

# TEMPLE UNIVERSITY

## POLICIES AND PROCEDURES MANUAL

**Title:** Boards of Visitors Bylaws  
**Policy Number:** 07.60.01  
**Issuing Authority:** Board of Trustees  
**Responsible Officer:** Vice President for Institutional Advancement

**Date Created:** May 10, 1983  
**Date Last Amended/Reviewed:** February 19, 2018  
**Date Scheduled for Review:** January 2025  
**Reviewing Office:** Office of Institutional Advancement

### Scope

These Bylaws apply to the formation, purpose, membership and responsibilities of any Board of Visitors established for a university school or college, campus, or the University Libraries.

### Policy Statement

#### ARTICLE 1. Introduction

SECTION 1. The Board of Trustees of Temple University authorizes the establishment of Boards of Visitors for schools or colleges, campuses and the University Libraries. The Board of Visitors for a particular unit may be established only by the Governance and Nominating Committee (formerly the Committee on Trustee Affairs) acting on the recommendation of the president. Through these Boards of Visitors, the university desires to invite distinguished persons throughout the nation and world to help advance its mission, and to increase external support for the university. Each Board shall have a minimum of 5 members.

SECTION 2. The organizational principles common to all Boards of Visitors – purpose, nominations and appointments, membership, meetings, reimbursement of expenses, and staff responsibilities – are set forth below.

SECTION 3. Nothing contained in the organizational principles or in the activities of any Board of Visitors constitutes a delegation of the rights, powers, duties, and responsibilities of the Board of Trustees.

#### ARTICLE 2. Purpose

SECTION 1. The role of each Board of Visitors is, in consultation with the applicable dean/unit head, to advance the mission of the particular unit it serves and the university. The Boards of Visitors serve in an advisory role to the dean/unit head, providing advice and support to ensure each unit has the capacity and external resources to achieve its mission and goals.

### ARTICLE 3. Nomination and Appointment

SECTION 1. Potential nominations for appointment to a Board of Visitors may come from any source including the dean/unit head, faculty members, students, alumni and others. Nominees should be persons informed about and interested in the various fields relevant to the particular unit.

Criteria for nomination may include, but are not limited to:

- A history of engagement and volunteer leadership;
- A record of giving or leading volunteer fundraising efforts, including helping to solicit gifts from other alumni and friends;
- A distinguished career and/or civic accomplishments;
- Prior board experience; and
- The ability to add professional, geographic, gender, age or ethnic diversity to the Board of Visitors.

A Board of Visitors' membership should represent a healthy blend of the pluralism that characterizes the Board of Trustees and the university – men and women from all walks of life, with a range of ethnic, racial and religious backgrounds, non-alumni and alumni, scholars and practitioners.

SECTION 2. Nominations for appointment to a Board of Visitors shall be reviewed as follows:

- The dean/unit head in consultation with the applicable board chair and with the support of the responsible development officer shall direct nominations and supporting materials to the vice president for institutional advancement;
- Upon consultation with the vice president for institutional advancement, nominations will be reviewed by the provost and recommendations shared with the president;
- The president will make a determination on all nominations for submission to the Board of Trustees' Governance and Nominating Committee;
- All nominations must receive final approval by Governance and Nominating Committee;
- Following approval of the nomination, the president will advise the dean/unit head to approach candidates regarding service on the Board of Visitors and the dean/unit head will advise the president of the candidate(s) willingness to serve; and
- The president will acknowledge new appointments, renewals, and terms with a formal letter.
- This process shall be completed within 90 days.

All members of each Board of Visitors will serve at the pleasure and discretion of the committee.

SECTION 3. Members of Boards of Visitors shall be appointed for three-year terms for a recommended term of service of no more than three consecutive terms. Terms become effective as of July 1 following the date of appointment. When new boards are formed, the length of initial terms shall be staggered so that the terms of approximately one-third of the members expire in any year.

SECTION 4. The chair of a Board of Visitors shall be appointed by the president, upon the recommendation of the dean/unit head and in consultation with the provost and vice president for institutional advancement. The chair shall serve for a recommended term of three years, and be eligible for reappointment as chair for an additional three-year term with a demonstrated track record of board leadership at the discretion of the Dean in consultation with the provost and vice president of institutional advancement. Upon completion of two terms of service, board chairs may serve in the role of past chair for one additional year. Any member, regardless of prior years of service, may serve as board chair for the full two terms and one additional year.

#### ARTICLE 4. Expectations of Membership SECTION 1.

Members of each Board of Visitors are expected to:

- a) Make the unit and the university a top philanthropic priority;
- b) Be an active participant in the advancement of the mission of the unit and the university through the identification of potential funding sources, such as individuals, foundations and corporations, and support of fundraising efforts;
- c) Support student and faculty development, as appropriate, through mentoring, internships, and program support;
- d) Participate in Board of Visitors meetings; and
- e) Attend university events.

SECTION 2. Members of each Board of Visitors can expect the university to:

- a) Acknowledge new appointments and term requirements with a formal letter from the president;
- b) Provide a Board of Visitors orientation in the first year of service;
- c) Convene a minimum of one meeting of the Board of Visitors annually;
- d) Invite the members to special university-sponsored events; and
- e) Recognize and acknowledge the members' service to the university.

SECTION 3: Term renewals (up to the recommended three-term limit) are at the discretion of the dean/unit head in consultation with the provost, vice president of institutional advancement and the Board of Visitors chair. When evaluating whether or not a board member's term should be renewed, consideration is given to the member's effectiveness in meeting the expectations of membership identified in Article 4, Section 1.

SECTION 4. A member of a Board of Visitors may be removed by the Governance and Nominating Committee at any time for any reason, including but not limited to failure to meet the expectations established by these bylaws or the applicable unit, or otherwise for conduct tending to negatively affect the reputation of the unit or the university.

SECTION 5. Following the conclusion of service on a Board of Visitors, a member may be appointed by the president as an emeritus member of the board upon the recommendation of the dean/unit head, provost, and Vice President of Institutional Advancement. Emeritus members of a Board of Visitors may attend meetings of the board at the discretion of the applicable dean/unit head and board chair.

#### ARTICLE 5. Reimbursement of Expenses

SECTION 1. Members of each Board of Visitors will be responsible for their own expenses.

SECTION 2. Members of each Board of Visitors may declare non-reimbursed expenses as a gift to the university. In this case the member may request a brief statement with the staff contact assigned to the Board of Visitors who will arrange for the issuance of appropriate documentation.

#### ARTICLE 6. Staff Responsibilities

SECTION 1. The president shall designate a primary staff contact for each Board of Visitors, in consultation with the dean/unit head, normally the responsible development officer of the applicable unit. The staff contact shall maintain current membership lists. In addition, the staff contact, in consultation with the Office of Institutional Advancement, shall provide each new member with background documents and appropriate orientation to the university and the applicable unit, and notices regarding meetings and other events. The staff contact shall be responsible for other matters in connection with the board, as requested from time to time by the vice president for institutional advancement or the president.

#### ARTICLE 7. Exceptions

SECTION 1. Following consultation with the vice president for institutional advancement, a dean/unit head may propose exceptional provisions for the applicable Board of Visitors, but only where such exceptions are demonstrably necessary to the effective operation of the board. Any such exceptions shall be subject to the approval of the president.

#### ARTICLE 8. Subcommittees

SECTION 1: The boards may, from time to time, at the discretion of the dean/unit head, create Board of Visitors subcommittees dedicated to a specific purpose.

#### ARTICLE 9. Confidentiality and Other Policies

SECTION 1: The work of the Board of Visitors may include access to materials of a highly confidential nature. It is essential that board members and administrators respect this confidentiality by refraining from sharing this information with any unauthorized person or group.

SECTION 2: Board of Visitors members are expected to abide by university policies, including, but not limited to, policies regarding conflicts of interest, confidentiality, and preventing and addressing discrimination and sexual harassment.

## Notes

### 1. **Dates of official enactment and amendments:**

Enacted by the Board of Trustees on May 10, 1983. Amended by the Board of Trustees on July 7, 1992.

Revised by the Board of Trustees on May 14, 2002.

Revised by the Board of Trustees on June 21, 2012.

Revised in December 2023.

### 2. **History:**

The 1992 amendment revised Article 2, Section 3, with the addition of the phrase “through development efforts”; revised Article 3, Section 1 with the addition of the term “ordinarily”; deleted the requirement in Article 3, Section 5 that the chair of a Board of Visitors be a trustee; and revised Article 5, Section 1 to provide that expenses causing a financial hardship for a visitor will no longer be reimbursed upon request, but rather upon request as determined by the president.

On May 14, 2002, the Board of Trustees amended the university’s Bylaws, changing the names of various board committees.

On April 9, 2003 two typographical errors were corrected. Article 3, Section 3, line 4 was corrected to read “Biographical data on prospective appointees...” replacing “appointments.” In addition, Article 5 was renumbered as Article 4, and Article 6 was renumbered as Article 5.

The 2012 amendment revised the policy to emphasize the development responsibilities of members of Boards of Visitors.

The 2018 amendments better ensure consistency of Boards of Visitors operations.

The 2023 revision ensured consistency with current university Bylaws.

### **Initial Policy Effective Date:**

May 10, 1983.

### **Last Amended:**

December 2023.