2.C - The governing board of the institution is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity.

Assurance Evidence
The Board of Governors of the Colorado State University System (CSUS) has responsibility for three independent institutions: Colorado State University (CSU); Colorado State University-Pueblo (CSU-P); and Colorado State University-Global Campus (CSU-GC). CSU is the flagship institution within the system and comprises the majority of the activity as evidenced by accounting for approximately 90% of both the operating revenue and expenditures of the system. Each of these institutions is independently accredited by HLC. The Board has nine voting members, appointed by the Governor and confirmed by the Colorado Senate, and six advisory members (non-voting). The advisory members include one faculty member and one student from each of the three institutions who are selected by their constituents.

The Board functions with the following five standing committees: Executive; Evaluation; Academic and Student Affairs (prior to June 2012, these were two separate committees); Audit and Finance (prior to June 2012, Audit and Finance were also two separate committees); and Real Estate/Facilities. Advisory members serve on the latter three committees. Most matters that come before the Board have been received and reviewed by one of these standing committees. The meetings of the standing committees are scheduled so that all board members, not just committee members, have the option to attend.

The Board meets six times a year. The typical schedule for four of the meetings includes Committee meetings followed by the Board meeting with an agenda that includes: Public comment; Board chair’s agenda; Faculty and Student representative reports; Strategic plan updates; President's reports and campus updates; Committee reports and resolutions; and Consent agenda—minutes of the committee meetings and action items from the campuses. Two meetings focus on board development and the future of each campus. Special Board and Executive Committee meetings are often convened via teleconference.

1. The governing board’s deliberations reflect priorities to preserve and enhance the institution.
The CSUS has a Strategic Plan with four primary goals:
1. Student success and satisfaction,
2. Financial sustainability,
3. Expanding statewide presence, and

CSU provides reports and data to the Board and the Chancellor utilizing the performance metrics that contribute to the CSUS Strategic Plan. In addition, the President’s and faculty and student representatives’ reports include information relevant to CSU’s Strategic Plan objectives. Progress is reviewed and discussed through Meeting Reports as well as at an annual review of the Strategic Plan. At the June retreat, the President presents longer-term plans for access, growth, development, and quality consistent with the University’s land-grant mission and its goals. The Board has a policy to review CSU’s peer institution list every five years, and this was done most recently in 2011 with minor changes.

2. The governing board reviews and considers the reasonable and relevant interests of the institution’s internal and external constituencies during its decision-making deliberations.
Board meetings are open to the public, and the Board often receives input from internal and external constituents. Actions of the Board that reflect such inputs have included formation of the Academic Affairs Committee, which reviews new degree program proposals, faculty and student affairs issues, and other matters prior to consideration by the full Board. The degree program proposals include student, faculty, resource, and state impact factors relevant to the Board’s decision and recommendation to the Colorado Commission on Higher Education (CCHE). Other actions include annual approval of a calendar of internal audits determined by criteria based on relevance, impact, and risk; proposals for facilities; and real estate actions
that consider the campus community as well as alumni, organizations, and communities that may be impacted in the short- and long-term by proposals and programs.

3. The governing board preserves its independence from undue influence on the part of donors, elected officials, ownership interests, or other external parties when such influence would not be in the best interest of the institution.

The Board’s Bylaws include Article IX, Conflict of Interest, which is more fully described in the Board of Governors’ Policy Manual. Article IX expressly states that "although members of the board may have allegiances to and associations with a particular System Institution and/or community, as well as other outside interests, their paramount fiduciary obligation is to serve the best interest of the Board and the System."

4. The governing board delegates day-to-day management of the institution to the administration and expects the faculty to oversee academic matters.

The Board recently approved an annual schedule of reports and actions to receive. This schedule includes whether the item is to be accepted or approved, thus serving as a useful tool for identifying their role in oversight versus day-to-day management issues, which are delegated to the administration and/or recognized as consistent with shared governance. A partial list of the campus actions that are reported to the Board and accepted include learning outcomes and grades; faculty retention, promotion and tenure, workloads, and salaries; student admissions, financial aid, retention, diversity, and graduation; off-campus programming; athletics; program reviews and accreditation schedules; and budget and audit updates. Action items and decisions related to major gifts and honorary degree awards are initiated on campus and then reported to the Board. Because the Board has authority for awarding all degrees, honorary degree awards must be approved by the Board. A recent Board action delegated approval authority to the President for sabbatical leaves and revisions, emeritus appointments, and leave without pay requests, with annual reports to be received by the Board.

Prior to submission to the Board, academic matters are considered and acted upon by the Faculty Council in consultation with administration and legal counsel. These include, but are not limited to: curriculum (new programs and program name changes), tenure and promotion policies, faculty status, teaching and learning policies, and calendar. Items that involve changes to the Academic Faculty and Administrative Professional Manual or new programs go forward for action by the Board. Board action is also required to adopt changes to: the Student Conduct Code, student fee plans, tuition proposals, budget, bond plans, capital construction plans (master plan, 5-year list, and 2-year cash funded projects), the President’s contract and evaluation (with input from the campus), and the Strategic Plan.

Minutes of Board meetings are provided as exhibits to illustrate the operations of the Board through discussions and official actions, as explained above.

Sources

1. Approved Minutes of Feb 9 and Mar 1, 2012 Meetings
2. Approved Minutes of May 1, 10, and 25, 2012 Meetings
3. Approved Minutes of June 21, 2012 Meeting
4. Approved Minutes of Aug 2 and Aug 30, 2012 Meetings
5. Approved Minutes of Oct 4, 2012 Meeting
6. Approved Minutes of Dec 6, 2012 Meeting
7. Approved Minutes of Feb 4, 2013 Meeting
8. Approved Minutes of May 2, 2013 Meeting
9. Approved Minutes of June 21, 2013 Meeting
10. CSU System Bylaws (Page 5)