



**BYLAWS OF THE BOARD OF TRUSTEES
OF THE OHIO STATE UNIVERSITY**

Updated: February 25, 2021

Chapter 3335-1

3335-1-01 Meetings of the board of trustees.

- (A) Regular meetings. Unless otherwise specified by the chair, there shall be at least four regular meetings of the board of trustees each year. At such meetings any business related to the authority of the board of trustees may be discussed and transacted.
- (B) Special and emergency meetings. Special and emergency meetings of the board of trustees shall be held upon call of the chair on his or her own initiative, or upon written request of five members of the board to the secretary. A specific statement of purpose for the special or emergency meeting shall be provided in accordance with state law.
- (C) Notice of meetings. Unless otherwise specified, all meetings of the board shall be held at the Columbus campus of the Ohio state university at such date and time as is designated in the notice of meeting. Public notice of all meetings shall be given in accordance with the requirements of section 121.22 of the Revised Code. Any person may obtain information regarding the time, date, and location of all meetings by contacting the office of university communications or by visiting <http://trustees.osu.edu>.
- (D) Order of business. Unless otherwise indicated in the meeting agenda, the order of business at all meetings of the board shall be as follows:
 - (1) Roll call.
 - (2) Consideration of minutes of preceding meeting.
 - (3) Report of the president of the university.
 - (4) Report of committees of board of trustees.
 - (5) Unfinished business.
 - (6) New business.
 - (7) Consideration and approval of action items.
 - (8) Adjournment.
- (E) Quorum and manner of acting.
 - (1) A majority of the voting members of the board or a committee of the board shall be present in person at any meeting of the board or the committee in order to constitute a quorum for the transaction of business at such meeting.

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- (2) Except as otherwise provided in paragraph (E)(3) of this rule, the act of the majority of the voting members present at any such meeting at which a quorum is present shall be the act of the board of trustees or its committees. In the absence of a quorum, a majority of those present may adjourn the meeting from time to time until a quorum is had. Notice of any adjourned meeting need not be given.
 - (3) The concurrence of a majority of all of the board members shall be necessary to elect or to remove the president, or adopt, amend, or repeal a bylaw of the board of trustees.
 - (4) A roll call vote is necessary when electing or removing a president and when acting on motions involving the expenditure of university funds. On all other matters, a voice vote may be conducted instead.
- (F) Parliamentary authority. *Robert's Rules of Order, Newly Revised* (most recent edition), shall be accepted as authority on all questions of parliamentary procedure not determined by these bylaws or provisions of the Ohio Revised Code.
- (G) Attendance. Consistent with the expectations set forth in section 3.17 of the Revised Code, every voting member of the board, the Wexner medical center board, and/or one of their committees shall, except for extraordinary reasons, attend all meetings of the board and/or their committees. When a voting member of the board or one of its committees cannot attend, the individual will so inform the chair with as much advance notice as possible and provide an explanation for the absence.
- (H) Executive session. Subject to the requirements of Ohio law, the board or a committee of the board may hold any portion of a regular, special or emergency meeting in executive session with participation limited to voting members of the board or the committee of the board. Other individuals may be invited to attend any or all portions of an executive session as deemed necessary by the board chair or committee chair.

(Board approval dates: 2/6/1987, 10/1/1999, 7/11/2008, 8/28/2015, 5/31/2019)

3335-1-02 Members, officers and committees of the board.

- (A) Members of the board of trustees.
- (1) The board of trustees of the Ohio state university shall, as provided in section 3335.02 of the Revised Code, be comprised of seventeen trustees, including two student trustees, who shall be appointed by the governor, with advice and consent of the senate, with terms of office as articulated in the Ohio Revised Code.
 - (2) Student trustees. Student trustees shall be permitted to participate in all discussion and deliberations of the board, including attending executive sessions.
 - (3) Charter trustees. In order to take advantage of the diverse cultural, geographic, business, professional, public service and civic backgrounds, talents and experiences of friends and alumni of the Ohio state university who do not live in the state of Ohio, the position of charter trustee has been established, in accordance with the following guidelines:
 - (a) Charter trustees shall be non-Ohio residents and shall be chosen on the basis of the following attributes: Ohio state university alumna/alumnus or friend of the university; success in his or her chosen field or profession; state, national, or international prominence; ability to advocate for higher education; and willingness and ability to offer counsel.

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- (b) The board shall appoint no more than three charter trustees at any given time.
 - (c) Each charter trustee shall be appointed for one three-year term, commencing on May fourteenth and expiring on May thirteenth. The reappointment of a charter trustee is not automatic. Appointment and reappointment decisions will be made with consideration to the expertise needs of the overall board.
 - (d) Charter trustees shall have no voting privileges on the board of trustees, shall not be considered in determining whether a quorum is present, and shall not be eligible to be officers of the board, but will otherwise participate in all activities of the board, including membership on committees. Charter trustees who are members of board committees shall have voting privileges on those committees and shall be eligible to serve as committee chair or vice chair.
 - (e) Charter trustees shall be nominated by the talent, compensation and governance committee and shall be appointed, and may be removed before the conclusion of his or her term, by a vote of the board. Upon such appointment, the chair shall cause a letter of appointment to be delivered to the charter trustee, and a copy of the letter shall be delivered to the governor.
- (4) Ethics and conflicts of interest. All trustees shall follow the protections of the public set forth in Chapter 102, sections 2921.42 and 2921.43 of the Revised Code. In addition, the board of trustees shall adopt and periodically review a policy on ethics and conflicts of interest to govern all members of the board of trustees, Wexner medical center board and their committees.
- (5) Statement of expectations. The board of trustees shall adopt and periodically review a board statement of expectations, which shall address such topics as comportment among board members, with the university president and other internal constituents, and with external constituents.
- (6) Indemnification. Trustees, charter trustees, and non-trustee committee members shall be entitled to legal defense and indemnification against any claims or liabilities which might arise from the performance of their duties on behalf of the Ohio state university to the fullest extent permitted by Ohio law.
- (7) Reimbursement of expenses. All trustees, charter trustees, and non-trustee committee members shall be entitled to reimbursement for reasonable travel expenses incurred in attending meetings of a committee or of the board of trustees, or other meetings as a representative of the board, in accordance with university policy and Ohio law.
- (B) Officers
- (1) Number. The officers of the board shall be a chair, one or more vice chairs, and a secretary. No officer of the board shall, at the same time, hold more than one board office. The board may elect such other officers as the board may deem necessary with such authority and responsibility as delegated to them by the board.
 - (2) Chair. The chair shall preside at all meetings of the board. Unless otherwise directed by the board, the chair shall have the authority to appoint members of and to fill vacancies on all standing and ad hoc committees and shall serve as an ex-officio member of all standing and ad hoc committees. Subject to these bylaws, the chair shall fix the date and time of all regular, special, and emergency meetings, shall sign the journal of all proceedings of the board, and perform such other duties as may pertain to this office.

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- (3) Vice chair. At the request of or in the absence or incapacity of the chair, the vice chair shall perform all the duties of the chair and, while so acting, shall have all the powers and authority of, and be subject to all the restrictions upon, the chair. In the event that there are multiple vice chairs, these powers and duties shall devolve upon the senior vice chair, based on length of service on the board, unless otherwise indicated by the board. In addition, the vice chair shall perform such other duties as may be assigned to him or her by the board or by the chair.
- (4) Secretary. Under the direction of the president and with the approval of the board of trustees, the secretary of the board of trustees shall:
 - (a) Be the custodian of and responsible for the preservation of all official records of the board;
 - (b) Be the custodian of the university seal and cause its imprint to be placed whenever and wherever appropriate;
 - (c) Keep the minutes of all meetings of the board and of committees of the board;
 - (d) Perform all other duties customary to the office or assigned by the chair or the board.

In the absence of the secretary, the associate secretary shall perform the duties of the secretary of the board and all official actions taken by the associate secretary shall be deemed authorized and approved by the board of trustees.

- (5) Election, term of office, and qualifications.
 - (a) The officers of the board shall be elected annually by the board and shall take office at the adjournment of the final meeting of the fiscal year ending June 30. They shall hold their office through the following final fiscal year meeting of the board of trustees or until their successors are elected and qualified, so long as they shall continue to be eligible to serve as officers.
 - (b) The chair and the vice chair must be members of the board of trustees. The qualifications of all other officers shall be determined by the board.
 - (c) The chair shall be elected to a one-year term, and may serve up to three consecutive terms as chair. Before the end of each term, the talent, compensation and governance committee shall conduct a review of the chair, and after consultation with the members of the board, shall recommend to the board whether the chair should be reelected for an additional term.
 - (d) The vote of a majority of all trustees then in office shall be necessary to elect or remove an officer of the board.
- (C) Committees of the board.
 - (1) Standing committees of the board, the members of which shall be appointed annually by the chair, shall be constituted and shall consider and make recommendations for action by the board on the various matters as enumerated below:
 - (a) Academic affairs and student life committee. The academic affairs and student life committee shall consider and make recommendations to the board regarding matters pertaining to the teaching and public service programs of the university and its faculty, staff, and students. Matters to be brought before the committee may

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include, but shall not be limited to: teaching and learning; student success, support and well-being; faculty and staff matters; educational policy; academic structure and organization; student welfare and housing; collective bargaining; university faculty and student rules; conferring of degrees, certificates, awards, and other honors; the university system of Ohio; regional campuses; the Ohio agricultural research and development center; agricultural technical institute; the university's land-grant mission and extension programs; athletics; and any other matter assigned to the committee by the board or the chair of the board.

In addition the trustees appointed to the committee, the committee shall also consist of at least one student trustee, one member of the university faculty, and up to two additional non-trustee committee members, with majority membership by trustees at all times.

- (b) Audit, finance and investment committee. The audit, finance and investment committee shall consider and make recommendations to the board regarding matters pertaining to the financial, business, and administrative management of the university, and auditing of the university and related entity operations. Matters to be brought before the committee may include, but shall not be limited to: internal audit policies, plans, and reports; financial statements; internal financial control systems; selection of, and receiving reports from, independent auditors (in conjunction with the auditor of state); capital and operating budgets and policies; issuance of debt; tuition and fees; purchasing policies; self-insurance trust; the research foundation; commercialization; managed health care systems; and any other matter assigned to the committee by the board or the chair of the board.

In addition to the trustees appointed to the committee, the committee shall also consist of at least one student trustee and up to three additional non-trustee committee members, with majority membership by trustees at all times.

- (c) Talent, compensation and governance committee. The talent, compensation and governance committee shall provide oversight and counsel to the president regarding matters related to the senior leadership of the university, as determined by the board and the president, and make recommendations to the board regarding matters pertaining to the organization of the board and involvement and role of trustees. Matters to be brought before the committee may include, but shall not be limited to: roles and responsibilities of trustees and senior leadership positions; position specifications and necessary qualifications; compensation strategy and comparative data; transition plans; the board structure and operation; matters related to the trustees, non-trustee committee members and charter trustee selection process; trustee orientation; reviews of the president of the university and officers of the board; expectations regarding trustee comportment; organization of the board office; and any other matter assigned to the committee by the board or the chair of the board.

The committee shall consist of the chairs of each board committee and the vice chairs of the board. In addition to the trustees appointed to the committee, the committee may also consist of up to three additional non-trustee committee members, with majority membership by trustees at all times.

- (d) Master planning and facilities committee. The master planning and facilities committee shall consider and make recommendations to the board regarding the university's physical environment to ensure they enable and advance the university's academic mission and strategic goals. The committee will serve as stewards of the

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campus master plans and district plans. Matters to be brought before the committee may include, but shall not be limited to: the review and recommendation for approval of the planning, design, and construction activity of the university, including the Wexner medical center; university master planning; development and maintenance of facilities; real property matters; security and infrastructure updates; and any other matter assigned to the committee by the board or the chair of the board.

In addition to the trustees appointed to the committee, the committee shall also consist of at least one student trustee and up to three additional non-trustee committee members, with majority membership by trustees at all times.

- (e) Legal, risk and compliance committee. The legal, risk and compliance committee shall consider and make recommendations to the board regarding oversight of the university's legal, risk and, compliance functions. Matters to be brought before the committee may include, but shall not be limited to: oversight and monitoring of compliance programs and activities; university and Wexner medical center enterprise risk management systems and business continuity planning; approval and monitoring of affiliated entities; reports regarding significant legal, legislative and regulatory matters and initiatives; and any other matter assigned to the committee by the board or the chair of the board.

In addition to the trustees appointed to the committee, the committee shall also consist of at least one student trustee and up to three additional non-trustee committee members, with majority membership by trustees at all times.

- (f) Research, innovation and strategic partnerships. The research, innovation and strategic partnerships committee shall consider and make recommendations to the board regarding matters pertaining to the research programs and activities of the university, Wexner medical center, faculty, staff, and students. Matters to be brought before the committee may include, but shall not be limited to: programs and activities related to research and creative inquiry; policies to support and enhance research and creative inquiry conducted at the university; the development and support of strategic internal and external relationships; outreach and engagement activities of the university's students, faculty, and staff; and any other matter assigned to the committee by the board or the chair of the board.

In addition to the trustees appointed to the committee, the committee shall also consist of at least one student trustee, one member of the university faculty, and up to two additional non-trustee committee members, with majority membership by trustees at all times.

- (2) The chair and vice chair of each committee of the board shall be trustees or charter trustees.
- (3) The chair of the board shall appoint the chair, vice chair, and other trustee and non-trustee members of each committee. The board or the chair of the board may designate guidelines regarding non-trustee members of committees. Student trustee, charter trustee, and non-trustee committee members shall be voting members of the committees on which they serve.
- (4) In addition to the committees enumerated in this bylaw, the board or the chair of the board may establish ad hoc committees and appoint the members thereof.

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- (5) Committees of the board of trustees have no independent decision-making authority. Any matter or resolution recommended by a committee of the board shall be presented to the board for its consideration.
- (6) Except as provided in paragraph (B)(1) of rule 3335-93-01 of the Administrative Code, no trustee shall, during his or her term in office, serve as a director or officer or in any other capacity of any university affiliated entity or as a director, officer, or member or in any other capacity of any other university or related advisory or governance board, committee, or similar body, unless such service is approved by the chair of the board of trustees.

(Board approval dates: 12/2/1994, 10/1/1999, 10/4/2002, 7/11/2008, 11/7/2008, 4/3/2009, 8/30/2013, 8/28/2015, 5/31/2019, 8/30/2019, 11/21/2019, 8/27/2020, 2/25/2021)

3335-1-03 Administration of the university.

- (A) The president.
 - (1) The president shall be the chief executive officer of the Ohio state university and shall be responsible for the entire administration of the university, subject to control of the board of trustees. The president shall lead in fostering and promoting education, research and outreach as the primary aims of the university. It shall be the duty of the president to enforce the bylaws, rules and regulations of the board of trustees, and, as a member of the faculty, to interpret to the board proposals and actions of the faculty. The president is hereby clothed with the authority requisite to that end.
 - (2) The president shall be a voting member of all college faculties, of the graduate school faculty, and of the faculty of the arts and sciences, and shall be a voting member and presiding officer of the university faculty and of the university senate. The president shall appoint all committees of the university faculty and of the university senate, unless membership has been designated by rule.
 - (3) After consultation with the steering committee of the university senate, the president may recommend to the board of trustees candidates for honorary degrees. The number of candidates so recommended shall be limited to eight per calendar year. This right and its limitation in no way abrogates the power of the university senate to recommend candidates for honorary degrees (rule 3335-5-41 of the Administrative Code).
- (B) Executive vice president and provost. The executive vice president and provost shall, under the direction of the president, be responsible for and have the requisite authority for the oversight of all academic programs and other instructional and faculty affairs of the university, and shall be the chief operating officer of the university.
- (D) Senior vice president for business and finance and chief financial officer. The senior vice president for business and finance and chief financial officer shall, under the direction of the president, be responsible for and have the requisite authority for the administration of the university's business, financial and administrative operations. The senior vice president for business and finance and chief financial officer shall report to the president and, as appropriate, shall consult with the executive vice president and provost.
- (E) Faculty and staff. Within parameters set forth by action of the board of trustees, the president and/or his or her designee(s) shall have the authority to appoint and set the compensation for such other administrative officers, faculty and staff as are necessary to carry out effectively the operation of the university and delegate functions to them with the authority necessary for their proper discharge.

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- (F) Delegation of authority. Any authority or responsibility of the president may be delegated by the president to any other member of the faculty or staff of the university, subject to any limitations set forth by action of the board of trustees. Although the president may delegate authority to appropriate officials, the president will retain final authority and responsibility for administration of the university. Delegation of major areas of authority or responsibility shall be in writing and shall be reported to the board of trustees prior to implementation.
- (G) President's cabinet. The president shall convene a president's cabinet that will consist of such members as designated by the president. The primary responsibilities of the president's cabinet shall be to provide advice and counsel to the president, to discuss, deliberate and serve as the primary decision-making body on major university policy issues, information sharing, and such other roles as the president shall determine.
- (H) Principal administrative officials. The term "principal administrative official" shall include the members of the president's cabinet, the deans of the colleges and the dean and directors of regional campuses and their designated staffs, the director of the university libraries, chairs of academic departments, directors of schools and academic centers, and such other administrative officials as determined by the president.

(Board approval dates: 7/21/1978, 11/30/1979, 4/4/1980, 3/6/1981, 4/3/1981, 12/10/1981, 5/7/1982, 6/10/1982, 7/9/1982, 4/1/1983, 11/4/1983, 12/5/1986, 2/6/1987, 10/1/1993, 12/2/1994, 10/1/1999, 2/1/2001, 9/6/2002, 12/5/2003, 5/7/2004, 9/22/2004, 12/2/2005, 2/2/2007, 7/11/2008, 10/29/2010, 8/30/2013, 8/28/2015)

3335-1-04 University faculty.

- (A) University faculty; membership.
 - (1) As used in these bylaws and in the "Rules of the University Faculty," the term faculty shall include persons with regular tenure-track, regular clinical, regular research, auxiliary, and emeritus faculty titles on full or part-time appointments with or without salary.
 - (2) For purposes of the legislative authority described in paragraph (B) of this rule, the term university faculty shall mean all regular tenure-track faculty, the president, members of the president's cabinet, the deans of the colleges and of the graduate school, the executive dean of the colleges of the arts and sciences, and the dean for undergraduate education.
- (B) University faculty; powers.
 - (1) The legislative authority to establish educational and academic policies of the university is vested in the university faculty, subject to the approval of the board of trustees. In this connection, the university faculty shall have the authority, subject to the approval of the board of trustees, to adopt rules to effectuate the educational and academic policies of the university. It shall also act upon all matters of routine faculty business in pursuance of already established university policies and shall recommend to the board of trustees candidates for honorary degrees.
 - (2) The university faculty may delegate any or all of its authority and responsibility to a university senate if such senate is established by rule and approved by the board.
- (C) Graduate faculty. There shall be established a graduate faculty with such membership and having such authority and responsibility as provided by rule promulgated by the university faculty or university senate and approved by the board.

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- (D) College and department or school faculties. There shall be established college and department or school faculties with such membership and having such authority and responsibility as provided by rule promulgated by the university faculty or university senate and approved by the board.

(Board approval dates: 5/4/1984, 2/6/1987, 4/3/1996, 12/5/2003, 6/7/2005, 7/11/2008, 8/28/2015, 5/31/2019)

3335-1-05 University organization.

- (A) University organization. For the purpose of administering the various programs of the university, there shall be established educational and administrative units within the university. All educational units of the university shall be established, altered, or abolished only on vote of the board of trustees.
- (B) Basic educational organization of the university. The basic organization of the educational units of the university shall be departments, divisions, schools, academic centers, colleges, regional campuses, the graduate school, and the agricultural technical institute.
- (1) Schools, departments, and divisions. The unit of the university for instruction, research, and extension in a defined field of learning is the school, department, or division.
 - (2) Academic centers. The unit of the university for research, instruction, or related service which crosses department, division, school, or college boundaries is the academic center.
 - (3) Colleges and graduate school. For educational administration the university shall be organized into a graduate school and fifteen colleges. The fifteen colleges are: the college of arts and sciences, the college of food, agricultural, and environmental sciences, the Max M. Fisher college of business, the college of dentistry, the college of education and human ecology, the college of engineering, the Michael E. Moritz college of law, the college of medicine, the college of nursing, the college of optometry, the college of pharmacy, the John Glenn college of public affairs, the college of public health, the college of social work, and the college of veterinary medicine.
 - (4) Graduate school. The graduate school shall consist of: those members of the university faculty who are approved to give graduate instruction; a graduate faculty; the research and graduate council; and an administration composed of a curriculum committee, an executive committee, the dean, the secretary and such other administrative officers as are necessary to carry out the responsibilities of the graduate school.
 - (5) Regional campuses. There shall be four regional campuses of the university located at Lima, Mansfield, Marion, and Newark, Ohio.
 - (6) Agricultural technical institute. The unit of the university for instruction leading to the associate of applied science degree in the agricultural technologies is the agricultural technical institute (Wooster). Regarding matters of administration and operation, the agricultural technical institute shall function as a school in the college of food, agricultural, and environmental sciences.

(Board approval dates: 2/1/1980, 7/8/1983, 7/12/1985, 6/4/1993, 12/5/2003, 6/7/2005, 7/11/2008, 2/11/2011, 8/28/2015)

3335-1-06 Instruction.

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- (A) The university year. The university year shall be divided into two semesters and a summer session with further definition as provided by rule promulgated by the university faculty or university senate and approved by the board.
- (B) Admission requirements. Admission requirements, including admission to advanced standing, for entrance into the university shall be adopted by the board of trustees upon recommendation of the appropriate faculty and the approval of the university senate or the university faculty.
- (C) Courses and curricula. The establishment, alteration and abolition of courses and curricula shall follow the procedures outlined by rule of the university faculty or university senate, as the rule is approved by the board of trustees, and shall be subject to review by the president and by the board (see section 3335.09 of the Revised Code).
- (D) Graduation requirements. The requirements for graduation from the university shall be adopted by the board of trustees upon recommendation of the appropriate faculty and approval of the university senate or the university faculty.
- (E) Degrees and certificates.
 - (1) Degrees and certificates shall be awarded by the board of trustees upon recommendation of the university senate or the university faculty, transmitted to the board by the president.
 - (2) All diplomas issued to those receiving degrees from the university shall be signed by the chair, the secretary of the board of trustees and by the president of the university.

(Board approval dates: 7/6/1984, 7/11/2008, 8/28/2015)

3335-1-08 Miscellaneous.

- (A) Budget. The annual budget, as adopted by the board of trustees and as amended from time to time, shall govern all transactions involving the financial obligations of the university. The budget shall be comprised of classifications in accordance with the budget and financial reporting system adopted by the state of Ohio.
- (B) Appearance before governmental offices, boards and agencies. Subject to specific control by the board of trustees, the preparation and presentation of requests for appropriations from the state of Ohio and all official dealings on behalf of the university with all federal, state and local government offices, boards and agencies shall be under the direction of the president of the university or his or her designee. Unauthorized appearances before federal, state or local government offices, boards and agencies are hereby prohibited.
- (C) Non-discrimination. The Ohio state university is committed to building and maintaining a diverse community to reflect human diversity and improve opportunities for all. The university is committed to equal opportunity and eliminating discrimination. This commitment is both a moral imperative consistent with an intellectual community that celebrates individual differences and diversity, as well as a matter of law. The Ohio state university does not discriminate on the basis of age, ancestry, color, disability, gender identity or expression, genetic information, HIV/AIDS status, military status, national origin, race, religion, sex, sexual orientation, or veteran status in its programs, activities, employment, and admission
- (D) Naming of university buildings. University buildings and structures shall be named by the board of trustees following recommendations submitted by the president and the appropriate faculty or other group. Buildings and structures shall not be named for any person who is an officer or employee of

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the university or the state of Ohio, but may be named for a person who has been retired or has otherwise left such a position for a minimum of three years.

- (E) Notwithstanding any rule of the university to the contrary, the president or his or her designee, may adopt, amend, administer, and terminate as appropriate a policy regarding furloughs for faculty, staff, and/or other employees. Any action to implement furloughs that apply to faculty, staff, and/or other employees throughout the university must be presented to the Board of Trustees for its consideration and approval prior to its implementation. This policy shall apply to and may be used in circumstances that are separate and apart from university-wide financial exigency as set forth in rules 3335-5-02.1 through 3335-5-02.3 of the Administrative Code.

(Board approval dates: 5/8/1987, 2/1/1980, 12/2/1994, 8/28/2015, 6/3/2020)

3335-1-09 Bylaws, rules and regulations; their promulgation, amendment and repeal.

- (A) Statement of purpose. The foregoing bylaws are intended to provide a general framework for the functioning of the board of trustees as a governing body and for the organization, administration and operation of the Ohio state university. Detailed rules and regulations for the organization, administration and operation of the university may be promulgated, amended and repealed by the board of trustees upon its own initiative or upon the recommendation of the university faculty or the university senate.
- (B) Rules and regulations; promulgation, amendment and repeal.
 - (1) The university faculty (either directly or through the university senate) is authorized to recommend through the president to the board of trustees the adoption of detailed rules and regulations for the university faculty. If adopted, these rules shall be called "Rules of the University Faculty" and shall be amended or repealed under the procedures outlined in this rule.
 - (2) The university faculty (either directly or through the university senate) is also authorized to make recommendations through the president to the board of trustees concerning the promulgation, amendment or repeal of the other rules and regulations for the university.
- (C) Rules and regulations; vote by board of trustees. The rules and regulations for the university, including the "Rules of the University Faculty," may be adopted, amended or repealed by a majority vote of the board of trustees at any regular meeting of the board, the notice of which having specified that promulgation, amendment or repeal of the rules and regulations for the university is to be considered.
- (D) Bylaws; adoption, amendment and repeal. Bylaws may be adopted, amended or repealed by a majority vote of the entire board of trustees at any regular meeting of the board, the notice of which having specified that amendment or repeal of the bylaws is to be considered.
- (E) Bylaws; recommendations as to adoption, amendment or repeal. The university faculty or the university senate is authorized to make recommendations through the president to the board of trustees concerning the adoption, amendment or repeal of these bylaws.
- (F) Previous enactments of the board. Nothing contained within these bylaws shall invalidate any lawful action taken under any bylaw, resolution, rule, policy or other legal authority for the government of the university previously enacted by the board of trustees.
- (G) To the extent that any of these bylaws may be inconsistent with the Ohio Revised Code, the code shall control.

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(Board approval date: 8/28/2015)