



SUNY Orange Policies and Procedures

Policy Number	Policy Title
BP1.1	Board of Trustees Bylaws (cont.)

Secretary calls the roll and handles any special correspondence as requested by the Board or Chair. The Secretary may serve as Chair in the absence of both the Chair and Vice-Chair. The Secretary is rarely assigned the duties of actually taking minutes or preparing resolutions. These matters are more appropriate for a secretary to the Board of Trustees or recording secretary, thus freeing the Secretary of the Trustees for full participation on the Board's deliberations.

Recording Secretary: The Chairman of the Board shall appoint a Recording Secretary. The Recording Secretary shall attend all meetings of the Board and shall keep a complete and accurate record of all business transacted at such meetings. The Recording Secretary shall give notice of all regular and special meetings and all committee meetings and shall publish any required legal notices and shall distribute to the Board, copies of minutes of all meetings.

Article II: Committees of the Board of Trustees

The Board may establish and constitute such standing committees and special committees as it may, from time to time, deem desirable. Committees shall function until discharged by the Board. Standing committees include:

- Committee of the Whole
- Audit and Finance Committee
- Academic and Student Services Committee
- President's Performance Review and Compensation Committee
- Governance and Nominating Committee
- Policy Committee

The Chairman of the Board shall appoint members to the committees, including the appointment of a chairman of the committee. Each committee will perform its duties as prescribed by its charter, which shall be approved by the Board. The Chairman of the Board shall appoint Trustees to serve as a member of the SUNY Orange Foundation Board and the College Association Board, as well as any other committees as the situation warrants. The Chairman shall serve as an ex officio member of each committee.

Article III: Amendments

These Bylaws may be amended at any meeting by the Board, but only by the concurrent vote of the majority of the total membership of the Board and provided that the members of the Board shall have been notified in advance of the meeting as to the substance of the amendments presented.

Amended: Jan. 19, 2022