September 26, 2018

TO: Members of the Board of Trustees

FROM: Rachel S. Rubin Executive Secretary

RE: Approval of Proposed Changes to the By-laws of the University of Connecticut

RECOMMENDATION:

That the Board of Trustees approve revisions to Article V.E.3.a regarding term limits for members of the Board of Directors of the University of Connecticut Health Center, as indicated in the attached.

BACKGROUND:

The By-laws of the University of Connecticut may be amended at any regular meeting of the board by a recorded majority of all members of the board, provided that notice of any proposed amendment, including a draft thereof, shall have been given at the previous regular meeting. This document represents such notice and the resolution calling for the described amendments could be acted upon at the next meeting of the board.

The Board of Directors of the University of Connecticut Health Center is a standing committee of the Board of Trustees. Pursuant to Article V, Section E.3.a, members of this committee may serve a maximum of two three-year terms. In order to retain members who have needed expertise or who have institutional knowledge of matters related to the complexities of the Health Center, it is in the best interests of the Board of Trustees to allow longer service. The revision will also clarify the list of officers and the long-standing practice to have members continue to serve until a successor is appointed and accepts.
ARTICLE V.E.3.a

3. Membership

The Board of Directors of the University of Connecticut Health Center shall have 18 members.

a. Terms

With the exception of the President of the University, the Secretary of the Office of Policy and Management, and the Commissioner of the Department of Public Health, members will serve for three-year staggered terms. Members may serve a maximum of two or three full terms as a regular member plus a maximum of two additional terms when serving as an officer. Initial appointment to fill the balance of a vacant term shall not count toward the maximum of two or three full terms. Officers will include the Chair, vice chair/secretary, Vice-Chair, Secretary, and Treasurer. Upon the expiration of the term of a member, the member shall continue to serve until a successor is appointed and accepts.