

**NEW COLLEGE OF FLORIDA
REGULATIONS MANUAL**

CHAPTER 2 - The Board of Trustees

2-1005 Officers of the BOT

- (1) Officers. The Officers of the BOT shall consist of the Chair, the Vice Chair, and the Secretary.
- (2) Election. At the Annual Meeting, the BOT shall elect from its own body a Chair, who shall preside at meetings, a Vice Chair, and a Secretary. The President shall serve as Secretary of the BOT. However, the BOT may appoint assistant secretary to assist the President or to serve in the President's stead.
- (3) Term. The officers may serve two-year terms and may be reelected for one additional consecutive term. Where any officer is unable to complete the entire two-year term, an election shall be held to fill the unexpired portion.
- (4) Chair. The duties of the Chair shall be as follows:
 - (a) To preside over all meetings of the BOT and, in that capacity, to fix the order of business, call special meetings of the BOT, attest to actions of the BOT, appoint all standing and special committees, require the proper preservation of records of the BOT's proceedings by the Secretary, and notify the Governor in writing whenever a board member fails to attend three consecutive meetings in any fiscal year.
 - (b) Without diminishing the right of individual trustees to publicly express their personal views, the Chair of the BOT, unless otherwise determined by the BOT or the Chair, shall act as spokesman for the BOT.
 - (c) To sign all diplomas, certificates or degrees issued by the institution.
 - (d) To execute all deeds, contract, agreements or other legal documents authorized by the Board.
 - (e) To attend official functions of NCF as the representative of the BOT.
 - (f) To carry out such other acts and functions as the BOT may from time to time direct.
 - (g) Whenever the office of the President becomes vacant or a vacancy is impending, the Chair shall appoint a Search Committee pursuant to BOG Regulation 1.002 to refer candidates for BOT consideration and for the BOT to select a final qualified candidate as President-Elect for BOG confirmation.
- (5) Vice Chair. The duties of the Vice Chair shall be as follows:
 - (a) In the absence of the Chair, to preside at meetings of the BOT.
 - (b) To serve in the place and stead of the Chair upon the disability of the Chair or at such other times and circumstances when directed by the Chair.
 - (c) To perform such other duties as the BOT from time to time may direct.

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- (6) The President. The President is the chief executive officer of the corporation and the corporate Secretary of the BOT. The President is responsible for the operation and administration of NCF. The President is responsible to the BOT, and shall be charged with carrying out the policies and plan of the BOT in achieving the stated goals and objectives of NCF. In consultation with the President, the Chair shall set the agenda for meetings of the BOT, as set out more fully under these By-laws. Specific duties of the President relating to the management of the affairs of NCF are set out in 2-2001 to 2-2003 of these regulations.
- (7) Other Personnel. In addition, the BOT shall appoint, upon recommendation of the President, such other personnel of NCF as the BOT may from time to time deem appropriate.
- (8) Selection and Removal of the President. The President may be removed only by assent of two-thirds of the whole number of trustees. The President shall attend all meetings of the BOT and shall have notice of and the privilege of attending all meetings of its committees.
- (9) Presidential Review. The BOT shall adopt a statement of priorities for the year which shall include the President's initiatives and obligations. These statements, along with standards of performance to be developed by the BOT, will become the performance plan by which the BOT evaluates the President. At least once per year, the BOT will discuss the President's performance. The BOT will provide the President with a written summary of its evaluation.
- (10) Secretary. The duties of the Secretary—who is also the President—shall be as follows:
 - (a) To attend all meetings of the BOT and to provide for preparation and maintenance of all the minutes of the meetings of the BOT and of all other records or documents pertaining to actions of the BOT. The BOT may prescribe appropriate regulations with respect to access to said records.
 - (b) To provide for the issuance of all notices required pursuant to these By-laws.
 - (c) To be custodian of the corporate seal of NCF.
 - (d) To carry out such other duties as the BOT may from time to time prescribe.

Authority: Article IX, Sec. 7, Fla. Constitution; Fla. Board of Governors Regulation 1.001

History: Adopted 09-29-01 as By-laws of the Board of Trustees of NCF; Revised 11-03-01, 05-25-02, 07-15-02, 08-24-02, 02-08-03, 02-05-05; Revised and renumbered 11-04-05; Revised 11-06-10, 03-10-17 (technical amendment); 04-19-22