

# Amended Development Board Bylaws

## ARTICLE I: AUTHORIZATION

**Section 1. Name.** This development board is established pursuant to the Rules and Regulations of the Board of Regents of The University of Texas System (Regents' Rules) and shall be called The University of Texas at Austin Development Board.

The University of Texas at Austin Development Board is a vital part of The University of Texas at Austin's success. Formed by the Board of Regents in 1937, the Development Board has supported the ambition of The University of Texas at Austin since its inception, providing strong leadership and guidance to the university. In accordance with the Regents' Rules, the Development Board is responsible to the President of The University of Texas at Austin.

## ARTICLE II: RESPONSIBILITIES AND DUTIES

**Section 1. Mission.** The mission of The University of Texas Development Board is to assist the President, Vice President for Development, Deans, Directors, and other university administrators to increase fundraising support of the institution and champion university-wide strategies and development priorities in order to fulfill the university's mission.

The Development Board will achieve its mission through a membership of diverse individuals whose stature and accomplishments bring credit to the university and who individually and collectively:

- Engage in, assist, and support the fundraising efforts of the university.
- Provide advice and counsel to the President, Executive Leadership, and the Deans on strategy and important issues affecting the future of the university.
- Promote awareness among the university's constituencies of its broad value and impact on society.
- Encourage private philanthropy as a means to enhance public support to enact the President's vision and fulfill the university's mission.

## ARTICLE III: MEMBERSHIP

**Section 1. Membership.** The University of Texas at Austin Development Board shall consist of members recommended to and appointed by the President of The University of Texas at Austin.

The President of The University of Texas at Austin shall be an ex-officio member with voting privileges.

At least one Development Board member shall be a member of the Ex-Students' Association Board of Directors.

**Section 2. Membership Guidelines.** The University of Texas at Austin and the Development Board Executive Committee aspire to establish a board membership that consists of philanthropists who are advancing the university in its mission.

The membership should be as representative as possible of various disciplines, functions, and industries as well as diverse in ethnicity, gender, and geography. Furthermore, the membership should include relatively young members who are on career trajectories that imply early attainment of positions of leadership and stature within their organizations.

The membership may also include individuals who are uniquely qualified for membership based on previous service, future considerations, advocacy roles, or relationships to key university and external stakeholders.

**Section 3. Membership Expectations.** The members of the Development Board can effectively contribute to its mission only by becoming familiar with the university and its leadership, faculty, staff, students, and programs. Thus, attendance and participation at meetings is very important. Members are also expected to work on task forces and committees on an as-needed basis between meetings and to take initiative in fundraising through personal contributions, stimulating contributions among others, and assisting the President in presenting the needs and achievements of the university to prospective donors.

In addition to other gifts to the university, members are expected to make an annual gift to the Development Board to be used to support development activities at the discretion of the President.

**Section 4. Terms.** Members are appointed to staggered three-year terms, with each term beginning on September 1 of the appropriate year. The President has the discretion to discharge any member of the Development Board from membership prior to the expiration of the member's term of appointment. Members may be reappointed for up to four consecutive terms. After four terms, members will be accorded life membership.

**Section 5. Life Membership.** Life memberships may be accorded, by election of the Executive Committee, to those members who have served the Development Board faithfully and with distinction. Members who have served as Chair of the Board will be appointed as life members upon completion of their terms as Past Chair. Life members will not vote but will be invited to attend Board events and meetings.

**Section 6. Duty of Members and Conflict of Interest.** It shall be the duty of each member to conduct any efforts undertaken on behalf of the Development Board within the scope of the responsibilities and duties of the Development Board as provided in these Bylaws. Furthermore, it shall be the duty of each individual member to avoid perceived conflicts of interest.

## **ARTICLE IV: OFFICERS AND STAFF**

**Section 1. Officers.** The officers of the Board shall be the Chair, Past Chair, and Chair-Elect (when appointed), who shall be members of the Board and selected by The University of Texas at Austin President.

**Section 2. Terms.** Each officer of the Board shall be announced at an official meeting of the Board and shall hold office for two years. Following the completion of his or her two-year term, the Chair will be appointed as Past Chair. Terms may be altered by amending the Bylaws based on the recommendation of the Chair and the President. This system will ensure a smooth and consistent transition among the elected officers of the Board.

**Section 3. Duties of the Chair.** The Chair shall provide advice and counsel to the President on behalf of the Board membership. The Chair shall preside at all meetings of the Board, be responsible for the general direction of the affairs of the Board, and be the official representative of the Board. In the absence or disability of the Chair, the Past Chair shall preside and serve in his or her place.

**Section 4. Staff Support.** Staff support of Development Board activities shall be provided by the University Development Office. The staff will ensure that copies of the membership, bylaws, and minutes from the Board's proceedings are filed with the President's Office and the UT System Office on behalf of the Chair.

## **ARTICLE V: MEETINGS**

**Section 1. Meetings.** The Board shall hold at least two regular meetings each year, one in the fall and the other in the spring; the fall meeting shall be considered the annual meeting.

**Section 2. Special Meetings.** Special meetings of the Board shall be held as determined by the Executive Committee or upon call of the President. There shall be at least three days prior written notice of special meetings to all members of the Development Board.

**Section 3. Dates and Locations.** The exact date and location of meetings shall be as fixed by the university President, or in the call issued for the meeting.

**Section 4. Voting.** Decisions will be made by a majority vote of those members present in person at the meeting.

**Section 5. Quorum.** One-third of active membership shall constitute a quorum at a meeting; however, if a quorum is not present at any regular or special meeting, the action of a majority of those present must be ratified by a majority vote of the entire Board by mail ballot.

## **ARTICLE VI: EXECUTIVE COMMITTEE**

**Section 1. Membership.** The Executive Committee shall be appointed by the President and Development Board Chair. The Executive Committee will be comprised of the Board Chair, Past Chair, and Chair-Elect (when appointed), and 10–25 additional members of the Development Board. The Board Chair shall serve as the Chair of the Executive Committee.

**Section 2. Purpose.** The Executive Committee shall provide advice and counsel to the President on behalf of the Board membership.

**Section 3. Membership/Nominations Committee**  
The Executive Committee shall serve as the Membership/Nominations Committee, unless it chooses to appoint a separate Nominating Committee. In this role, the committee will provide direction on the Board's membership, assist in the nomination and recruitment process, and provide advice to the President as to which members should be reappointed and which members should be accorded life memberships.

**Section 4. Terms.** Executive Committee members shall serve staggered two-year appointments as approved by the President and Board Chair. Members may only serve two consecutive two-year terms on the Executive Committee. A twelve-month time period must elapse before the member may be reappointed the Executive Committee.

**Section 5. Meetings.** Meetings of the Executive Committee shall be called by the university President and the Board Chair.

**Section 6. Additional Committees.** Committees may be established upon the recommendation of the President and by approval of the Executive Committee.

## **ARTICLE VII: AMENDMENTS**

These Bylaws may be amended upon the request of the President with the support of the Board Chair and the Executive Committee and after vote of the membership at a regular Board meeting; provided the notice of such meeting states that amendment of the Bylaws is to be considered.

February 18, 1971

Amended February 1, 1986

Amended May 6, 1995

Amended October 22, 1999

Amended October 13, 2006

Amended 2008 per Board of Regents Rules Update

Amended September 25, 2009

Amended October 22, 2010

Amended October 20, 2017