B.4.1 (Policy) Board Officers
Responsible Department: Office of the Chancellor, Legal Services
Board Adoption: 8-18-09
Last Board Action: 10-27-15

Officers of the Board shall be elected at the first regular meeting of the Board following the regular election of Board members in even-numbered years, or at any time thereafter in order to fill a vacancy. The Board shall elect the following officers from their members:

1. A Chairperson.
2. A Vice Chairperson.
3. A Secretary.
4. An Assistant Secretary.

Officers may succeed themselves.

Chairperson

The Board Chairperson shall:

1. Preside at meetings of the Board.
2. Have the same vote as all other Board members.
3. Perform such other duties and functions as are required by law or prescribed by the Board.
4. Appoint the Chairpersons and members of all committees established by the Board, unless otherwise instructed by the Board.
5. Serve as an ex-officio, non-voting member of all Board ad hoc committees.
   As an ex-officio member of an ad hoc committee, the Chairperson may be counted in order to establish a quorum for conducting a committee meeting.
6. Call regular or special meetings of the Board or of the Board acting as a Committee of the Whole.
7. Confer with the Chancellor or his delegate to develop Board agendas to gain timely and proper Board consideration of items requiring Board attention.
8. Sign all documents required to be executed by the Board by statute, regulation, Board policy or counter-party requirement.
9. Decide all questions of order in accordance with *Robert's Rules of Order, Newly Revised,* as modified by Board policy and/or by laws, with the advice of counsel.

Should the Board Chairperson become temporarily unavailable to serve, the Vice Chairperson shall serve as temporary Chairperson. Should the Board Chairperson cease service permanently, the Board shall elect a permanent replacement to fill the remainder of the term. Should the Board be unable to reach agreement on a permanent chairperson, the Vice Chairperson shall serve as interim chairperson with all provisions and responsibilities outlined in this policy.

Vice Chairperson

The Vice Chairperson of the Board shall:

1. Act in the capacity and perform the duties of the Chairperson of the Board in the event of the Chairperson's absence, death, resignation, disability, or disqualification, on an interim basis.

2. Become non-interim Chairperson only upon being elected to the position.

3. Perform other duties as prescribed by the Board.

Secretary, Assistant Secretary and Deputy Secretary

The Secretary of the Board shall:

1. Keep the minutes of all Board meetings.
2. File, index, and preserve all records of the Board.
3. Be the official custodian of the minutes, books, records, and seal of the Board.
4. Certify documents on behalf of the Board.
5. At the hour of the meeting, if the Chairperson and Vice Chairperson are absent, call the Board meeting to order to conduct an election of a temporary chairperson.
6. Perform other duties and functions as prescribed by the Board.

The Assistant Secretary shall perform the duties of the Secretary in the absence of the Secretary.

The Board Liaison shall serve as Deputy Secretary to assist in the performance of the duties of the Secretary and Assistant Secretary.

The Deputy Secretary shall have the actual custody of the records, seal, and the minutes of the Board. The Deputy Secretary or delegate shall record the minutes of all meetings of the Board and its Committees. Copies of all minutes, papers, and documents of the Board may be certified to be true and correct by the Secretary, Assistant Secretary or Deputy Secretary.

Legal Reference - TACC Policy Reference Manual
BCA(LEGAL) - Board Internal Organization: Board Officers and Officials
BCAB(LEGAL) - Board Officers and Officials: Duties and Requirements of Board President
BCAD(LEGAL) - Board Officers and Officials: Duties and Requirements of Secretary