committee and the Chair of the Board shall be required to withdraw any of the securities from said depository but securities which have been sold shall be delivered by the bank or trust company in exchange for an equivalent in cash upon written instructions signed by both the Chair of the Finance Committee and the Chair of the Board. Securities purchased shall be received and paid for by the bank or trust company or other financial institutions approved by the Trustees upon written instructions, signed by either the Chair of the Committee.

### ***Section 2: Meetings***

The Finance Committee shall meet at least twice a year on call of its Chair. Four (4) members shall constitute a quorum and notice shall be provided at least 48 hours in advance of the meeting. Special meetings shall be held on request of the President or any two members of the Committee provided notice is given as stated above. This Committee shall make reports to the Trustees at regular meetings of the Board.

## **ARTICLE VI**

### **THE AUDIT COMMITTEE**

#### ***Section 1: General Overview***

The primary function of the Audit Committee ("the Committee") is to assist and advise the Board of Trustees in fulfilling its oversight responsibilities by reviewing (a) the integrity of the financial reports and other financial information provided by Tuskegee University to any governmental body or to the public; (b) the University's systems of internal controls regarding finance, accounting, legal compliance and the ethics standards that Management and the Board have established and (c) the University's auditing, accounting standards, and financial reporting processes generally. Consistent with function, the Audit Committee shall encourage continuous

improvement of, and shall foster adherence to, the University's policies and practices at all levels.

The University's auditors are ultimately accountable to the Committee and the Board of Trustees.

### ***Section 2: Composition and Officers***

The Audit Committee shall be comprised of at least three but no more than five Trustees. All Members of the Committee shall have a working familiarity with basic finance and accounting practices, and at least one Member of the Committee shall have accounting or related financial management expertise.

Committee Members are elected by the Board for one-year terms and may be re-elected for additional one-year terms at the discretion of the Board. The Chairman of the Board of Trustees appoints a Chairperson of the committee. The Chairperson will preside at Committee meetings and report on behalf of the Committee to the Board.

### ***Section 3: Meetings***

The committee will meet at least three times a year, with authority to convene additional meetings as circumstances require. All Committee members are expected to attend each meeting, in person or via tele- or video-conference. The Committee will invite members of the Administration, auditors, or others to attend meetings and provide pertinent information, as necessary. It will hold private meetings with auditors in executive sessions. Meeting agendas, along with appropriate briefing materials, will be prepared and provided in advance to members. Minutes will be prepared and recorded.

The Chairperson of the Committee should decide the meeting agenda.

The Committee shall request, as it deems appropriate, attendance at its regular meeting or otherwise of the University's Vice President for Finance and Chief Financial Officer, Controller, Chief Audit Executive, and such other members of the University's Management as circumstances require.

Minutes of each meeting will be circulated for approval at the next Committee meeting. Approved minutes should then be filed with the Secretary of the Board of Trustees.

The Committee should meet at least annually with University Management, independent accountants, and the in separate executive sessions to discuss any matter that the Committee, the Chair of the Committee, or each of these groups believes should be discussed privately.

### ***Section 4: Duties and Responsibilities***

University Management has primary responsibility for the integrity and objectivity of its financial reporting, subject to oversight by the Board of Trustees. The Committee shall, on behalf of the Board of Trustees, take reasonable steps to review Management's actions to determine that:

- A fair presentation of published financial information is made in accordance with

generally accepted accounting principles and in compliance with all applicable professional and regulatory requirements.

- An appropriate system of internal controls, policies, and procedures is maintained.
- The quality of internal and external audit efforts is adequate and the University's public accountants are independent.
- To fulfill its responsibilities and duties, the Audit Committee shall review and where necessary direct changes with respect to:
  - Annual audit plans of the University's internal and external auditors.
  - The results of the internal and external auditor's activities, including their major conclusions, findings, and recommendations, and related management responses.
  - The University's accounting and financial reporting practices, and its annual financial report to government and other significant financial information submitted publicly.
  - Accounting, legal, tax, and other developments of major significance to the University.
  - Adequacy and effectiveness of internal controls.
  - Such other matters, as the Board or the Audit Committee considers appropriate.

In its efforts to fulfill its responsibilities and duties, the Committee shall receive periodic written and verbal reports from Management, internal audit, and the University's independent auditors. The Committee shall receive these reports pursuant to a schedule that the Chair develops in consultation with Management.

The Audit Committee shall have prompt and unrestricted access to all financial and operating information relevant to the University's affairs. The Committee shall have ready access to the University's Legal Counsel and to the independent auditors, and shall be provided from time to time with staff assistance from within the University as requested.

The Committee may cause an investigation to be made into any matter within the scope of its responsibilities that is brought to its attention. With the approval of the Chairman of the Board of Trustees, the Committee may engage such independent resources to assist in its investigations, as it deems necessary.

The Committee's specific responsibilities are as follows:

**A. General**

1. The Committee shall have unrestricted access to members of the Administration and other

employees of the University, as well as all information relevant to the carrying out of its responsibilities. The Committee shall have the power to conduct or authorize investigations into any matters within the Committee's scope of responsibilities.

2. The Committee shall be empowered to retain, at the University's expense, independent counsel, accountants or others for such purposes as the Committee, in its sole discretion, determines to be appropriate to carry out its responsibilities upon approval of the Chairman of the Board of Trustees.

## **B. Internal Controls**

1. The Committee shall review at least annually, with the Administration, the University Audit office and the external auditors, if deemed appropriate by the Committee, the effectiveness of or weaknesses in the University's internal controls, including computerized information system controls and security, the overall control environment and accounting and financial controls.

2. The Committee shall obtain, from the external auditors, their recommendations regarding internal controls and other matters relating to the accounting procedures and the books and records of the University, and review the correction of controls deemed to be deficient.

3. The Committee shall review and advise the Board and Administration management on:

(a) the appointment, performance and replacement of the Chief Audit Executive, and the activities, organizational structure and qualifications of the persons responsible for the University audit function;

(b) the University audit plan, staffing and budget for the University Audit Office; and

(c) material findings of internal audit reviews and the Administration's response, including any significant changes required in the Chief Audit Executive's audit plan or scope and any material difficulties or disputes with the Administration encountered during the course of the audit.

4. The Committee shall review the Administration's procedures for the receipt, retention and treatment of complaints received by the University regarding accounting, internal accounting controls or auditing matters.

5. The Committee shall review major financial risk exposures and the guidelines and policies which the Administration has put in place to govern the process of monitoring, controlling and reporting such exposures.

## **C. Financial Reporting**

1. The external auditors are ultimately accountable to the University and the Board of Trustees.

The Audit Committee shall evaluate and recommend to the University and the Board of Trustees the selection and, where appropriate, the replacement of the external auditors.

2. The Committee shall:

- (a) review the scope, plan and procedures to be used on the annual audit, as recommended by the external auditors;
- (b) review the results of the annual external audits; and, as to the Tuskegee University financial statement audit and the A-133 audit, accept the reports provided by the external auditors;
- (c) review and discuss significant estimates and judgments underlying the financial statements, including the rationale behind those estimates, as well as the details on material accruals and reserves and the University's accounting policies;
- (d) review all critical accounting policies and practices as brought to its attention by the Administration and/or the external auditors; and
- (e) review the Form 990 in advance of being provided to the full board and filing with the IRS. In addition, the Committee will be informed about the adequacy of other required tax filings and compliance processes.

3. The Committee shall meet at least annually with the Administration, the Chief Audit Executive, and the external auditors, in executive sessions to discuss any matters that the Committee, or each of these groups, believes should be discussed privately.

#### **D. Compliance with Laws, Regulations and Policies**

1. The Committee shall review with the Administration actions taken to ensure compliance with applicable laws and regulations, as well as policies which may be established by the Corporation.
2. The Committee shall review with the University's legal counsel any legal compliance matters that could have a significant, adverse impact on the University.
3. The Committee shall periodically review the University's code of conduct and ethics to ensure that it is adequate and current.
4. The Committee shall periodically review the University's conflict of interest policy and annually review the summary of conflict of interest disclosure statements completed by trustees, officers and others; and as appropriate, review any related supporting documentation.

#### **E. Risk Management**

1. The Committee will review the University's process for identifying, assessing, reducing, monitoring, and reporting key risks that might impair the achievement of Tuskegee University's

strategic goals and objectives.

2. The Committee will monitor the Administration's progress with respect to risk identification, prioritization, assessment, action plans and monitoring.

**F. Information and Technology**

1. The Committee will review the University's process for aligning information technology with University goals as it relates to governance, data, security, and other risks; and will periodically meet with the Chief Information Officer and others as appropriate.

**G. Annual Self-Assessment of Committee Performance**

1. The Committee shall conduct a self-assessment of its performance annually. The Audit Committee shall be materially supported by the Chief Audit Executive, the Vice President for Finance and the Chief Financial Officer in the execution of its charter responsibilities.

The Committee shall make regular reports to the Board on Committee activities. The reports will generally occur after each Committee meeting or at such other times as the Committee deems appropriate.

As part of an on-going self-assessing process, the Committee will review and update this Charter periodically, as conditions dictate. The Board shall approve this Charter and any modifications to it, in order for the Charter to become effective.

The Committee shall make regular reports to the Board on Committee activities. The reports will generally occur after each Committee meeting or at such other times as the Committee deems appropriate.

As part of an on-going self-assessing process, the Committee will review and update this Charter periodically, as conditions dictate. The Board shall approve this Charter and any modifications to it, in order for the Charter to become effective.

## **ARTICLE VII**

### **THE NOMINATING AND BOARD STRUCTURE COMMITTEE**

#### ***Section 1: General Responsibilities***

The Nominating and Board Structure Committee shall advise the Board regarding impending vacancies of Board members, recommend officers of the Board and members of its elected committees, and shall at each Annual Meeting or when necessary compile and submit to the Board, nominees who can strengthen the Board and the University's programs except those members whose selection is governed by another provision of these By-Laws. The Committee shall periodically review and update the Governance Documents of the University and make

recommendations to the Board on proposed changes. Furthermore, it shall carry out its other duties as specified in the By-Laws.

***Section 2: Membership***

Pursuant to the provisions of these By-Laws, members of the Nominating and Board Structure Committee shall be selected by the Chair of the Board.

**ARTICLE VIII**

**COMMITTEE ON COMPENSATION**

***Section 1: Membership***

The Committee on Compensation shall consist of the Chairman of the Board, the Vice Chair(s) of the Board, the Chair of the Audit and Finance Committees, and four other members of the Board to be appointed by the Chairman. The President of the University shall serve as an ex-officio non-voting member as well. A majority of the voting membership of the Committee shall constitute a quorum.

***Section 2: Duties and Responsibilities***

The Committee on Compensation shall fix and adjust the annual compensation of those senior level employees of the University provided herein and shall advise and recommend additional policies related to the overall compensation plan of the University. Specifically, the Committee shall approve the compensation of all officers of the University including: the president, vice presidents, deans, and other senior officers upon initial hire; and the Board of Trustees shall adjust the compensation of all Officers of the University, upon recommendation of the Compensation Committee. The President of the University will not be present during the Committee's deliberation and determination of the President's annual compensation adjustment.

***Section 3: Record of Proceedings***

All proceedings of the Committee on Compensation shall be recorded and maintained by the Board Secretary who will retain a copy on file.

**ARTICLE IX**

**ADMINISTRATION**

The Trustees shall elect the President of the University to hold office subject to the pleasure of the Board. The salary of the President shall be fixed by the Board, and the President shall be a member of the Board of Trustees but shall participate without vote.

**ARTICLE X**

**THE PRESIDENT**

***Section 1: General Authority and Guidelines***

The President shall be the chief executive officer of the University and the chief advisor to the Board of Trustees. He/she is responsible for leading the University. The President shall have full authority to organize and conduct the Institution, to select and employ teachers, officers; staff and such other employees as may be deemed advisable and pursuant to the terms of these By-laws or an adopted policy of the Board.

***Section 2: Selection and Review of Officers***

The President's selection of senior officers, including vice-presidents and deans, is subject to the advice and consent of the entire Board of Trustees or the Executive Committee when it is acting for the Board between its meetings. The retention of said officers is subject to the advice and consent of the entire Board of Trustees. Applications and/or grants of tenure is subject to the advice and consent of the Board of Trustees or the Executive Committee when it is acting for the Board between its meetings. The President shall be the official spokesperson for the University and the official means of communication between the Board of Trustees, the University community, the Alumni and the public at large including state and federal agencies and officials, and private philanthropic and corporate entities.

The President shall make a report to the Trustees at the annual meeting of the Board, reviewing the work of the year and the general condition of the institution, making such recommendations and requests as needed. The President shall also make intermediate reports to the Trustees or the Executive Committee as often as requested.

The President shall have ultimate administrative and financial responsibility for and control over the intercollegiate athletic program, including the academic welfare of student athletes. As chief spokesperson for the University, the President shall articulate its strategic priorities and exercise institutional control of all its fundraising programs and activities.

The President is evaluated periodically by the Board of Trustees.

**ARTICLE XI**

**CONVEYANCE OF REAL ESTATE**

No real estate of the Corporation shall be sold or mortgaged unless authorized by the vote of a majority of the Trustees present at any duly convened meeting at which a quorum is present, except that real estate of the Corporation acquired through foreclosure of mortgages or by devise or bequest and not located in or near Tuskegee, Alabama, may be sold by the vote of the Finance Committee. The Chair of the Board of Trustees or the Chair or of the Finance Committee or the President or the Treasurer or the Vice President for Finance and Chief Business Officer of the University may sign instruments for the foreclosure of mortgages and may execute deeds for the conveyance of real estate or mortgage which has been previously duly authorized pursuant to this By-Law.

**ARTICLE XII**

## MEETINGS

### ***Section 1: Meetings***

There shall be at least four regular meetings of the Board of Trustees as follows: The annual meeting of the Trustees shall be held in March each year at a time and place fixed by the Chair. The other regular meetings shall be held in the Summer, Fall, and Winter on a date and place fixed by the Chair unless otherwise ordered by the Board.

### ***Section 2: Special Meetings***

Special meetings of the Trustees may be called by the Chair (or in his absence by the First Vice-Chair) or shall be called on request of the President or any quorum of the Board.

### ***Section 3: Notice***

Notice of a regular meeting shall be distributed to all Trustees at least 30 days in advance. The purpose of the meeting must not be stated in the call. Notice of the purpose of any special meeting shall be stated in the call for such meeting and no other business shall be transacted there at.

### ***Section 4: Method of Action***

The act of a majority of the Trustees present at any meeting of the Board at which a quorum is present shall be the act of the Board. The Board may take action on any matter by a duly made motion, report, or resolution. The Board's method of voting shall normally be by voice but shall be by a show of hands, roll call vote, or by ballot when requested by a Trustee. An absent Trustee may designate another Trustee to exercise his/her voting authority by transmitting a signed document to the Secretary of the Board prior to the meeting or may verbally designate voting authority during a meeting of the Board. All designations shall be for the duration of that meeting and shall not continue beyond.

### ***Section 5: Quorum***

The majority of the members of the Board presently serving, shall constitute a quorum. Ex-officio Trustees shall not be counted in determining the presence of a quorum. The Trustees may adjourn any meeting from time to time to any specified date or dates at the same or a different place of their choosing. Upon completion of the Agenda, the meeting of the Board may be adjourned by the Chair or by the passage of a duly seconded motion to adjourn. A motion to adjourn the meeting is non-debatable.

### ***Section 6: Rules of Procedure***

Unless otherwise provided in these By-Laws, all proceedings of the Board of Trustees, including its committees, shall be conducted using the most recent guidelines provided in *Robert's Rules of Order*.

## ARTICLE XII

### ORDER OF BUSINESS

#### ***Section 1: Order of Business***

Unless otherwise provided, the agenda for meetings of the Board shall be set by the Chair

and it shall generally follow the below guidelines. All Trustees shall be able to submit items for discussion which shall be reviewed by the Chair.

1. Call to Order
2. Roll Call
3. Introduction of Visitors
4. Reading of Minutes of Previous Meeting
5. Report of the President
6. Reports of Committees
7. Executive Session
8. Election of Trustees
9. Election of Officers
10. Election and Appointment of Committee Members
11. New Business
12. Miscellaneous Business
13. Adjournment

### **ARTICLE XIII**

#### **GENERAL REGULATIONS**

##### ***Section 1: Fiscal Year Designation and Budget***

The fiscal year of the corporation shall begin the first day of July. The annual expense of the University shall be provided for in a Budget recommended by the President, approved and adopted by the Finance Committee and by the Trustees.

The Budget may include an appropriation designated the President's Emergency Fund, to be used at the discretion of the President in the interest of the University. All expenditures of such fund shall be reported to the Trustees at their next regular meeting.

No appropriations approved by the Executive Committee or the Trustees shall be exceeded except to the extent that transfers may be made with the written approval of the President of unexpended balances from one appropriation to another, unless such excess expenditures is first approved by the Executive Committee or Trustees.

### **ARTICLE XIV**

#### **TRUSTEE FINANCIAL SUPPORT RESPONSIBILITIES**

The Board of Trustees understand that among its responsibilities, fundamental is that of developing financial resources for Tuskegee University. To this end, the Trustees shall be expected to participate in the annual funding program to the fullest extent possible, in special funding programs as capable, in planned giving programs by bequest, estate plan, and/or deferred giving device; and, with the assistance of the Administration, encourage others to do the same.

## **ARTICLE XV**

### **INDEMNIFICATION**

Each trustee and officer of the University shall be indemnified against all expenses actually and necessarily incurred by such trustee or officer in connection with the defense of any action, suit, or proceeding to which he/she has been made a party by reason of being or having been such trustee or officer. The University shall cover such expenses except in relation to matters which the trustee or officer shall be adjudicated in such action, suit, or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The University shall maintain appropriate trustee and officer liability insurance coverage for this purpose.

## **ARTICLE XVI**

### **CODES OF CONFLICT OF INTEREST AND OTHER CODES OF ETHICAL BEHAVIOR**

#### ***Section 1: Conflict of Interest Defined and Other Terms***

A trustee shall be considered to have a conflict of interest if (1) such trustee has existing or potential financial or other interests that impair or might reasonably appear to impair such member's independent, unbiased judgment in the discharge of his her family, or any organization in which such trustee (or member of his or her family) is an officer, director, employee, member, partner, or trustee, has such existing or potential financial other interests. For the purposes of this provision, a family member is defined as a spouse, parents, siblings, children, and any other relative if the latter resides in the same household as the trustee.

#### ***Section 2: Disclosure***

All trustees shall disclose to the board any possible conflict of interest at the earliest practical time. Furthermore, the trustee shall absent himself/herself from discussions of, and abstain from voting on, such matters under consideration by the Board of Trustees or its committees. The minutes of such meetings shall reflect that a disclosure was made and that the trustees who have a conflict or possible conflict abstained from voting. Any trustee who is uncertain whether a conflict of interest may exist in any matter may request that the Board or committee resolve the question in his or her absence by majority vote. Each trustee shall complete and sign a disclosure form provided annually by the Nominating and Board Structure Committee.

#### ***Section 3: Arms-length Bidding***

Nothing in this section precludes trustees from arms-length bidding on projects at the University. However, Trustees must comply with all Codes of Ethics and Conduct at all times.

## **ARTICLE XVII**

### **BOARD OF ADVISORS**

***Section 1: General Authority and Guidelines***

The Board shall be empowered to create a Board of Advisors to provide general advice and guide to the University and/or specific colleges.

***Section 2: Membership***

The Board of Advisors to the University shall be elected by the Board of Trustees with candidates being recommended by the Nominating and Board Structure Committee.

***Section 3: Governance***

The Board of Advisors shall establish its own governance document which shall not be in conflict with these By-Laws. The Board of Trustees further reserves the right to disband any Board of Advisors with or without cause.

**ARTICLE XVIII**

**REVIEW AND AMENDMENT OF BY-LAWS**

***Section 1: Amendment***

These By-Laws may be changed or amended at any meeting of the Trustees by a two-third majority vote of those present, provided notice of the substance of the proposed amendment is sent to all trustees at least thirty days before the meeting unless notice is waived by a two-thirds majority vote of those present. The Nominating and Board Structure Committee or any Trustee may propose an amendment.

***Section 2: Annual Review***

The Nominating and Board Structure Committee shall conduct periodic reviews of the By-Laws and/or Governance Document and may recommend changes related hereto to the Board.

Adopted by the Board of Trustees this 6<sup>th</sup> day of August, 2016.

John E. Page  
Chairman

Erick W. Harris  
Secretary