

- 2.2** The institution has a governing board of at least five members that is the legal body with specific authority over the institution. The board is an active policy-making body for the institution and is ultimately responsible for ensuring that the financial resources of the institution are adequate to provide a sound educational program. The board is not controlled by a minority of board members or by organizations or interests separate from it. Both the presiding officer of the board and a majority of other voting members of the board are free of any contractual, employment, or personal or familial financial interest in the institution. **(Governing Board)**

**Compliance Status:** Compliance

**The institution has a governing board of at least five (5) members that is the legal body with specific authority over the institution.**

The Board of Regents of the USG is the legal authority with governing control over all institutions in the System, including the College of Coastal Georgia. As such, the Board operates in compliance with all aspects of this core requirement. [Article VIII, Section IV, Paragraph 1a](#) of the *Constitution of the State of Georgia*, as well as [Article I, Section III](#) of the *USG Bylaws of the Board of Regents*, states that the Board shall consist of one member from each congressional district in the state and five additional members from the state at large. With 13 congressional districts, the Board is composed of 18 members appointed by the Governor and confirmed by the Senate. Each member serves a seven-year term. Further, the Board appoints a Chancellor to serve as its chief executive officer and the chief administrative officer of the University System. The Board's authority to govern, control and manage the University System and each of its institutions is derived from the *Constitution of the State of Georgia* ([Article VIII, Section IV, Paragraph I](#)), reinforced by state law in the *Official Code of Georgia Annotated*, [Sections 20-3-21](#) and [20-3-31](#), and reiterated in [Article I, Section II](#) of the *Bylaws of the Board*.

**The board is an active policy-making body for the institution and is ultimately responsible for ensuring that the financial resources of the institution are adequate to provide a sound educational program.**

Pursuant to [Article III, Section I](#) of the *Bylaws of the Board of Regents*, the Board is mandated to meet at least eight times per year; the press of business may demand more. The Board routinely meets 10 times a year for two days each month, except in the months of July and December. The dates for these meetings are determined by the chair and the chancellor, and approved by the Board. As noted, the regular meetings are typically scheduled on consecutive days at times determined by the Board upon the recommendation of the chair and the chancellor. The [meeting schedule](#) for the Board is available on its website.

Additionally, the Board's [meeting minutes](#) for all regular and special meetings over the past 15 years are posted as public information and are available for review on the Board's website. Examples of the lists of recent postings are documented under the Board of Regents Meeting Minutes. These minutes attest to the Board's exceptionally active policy-making agenda, and demonstrate the vast range of policy matters with which the Board concerns itself each month.

The Board's constitutional authority is especially detailed and explicit in relation to the financial matters and resources of the University System and its member institutions. Pursuant to [Article VIII, Section IV, Paragraph 1](#) of the *Constitution of the State of Georgia*, the Board has the exclusive authority to allocate and distribute University System appropriations among the institutions under its control in such a manner as will further efficient and economical administration of the University System. Specifically, Paragraph 1 provides that:

- (c) *All appropriations made for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate and distribute the same among the institutions under its control in such way and manner and in such amounts as will further an efficient and economical administration of the university system.*
- (d) *The board of regents may hold, purchase, lease, sell, convey, or otherwise dispose of public property, execute conveyances thereon, and utilize the proceeds arising therefrom; may exercise the power of eminent domain in the manner provided by law; and shall have such other powers and duties as provided by law.*
- (e) *The board of regents may accept bequests, donations, grants, and transfers of land, buildings, and other property for the use of the University System of Georgia.*

This mandate is reinforced by *Official Code of Georgia Annotated, Section 20-3-53*. Additionally, [Article VII](#) of the *Bylaws of the Board of Regents* provides that it shall be the only medium through which University System institutions may formally request appropriations from the General Assembly and the Governor of the State of Georgia. Furthermore, *Official Code of Georgia Annotated, Section 20-3-31* authorizes the Board to exercise any power necessary to make reasonable rules and regulations to manage schools of learning to attain the ends desired as most useful to the State.

The Board organizes its work through a committee system, allowing specialized focus on matters related to academic affairs, financing, real estate, etc. All policy issues, budget matters, academic offerings, and property acquisitions require approval of the Board.

**The board is not controlled by a minority of board members or by organizations or interests separate from it.**

As noted previously, [Article VIII, Section IV, Paragraph 1\(a\)](#) of the *Constitution of the State of Georgia* and [Article I, Section III](#) of the *Bylaws of the Board of Regents* requires a majority of the Board's members to consist of representatives from each of Georgia's 13 Congressional districts. The Board's composition is a key factor in ensuring the representation of statewide interests in the affairs of the University System. Similarly, the staggered seven-year terms of Board members ensures representation across different gubernatorial administrations. The annual rotation of the chairmanship of the Board ([Article IV, Section V](#) of the *Bylaws of the Board of Regents*) also minimizes the potential for control by a minority of the members.

The Board's monthly meetings, as well as the *Bylaws*, committee structures, and required actions by the Committee of the Whole, ensure broad-based participation of the Board's membership in the business affairs of the University System. The requirements for any individual or group seeking an appearance before the Board are clearly defined in [Article III, Section IX](#) of the *Bylaws of the Board of Regents*. Further, the *Bylaws* clearly state that no individual member of the Board has the authority to commit the Board to a particular action ([Article V, Section II](#)), although any member may propose any action at any time, subject to the procedural rules listed in [Article III, Section V](#) of the *Bylaws*.

The Board is not controlled by a minority of Board members. [Article III, Section IV](#) of the *Bylaws of the Board* requires that a majority of the members of the Board is needed to constitute a quorum for the transaction of business. Additionally, [Article III, Section II](#) of the *Bylaws* requires that each Board member be provided a minimum of at least five days' notice of regular or called meetings. With regards to standing committees, pursuant to [Article V, Section III](#) of the *Bylaws*, each committee "shall consist of not less than five or more than ten members," and must provide minutes of its meetings to the full Board.

**Both the presiding officer of the board and a majority of other voting members of the board are free of any contractual, employment, or personal or familial financial interest in the institution.**

No member of the Board has a financial, contractual or employment relationship with the College. In fact, such a relationship would violate Georgia law. Specifically, *Official Code of Georgia Annotated*, [Section 45-10-24](#), prohibits part-time public officials with state-wide powers from transacting business with any state agency for him/her or on behalf of any business in which such public official or member of his family has a substantial interest. This section includes a Code of Ethics and a statement regarding conflict of interest.

Further, [Article II, Section II](#) of the *Bylaws of the Board of Regents* states that its members may not "accept gifts, honoraria, or other forms of compensation from University System institutions or cooperative organizations for speaking or other activities at events sponsored by University System institutions."

Finally, since Georgia is an "open records" and "open meetings" state by law and the University System is a state agency, scrutiny of the actions of the Board, as well as its individual members, is readily done by the public in general and the media in particular. Such scrutiny and potential public criticism serve as powerful deterrents against the undue influence of special interests and conflicts of interest.

**Supporting Documentation**

[Constitution of the State of Georgia, Article VIII, Section IV, Paragraph 1](#)

[USG Bylaws of the Board of Regents, Article I, Section 3](#)

[Official Code of Georgia Annotated, Section 20-3-21](#)

[Official Code of Georgia Annotated, Section 20-3-31](#)

[USG Bylaws of the Board of Regents, Article I, Section 2](#)

[USG Bylaws of the Board of Regents, Article III, Section 1](#)

[USG Board of Regents meeting schedule \(web link\)](#)

[USG Board of Regents meeting minutes \(web link\)](#)

[Official Code of Georgia Annotated, Section 20-3-53](#)

[USG Bylaws of the Board of Regents, Article VII](#)

[USG Bylaws of the Board of Regents, Article IV, Section 5](#)

[USG Bylaws of the Board of Regents, Article III, Section 9](#)

[USG Bylaws of the Board of Regents, Article V, Section 2](#)

[USG Bylaws of the Board of Regents, Article III, Section 5](#)

[USG Bylaws of the Board of Regents, Article III, Section 4](#)

[USG Bylaws of the Board of Regents, Article III, Section 2](#)

[USG Bylaws of the Board of Regents, Article V, Section 3](#)

[Official Code of Georgia Annotated, Section 45-10-24](#)

[USG Bylaws of the Board of Regents, Article II, Section 2](#)