

The Board reserves to itself authority to approve any matter delegated to the president in Article II, Section

The Board reserves to itself authority to remove University officers as provided in the University Charter. The president (a) may remove the general counsel with Board approval and (b) may remove any other individuals appointed under subd. 1 of this section, except the chief auditor.

The Board reserves to itself, or to one of its committees, authority to appoint members of the boards of University-associated foundations, institutes, committees, and other bodies, consistent with Board policies.

The Board reserves to itself, or to one of its committees, authority to grant academic degrees, grant faculty indefinite tenure, grant continuous appointments to academic professionals, and award the title faculty emeritus, consistent with Board policies.

The Board reserves to itself, or to one of its committees, authority to establish, name, and abolish colleges, academic institutes, programs, and courses of study, consistent with Board policies.

The Board reserves to itself, or to one of its committees, authority to establish tuition and student fees and approve policies and reciprocity agreements related to such matters, consistent with Board policies.

The Board reserves to itself, or to one of its committees, authority to: (a) establish and review policies relating to the conduct of research and the receipt and accounting of sponsored research funds; (b) require timely reporting to the Board of sponsored research activity;

is (a) \$1,000,000 or more in rent in any year; (b) if the lease term exceeds 10 years; or (c) if the value is \$5,000,000 or more.

The Board reserves to itself, or to one of its committees, authority to exercise the power of eminent domain to acquire land for University purposes.

The Board reserves to itself, or to one of its committees, authority to (a) exercise property owner rights regarding the designation, decommissioning, or demolition of historic resources; and (b) take final action on all environmental reviews of historic resources initiated by the administration for which the University is the responsible governmental unit, consistent with Board policies and applicable state and federal laws.

The Board reserves to itself, or to one of its committees, authority to approve campus plans and amendments thereto.

The Board reserves to itself, or to one of its committees, authority to approve multi-year capital plans consisting of projects with a value of \$5,000,000 or more or a value anticipated to be \$5,000,000 or more if a cost estimate has not yet been established.

The Board reserves to itself, or to one of its committees, authority to approve annual capital budgets consisting of projects with a value of \$5,000,000 or more.

The Board reserves to itself, or to one of its committees, authority to approve civil service rules and annual pay and benefit plans for University employees.

The Board reserves to itself, or to one of its committees, authority to establish or discontinue retirement

employees as necessary and prudent, including authority to execute contracts and other legal documents. The president may condition, limit, or revoke any presidential authority so delegated.

All delegations and revocations under this section shall be in writing, name the position to whom such authority is delegated, describe the scope and limitations of such authority, and prescribe the extent to which such authority may be further sub-delegated.

All delegations and revocations under this section shall be reviewed as to form, legality, and consistency by the general counsel.

Annually, the president shall report to the Board significant changes to the delegations.

The chair and vice chair of the Board shall have such authority as is authorized by *Board Bylaws* and policies and is customarily exercised by such officers of a corporation. The chair shall have authority to execute any and all instruments and documents on behalf of the Board.

The secretary, treasurer, general counsel, and chief auditor shall have authority to perform such duties for the Board as provided by *Board Bylaws*, policies, and directives.

The secretary shall have authority to execute such instruments and documents that would customarily devolve upon a corporate officer and are usual to that office.

The secretary and the general counsel shall have authority to accept legal service on behalf of the University.

The chief auditor reports to the Board and may perform audits at the request of the president. By invitation, the chief auditor may participate on the president's cabinet.

The chief auditor and the general counsel shall notify the Board of any matter that significantly involves the authority and role of the Board, including its fiduciary, oversight, and public accountability responsibilities, or if it raises unusual questions of public interest or public policy, has significant impact on the University's mission, or poses a significant risk to the University.

Any request or demand by a Board member for action must be consistent with the written policies, rules, and regulations of the Board and the University.

No executive officer or employee of the University shall have any authority to take any action or make any representation on behalf of the University beyond the scope of, or materially inconsistent with, the authority delegated to such executive officer or employee as provided in this policy.

The secretary and the general counsel each shall have the duty to inform the Board of any existing or proposed Board policy or directive that is inconsistent with or alters the delegations of authority as provided in this policy.

April 5, 2001

July 9, 2004; December 10, 2004; July 9, 2008; February 12, 2010; February 10, 2012; May 12,