



Agenda
REGENTS' AD HOC GOVERNANCE COMMITTEE
October 11, 2021; 9:00 AM
Virtual¹

Livestream: <https://live.unm.edu/board-of-regents>

Regent Members:
Rob Schwartz, Chair
Kim Sanchez Rael, Vice Chair
Doug Brown

Members from Administration:
Loretta Martinez, University Counsel
Terry Babbitt, President's Chief of Staff

- I. Call to Order and Confirmation of a Quorum, *Regent Rob Schwartz*
- II. Adoption of the Agenda
- III. Public Comment² (*comments related to agenda items; limit 3 min.*)
- IV. Action Item—Recommendation to Authorize Revisions to the Regents' Policy Manual –"Maintenance of the Regents' Policy Manual"– to allow the UNM Policy Officer to make minor changes to Regents' Policies **(See Attachment A)**
- V. Action Item—Student Regent Leadership Scholarship/Stipend
 - A. Recommendation to revise Regents' Policy Manual (RPM) – Section 1.2 "Structure of the Board of Regents", and Section 1.8 "Regent Code of Conduct and Conflicts of Interest" **(See Attachments B and C)**
 - B. Recommendation on the structure of the leadership scholarship/stipend
- VI. Action Item—Recommendation to Establish a Standing Regents' Governance Committee
 - A. Recommendation to revise RPM - Section 1.2 "Structure of the Board of Regents" **(See Attachment B)**
 - B. Recommendation for Charge of the Committee
- VII. Discussion Item---RPM 1.6 Special Recognition and Awards – establish a process similar to the Honorary Degree process for nominations & recommendations to the Board for *Regents' Meritorious Service Medals* and *Regents' Recognition Medals*.
- VIII. Adjourn

¹Under the current guidelines from the Governor and in order to slow the spread of COVID-19, the UNM Board of Regents and Regents' Committees will meet virtually over Zoom platform. Additionally, public access to view or listen to Regent meetings is provided via a livestream of the virtual meeting: <https://live.unm.edu/board-of-regents>

²Public comment will be heard during the meeting. Due to the nature of online meetings and the logistics of getting speakers connected, anyone wishing to provide public comment during the meeting *must register their intent to speak before noon on Friday, October 8, 2021*. In order to sign up for public comment, please email regents@unm.edu with the subject, "Request to provide public comment at 10/11 Regent's Ad Hoc Governance Committee Meeting", and include the following information: 1. First name and last name; 2. Email address and telephone number; 3. Affiliated organization & Professional Title (if applicable); 4. Topic you would like to address. Comments may also be submitted in writing to, regents@unm.edu .



DATE: September 23, 2021

TO: The Regents of the University of New Mexico

FROM: Office of the Senior Vice President for Finance and Administration

SUBJECT: Action Item for Ad Hoc Governance Meeting on October 1, 2021 - *AUTHORIZATION FOR REVISIONS TO REGENTS' POLICY MANUAL – MAINTENANCE OF THE REGENTS' POLICY MANUAL - TO ALLOW UNM POLICY OFFICER TO MAKE CORRECTIONS TO REGENTS' POLICIES*

Executive Summary

The Office of the Senior Vice President for Finance and Administration proposes that The University of New Mexico Board of Regents approve edits to the *Regents' Policy Manual – Maintenance of the Regents' Policy Manual* that will delegate narrow authority to the University Policy Officer to make minor changes to Regents' policies to correct departmental or other unit names, position titles, grammatical errors, typographical errors, stylistic inconsistencies, URL links, or references. The revisions also add language to clarify policy regarding Development of Policy, Publicity and Public Input, Approval and Publication of Policy, and Policy Archives. A redline version of the policy is shown as ATTACHMENT 1.

Background

Originally adopted in 1996, and not having been revised since original adoption, the Regents' Policy Manual – Maintenance of the Regents' Policy Manual section exists to explain how Regents' policies are recommended, approved, and implemented. According to current practice, a majority vote of the Board is required to address inconsistencies with departmental titles, position titles, style, grammatical and typographical errors, and broken URL links. There have been attempts to review the entire RPM for updates in the past (both technical and substantive), however this has proven to be a daunting and mundane task for the Board to have to vote on every minor policy correction. We believe there exists a better approach to the periodic, substantive review that is outlined in the original adoption of this policy. Our objective is to improve the accuracy of the Regents' Policy Manual by allowing minor policy corrections to be made by the University Policy Officer.

In addition, the current policy does not delineate important policy information such as Development of Policy, Publicity and Public Input, Approval and Publication of Policy, and Policy Archives. Note that the University Administrative Policies and Procedures has a comprehensive policy dedicated to the development and maintenance of UNM's administrative policies, specifically outlining the requirements pertaining to development and maintenance of policy, authority, publication, and archival of historic versions. The University Policy Officer has been given authority to unilaterally make corrections to the minor policy items we have outlined above. This has allowed for timely correction to University Administrative Policies, and has freed up time for more substantive policy review by Process Owners and the University President when warranted. Please see University Administrative Policies (UAP) 1100: Development and Approval of Administrative Policies, for additional reference - ATTACHMENT 2.

ATTACHMENT 1

Regents' Policy Manual – Maintenance of the Regents' Policy Manual DRAFT of 09.23.21
(Redline Copy)

ATTACHMENT 2

University Administrative Policies (UAP) 1100: Development and Approval of Administrative
Policies



DRAFT 09.23.21 (Redline Copy)

Regents' Policy Manual - Maintenance of the Regents' Policy Manual

Adopted Date: 09-12-1996

Applicability

This policy applies to all policies adopted by the Board of Regents.

Policy

Any Regents' policy, including the policies contained in this Regents' Policy Manual, may be modified by a majority vote of the Board of Regents at any of its meetings. ~~It is the intention of the Regents that proposed new policies and proposed revisions to existing policies will receive adequate publicity and discussion prior to their adoption.~~

Periodically, the Board shall review all policies in the Regents' Policy Manual, and all policies adopted or revised since the previous review, and make any changes it deems appropriate.

Implementation

Development of Policy

Members of the University community may propose new or revised Regents' policies by submitting them, ~~in the format used in this Manual,~~ to the [University President of the University](#). The President will submit proposed policies, together with any appropriate background information and administrative recommendations, to the Board for consideration. ~~Proposed policies must be approved by the Regents before they may be put into effect. All new or revised policies adopted by the Regents shall be promptly published as additional or replacement pages of this Regents' Policy Manual.~~

Publicity and Public Input

~~It is the intention of the Regents that proposed new policies and proposed revisions to existing policies will receive adequate publicity and discussion prior to their adoption. As set forth in RPM 1.3: Public Notice of Regents' Meetings, public notice of proposed new policies and proposed revisions to existing policies should be included in BOR meeting agendas, made available at least seventy-two (72) hours prior to the meeting, and placed on the regents.unm.edu~~

[website](#). An opportunity for public input shall be provided at regular meetings during Board consideration of the policy agenda item in question, and via email at regents@unm.edu.

Approval and Publication of Policy

[Proposed policies must be approved by the Regents by a majority vote before they may be put into effect. All new or revised policies adopted by the Regents shall be promptly published as additional or replacement pages of this Regents' Policy Manual. Upon approval by the Regents, policies are issued on the UNM Policy Office website, the official repository for the Regents' Policy Manual.](#)

Corrections to Policy

[The Board of Regents gives narrow authority to the University Policy Officer to make minor changes to Regents' Policies to correct departmental or other unit names, position titles, grammatical errors, typographical errors, stylistic inconsistencies, Uniform Resources Locator \(URL\) links, or references.](#)

Policy Archive

[The UNM Policy Office maintains an archive of historic versions of Regents' Policies that are available upon request.](#)



Administrative Policies and Procedures Manual - Policy 1100: Development and Approval of Administrative Policies

Date Originally Issued: 06-05-2009

Revised: 05-10-2017, 12-09-2020

Authorized by [RPM 3.1 \("Responsibilities of the President"\)](#)

Process Owner: University Policy Officer

1. General

The policies in the University Administrative Policies and Procedures Manual (UAP) have broad application throughout the University. They help ensure compliance with applicable laws and regulations, enhance the University's mission, promote operational efficiencies, and reduce institutional risk. Each of the policies includes two important elements: institutional policy and any procedures necessary for a comprehensive understanding of the intent and application of the policy. To develop effective policy, the UNM Policy Office seeks input from both subject matter experts and from individuals affected by the policy. The UNM Policy Office administers the UAP and reports to the Senior Vice President for Finance and Administration.

This policy describes the process used to develop or revise policies, solicit input, and obtain approval of policies.

2. Development of Policy

Individuals wishing to propose or revise a policy should send their request to the UNM Policy Office. The UNM Policy Office will work with subject matter experts and individuals representing areas impacted by the policy to develop a preliminary draft. The draft is then circulated for review and comment to major campus constituent groups, such as the Faculty Senate Operations and Policy Committees, Staff Council Executive Committee, and Deans' Council. At the same time, the Office of University Counsel reviews the policy for legal sufficiency. Based on the received comments, the policy draft is refined and prepared for subsequent review.

3. All-Campus Review of Policy

The refined policy draft is posted on the UNM Policy Office website for a 30-day, all-campus review and comment period. Comment periods may be shorter or longer if there is a compelling legal, administrative, or business need. The comment

period is announced on the [UNM Policy Office website](#), in the UNM News Minute, and on the UNM Policy Office listserv. The UNM Policy Office, typically in conjunction with the core group involved in the development of the draft, reviews the comments received and, as appropriate, drafts additional changes to the policy.

3.1. Process Owner

The UNM Policy Office will assign a position to serve as the process owner for the functions covered by the policy. The process owner is responsible for policy implementation and for notifying the UNM Policy Office of any proposed changes in practice that will require a policy change prior to implementing such a change. In addition, the University Policy Officer may ask process owners to periodically review applicable policies and report any necessary changes.

4. Approval and Distribution of Policy

All new and revised policies in the UAP must be endorsed by the Senior Vice President for Finance and Administration and approved by the University President in writing. Upon approval by the University President, policies are issued on the [UNM Policy Office website](#), and announced on the UNM Policy Office website, in the UNM News Minute, and on the UNM Policy Office listserv.

4.1. Dean, Director, and Department Head Responsibilities

Deans, directors, and department heads, or their designees, are responsible for:

- informing their employees of new policies or changes to existing policies; and
- ensuring that all related departmental processes, procedures, and documents are updated to reflect new or revised policies.

Instead of maintaining printed copies of the UAP, departments and other units should refer to the online version of the manual on the [UNM Policy Office website](#) to ensure that they refer to the most recent versions of the policies.

5. Minor Changes or Corrections to Policy

5.1. Minor Changes

If the University Policy Officer determines that proposed changes are minor in nature and either required by regulatory changes or necessary to conform to current practices, an abbreviated policy revision process may be used. Such changes to policy are not sent to the campus for a 30-day, all-campus review and comment period, but must still be endorsed by the Senior Vice President for Finance and Administration and approved by the University President in writing. Minor changes are announced on the [UNM Policy Office website](#), in the UNM News Minute, and on the UNM Policy Office listserv.

5.2. Corrections

Without requesting written approval of each change, the UNM Policy Office may revise affected policies to correct departmental or other unit names, position titles, grammatical errors, typographical errors, Uniform Resource Locator (or URL) links, or other similar occurrences.

6. Policy Archive

The UNM Policy Office maintains an archive of historic versions of administrative policies that are available upon request.

Regents' Policy Manual - Section 1.2: Structure of the Board of Regents

Adopted Date: 09-12-1996

Amended: 09-09-2003

Amended: 08-10-2004

Amended: 12-14-2004

Amended: 03-14-2005

Amended: 10-10-2006

Amended: 12-14-2010

Amended: 09-12-2014

Amended: 06-12-2015

Amended: 08-14-2015

Amended: 03-14-2016

Amended: 02-16-2021

Appointment of Members

The Board of Regents is composed of seven members who are appointed by the Governor of New Mexico, with the consent of the Senate, for staggered terms of six years except for the student regent who is appointed for a two-year term. The Governor and the Secretary of Education are designated as ex-officio, non-voting members, and the Presidents of the Faculty Senate, Staff Council, Associated Students of UNM, Graduate and Professional Student Association, Alumni Association, UNM Retiree Association, UNM Parent Association, and the Chair of the UNM Foundation are non-voting advisors.

Removal of Members

Members of the Board of Regents shall not be removed except for incompetence, neglect of duty, or malfeasance in office. A member may not be removed without notice of hearing and an opportunity to be heard. The New Mexico Supreme Court has original jurisdiction over proceedings to remove a member of the Board of Regents in accordance with such rules as the Court may promulgate, and its decision in such matters is final.

Officers

The Board of Regents is required by statute to meet in Albuquerque on the second Monday in March of each year to elect a ~~president~~president/chair and secretary-treasurer, at which time, though not required by statute, the Board also elects a vice ~~president~~president/chair. The ~~President~~President/Chair presides at all meetings of the Board and signs all instruments required to be executed by the Board. When the ~~President~~President/Chair of the Board of Regents is

absent, the Board of Regents hereby appoints the Vice-~~President~~President/Chair to serve as President/Chair pro tem.

Compensation

Members of the Board are not remunerated for their services, except for the student regent, who is eligible for a leadership scholarship/stipend. ~~They are, however, Regents are~~ eligible for travel reimbursement, pursuant to the University's travel reimbursement policies. (See, RPM 7.7 and UAP 4030 ("Travel").)

Conflict of Interest

Members of the Board are subject to the "Regent Code of Conduct and Conflicts of Interest Policy." (See, RPM 1.8.)

Orientation of New Members

When a new member is appointed to the Board, the member may choose to receive hard copies of the Faculty Handbook and the Regents' Policy Manual, or elect to access the manuals online at <http://handbook.unm.edu> and at <http://policy.unm.edu/regents-policies/index.html>, respectively. New members also will receive a compilation of current New Mexico statutes pertaining to the Regents. The President and President/Chair of the Board of Regents will arrange briefing sessions for newly appointed Regents.

Standing Committees

In order to facilitate the work of the Board of Regents, the ~~President~~President/Chair of the Board of Regents appoints members to standing committees each year and appoints chairs and vice-chairs of each committee. The ~~President~~President/Chair of the Board of Regents may appoint him or herself as a member of any standing committee. The ~~President~~President/Chair of the Board of Regents shall consult with the Board of Regents concerning such appointments to committees.

Consistent with the requirements of the University Research Park and Economic Development Act ("URPEDA"), the ~~President~~President/Chair of the Board of Regents nominates members to serve on the various boards of directors of URPEDA corporations in which the University is a member following the approved bylaws of each URPEDA corporation and nominees will be appointed to each such Board upon the vote of a majority of the Regents.

The standing committees of the Board of Regents are Audit and Compliance; Finance and Facilities; Student Success, Teaching and Research; Governance; and the Health Sciences Center (HSC). The President/Chair of the Board of Regents may name other standing committees with the consent of the Board of Regents.

Each standing committee shall consist of three Regent members. ~~One Regent must be a member of both the Finance and Facilities Committee and the HSC Committee.~~ A quorum of a Regents' committee consists of a majority of the appointed members of that committee. The ~~President~~President/Chair of the Board of Regents may designate him or herself or another Regent as alternate members of a standing committee or board who may serve as voting members whenever any of the Regent members are not present.

Each standing committee shall have a designated vice-chair responsible for assisting the chair of the committee. The chair of each committee shall be responsible for preparing the agenda for the committee meetings, in consultation with the University President, ~~and the President~~President/Chair of the Board of Regents ~~and committee staff.~~ The University President may submit agenda items for the committee to the ~~President~~President/Chair of the Board of Regents and the chair of the committee. All action items for the Board of Regents are typically first reviewed by a standing committee.

The duties and responsibilities of the HSC Committee are set forth in RPM 3.5. The duties and responsibilities of the Audit and Compliance Committee are set forth in RPM 7.3. The other standing committees' duties and functions are determined by the Board of Regents, and shall include at least gathering information, conferring with members of the administration, faculty, staff, student body, and public on the topics within the committee's duties, and making recommendations for action by the Board of Regents. The chairs of the standing committees (or vice-chairs in the absence of the chairs) shall report the committee recommendations to the Board of Regents at its meetings. Standing committees do not constitute a quorum of the Board of Regents and have no authority to act for the Board of Regents except with regard to disposal of surplus property per RPM 7.9. All standing committees will abide by the New Mexico Open Meetings Act, except that in addition to the exclusions listed in the Act, the standing committees may close meetings, when less than a quorum of the Board of Regents is present, in the following instances: (1) to meet with internal or external auditors to discuss any examination or audit prior to the release of an audit report; and/or (2) to meet with attorneys from the Office of University Counsel and/or hired outside counsel to discuss any matter that is protected by the attorney-client privilege.

Consent Agenda Matters

Certain matters, or categories of matters, may be referred by the Board of Regents for discussion and recommendation by a standing committee and thereafter placed on the Board of Regents' consent agenda for approval by the Board of Regents without further discussion. All matters, or categories of matters, within the subject matters regularly assigned to a standing committee shall be deemed to have been referred by the Board to that standing committee. Any member of the Board of Regents shall have the right, upon request, to remove any item from the Board's consent agenda and place the item on the Board's regular agenda for discussion.

Operations Committee

~~In addition to the standing committees, there shall be an Operations Committee which shall consist of the President of the Board of Regents as chair, together with two other Regent members appointed by the President of the Board. The Operations Committee will meet informally, including by telephone conference, to discuss the agenda for upcoming Board of Regents meetings and other items of business likely to come before the Board of Regents. The meetings of the Operations Committee will not be subject to requirements of the Open Meetings Act.~~

Ad Hoc Committees

From time to time the ~~President~~President/Chair of Board may appoint ad hoc committees consisting of two or three Regent members to gather information and make recommendations to the Board of Regents about specified matters. Public notice of such meetings will be given and public attendance and participation permitted as deemed appropriate by the committee chair.

Quorum for Meetings of the Board

Four of the seven members of the Board shall constitute a quorum for the transaction of business.

Agenda for Meetings

Items are typically considered by the appropriate Board of Regents' committee before going to the full Board of Regents. The University President is responsible for preparation of the written agenda for Board of Regents meetings; the President consults with the ~~President~~President/Chair of the Board of Regents about each agenda. Copies of the agenda are distributed to the Regents, the University President, other administrators, representatives of the news media, other interested parties, and posted on the University's website.

Additions to the agenda may not be made less than 72 hours prior to the meeting, except in the case of an emergency as defined in the Open Meetings Act. The Board of Regents will consider such emergency changes to the agenda at the beginning of each meeting, but once the Board of Regents formally approves the agenda, it will be followed.

Persons or groups wishing to place an item on the agenda of the Board of Regents, whether for possible Board of Regents action or for purposes of addressing the Board of Regents about an item, must submit a letter to that effect to the ~~President~~President/Chair of the Board of Regents via the University President not less than ~~ten~~four working days prior to the scheduled meeting. Final decisions to place items on the agenda or to refer items to committee will be rendered by the ~~President~~President/Chair of the Board of Regents after consultation with the University President.

Conduct of Meetings

Parliamentary procedure shall be governed by the most current revision of Roberts' Rules of Order, except that New Mexico law or other applicable Regents' policies will govern if there is a conflict with Roberts' Rules of Order.

References

N.M. Const, art. XII, § 13 ("Board of regents")

N.M. STAT. ANN. §§ 21-1-9 ("Expenses of members of boards of regents"), 21-1-13 ("Ex officio board memberships of governor and superintendent of public instruction"), 21-7-5 ("Annual organization meeting of board; election of officers; bond of secretary-treasurer; conditions"), 21-7-6 ("~~President~~President/Chair; secretary and treasurer; duties and powers") (1978)

Regents' Policy Manual - Section 1.8: Regent Code of Conduct and Conflicts of Interest Policy

Adopted Date: 09-12-1996

Amended: 07-15-2003

Amended: 09-09-2003

Renumbered from 6.4: June 9, 2004

Applicability

This policy applies to members of the University Board of Regents.

Policy

1. Members of the Board of Regents ("Regents") are expected to perform their duties faithfully and efficiently and never to give rise to suspicion of improper conflict with interests of the University. Regents shall not accept favors or gratuities of significant economic value from any firm, person, or corporation that is engaged in, or attempting to engage in, business transactions with the University. They must avoid any conflict of interest that may affect their independent judgment in the impartial performance of their duties. They may not use their positions to enhance their direct or indirect financial interest or use confidential information learned as a Regent for anyone's private gain. Regents shall comply with state conflict of interest laws as well as University policies.
2. No Regent shall maintain a financial interest in a firm or corporation with which the University is engaged in business. In addition, a Regent shall not participate directly or indirectly in any decisions relating to any transaction between the University and a business entity of which the Regent or any member of the Regent's immediate family is a director or trustee.
3. For the purposes of this policy, "financial interest" includes any direct or indirect financial interest, but does not include the leadership scholarship/stipend of the student regent. This includes any transaction between the University and the Regent or a member of the Regent's immediate family. An immediate family member is a family member who shares a home with a Regent; or is a person who receives financial support of more than twenty-five percent (25%) of his or her annual income from a Regent; or is a person who is claimed as a dependent for federal income tax purposes by a Regent. "Financial interest" also includes any transaction between the University and a business entity (corporation, sole proprietorship, partnership, LLC, or similar entity) including parents or subsidiaries of the business entity, in which the Regent or a member of the Regent's immediate family:
 - a. has an ownership interest (other than as owner of less than one percent (1%) of the stock of a publicly traded corporation); or

- b. is a partner or officer of such business entity or an employee of such business entity whose compensation is related to business transacted with the University.
4. A member of the Board of Regents will have 120 days from the date the Board of Regents approves the "Regent Code of Conduct and Conflicts of Interest Policy" ("Code") to fully comply with the Code. Each Regent will annually certify compliance with the Code on a form approved by the Regents. Each annual certification shall be filed by the Regents with the University Counsel who shall furnish a copy to the Executive Vice President for Administration. If a Regent fails to file an annual certification or fails to comply with the Code, the Board of Regents shall give written notice to the Governor of the State of New Mexico. The Regents shall make any such notice public. Violation of the Code by a Regent will be grounds for removal of that Regent pursuant to Article XII, Section 13 of the Constitution of New Mexico.
5. Members of the Board of Regents are required by the Financial Disclosure Act, Section 10-16A-1, *et seq.*, NMSA 1978, to file a report with the New Mexico Secretary of State concerning the Regent's financial interests. A copy of such report shall also be filed by the Regent with the University Counsel who shall furnish a copy to the Executive Vice President for Administration and distributed to each member of the Board of Regents. The report filed with the Vice President shall be supplemented to the extent necessary to set forth the Regent's financial interests as defined in Section 3 of this policy.

References

NMSA 1978 Governmental Conduct Act, § 10-16-1 *et seq.*; Procurement Code §§ 13-1-190, -193, -195; 21-1-17, -35; Financial Disclosure Act, § 10-16A-1, *et seq.*