

BOARD OF GOVERNORS AND TRUSTEES RUTGERS, THE STATE UNIVERSITY OF NEW JERSEY

Origins and Duties

The Board of Trustees was the governing body of Rutgers, The State University of New Jersey, from the time of its founding as Queen's College in 1766 until it was made the state university under Chapter 61, Laws of 1956 (NJSA:18A:65-1 *et seq.*). The 1956 law created a new governing board, to be known as the Board of Governors, and provided for the continuation of the Board of Trustees in an advisory capacity with certain fiduciary responsibilities over assets of the university in existence before 1956. In addition, the Board of Trustees shares responsibility with the Board of Governors for the selection of the President of the University.

Composition of the Boards

The Board of Governors is composed of eleven voting members and the President of the University is an *ex officio*, non-voting member. Two non-voting faculty representatives and one non-voting student representatives are appointed by the University Senate each year. All Trustees serve for six-year terms and may succeed themselves for one additional term, except the five Public Trustees, who serve five-year terms and may succeed themselves indefinitely.

In accordance with the law, the fifty-nine voting members are chosen in the following way:

- 28 Twenty-eight charter members (three of whom must be women and, by 1995, three shall have been elected as undergraduate students of the university) nominated by the Nominating Committee of the Board and elected by the full membership. Of the twenty-eight charter seats, three are reserved for students with full voting rights.

- 5 Five public members appointed by the Governor of the State with the consent of the Senate.

- 6 Six governor members appointed by the Governor of the State as public members of the Board of Governors with the consent of the Senate.

- 20 Twenty alumni members selected from candidates recommended by the alumni organizations to the Nominating Committee of the Board and elected by the full membership. These twenty positions are distributed among the alumni associations.

In 1992, the Nominating Committee of the Board reviewed the composition of the university's living alumni, including the numbers of alumni enrolled in alumni organizations of the various academic units, and allocated the Alumni Trustee seats to reflect the contemporary composition of the university's alumni. This distribution will be adjusted every twelve years by the Board.

Emeriti Trustees. A number of former Trustees continue to serve the university as

Emeriti Trustees. Emeriti are elected to lifetime membership because of outstanding service to the Boards and the university. Emeriti Trustees have no vote, nor do they serve on Governors' committees, but are active participants in Board of Trustees' committee work and meetings.

Meetings of the Boards

The **Board of Governors** holds six regular meetings and one annual meeting per year. All meetings of the Board are held in compliance with the New Jersey Open Public Meetings Act. During closed sessions, only matters relating to personnel, real estate, contracts, pending litigation, collective bargaining and matters falling within the attorney-client privilege can be discussed. Final approval of all Board actions must take place in the Board's public sessions.

The **Board of Trustees** holds three regular meetings and one annual meeting per year. One meeting each year is held at either Camden Campus or Newark Campus. Trustees' meetings are also conducted in compliance with the Open Public Meetings Act.

Organization of the Boards

The Board of Governors functions through a system of standing committees: Athletics, Audit, Budget and Finance, Buildings and Grounds, Education Planning and Policy, Executive Compensation and Nominations, Multicultural Concerns & Student Affairs, and University Relations and Honorary Degrees. These committees make recommendations for action to the full Board.

The Board of Governors and the Board of Trustees also have a Joint Committee on Investments.

Members of the Board of Trustees generally participate on three kinds of committees; Board of Governors standing committees, Board of Trustees standing committees, and advisory committees. The committees are as follows:

1. Board of Governors Standing Committees:

Audit, Budget and Finance, Buildings and Grounds, Educational Planning and Policy, Intercollegiate Athletics, Multicultural Concerns and Student Affairs, and the University Relations and Honorary Degrees

The Budget and Finance, Buildings and Grounds, and Educational Planning and Policy committees meet approximately two weeks prior to the full Board of Governors' meetings. The Audit Committee meets on a quarterly basis. The Intercollegiate Athletics, Multicultural and Student Affairs, and University Relations and Honorary Degrees committees meet a minimum of twice a year.

2. Board of Trustees Standing Committees:

Executive and Nominating committees

Generally, the Executive Committee meets several days before each full Board of Trustees' meeting and the Nominating Committee typically meets several times each spring prior to the Annual Meeting.

3. Advisory Committees:

A Trustee Advisory Committee exists for each of the undergraduate colleges, professional schools, the University's graduates schools and research programs, the Faculty of Arts and Sciences-New Brunswick, the University's libraries, and the University's athletics programs.

Advisory Committees serve as a vital link among the governing Boards, the university administration, individual academic or program units, and other university constituencies. The committees meet with the Dean or Director of the college or operating unit every 18 months and report their findings and recommendations to the Boards and the university administration.

Trustees generally serve on four Advisory Committees each year based on their stated preferences, their professional strengths, and the needs of the committees. Meetings are planned to include information about the strategic goals and programs of the units. Through service on Advisory Committees, Trustees have the opportunity to broaden their understanding of the university and its complexity.

A report on each Advisory Committee meeting is submitted by the committee chairperson to the full Board. When deemed appropriate, an Advisory Committee may make specific recommendations to both the Board and the administration on matters of concern.

Interaction of the Boards

The Boards interact both formally and informally in several ways. Five members of the Board of Governors are elected by and from the Board of Trustees, and the six Public Governors are, by statute, active Trustees as well as Governors. The Chair of the Board of Governors may report at Board of Trustees' meetings and also may participate in sessions of the Trustees' Executive Committee. The Chair of the Board of Trustees is an *ex officio* member of all major Board of Governors' committees and attends the meetings of the Board of Governors.

University investments are monitored by a joint Trustee-Governor committee. Certain standing committees of the Board of Governors include Trustee members as well as Governors.

In addition, members of the both Boards are active in the work of the Rutgers University Foundation which seeks private support to enhance the excellence of the university.