

APPENDIX III

BY-LAWS OF THE BOARD OF TRUSTEES

BY-LAWS OF THE BOARD OF TRUSTEES

ARTICLE I STANDING COMMITTEES

- Section 1 General: There shall be the following standing committees in addition to the Executive Committee: Admissions and Student Life Committee, Buildings and Grounds Committee, University Advancement and Estate Planning Committee, Educational Policies and Personnel Committee, Finance Committee. In addition, there shall be such other committees as the Board shall from time to time establish. The President of the University shall be invited to attend every meeting of each standing committee. At the annual meeting of the University Board of Trustees, each committee shall elect from within its membership a secretary to serve the ensuing year.
- Section 2 Admissions and Student Life Committee: The Admissions, and Student Life Committee is responsible for regularly monitoring the areas of admissions, student financial planning, student life, scholarship services, and university ministries. The committee is responsible for bringing resolutions to the full Board of Trustees pertaining to the admissions and student life administrative area of the University.
- Section 3 Buildings and Grounds Committee: The Buildings and Grounds Committee shall regularly review the maintenance and plant operation policies of the University, examine the condition of the physical plant, help plan the overall development of the University campus, and submit its recommendations in regard to these matters to the full Board of Trustees.
- Section 4 University Advancement and Estate Planning Committee: The University Advancement and Estate Planning Committee shall be responsible for the general overview of the current fund raising programs of the University administration regarding new programs prior to action by the Board of Trustees. It shall lead the Board in participation in fund raising efforts. The purview of this committee shall include university advancement, alumni affairs, public relations and capital campaigns, as well as activities related to foundation development and the various services provided our constituency in such areas as estate planning, money management and stewardship of resources, and make such recommendations as it deems advisable to improve the same.
- Section 5 Educational Policies and Personnel Committee: The Educational Policies and Personnel Committee shall regularly appraise the educational operation of the University and recommend to the Board of Trustees all educational and academic personnel policies to be adopted by the University.
- Section 6 Finance Committee: The Finance Committee shall review the annual budget for the University, as prepared by the administration and present the same with its recommendations for changes, or additions to the full Board of Trustees. The administration shall work closely with the Finance Committee and keep the full Board informed regarding the implementation of the budget throughout the year. The committee shall continuously review insurance coverage and make recommendations that it deems necessary to adequately insure the institution from major losses. The committee shall be responsible for recommending to the

administration and Board of Trustees the investment and re-investment of all University funds. This committee shall be responsible for audits as required by Article XIII, Section 2, of the amended Articles of Association.

ARTICLE II ADMINISTRATIVE OFFICERS

- Section 1 General: In accordance with the provisions of Article IX of the Articles of Association of Southwest Baptist University, there shall be the following administrative officers: President, Provost and Vice-Presidents for such major administrative areas as may be deemed necessary.

- Section 2 President: The University President shall be the chief executive officer of the University and shall have direct responsibility to ensure implementation and compliance with the provisions of the Articles of Association, with the By-laws, and with the general policies and directives of the Board of Trustees; shall have primary responsibility for fund raising, financial, institutional and physical plant development; shall be responsible for defining necessary administrative and academic positions; shall have direct responsibility for retaining personnel for those positions; shall have general supervisory and executive responsibility for the effective operation and the management of the University; shall direct and supervise the University Vice-Presidents, Deans, and Directors; and shall have such other duties as may be established by the Board of Trustees through additional By-laws, policy statements, directives or otherwise. The University President shall be responsible directly to the Board of Trustees.

- Section 3 Provost and Vice-Presidents: The Provost and Vice-Presidents shall be responsible directly to the University President. The Provost and Vice-Presidents shall have general supervisory and executive responsibility over their areas of responsibility.

ARTICLE III FACULTY

- Section 1 The President shall, under academic and budgetary policies that may be established from time to time by the Board of Trustees, for such faculty members as may reasonably be necessary to assure fulfillment of the educational purposes, goals, and ideals of the University.

- Section 2 The President shall have responsibility for the development of rules, regulations, and policies relating to the faculty, including but not necessarily limited to: definitions of faculty positions, qualifications for faculty members, promotions and demotions of faculty members, academic achievements, and conduct.

- Section 3 Recognizing the need for cooperation and consultation between the Trustees, the administration and the faculty, the Board does hereby authorize subject to the following provisions, the formation of administrative and faculty or faculty organizations or committees that shall be wholly advisory in nature, pertaining to areas of legitimate faculty concern including rules, regulations or policies and fiscal matters affecting the faculty and academic and educational policies, goals, and matters.

Section 4 No organization formed under the provision of Section 3 of the Article shall be recognized by the Board or by the administration unless the proposed By-laws of the organization shall first be submitted to and approved by the Board of Trustees; and no such organization's By-laws shall be approved unless they clearly indicate the advisory nature of such organization and the purposes for which the organization is formed which shall be within the scope of the purpose authorized by Section 3 of this Article.

ARTICLE IV INDEMNIFICATION OF TRUSTEES, OFFICERS, AND EMPLOYEES

The Board of Trustees may authorize the University to pay expenses incurred by, or satisfy a judgment or fine rendered or levied against, a present or former trustee, officer, or employee of the University in an action brought by a third party against such person, whether or not the University is joined as a party defendant, to impose a liability or penalty on such person for an act alleged to have been committed by such person while a trustee, officer, or employee, or by the University, or by both; provided, the Board of Trustees determines in good faith that such trustee, officer, or employee was acting in good faith within what he reasonably believed to be in the best interests of the University. Payments authorized hereunder include amounts paid and expenses incurred in settling any such action or threatened action. The provisions of the Article shall apply to the estate, Personal Representative, heirs, legatees, or devisee of a trustee, officer, or employee, and the term "person" where used in the foregoing Article shall include the estate, personal representative, heirs, legatees, or devisee of such person.