



University System of Georgia Resource Guide  
for  
SACSCOC Principles of Accreditation  
Section 4: Governing Board



Prepared by: Sabrina Thompson version 01/24/23  
UNIVERSITY SYSTEM OF GEORGIA BOARD OF REGENTS



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## 4.1. Governing Board Characteristics

**The institution has a governing board of at least five members that is:**

- a) the legal body with specific authority over the institution.**
- b) exercises fiduciary oversight of the institution.**
- c) ensures that both the presiding officer of the board and a majority of the other voting members of the board are free of any contractual, employment, personal, or familial financial interest in the institution.**
- d) is not controlled by a minority of board members or by organization or institutions separate from it.**
- e) is not presided over by the chief executive officer of the institution.**

### **Georgia Constitution:**

Article VIII, Section IV, Paragraph I (a)

Article VIII, Section IV, Paragraph I (b)

Article VIII, Section IV, Paragraph I (c-e)

### [Constitution of the State of Georgia, Article 8, Section 4, Paragraph 1a-f: Board of Regents](#)

#### **University System of Georgia; Board of Regents**

(a) There shall be a Board of Regents of the University System of Georgia which shall consist of one member from each congressional district in the state and five additional members from the state at large, appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of said board. The members in office on June 30, 1983, shall serve out the remainder of their respective terms. As each term of office expires, the Governor shall appoint a successor as herein provided. All such terms of members shall be for seven years. Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the board by death, resignation, removal, or any reason other than the expiration of a member's term, the Governor shall fill such vacancy; and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.

(b) The board of regents shall have the exclusive authority to create new public colleges, junior colleges, and universities in the State of Georgia, subject to approval by majority vote in the House of Representatives and the Senate. Such vote shall not be required to change the status of a college, institution or university existing on the effective date of this Constitution. The government, control, and management of the University System of Georgia and all of the institutions in said system shall be vested in the Board of Regents of the University System of Georgia.

(c) All appropriations made for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate and distribute the same among the institutions under its control in such way and manner and in such amounts as will further an efficient and economical administration of the university system.

(d) The board of regents may hold, purchase, lease, sell, convey, or otherwise dispose of public property, execute conveyances thereon, and utilize the proceeds arising therefrom; may exercise the power of eminent domain in the manner provided by law; and shall have such other powers and duties as provided by law.

(e) The board of regents may accept bequests, donations, grants, and transfers of land, buildings, and other property for the use of the University System of Georgia.

(f) The qualifications, compensation, and removal from office of the members of the board of regents shall be as provided by law.

**Georgia Code:**

§ 20-3-31

§ 45-10-1

§ 45-10-22

§ 45-10-26

[Georgia Code 20-3-31: General Powers](#)

**The board of regents shall have power:**

(1) To make such reasonable rules and regulations as are necessary for the performance of its duties;

(2) To elect or appoint professors, educators, stewards, or any other officers necessary for all of the schools in the university system, as may be authorized by the General Assembly; to discontinue or remove them as the good of the system or any of its schools or institutions or stations may require; and to fix their compensations;

(3) To establish all such schools of learning or art as may be useful to the state and to organize them in the way most likely to attain the ends desired; and

(4) To exercise any power usually granted to such corporation, necessary to its usefulness, which is not in conflict with the Constitution and laws of this state.

[Georgia Code 45-10-1: Code of Ethics for Government Service](#)

**There is established for and within the state and for and in all governments therein a code of ethics for government service which shall read as follows:**

CODE OF ETHICS FOR GOVERNMENT SERVICE

Any person in government service should:

- I. Put loyalty to the highest moral principles and to country above loyalty to persons, party, or government department.
- II. Uphold the Constitution, laws, and legal regulations of the United States and the State of Georgia and of all governments therein and never be a party to their evasion.
- III. Give a full day's labor for a full day's pay and give to the performance of his duties his earnest effort and best thought.
- IV. Seek to find and employ more efficient and economical ways of getting tasks accomplished.
- V. Never discriminate unfairly by the dispensing of special favors or privileges to anyone, whether for remuneration or not, and never accept, for himself or his family, favors or benefits under circumstances which might be construed by reasonable persons as influencing the performance of his governmental duties.
- VI. Make no private promises of any kind binding upon the duties of office, since a government employee has no private word which can be binding on public duty.
- VII. Engage in no business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties.
- VIII. Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit.
- IX. Expose corruption wherever discovered.
- X. Uphold these principles, ever conscious that public office is a public trust.

[Georgia Code 45-10-22: Full-time Public Officials with State-wide Powers Prohibitions; Public Officials or Employees with Limited Powers Prohibitions](#)

(a)

(1) It shall be unlawful for any full-time public official who has state-wide powers, for himself or on behalf of any business, or for any business in which such public official or member of his family has a substantial interest to transact any business with any agency.

(2) It shall be unlawful for any public official who has limited powers, for himself or on behalf of any business, or for any business in which such public official or member of his family has a substantial interest to transact any business with the agency for which such public official serves.

(b) The provisions of paragraph (1) of subsection (a) of this Code section shall not apply to:

(1) Any transaction made pursuant to sealed competitive bids;

(2) Any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all such transactions does not exceed \$9,000.00 per calendar year; and

(3) Any transaction involving the lease of real property to or from any agency if such transaction has been approved by the State Properties Commission or the Space Management Division of the Department of Administrative Services.

(c) Any person who knowingly violates subsection (a) of this Code section shall be subject to the penalties provided for in [Code Section 45-10-28](#).

[Georgia Code 45-10-26: Annual Disclosure Statements Concerning Business Transactions with State; Public Records](#)

(a) Except as provided in subsection (b) of this Code section, any public official or employee, whether for himself, herself, or on behalf of any business, or any business in which such public official or employee or any member of his or her family has a substantial interest who transacts business with the state or any agency thereof shall disclose such transactions. Such disclosure shall be submitted prior to January 31 each year to the Georgia Government Transparency and Campaign Finance Commission on such forms as it shall prescribe and shall include an itemized list of the previous year's transactions with the dollar amount of each transaction reported and totaled. Such disclosure statements shall be public records.



(b) The requirement to disclose certain transactions as provided in subsection (a) of this Code section shall not apply to any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all transactions does not exceed \$9,000.00 per calendar year.

(c) Any person who fails to file a disclosure statement as required in subsection (a) of this Code section shall be subject to the penalties provided for in [Code Section 45-10-28](#).

### **[The Board of Regents](#)**

The Board of Regents of the University System of Georgia was created in 1931 as a part of a reorganization of Georgia's state government. With this act, public higher education in Georgia was unified for the first time under a single governing and management authority. The governor appoints members of the Board to a seven year term and regents may be reappointed to subsequent terms by a sitting governor. Regents donate their time and expertise to serve the state through their governance of the University System of Georgia – the position is a voluntary one without financial remuneration. Today the Board of Regents is composed of 19 members, five of whom are appointed from the state-at-large, and one from each of the state's 14 congressional districts. The Board elects a chancellor who serves as its chief executive officer and the chief administrative officer of the University System. The Board oversees the public colleges and universities that comprise the University System of Georgia and has oversight of the Georgia Archives and the Georgia Public Library Service.

#### **Board of Regents Bylaw:**

- Section 1, Subsection 2
- Section 3, Subsection 4
- Section 3, Subsection 5
- Section 4, Subsection 2
- Section 4, Subsection 5
- Section 5, Subsection 2
- Section 7

### [BOR Bylaws, Section 1.2: Charter and Constitutional Authority](#)

The charter of the Board of Regents consists of the original charter of the Trustees of the University of Georgia embodied in the Act of the General Assembly of the State of Georgia approved January 27, 1785, and modified by a subsequent Act of the General Assembly of Georgia in 1931, as follows:

Be it further enacted by the Authority aforesaid, that there is hereby set up and constituted a department of the State Government of Georgia, to be known as the “Board of Regents of the University System of Georgia.” The name of the corporation heretofore established and existing under the name and style, “Trustees of the University of Georgia” be and the same is hereby changed to “Regents of the University System of Georgia.”

The government, control, and management of the University System of Georgia and each of its institutions are vested by the people of Georgia exclusively with the Board of Regents of the University System of Georgia. The Board of Regents possesses such other authority as is granted by the Constitution of the State of Georgia and by acts of the General Assembly.

### [BOR Bylaws, Section 3.4: Quorum](#)

At all meetings of the Board of Regents, a majority of the members of the Board shall constitute a quorum for the transaction of business. The action of a majority of the members of the Board present at any meeting shall be the action of the Board, except as may be otherwise provided by these Bylaws.

### [BOR Bylaws, Section 3.5: Order of Business](#)

The Robert’s Rules of Order, as modified by the Board of Regents, shall be followed in conducting the business of the Board. The following shall be the order of business at each meeting of the Board, but the rules of order may be suspended by the Board and individual categories listed below may be omitted when no business of that type is required:

- Attendance Report
- Consideration of minutes of last regular meeting and of special meetings held subsequently and their approval or amendment
- Election of officers
- Reports of standing Committees
- Reports of special Committees
- Report of the Chancellor
- Reports of other officers
- Unfinished business

- New business
- Petitions and communications

#### [BOR Bylaws, Section 4.2: Election and Term of Office](#)

Effective July 1, 2011, unless otherwise determined by the Board, the Chair and the Vice Chair shall be elected at the November monthly meeting for a term to begin on January 1st and to end on December 31st of each year. Except as provided in Section 11 of Article IV of these Bylaws, no one person shall hold more than one office.

#### [BOR Bylaws, Section 4.5: Chair](#)

The Chair shall be a member of the Board, shall preside at the meetings of the Board with the authority to vote, shall appoint members of all Committees, and shall designate the Chair of each Committee. The Board Chair shall be an ex officio member of all Committees with the authority to vote. The Chair, upon the authority of the Board and in the name of the Board of Regents of the University System of Georgia, may execute all notes, bonds, deeds, contracts, and other documents requiring the Seal. The Chair shall submit the annual report of the Board of Regents to the Governor.

#### [BOR Bylaws, Section 5.2: Communications with the Board of Regents](#)

The Chancellor shall be responsible for presenting official matters to the Board. Official communications to Board members shall be forwarded to the Chancellor. If the matter requires Board action, the Chancellor shall ensure either the Board or one of its Committees receives the item. If the matter does not require Board action, the Chancellor normally shall inform the appropriate Regent(s) of its disposition.

Except as permitted in these Bylaws or The Policy Manual of the Board, a member of the Board of Regents shall not recommend any person for employment in any position in the University System.

Although no individual Board member has the authority to commit the Board to a particular action, a member of the Board may propose any action at any time, subject to the procedural rules listed in Article III.5 of these Bylaws.

No provision of these Bylaws or The Policy Manual of the Board of Regents should be interpreted as limiting in any way the right of any member of the Board of Regents from soliciting or receiving any information that the member believes is required in order to fulfill his or her constitutional obligations as a member of the Board.

## [BOR Bylaws, Section 7: Communications with the Board of Regents](#)

The Board shall make the allocation of funds to the several institutions at the April meeting or the next regular meeting following the approval of the Appropriations Act or as soon thereafter as may be practicable in each year and shall approve the budgets of the institutions and of the office of the Board of Regents at the regular June meeting in each year or as soon thereafter as may be practicable.

The Board of Regents shall be the only medium through which formal requests shall be made for appropriations from the General Assembly and the Governor of the State of Georgia.

### **Board of Regents Policy:**

1.2.1

2.6.1

8.2.18.1.1

### [BOR Policy 1.2.1: System and Board Responsibilities](#)

The Chancellor shall be the chief executive officer of the USG as well as the chief executive officer of the Board of Regents and, as such, shall perform those duties that are prescribed by the Board (BoR Minutes, February 2007).

The Chancellor shall be responsible to the Board for the prompt and effective execution of all resolutions, policies, rules, and regulations adopted by the Board for the order and operation of the entire USG and for the government of any and all of its institutions. The Chancellor's discretionary powers shall be broad enough to enable him/her to discharge these responsibilities. The Chancellor is authorized to delegate or re-delegate all approvals and actions as designated by *The Policy Manual* (BoR Minutes, July 2007).

The Chancellor shall be the regular channel through which policies of the Board of Regents shall be announced. The heads of USG institutions shall not make any announcements of the Board's policies until so authorized by the Chancellor.

The Chancellor may limit the matriculates to the educational facilities at the USG institutions.

The Chancellor shall recommend the appointment of administrative officers to the extent that officers are required to be approved. The Board shall promptly accept or reject the recommendations of the administrative officers (BoR Minutes, April 2007).

### [BOR Policy 2.6.1: Executive Head of Institution](#)

The President of each University System of Georgia (USG) institution shall be the executive head of the institution and all its departments and shall exercise supervision and direction to promote the efficient operation of the institution. The President is responsible to the Chancellor for the operation and management of the institution and for the execution of all directives of the Board of Regents and the Chancellor.

### [BOR Policy 8.2.18.1.1: Personnel Conduct: Ethics Policy: Applicability](#)

The USG Ethics Policy applies to all members of the USG community, which includes:

1. All members of the Board of Regents;
2. All individuals employed by, or acting on behalf of, the USG or one of the USG institutions, including volunteers, vendors, and contractors; and,
3. Members of the governing boards and employees of all cooperative organizations affiliated with the USG or one of its institutions.

Members of the Board of Regents and all individuals employed by the USG or one of its institutions in any capacity shall participate in USG Ethics Policy training, and shall certify compliance with the USG Ethics Policy on a periodic basis, as provided in the USG Business Procedures Manual. Cooperative organizations, vendors, and contractors shall certify compliance with the USG Ethics Policy by written agreement as provided in the [USG Business Procedures Manual](#).

The USG Ethics Policy governs only official conduct performed by or on behalf of the USG.

## 4.2a. Governing Board Control-Institution's Mission

**The governing board ensures the regular review of the institution's mission.**

### **Board of Regents Policy:**

2.8

#### [BOR Policy 2.8: Institutional Mission](#)

The mission of the University System of Georgia (USG) is achieved through the collective missions of our state's public colleges and universities, which drive economic development and produce more educated individuals to contribute to the quality of life in the State. USG institutions are responsible for producing graduates with the requisite skills and knowledge to ensure Georgia's strong future in the knowledge-based and global economy. The individual mission and function of the institutions within the USG must be aligned with the overall USG mission in order to strategically meet the higher education needs of the State.

The function and mission of each USG institution is determined by the Board of Regents and any change in institutional function and mission must be approved by the Board. Institutional function determines the scope of activity of the institution over a considerable period of time and covers the following aspects:

1. The level at which the institution will operate;
2. The types of educational degree programs to be offered;
3. The cost of attending the institution (student tuition and fees);
4. The admissions selectivity of the institution and the extent to which the institution serves as a primary point of access to higher education for under-represented students in a geographic region of Georgia; and,
5. The extent to which the institution engages in teaching, research, and service

Specific functions and missions for individual institutions and the procedures to request a change in functional sector, functional sector category, and institutional mission can be found in the Academic & Student Affairs Handbook. USG institutions are classified according to the following functional sectors:

**Research Universities**, which offer a broad array of undergraduate, graduate, and professional programs and are characterized as doctoral-granting with a Carnegie Classification of very high or high research activity. Associate degrees are typically not offered at research universities. The Nexus degree can be offered at research universities. While teaching is a core focus at all USG institutions, the emphasis on basic and applied research is much heavier at research universities than any other institutional sector. It is expected that institutions operating within this sector will be world-class research institutions with significant commitments to receipt of external funding, philanthropic giving, and fundraising at the highest levels.

<b>Institution</b>	<b>Primary Section/Function</b>	<b>Secondary Sections/Function</b>	<b>Secondary Sections/Function</b>
Georgia Institute of Technology	Research University	n/a	Georgia’s technological research institution
Georgia State University	Research University	State College	
University of Georgia	Research University	n/a	Georgia’s land-grant institution and agricultural experiment station
Augusta University	Research University	n/a	State’s dedicated health/sciences/medical college

**Comprehensive Universities**, which offer a number of undergraduate and master’s-level programs with some doctoral programs. Typically, associate-level degrees are not offered at comprehensive universities. The Nexus degree can be offered at comprehensive universities. Graduate programs at comprehensive universities are characterized as master’s-dominant. While teaching is a core focus at all USG institutions, the emphasis on basic and applied research is heavier at comprehensive universities than state universities or state colleges, but not emphasized as heavily as research universities. It is expected that institutions within this sector will be committed to being world-class academic institutions.

<b>Institution</b>	<b>Primary Section/Function</b>	<b>Secondary Sections/Function</b>	<b>Secondary Sections/Function</b>
Georgia Southern University	Comprehensive University	n/a	Approved for doctoral programs
Valdosta State University	Comprehensive University	n/a	Approved for doctoral programs
Kennesaw State University	Comprehensive University	n/a	Approved for doctoral programs
University of West Georgia	Comprehensive University	n/a	Approved for doctoral programs



**State Universities**, which offer a number of undergraduate and master’s-level programs, but very few doctoral programs. Associate-level degrees can be offered at these universities, but they are also typically limited. The Nexus degree can be offered at state universities. While teaching is a core focus at all USG institutions, the emphasis on research activity at these state universities includes some basic research, but is typically more focused on institutional or applied research.

<b>Institution</b>	<b>Primary Section/Function</b>	<b>Secondary Sections/Function</b>	<b>Secondary Sections/Function</b>
Albany State University	State University	State College	n/a
Clayton State University	State University	n/a	n/a
Columbus State University	State University	n/a	Approved for doctoral programs
Fort Valley State University	State University	n/a	State’s 1890 land grant institution
Georgia College & State University	State University	n/a	State’s public liberal arts institution; approved for doctoral programs
Georgia Southwestern State University	State University	n/a	n/a
Middle Georgia State University	State University	State College	n/a
Savannah State University	State University	n/a	n/a
University of North Georgia	State University	n/a	State’s military college; approved for doctoral programs

**State Colleges**

**Balanced Bachelor’s and Associate State Colleges**

Institutions included in the balanced bachelor’s and associate-level state colleges group offer bachelor’s degrees, associate programs, and general education courses, but no graduate programs. These state colleges are characterized as balanced bachelor’s and associate-level degrees with bachelor’s programs focused on specialized academic and economic development program areas and regional, college-educated workforce needs. The Nexus degrees can be offered at state colleges. The emphasis at these state colleges is on teaching and service with limited focus on basic or applied research activity.

**Associate Dominant-Select Bachelor’s State Colleges**

Institutions included in the associate dominant state colleges group are characterized as offering associate-dominant programs and general education courses, with very few, select, professionally-oriented bachelor’s degree programs. The select bachelor’s programs are focused on specialized academic and economic development program areas and regional, college-educated workforce needs. The emphasis at these state colleges is on teaching and service with limited focus on basic or applied research.

<b>Institution</b>	<b>Primary Section/Function</b>	<b>Secondary Sections/Function</b>	<b>Secondary Sections/Function</b>
Abraham Baldwin Agricultural College	State College - Balanced Bachelor’s & Associate Degrees	n/a	State’s agricultural state college
Atlanta Metropolitan State College	State College - Balanced Bachelor’s & Associate Degrees	n/a	n/a
College of Coastal Georgia	State College - Balanced Bachelor’s & Associate Degrees	n/a	n/a
Dalton State College	State College - Balanced Bachelor’s & Associate Degrees	n/a	n/a
Georgia Gwinnett College	State College - Balanced Bachelor’s & Associate Degrees	n/a	n/a
Gordon State College	State College - Balanced Bachelor’s & Associate Degrees	n/a	n/a

East Georgia State College	State College - Associate Dominant, Select Bachelor's	n/a	n/a
Georgia Highlands College	State College - Associate Dominant, Select Bachelor's	n/a	n/a
South Georgia State College	State College - Associate Dominant, Select Bachelor's	n/a	n/a

**Institutions with a Blended Function**

At times a USG institution may be approved by the Board to advance aspects of a mission from different functional sectors. When this occurs, an institution will have a blended institutional function with a primary sector function and a secondary function sector. While the institution will follow the function of their primary sector, it will also be authorized to function in accordance with aspects of the secondary sector function.

No institution may operate as an institution with a blended function unless approved by the Board of Regents. When the Board approves an institution as having a blended function, the Board will also approve the institution's primary functional sector. The guidelines for obtaining Board approval to operate as an institution with a blended function and a list of institutions currently approved for a blended function can be found in the Academic & Student Affairs Handbook.

The Chancellor may, from time to time, direct institutions with a blended function on whether and to what extent the institution will implement primary functional sector requirements or secondary functional sector requirements.

**Academic and Student Affairs Handbook:**

Section 1., Subsection 5

[BOR Academic and Student Affairs Handbook: 1.5 Institutional Function and Mission](#)

Per Board of Regents Policy 2.8 on Institutional Mission, the mission and function of all USG institutions is determined by the Board of Regents, and any change in institutional function or mission must be approved by the Board. The following guidelines should be used to request changes in institutional mission and/or function:

### **Type I Mission Change: Requests for Approval of Revised Mission Statement Only:**

Through routine strategic planning processes at an institution as required by SACSCOC's Comprehensive Standards, mission statements are periodically revised to reflect relatively minor changes in the language of an institutional mission, or changes in institutional priorities which do not affect the scope of the mission as approved by the Board. This type of change in mission is typically a change in the wording of the mission statement only and does not reflect a change in the institution's designated function or the institution's functional sector (per BOR Policy 2.8). Revised mission statements of this type must be approved by the Board and requests for revisions in institutional mission statements should be submitted to the Executive Vice Chancellor and Chief Academic Officer. The request should include the following:

- The President of the institution should submit a justification for the revision, including an explanation of the processes used to engage various campus constituencies in discussions of the revised mission;
- The current Board-approved mission statement for the institution, including the date of Board approval;
- The proposed revised mission statement.

### **Type II Mission Change: Requests for Approval of Revised Mission Statement and Institutional Function Sector:**

This type of mission and function change requires Board approval and requests must be submitted to the Chancellor for consideration. An institution seeking to modify its mission statement and function with the intent of changing functional sector or sub-categories of a specific sector, should submit the following materials to the Chancellor:

- Current functional sector and sub-category if applicable
- Proposed functional sector or new sub-category, including the name of any proposed new degree program offerings associated with the change (NOTE: Requests for Function Sector Change must be approved prior to submitting new program proposals and/or facilities requests associated with the change).
- Substantive evidence and rationale related to the following:
  - The results of a regional needs assessment, to include:
    - The geographic span of service area for the institution;
    - An assessment of employer and workforce needs within the institution's service area;
    - An analysis of the adequacy of current USG degree providers relative to workforce needs in the area with a goal of avoiding unnecessary duplication of programs;
    - An assessment of how the proposed new program offerings will fill gaps in workforce needs
    - Impact of the change on the social, economic, cultural problems and enhancement of the quality of life of citizens in the institution's service area

- Analysis of institution's readiness for mission change, including:
  - EFT enrollment trends over past 5 years
  - Employment trends for graduates over past 5 years
  - Retention, progression, and graduation (RPG) over past 5 years
  - Impact of the mission/function change on the institution's College Completion Plan and college access in the institution's service area
  - Analysis of the effectiveness of academic degree program review and use of results to modify and eliminate programs
- Five year plan for fiscal resources available or new resources required to meet new mission, including:
  - Personnel/faculty needs
  - Facilities needs
  - Technology needs
  - Impact on institution's debt ratio
- Documentation of the involvement of local constituents and educational, civic, and political groups in the formulation of the change request
- Impact of mission/function change on student tuition and affordability
- Impact of mission/function change on faculty qualifications
- Time line for SACSCOC approval

## 4.2b. Board/Administration Distinction

**The governing board ensures a clear and appropriate distinction between the policy-making function of the board and the responsibility of the administration and faculty to administer and implement policy.**

**Board of Regents Bylaw:**

Section 1, Subsection 2

Section 5, Subsection 1

### [BOR Bylaw 1.2: Charter and Constitutional Authority](#)

The charter of the Board of Regents consists of the original charter of the Trustees of the University of Georgia embodied in the Act of the General Assembly of the State of Georgia approved January 27, 1785, and modified by a subsequent Act of the General Assembly of Georgia in 1931, as follows:

Be it further enacted by the Authority aforesaid, that there is hereby set up and constituted a department of the State Government of Georgia, to be known as the “Board of Regents of the University System of Georgia.” The name of the corporation heretofore established and existing under the name and style, “Trustees of the University of Georgia” be and the same is hereby changed to “Regents of the University System of Georgia.”

The government, control, and management of the University System of Georgia and each of its institutions are vested by the people of Georgia exclusively with the Board of Regents of the University System of Georgia. The Board of Regents possesses such other authority as is granted by the Constitution of the State of Georgia and by acts of the General Assembly.

### [BOR Bylaw 5.1: Duties of the Board and its Committees](#)

The Board of Regents shall be responsible for the operation of the University System of Georgia as provided by the Constitution of the State of Georgia and laws enacted pursuant thereto. The Committees of the Board shall review policy matters in the areas of jurisdiction assigned to them and advise the Board as to what, if any, changes of policy should be made. Each of the standing Committees shall keep informed with respect to the manner in which the policies of the Board are being administered in its jurisdiction. The Board is responsible for establishing policy and exercising fiduciary oversight of the University System of Georgia. The Chancellor is responsible for executing Board policy.

The Chair may authorize special Committees with whatever membership is desired by the Chair.

Committees of the Board shall meet in conjunction with regular meetings of the full Board, unless determined otherwise by the Chair of the respective Committee. The time and place of each Committee meeting, whether regular or special, shall be determined by the Chair of the Committee and communicated by the Secretary to the Board. Business transacted at all special meetings shall be confined to subjects stated in the call.

A Committee of the Board shall not consider any request for reexamination of matters that have been previously acted upon by the Board within a period of one year unless, upon presentation of new evidence, the Chair of the Committee determines that it should be reconsidered.

**Board of Regents Policy:**

1.2.1

2.6.1

3.1

3.2.1.2

3.2.3

[BOR Policy 1.2.1: System and Board Responsibilities](#)

The Chancellor shall be the chief executive officer of the USG as well as the chief executive officer of the Board of Regents and, as such, shall perform those duties that are prescribed by the Board (BoR Minutes, February 2007).

The Chancellor shall be responsible to the Board for the prompt and effective execution of all resolutions, policies, rules, and regulations adopted by the Board for the order and operation of the entire USG and for the government of any and all of its institutions. The Chancellor's discretionary powers shall be broad enough to enable him/her to discharge these responsibilities. The Chancellor is authorized to delegate or re-delegate all approvals and actions as designated by *The Policy Manual* (BoR Minutes, July 2007).

The Chancellor shall be the regular channel through which policies of the Board of Regents shall be announced. The heads of USG institutions shall not make any announcements of the Board's policies until so authorized by the Chancellor.

The Chancellor may limit the matriculates to the educational facilities at the USG institutions.

The Chancellor shall recommend the appointment of administrative officers to the extent that officers are required to be approved. The Board shall promptly accept or reject the recommendations of the administrative officers (BoR Minutes, April 2007).

### [BOR Policy 2.6.1: Executive Head of Institution](#)

The President of each University System of Georgia (USG) institution shall be the executive head of the institution and all its departments and shall exercise supervision and direction to promote the efficient operation of the institution. The President is responsible to the Chancellor for the operation and management of the institution and for the execution of all directives of the Board of Regents and the Chancellor.

### [BOR Policy 3.1: General Policy on Academic Affairs](#)

The Chancellor, the University System Office of Academic Affairs and the University System of Georgia (USG) presidents, their administrative officers and faculties shall develop, adapt, and administer the academic methods and procedures deemed by them to be most effective in promoting efficient operations and the advancement of learning.

Proper functions of the academic authorities include the following:

1. Prescribing the teaching load to be carried by each member of the faculty;
2. Determining the maximum and minimum number of students permitted in a class; and,
3. Defining the nature and form of academic records to be kept concerning members of the faculties and administrative personnel.

Each USG institution president and his or her administrative officers, faculty, and staff shall promote effective higher education and efficient service having in view resources available to the institution. USG academic authorities shall choose the appropriate ways and means that are best adapted to achieve the ends desired. The Board of Regents will hold institutions accountable for their results.

Each institution must maintain accreditation by the Southern Association of Colleges and Schools Commission on Colleges and ensure that all programs requiring accreditation by law, regulation, or Board of Regents' Policy are appropriately accredited.

### [BOR Policy 3.2.1.2: Administrative Officers](#)

Faculty status of full-time administrative officers will necessarily vary with the size and complexity of the institution. Administrative officers shall be appointed by the President of the institution and shall hold office at the pleasure of the President.

A faculty member who has academic rank and rights of tenure in the Corps of Instruction and who accepts an appointment to an administrative office, other than President, shall retain the responsibilities and privileges of faculty membership, his or her academic rank, and rights of tenure as an ex officio member of the Corps of Instruction, but shall have no rights of tenure in the administrative office to which he or she has been appointed.

The additional salary, if any, for the administrative position shall be stated in the employment contract and shall not be paid to the faculty member when he or she ceases to hold the administrative position.



### BOR Policy 3.2.3: Faculty Meetings, Rules and Regulations

The faculty council, senate, assembly, or other comparable governance body at all USG institutions shall meet and shall appoint a secretary who shall keep a record of the proceedings. All meetings should comply with all applicable laws and regulations, including the Georgia Open Records Act and Georgia Open Meetings Act.

The faculty or the council, senate, assembly, or other comparable faculty governance body at an USG institution, shall, subject to the approval of the President of the institution:

1. Make statutes, rules, and regulations for its governance;
2. Provide committees as may be required;
3. Make statutes, rules, and regulations for students regarding admission, suspension, expulsion, classes, courses of study, the learning environment, and requirements for graduation; and,
4. Make regulations necessary or proper for the maintenance of high educational standards.

A copy of each institution's statutes, rules, and regulations made by the faculty shall be filed with the Chancellor and shall be published, implemented, and disseminated in accordance with SACSCOC regulations. The faculty shall have primary responsibility for those aspects of student life that relate to the educational process, subject to the approval of the President of the institution.

## 4.2c. CEO Evaluation/Selection

**The governing board selects and regularly evaluates the institution's chief executive officer.**

**Georgia Constitution:**

Article 8, Section 4

[Constitution of the State of Georgia, Article 8, Section 4, Paragraph 1a-f: Board of Regents](#)

### **University System of Georgia; Board of Regents**

(a) There shall be a Board of Regents of the University System of Georgia which shall consist of one member from each congressional district in the state and five additional members from the state at large, appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of said board. The members in office on June 30, 1983, shall serve out the remainder of their respective terms. As each term of office expires, the Governor shall appoint a successor as herein provided. All such terms of members shall be for seven years. Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the board by death, resignation, removal, or any reason other than the expiration of a member's term, the Governor shall fill such vacancy; and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.

(b) The board of regents shall have the exclusive authority to create new public colleges, junior colleges, and universities in the State of Georgia, subject to approval by majority vote in the House of Representatives and the Senate. Such vote shall not be required to change the status of a college, institution or university existing on the effective date of this Constitution. The government, control, and management of the University System of Georgia and all of the institutions in said system shall be vested in the Board of Regents of the University System of Georgia.

(c) All appropriations made for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate and distribute the same among the institutions under its control in such way and manner and in such amounts as will further an efficient and economical administration of the university system.

(d) The board of regents may hold, purchase, lease, sell, convey, or otherwise dispose of public property, execute conveyances thereon, and utilize the proceeds arising therefrom; may exercise the power of eminent domain in the manner provided by law; and shall have such other powers and duties as provided by law.

(e) The board of regents may accept bequests, donations, grants, and transfers of land, buildings, and other property for the use of the University System of Georgia.

(f) The qualifications, compensation, and removal from office of the members of the board of regents shall be as provided by law.

**Board of Regents Bylaw:**

Section 4, Subsection 7

Section 6

[BOR Bylaw 4.7: Chancellor](#)

The Chancellor shall be the Chief Executive Officer of the University System of Georgia and the Board of Regents and, as such, shall be empowered by and responsible to the Board for the prompt and effective execution of all policies adopted and directives issued by the Board for the order and operation of the USG and its institutions. The Board shall elect the Chancellor. The Board is responsible for the periodic evaluation of the Chancellor. The Board shall issue the Chancellor an annual compensation letter. In case of any vacancy in the Chancellorship, the Board shall name an Interim Chancellor who shall serve until the office of the Chancellor is filled.

[BOR Bylaw 6: Heads of Institutions of the University System](#)

The president of each institution in the University System shall be the executive head of the institution and of all its departments and shall exercise such supervision and direction as will promote the effective and efficient operation of the institution. He or she shall be responsible to the Chancellor or his/her designee for the operation and management of the institution and for the execution of all directives of the Board and the Chancellor.

**Board of Regents Policy:**

2.1

2.2

2.3

2.5.2

[BOR Policy 2.1: Election of Presidents by the Board of Regents](#)

The Board of Regents shall elect the presidents of University System of Georgia (USG) institutions for a term of one year, which will be extended until the Board acts either to reappoint the President for the remainder of a one-year term or chooses not to reappoint the President, as contemplated in Board Policy. All appointments will be made expressly subject to Board of Regents' policies and the Chancellor shall notify the presidents of the Board's decision. USG presidents shall not be entitled to a written employment contract.

Presidents shall not hold tenure at the institution but may hold, retain, or receive academic rank. Persons holding tenure in the USG who receive an initial presidential appointment shall be required to relinquish their tenure before assuming the position of President. No person shall be awarded tenure while serving as President.

A person accepting the position of Acting or Interim President at a USG institution shall not be a candidate for President of that institution.

#### [BOR Policy 2.2: Selection of Presidents for USG Institutions](#)

When a vacancy occurs in a presidency at a University System of Georgia institution, the Chancellor shall consult with the Chair of the Board of Regents to determine whether to conduct a national search. If a search is conducted, the Chancellor, in consultation with the Chair of the Board of Regents, may appoint an institutional search committee.

The institutional search committee shall be composed of representatives of the faculty, alumni, Foundation, students, and the community with faculty composing the largest number of institutional members. For institutional search committees at comprehensive universities, state universities, and state colleges, the Chancellor shall name a faculty member to serve as the chair of the institutional search committee.

Additionally, for searches at research universities, the Chair of the Board of Regents shall serve on the institutional search committee and name six other Regents to the institutional search committee, one of whom shall be the Regent residing closest to the institution. The Chair of the Board of Regents shall name a Regent, from those appointed, to serve as chair of the institutional search committee for research universities.

For comprehensive universities, state universities, and state colleges, the institutional search committee shall submit three to five unranked names to a Regents' Special Committee for consideration. The Chair of the Board of Regents shall appoint members to the Regents' Special Committee, one of whom shall be the Regent residing closest to the institution. In the case of presidential searches at research universities, the institutional search committee shall submit three to five unranked names to the Board of Regents for consideration. Authority to name one or more finalists for President rests exclusively with the Board of Regents.

#### [BOR Policy 2.3: Performance Assessment of Presidents](#)

Evaluation of University System of Georgia institution presidents shall be an ongoing process, which consists of open communication between the Chancellor and the President on individual and institutional goals and objectives and methods and processes used to achieve them. Evaluations will be factored into the annual appointment renewal for each President

[BOR Policy 2.5.2: Re-Appointment Declined](#)

If the Board of Regents declines to reappoint a President, it shall notify the President, through the Chancellor, of such decision immediately following the Board's action to not reappoint the President. A decision by the Board not to reappoint a President is not subject to appeal

## 4.2d. Board Conflict of Interest

**The governing board defines and addresses potential conflict of interest for its members.**

**Georgia Code:**

§ 45-10-1  
§ 45-10-20  
§ 45-10-21  
§ 45-10-22  
§ 45-10-24  
§ 45-10-26  
§ 45-10-40  
§ 45-10-41

[Georgia Code 45-10-1: Code of Ethics for Government Service Generally- - Establishment and Text](#)

**There is established for and within the state and for and in all governments therein a code of ethics for government service which shall read as follows:**

CODE OF ETHICS FOR GOVERNMENT SERVICE

Any person in government service should:

- I. Put loyalty to the highest moral principles and to country above loyalty to persons, party, or government department.
- II. Uphold the Constitution, laws, and legal regulations of the United States and the State of Georgia and of all governments therein and never be a party to their evasion.
- III. Give a full day's labor for a full day's pay and give to the performance of his duties his earnest effort and best thought.
- IV. Seek to find and employ more efficient and economical ways of getting tasks accomplished.
- V. Never discriminate unfairly by the dispensing of special favors or privileges to anyone, whether for remuneration or not, and never accept, for himself or his family, favors or benefits under circumstances which might be construed by reasonable persons as influencing the performance of his governmental duties.
- VI. Make no private promises of any kind binding upon the duties of office, since a government employee has no private word which can be binding on public duty.

VII. Engage in no business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties.

VIII. Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit.

IX. Expose corruption wherever discovered.

X. Uphold these principles, ever conscious that public office is a public trust.

### [Georgia Code 45-10-20: Definitions](#)

#### **As used in this part, the term:**

(1) "Agency" means any agency, authority, department, board, bureau, commission, committee, office, or instrumentality of the State of Georgia but shall not mean a political subdivision of the State of Georgia.

(2) "Business" means any corporation, partnership, proprietorship, firm, enterprise, franchise, association, organization, self-employed individual, trust, or other legal entity.

(3) "Employee" means any person who, pursuant to a written or oral contract, is employed by an agency.

(4) "Family" means spouse and dependents.

(5) "Full-time" means 30 hours of work for the state per week for more than 26 weeks per calendar year.

(6) "Limited powers" means those powers other than state-wide powers.

(7) "Part-time" means any amount of work other than full-time work.

(8) "Person" means any person, corporation, partnership, proprietorship, firm, enterprise, franchise, association, organization, or other legal entity.

(9) "Public official" means any person elected to a state office and means any person appointed to a state office where in the conduct of such office the person so appointed has administrative and discretionary authority to receive and expend public funds and to perform certain functions concerning the public which are assigned to him or her by law.

(10) "State-wide powers" means those powers exercised by public officials which affect and influence all of state government. Public officials who exercise such powers include but are not limited to the Governor, the Lieutenant Governor, members of the General

Assembly, Justices of the Supreme Court, Judges of the Court of Appeals, the Secretary of State, the Attorney General, the state auditor, the state accounting officer, the commissioner of administrative services, members of the State Personnel Board, the director of the Office of Planning and Budget, judges of the superior courts, and district attorneys.

(11) "Substantial interest" means the direct or indirect ownership of more than 25 percent of the assets or stock of any business.

(12) "Transact business" or "transact any business" means to sell or lease any personal property, real property, or services on behalf of oneself or on behalf of any third party as an agent, broker, dealer, or representative and means to purchase surplus real or personal property on behalf of oneself or on behalf of any third party as an agent, broker, dealer, or representative.

#### [Georgia Code 45-10-21: Legislative Purposes and Intent](#)

**(a)** It is essential to the proper operation of democratic government that public officials be independent and impartial, that governmental decisions and policy be made in the proper channels of the governmental structure, that public office not be used for private gain other than the remuneration provided by law, and that there be public confidence in the integrity of government. The attainment of one or more of these ends is impaired whenever there exists a conflict between the private interests of an elected official or a government employee and his duties as such. The public interest, therefore, requires that the law protect against such conflicts of interest and establish appropriate ethical standards with respect to the conduct of elected officials and government employees in situations where conflicts exist.

**(b)** It is also essential to the proper operation of government that those best qualified be encouraged to serve the government. Accordingly, legal safeguards against conflicts of interest must be so designed as not unnecessarily or unreasonably to impede the recruitment and retention by the government of those men and women who are best qualified to serve it. An essential principle underlying the staffing of our government structure is that its elected officials and employees should not be denied the opportunity, available to all other citizens, to acquire and retain private economic and other interests, except where conflicts with the responsibility of such elected officials and employees to the public cannot be avoided.

**(c)** The General Assembly declares that the operation of responsible democratic government requires that the fullest opportunity be afforded to the people to petition their government for the redress of grievances and to express freely to individual members of the General Assembly, to committees of the General Assembly, and to officials of the executive branch their opinions on legislation, on pending executive actions, and on current issues and that, to preserve and maintain the integrity of the legislative and administrative processes, it is necessary that the identity, expenditures, and activities of certain persons who engage in efforts to persuade members of the General Assembly or the executive branch to take specific actions, either by direct communication to such officials, or by solicitation of others to engage in such efforts, be publicly and regularly disclosed. The provisions of this article shall be liberally construed to promote complete disclosure of such information so as to assure that the public interest will be fully protected.

**(d)** It is the policy and purpose of this article to implement these objectives of protecting the integrity of all governmental units of



this state and of facilitating the recruitment and retention of qualified personnel by prescribing essential restrictions against conflicts of interest in state government without creating unnecessary barriers to the public service.

[Georgia Code 45-10-22: Full-time Public Officials with State-wide Powers Prohibitions; Public Officials or Employees with Limited Powers Prohibitions](#)

(a)

(1) It shall be unlawful for any full-time public official who has state-wide powers, for himself or on behalf of any business, or for any business in which such public official or member of his family has a substantial interest to transact any business with any agency.

(2) It shall be unlawful for any public official who has limited powers, for himself or on behalf of any business, or for any business in which such public official or member of his family has a substantial interest to transact any business with the agency for which such public official serves.

(b) The provisions of paragraph (1) of subsection (a) of this Code section shall not apply to:

(1) Any transaction made pursuant to sealed competitive bids;

(2) Any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all such transactions does not exceed \$9,000.00 per calendar year; and

(3) Any transaction involving the lease of real property to or from any agency if such transaction has been approved by the State Properties Commission or the Space Management Division of the Department of Administrative Services.

(c) Any person who knowingly violates subsection (a) of this Code section shall be subject to the penalties provided for in [Code Section 45-10-28](#).

[Georgia Code 45-10-26: Annual Disclosure Statements Concerning Business Transactions with State; Public Records](#)

(a) Except as provided in subsection (b) of this Code section, any public official or employee, whether for himself, herself, or on behalf of any business, or any business in which such public official or employee or any member of his or her family has a substantial interest who transacts business with the state or any agency thereof shall disclose such transactions. Such disclosure shall be submitted prior to January 31 each year to the Georgia Government Transparency and Campaign Finance Commission on such forms

as it shall prescribe and shall include an itemized list of the previous year's transactions with the dollar amount of each transaction reported and totaled. Such disclosure statements shall be public records.

(b) The requirement to disclose certain transactions as provided in subsection (a) of this Code section shall not apply to any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all transactions does not exceed \$9,000.00 per calendar year.

(c) Any person who fails to file a disclosure statement as required in subsection (a) of this Code section shall be subject to the penalties provided for in [Code Section 45-10-28](#).

#### [Georgia Code 45-10-40: Contracting with State Institutions not Allowed; Exceptions](#)

No member of the Board of Regents of the University System of Georgia or of the Board of Human Services, no trustee or other officer of any institution which is wholly or in part supported by state funds, and no partnership of which such person is a member shall make any contract with the governing board or trustees of such institution or any officer of such institution for the sale and purchase of merchandise or supplies for such institution whereby profit shall accrue to such board member or trustee or such partnership of which such person is a member. Such trustee or officer of such institution shall not make any profit or receive any money for the sale, handling, or disposal of any crop or crops or property of such institution. Such member, trustee, or other officer of such institution shall not make or be interested in any contract for supplies or merchandise for such institution when such contract or the making of the same is wholly or in part made or influenced by the action of the board governing such institution or the trustees thereof or is controlled by any officer of such institution; and any and all such contracts are declared to be illegal and void, provided that any such contracts as are described in this Code section may be made with a corporation of which any such board member or trustee is a stockholder if such member or trustee does not vote on or participate in the making of such contract. No board member or trustee of such institution shall be prohibited from making contracts for furnishing supplies to the students or faculty of such institution for their individual use.

#### [Georgia Code 45-10-41: Penalty for Profiting from Contracts with State Institutions Generally; Discharge from Office](#)

Any member of the Board of Regents of the University System of Georgia or of the Board of Human Services or any trustee or other officer of any institution supported wholly or in part by state funds who violates Code Section 45-10-40 shall be guilty of a misdemeanor and, upon conviction thereof, shall be punished as prescribed in Code Section 17-10-3. If any member of the Board of Regents of the University System of Georgia or of the Board of Human Services is found guilty of violating Code Section 45-10-40, his office shall become vacant; and it is the duty of the Governor, where the power to fill the vacancy is lodged in the Governor, to appoint some other person to fill the vacancy. If any trustee or other officer of such institution is found guilty of violating Code Section 45-10-

40, he shall be discharged from his office in such institution and shall not be eligible to be reelected or reappointed to such office; and the vacancy shall be filled by the board or the authority which, under the law, has the right to fill such vacancy.

**Board of Regents Bylaw:**

Section 2, Subsection 2

Section 5, Subsection 2

[BOR Bylaw 2.2: Reimbursement of Regents' Expenses and Compensation](#)

The reimbursement of Regents' expenses incurred while conducting the official business of the University System of Georgia shall be made according to The Board of Regents' Guidelines for Reimbursement of Regents' Expenses.

Members of the Board shall not accept gifts, honoraria, or other forms of compensation from University System institutions or cooperative organizations for speaking or other activities at events sponsored by University System institutions.

[BOR Bylaw 5.2: Communications with the Board of Regents](#)

The Chancellor shall be responsible for presenting official matters to the Board. Official communications to Board members shall be forwarded to the Chancellor. If the matter requires Board action, the Chancellor shall ensure either the Board or one of its Committees receives the item. If the matter does not require Board action, the Chancellor normally shall inform the appropriate Regent(s) of its disposition.

Except as permitted in these Bylaws or The Policy Manual of the Board, a member of the Board of Regents shall not recommend any person for employment in any position in the University System.

Although no individual Board member has the authority to commit the Board to a particular action, a member of the Board may propose any action at any time, subject to the procedural rules listed in Article III.5 of these Bylaws.

No provision of these Bylaws or The Policy Manual of the Board of Regents should be interpreted as limiting in any way the right of any member of the Board of Regents from soliciting or receiving any information that the member believes is required in order to fulfill his or her constitutional obligations as a member of the Board.

## **Board of Regents Policy:**

8.2.18.1.4

### [BOR Policy 8.2.18.1.4: Code of Conduct](#)

#### **We will:**

1. Uphold the highest standards of intellectual honesty and integrity in the conduct of teaching, research, service, and grants administration.
2. Act as good stewards of the resources and information entrusted to our care.
3. Perform assigned duties and professional responsibilities in such a manner so as to further the USG mission.
4. Treat fellow employees, students, and the public with dignity and respect.
5. Refrain from discriminating against, harassing, or threatening others.
6. Comply with all applicable laws, rules, regulations, and professional standards.
7. Respect the intellectual property rights of others.
8. Avoid improper political activities as defined in law and Board of Regents Policy.
9. Protect human health and safety and the environment in all USG operations and activities.
10. Report wrongdoing to the proper authorities, refrain from retaliating against those who do report violations, and cooperate fully with authorized investigations.
11. Disclose and avoid improper conflicts of interest.
12. Refrain from accepting any gift or thing of value in those instances prohibited by law or Board of Regents' policy.
13. Not use our position or authority improperly to advance the interests of a friend or relative.

## 4.2e. Board Dismissal

**The governing board has appropriate and fair processes for the dismissal of a board member.**

### **Georgia Constitution:**

Article VIII, Section IV, Paragraph I (f)

[Constitution of the State of Georgia, Article 8, Section 4, Paragraph 1f: Board of Regents](#)

### **University System of Georgia; Board of Regents**

(a) There shall be a Board of Regents of the University System of Georgia which shall consist of one member from each congressional district in the state and five additional members from the state at large, appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of said board. The members in office on June 30, 1983, shall serve out the remainder of their respective terms. As each term of office expires, the Governor shall appoint a successor as herein provided. All such terms of members shall be for seven years. Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the board by death, resignation, removal, or any reason other than the expiration of a member's term, the Governor shall fill such vacancy; and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.

(b) The board of regents shall have the exclusive authority to create new public colleges, junior colleges, and universities in the State of Georgia, subject to approval by majority vote in the House of Representatives and the Senate. Such vote shall not be required to change the status of a college, institution or university existing on the effective date of this Constitution. The government, control, and management of the University System of Georgia and all of the institutions in said system shall be vested in the Board of Regents of the University System of Georgia.

(c) All appropriations made for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate and distribute the same among the institutions under its control in such way and manner and in such amounts as will further an efficient and economical administration of the university system.

(d) The board of regents may hold, purchase, lease, sell, convey, or otherwise dispose of public property, execute conveyances thereon, and utilize the proceeds arising therefrom; may exercise the power of eminent domain in the manner provided by law; and shall have such other powers and duties as provided by law.

(e) The board of regents may accept bequests, donations, grants, and transfers of land, buildings, and other property for the use of the University System of Georgia.

(f) The qualifications, compensation, and removal from office of the members of the board of regents shall be as provided by law.

**Georgia Code:**

§ 20-3-26

§ 45-5-1

§ 45-10-3

§ 45-10-4

§ 45-10-24

§ 45-10-26

§ 45-10-28

[Georgia Code 20-3-26: Duty of Members to Attend Meetings; Vacation of Office for Unexcused Absences](#)

It shall be the duty of the members of the board of regents to attend the meetings of the board so as to take part in its deliberations. The office of any member of the board shall be vacated if he neglects to furnish an excuse in writing to the board for absence from two consecutive meetings of the board. If any member fails to attend three successive meetings of the board, without good and valid cause or excuse or without leave of absence from the chairman, or, if the chairman for any cause cannot act, from the vice-chairman of the board, his office shall be declared vacant by the board. The secretary shall in either event notify the Governor of a vacancy on the board, and the Governor shall fill the vacancy as provided by this part.

[Georgia Code 45-5-1: When Offices Deemed Vacated; Filling Vacancy; Notice; Appeal](#)

(a) All offices in the state shall be vacated:

(1) By the death of the incumbent;

(2) By resignation, when accepted;

(3) By decision of a competent tribunal declaring the office vacant;

(4) By voluntary act or misfortune of the incumbent whereby he is placed in any of the specified conditions of ineligibility to office;

(5) By the incumbent ceasing to be a resident of the state or of the county, circuit, or district for which he was elected;

(6) By failing to apply for and obtain commissions or certificates or by failing to qualify or give bond, or both, within the time prescribed by the laws and Constitution of Georgia; or

(7) By abandoning the office or ceasing to perform its duties, or both.

(b) Upon the occurrence of a vacancy in any office in the state, the officer or body authorized to fill the vacancy or call for an election to fill the vacancy shall do so without the necessity of a judicial determination of the occurrence of the vacancy. Before doing so, however, the officer or body shall give at least ten days' notice to the person whose office has become vacant, except that such notice shall not be required in the case of a vacancy caused by death, final conviction of a felony, or written resignation. The decision of the officer or body to fill the vacancy or call an election to fill the vacancy shall be subject to an appeal to the superior court; and nothing in this subsection shall affect any right of any person to seek a judicial determination of the eligibility of any person holding office in the state. The provisions of this subsection shall apply both to vacancies occurring under this Code section and to vacancies occurring under other laws of this state.

[Georgia Code 45-10-3: Code of Ethics for Members of Boards, Commissions, and Authorities – Establishment and Text](#)

**Notwithstanding any provisions of law to the contrary, each member of all boards, commissions, and authorities created by general statute shall:**

(1) Uphold the Constitution, laws, and regulations of the United States, the State of Georgia, and all governments therein and never be a party to their evasion;

(2) Never discriminate by the dispensing of special favors or privileges to anyone, whether or not for remuneration;

(3) Not engage in any business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties;

(4) Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit;

(5) Expose corruption wherever discovered;

(6) Never solicit, accept, or agree to accept gifts, loans, gratuities, discounts, favors, hospitality, or services from any person, association, or corporation under circumstances from which it could reasonably be inferred that a major purpose of the donor is to influence the performance of the member's official duties;

(7) Never accept any economic opportunity under circumstances where he knows or should know that there is a substantial possibility that the opportunity is being afforded him with intent to influence his conduct in the performance of his official duties;

(8) Never engage in other conduct which is unbecoming to a member or which constitutes a breach of public trust; and

(g) Never take any official action with regard to any matter under circumstances in which he knows or should know that he has a direct or indirect monetary interest in the subject matter of such matter or in the outcome of such official action.

[Georgia Code 45-10-4: Code of Ethics for Members of Boards, Commissions, and Authorities – Hearing; Notice; Removal of Member from Office; Filling Vacancies; Judicial Review](#)

Upon formal charges being filed with the Governor relative to a violation of Code Section 45-10-3 on the part of a member of any such board, commission, or authority, the Governor or his designated agent shall conduct a hearing for the purpose of receiving evidence relative to the merits of such charges. The member so charged shall be given at least 30 days' notice prior to such hearing. If such charges are found to be true, the Governor shall forthwith remove such member from office and the vacancy shall be filled as provided by law. Such hearing shall be held in accordance with Chapter 13 of Title 50, the "Georgia Administrative Procedure Act," and judicial review of any such decision shall be in accordance with such chapter.

[Georgia Code 45-10-24: Exemption for Transactions by Family Owned Business when University System Employee has Interest; Requirements](#)

**Subsection (a) of Code Section 45-10-23 and paragraph (2) of subsection (a) of Code Section 45-10-24 shall not apply to a transaction with a unit of the University System of Georgia by a family owned business in which an employee of the university system or a member of the employee's family has an ownership interest where all of the following apply:**

- (1) The employee or one or more members of the employee's family or both have an ownership interest in a family owned business, but the employee is not actively engaged in the day-to-day management of the business;
- (2) The employee is employed by a department of the unit of the university system in a position below that of department head; and
- (3) The transaction is:
  - (A) With a unit of the university system different than the unit employing the employee; or
  - (B) With a department of the employing unit of the university system different than the department employing the employee.

[Georgia Code 45-10-26: Annual Disclosure Statements Concerning Business Transactions with State; Public Records](#)

(a) Except as provided in subsection (b) of this Code section, any public official or employee, whether for himself, herself, or on behalf of any business, or any business in which such public official or employee or any member of his or her family has a substantial interest who transacts business with the state or any agency thereof shall disclose such transactions. Such disclosure shall be submitted prior to January 31 each year to the Georgia Government Transparency and Campaign Finance Commission on such forms



as it shall prescribe and shall include an itemized list of the previous year's transactions with the dollar amount of each transaction reported and totaled. Such disclosure statements shall be public records.

(b) The requirement to disclose certain transactions as provided in subsection (a) of this Code section shall not apply to any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all transactions does not exceed \$9,000.00 per calendar year.

(c) Any person who fails to file a disclosure statement as required in subsection (a) of this Code section shall be subject to the penalties provided for in Code Section 45-10-28.

[Georgia Code 45-10-28: Penalties for Violation of Part; Civil Actions by Attorney General to Collect Penalties; Violations by Public Official, Agency Head, or Employee](#)

(a) (1) Any appointed public official or employee who violates Code Section 45-10-22, 45-10-23, 45-10-24, 45-10-26, or 45-10-29 shall be subject to:

(A) Removal from office or employment;

(B) A civil fine not to exceed \$10,000.00; and

(C) Restitution to the state of any pecuniary benefit received as a result of such violation.

(2) Any elected public official who violates Code Section 45-10-22, 45-10-23, 45-10-24, 45-10-26, or 45-10-29 shall be subject to:

(A) A civil fine not to exceed \$10,000.00; and

(B) Restitution to the state of any pecuniary benefit received as a result of such violation.

(3) Any business which violates Code Section 45-10-22, 45-10-23, 45-10-24, 45-10-26, or 45-10-29 shall be subject to:

(A) A civil fine not to exceed \$10,000.00; and

(B) Restitution to the state of any pecuniary benefit received as a result of such violation.

(b) The penalties provided for in subsection (a) of this Code section may be imposed in any civil action brought for that purpose, and such actions shall be brought by the Attorney General.

(c) As used in this subsection, the term "agency head" shall have the same meaning as set forth in Code Section 50-36-1. Any public official, agency head, or employee who violates Code Section 13-10-91 or 50-36-1 shall be subject to:

(1) A civil fine not to exceed \$10,000.00;

(2) Restitution to the state or local government, whichever is applicable, of any pecuniary benefit received as a result of such violation; and

(3) Where such violation is committed knowingly and intentionally, removal from office or employment.

**Board of Regents Bylaw:**

Section 1, Subsection 4

Section 1, Subsection 5

[BOR Bylaw 1.4: Attendance](#)

It shall be the duty of the members of the Board of Regents to attend the meetings of the Board so as to take part in its deliberations. The office of any member of the Board shall be vacated if such member neglects to furnish an excuse in writing to the Board for absence from two consecutive meetings of the Board. If any member fails to attend three successive meetings of the Board without good and valid cause or excuse or without leave of absence from the Chair or, if the Chair for any cause cannot act, from the Vice Chair of the Board, that member's office shall be declared vacant by the Board, and the Secretary to the Board shall notify the Governor of a vacancy on the Board, and the Governor shall fill the same.

[BOR Bylaw 1.5: Removal](#)

Upon a recommendation from the Executive and Compensation Committee, the Board of Regents shall consider any situation in which a Regent has not fulfilled his or her duty as set forth in Board Bylaws, Board Policy, and applicable law and take appropriate action as the board deems necessary to include removal of the Board member.

## 4.2f. External Influence

**The governing board protects the institution from undue influence by external persons or bodies.**

**Georgia Constitution:**

Article VIII, Section IV, Paragraph I-c

[Constitution of the State of Georgia, Article 8, Section 4, Paragraph 1c: Board of Regents](#)

### **University System of Georgia; Board of Regents**

(a) There shall be a Board of Regents of the University System of Georgia which shall consist of one member from each congressional district in the state and five additional members from the state at large, appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of said board. The members in office on June 30, 1983, shall serve out the remainder of their respective terms. As each term of office expires, the Governor shall appoint a successor as herein provided. All such terms of members shall be for seven years. Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the board by death, resignation, removal, or any reason other than the expiration of a member's term, the Governor shall fill such vacancy; and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.

(b) The board of regents shall have the exclusive authority to create new public colleges, junior colleges, and universities in the State of Georgia, subject to approval by majority vote in the House of Representatives and the Senate. Such vote shall not be required to change the status of a college, institution or university existing on the effective date of this Constitution. The government, control, and management of the University System of Georgia and all of the institutions in said system shall be vested in the Board of Regents of the University System of Georgia.

(c) All appropriations made for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate and distribute the same among the institutions under its control in such way and manner and in such amounts as will further an efficient and economical administration of the university system.

(d) The board of regents may hold, purchase, lease, sell, convey, or otherwise dispose of public property, execute conveyances thereon, and utilize the proceeds arising therefrom; may exercise the power of eminent domain in the manner provided by law; and shall have such other powers and duties as provided by law.

(e) The board of regents may accept bequests, donations, grants, and transfers of land, buildings, and other property for the use of the University System of Georgia.

(f) The qualifications, compensation, and removal from office of the members of the board of regents shall be as provided by law.

**Georgia Code:**

§ 20-3-21

§ 20-3-31

§ 20-3-53

§ 21-5-50

§ 45-10-1

§ 45-10-24

[Georgia Code 20-3-21: Composition; Powers and Duties Generally](#)

The board of regents shall be composed of one member from each congressional district in the state and five additional members from the state at large, who shall be appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of the board. The board shall have all the powers and duties now or hereafter provided by law. The board shall be subject to all provisions of law not inconsistent with this part.

[Georgia Code 20-3-31: Powers as to Program for Senior Citizens to Attend Classes in University System of Georgia; Continuation](#)

(a) The board of regents is authorized and directed to establish a program whereby citizens of this state who are 62 years of age or older may attend units of the University System of Georgia without payment of fees, except for supplies and laboratory or shop fees, when space is available in a course scheduled for resident credit. Such program shall not include attendance at classes in dental, medical, veterinary, or law schools. Persons who attend units of the University System of Georgia under the program established pursuant to this Code section shall not be counted as students by the board of regents for budgetary purposes. The board of regents shall adopt and promulgate rules and regulations, not inconsistent with this Code section, to carry out the provisions of this Code section.

(b) The program for senior citizens provided for by subsection (a) of this Code section shall be a continuation, without interruption, of the program for elderly citizens heretofore established by the board of regents pursuant to the requirements of Article VIII, Section IV, Paragraph II of the Constitution of the State of Georgia of 1976. Such heretofore established program is ratified, confirmed, and continued without the necessity of the reestablishment of such program by the board of regents.

[Georgia Code 20-3-53: Authority to Allocate Appropriations among Institutions](#)

All appropriations for the use of any or all institutions in the university system shall be paid to the board of regents in a lump sum, with the power and authority in said board to allocate or distribute them among the institutions under its control in such a way and manner and in such amount or amounts as will further an efficient and economical administration of the system.

[Georgia Code 21-5-50: Filing by Public Officers; Filing by Candidates for Public Office; Filing by Elected Officials and Members of the General Assembly; Electronic Filing; Transfer of Filing from the Secretary of State to the Commission](#)

**(a)**

**(1)** Except as modified in subsection (c) of this Code section with respect to candidates for state-wide elected public office, each public officer, as defined in subparagraphs (A) through (D) of paragraph (22) of Code Section 21-5-3, shall file with the commission not before the first day of January nor later than July 1 of each year in which such public officer holds office other than an election year a financial disclosure statement for the preceding calendar year; and each person who qualifies as a candidate for election as a public officer, as defined in subparagraphs (A) through (D) of paragraph (22) of Code Section 21-5-3, shall file with the commission, no later than the fifteenth day following the date of qualifying as a candidate, a financial disclosure statement for the preceding calendar year.

**(2)** Except as set forth in paragraph (3) of this subsection, a public officer, as defined in subparagraph (E) of paragraph (22) of Code Section 21-5-3, shall not be required to file a financial disclosure statement pursuant to this Code section. Each such public officer shall, however, be deemed to be a public official for purposes of Code Section 45-10-26 and shall be subject to the disclosure requirements set forth in Code Section 45-10-26. In addition, each such public officer shall file with the commission, prior to January 31 each year, an affidavit confirming that such public officer took no official action in the previous calendar year that had a material effect on such public officer's private financial or business interests.

**(3)** A public officer, as defined in subparagraph (E) of paragraph (22) of Code Section 21-5-3, who serves as a member of the commission shall be subject to the requirements for filing financial disclosure statements set forth in paragraph (1) of this subsection. In addition, each such public officer shall file with the commission, together with the financial disclosure statement, an affidavit confirming that such public officer took no official action in the previous calendar year that had a material effect on such public officer's private financial or business interests.

**(3.1)** A public officer, as defined in subparagraphs (F) and (G) of paragraph (22) of Code Section 21-5-3, shall make filings of the same kind and in the same manner as provided in paragraph (1) of this subsection for other public officers except that filings under this paragraph shall be made with the election superintendent of the county in the case of public officers as defined in said subparagraph (F) and shall be made with the municipal clerk in the municipality of election or, if there is no clerk, with the chief executive officer of the municipality in the case of public officers as defined in said subparagraph (G). The election superintendent,

municipal clerk, or chief executive officer, as applicable, shall transmit, electronically by eFiling or eFax, a copy of each such report to the commission not later than 30 days after the close of the reporting period. No fine, fee, or sanction, including but not limited to identifying a public officer as having filed late or failed to file, shall be imposed by the commission on the public officer for the failure of the election superintendent, municipal clerk, or chief executive officer to timely transmit a copy of such report.

**(4)** Each member of the State Transportation Board shall file a financial disclosure statement for the preceding calendar year no later than the sixtieth day following such member's election to the State Transportation Board. Thereafter, each board member shall file by January 31 of each year a financial disclosure statement for the preceding year. In addition, each board member shall file with the commission, prior to January 31 of each year, an affidavit confirming that such board member took no official action in the previous calendar year that had a material effect on such board member's private financial or business interests.

**(5)** The commission or the applicable official under paragraph (3.1) of this subsection shall review each financial disclosure statement to determine that such statement is in compliance with the requirements of this chapter.

**(6)** A public officer shall not, however, be required to file such a financial disclosure statement for the preceding calendar year in an election year if such public officer does not qualify for nomination for election to succeed himself or herself or for election to any other public office subject to this chapter. For purposes of this paragraph, a public officer shall not be deemed to hold office in a year in which the public officer holds office for fewer than 15 days.

**(b)** A financial disclosure statement shall be in the form specified by the commission and shall identify:

**(1)** Each monetary fee or honorarium which is accepted by a filer from speaking engagements, participation in seminars, discussion panels, or other activities which directly relate to the official duties of the filer or the office of the public officer, with a statement identifying the fee or honorarium accepted and the person from whom it was accepted;

**(2)** All fiduciary positions held by the candidate for public office or the filer, with a statement of the title of each such position, the name and address of the business entity, and the principal activity of the business entity;

**(3)** The name, address, and principal activity of any business entity or investment, exclusive of the names of individual stocks and bonds in mutual funds, and the office held by and the duties of the candidate for public office or filer within such business entity as of December 31 of the covered year in which such candidate or officer has a direct ownership interest which:

**(A)** Is more than 5 percent of the total interests in such business; or

**(B)** Has a net fair market value of \$5,000.00 or more;

**(4)** (A) Each tract of real property in which the candidate for public office or filer has a direct ownership interest as of December 31 of the covered year when that interest has a fair market value of \$5,000.00 or more. As used in this paragraph, the term "fair market" value means the appraised value of the property for ad valorem tax purposes. The disclosure shall contain the county and state, general description of the property, and whether the fair market value is between (i) \$5,000.00 and \$100,000.00; (ii) \$100,000.01 and \$200,000.00; or (iii) more than \$200,000.00.

**(B)** Each tract of real property in which the candidate for public office's spouse or filer's spouse has a direct ownership interest as of December 31 of the covered year when that interest has a fair market value of \$5,000.00 or more. The disclosure shall contain the county and state, general description of the property, and whether the fair market value is between (i) \$5,000.00 and \$100,000.00; (ii) \$100,000.01 to \$200,000.00; (iii) or more than \$200,000.00;

**(5)** The filer's occupation, employer, and the principal activity and address of such employer;

**(6)** The filer's spouse's name, occupation, employer, and the principal activity and address of such employer;

**(7)** If the filer has actual knowledge of such ownership interest, the name of any business or subsidiary thereof or investment, exclusive of the individual stocks, bonds, or mutual funds, as of December 31 of the covered year in which the filer's spouse or dependent children, jointly or severally, own a direct ownership interest which:

**(A)** Is more than 5 percent of the total interests in such business or investment, exclusive of the individual stocks and bonds in mutual funds; or

**(B)** Has a net fair market value of more than \$10,000.00

or in which the filer's spouse or any dependent child serves as an officer, director, equitable partner, or trustee; and

**(8)** (A) As used in this paragraph, the term "agency" has the meaning provided by Code Section 45-10-20.

**(B)** All annual payments in excess of \$10,000.00 received by the filer or any business entity identified in paragraph (3) of this subsection from the state, any agency, department, commission, or authority created by the state, and authorized and exempted from disclosure under Code Section 45-10-25, and the agency, department, commission, or authority making the payments, and the general nature of the consideration rendered for the source of the payments. This paragraph shall not require the disclosure of payments which have already been disclosed for purposes of any other provision of this chapter.

**(c)** (1) Each person who qualifies with a political party as a candidate for party nomination to a public office elected state wide (including an incumbent public officer elected state wide qualifying to succeed himself or herself) shall file with the commission, not later than seven days after so qualifying, a financial disclosure statement. Each person who qualifies as a candidate for election to a public office elected state wide through a nomination petition or convention shall likewise file a financial disclosure statement not later than seven days after filing his or her notice of candidacy. Such financial disclosure statement shall comply with the requirements of subsections (a) and (b) of this Code section and shall in addition identify, for the preceding five calendar years:

**(A)** Each transaction or transactions which aggregate \$9,000.00 or more in a calendar year in which the candidate (whether for himself or herself or on behalf of any business) or any business in which such candidate or any member of his or her family has a substantial interest or is an officer of such business has transacted business with the government of the State of Georgia, the government of any political subdivision of the State of Georgia, or any agency of any such government; and

**(B)** Each transaction or transactions which aggregate \$9,000.00 or more in a calendar year in which the candidate or any business in which such candidate or any member of his or her family has a substantial interest or is an officer of such business received any income of any nature from any person who was at the time of such receipt of income represented by a lobbyist registered with the commission pursuant to Article 4 of this chapter.

**(2)** The financial disclosure statement required by paragraph (1) of this subsection shall include an itemized list of the transactions required to be reported, including the date of, dollar amount of, and parties to each such transaction. However, with respect to any transactions of a privileged nature only the total amount of such transactions shall be required to be reported, and names, dates, amounts of individual transactions, and other identifying data may be omitted; and for this purpose "transactions of a privileged nature" shall include transactions between attorney and client, transactions between psychiatrist and patient, transactions between physician and patient, and any other transactions which are by law of a similar privileged and confidential nature.

**(3)** The financial disclosure statement required by paragraph (1) of this subsection shall be accompanied by a financial statement of the candidate's financial affairs for the calendar year prior to the year in which the election is held and the first quarter of the calendar year in which the election is held.

**(4)** As used in this subsection, the term:

**(A)** "Agency" means any agency, authority, department, board, bureau, commission, committee, office, or instrumentality of the State of Georgia or any political subdivision of the State of Georgia.

**(B)** "Financial statement" means a statement of a candidate's financial affairs in a form substantially equivalent to the short form financial statement required for bank directors under the rules of the Department of Banking and Finance.

**(C)** "Person" and "transact business" shall have the meanings specified in Code Section 45-10-20.

**(D)** "Substantial interest" means the direct or indirect ownership of 10 percent or more of the assets or stock of any business.

**(5)** Notwithstanding any other provisions of this subsection, if, due to a special election or otherwise, a person does not qualify as a candidate for nomination or election to public office until after the filing date otherwise applicable, such person shall make the filings required by this subsection within seven days after so qualifying.

**(d)** All state-wide elected officials and members of the General Assembly shall file financial disclosure statements electronically with the commission. Local officials referred to in subparagraph (F) or (G) of paragraph (22) of Code Section 21-5-3 may file electronically if such method is made available or may file by certified mail, statutory overnight delivery, or personal delivery. Except when electronic filing is required, the mailing of the notarized financial disclosure statement by United States mail with adequate postage affixed within the required filing time as determined by the official United States postage date cancellation shall be prima-facie evidence of filing.

**(e)** The filing of any financial disclosure statement required under this article shall constitute an affirmation that the statement is true, complete, and correct.



**(f)**

**(1)** In addition to other penalties provided in this chapter, a late fee of \$125.00 shall be imposed by the person or entity with which filing is required for each financial disclosure statement that is filed late, and notice of such late fee shall be sent to the board member, candidate, and the candidate's committee in the same manner by which the penalized report was filed with the commission. However, if the report in question was not filed or was filed with the commission in a manner other than electronic filing or certified mail, return receipt requested, the commission shall use certified mail, return receipt requested, to notify the candidate and the candidate's committee of the late fee due. The notice shall include the schedule of increasing late fees for late filings and the dates upon which such late fees shall be increased. In addition, a late fee of \$250.00 shall be imposed on the fifteenth day after the due date for such statement if such statement has not been filed. A late fee of \$1,000.00 shall be imposed on the forty-fifth day after the due date for such statement if the statement has not been filed. Campaign committee funds shall not be used to pay such penalty. Notice by electronic means shall not satisfy the requirements of this paragraph; and any increased late fees shall be stayed until at least ten days after proper notice has been given as specified in this paragraph.

**(2)** The commission shall retain \$25.00 of the first late fee received by the commission for processing pursuant to the provisions of Code Section 45-12-92.1.

**(g)** Reserved.

[Georgia Code 45-10-1: Code of Ethics for Government Service Generally – Establishment and Text](#)

**There is established for and within the state and for and in all governments therein a code of ethics for government service which shall read as follows:**

**CODE OF ETHICS FOR GOVERNMENT SERVICE**

**Any person in government service should:**

- I.** Put loyalty to the highest moral principles and to country above loyalty to persons, party, or government department.
- II.** Uphold the Constitution, laws, and legal regulations of the United States and the State of Georgia and of all governments therein and never be a party to their evasion.
- III.** Give a full day's labor for a full day's pay and give to the performance of his duties his earnest effort and best thought.
- IV.** Seek to find and employ more efficient and economical ways of getting tasks accomplished.
- V.** Never discriminate unfairly by the dispensing of special favors or privileges to anyone, whether for remuneration or not, and never accept, for himself or his family, favors or benefits under circumstances which might be construed by reasonable persons as influencing the performance of his governmental duties.

**VI.** Make no private promises of any kind binding upon the duties of office, since a government employee has no private word which can be binding on public duty.

**VII.** Engage in no business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties.

**VIII.** Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit.

**IX.** Expose corruption wherever discovered.

**X.** Uphold these principles, ever conscious that public office is a public trust.

[Georgia Code 45-10-24: Part-time Public Officials with State-wide Powers Prohibitions; Part-time Employees Prohibitions; Exceptions to Prohibitions](#)

**(a)**

**(1)** Except as provided in subsection (b) of this Code section, it shall be unlawful for any part-time public official who has state-wide powers, for himself or on behalf of any business, or for any business in which such public official or member of his family has a substantial interest to transact any business with any agency.

**(2)** Except as provided in subsection (b) of this Code section, it shall be unlawful for any part-time employee, for himself or on behalf of any business, or for any business in which such employee or member of his family has a substantial interest to transact any business with the agency by which such employee is employed.

**(b)** The provisions of subsection (a) of this Code section shall not apply to:

**(1)** Any transaction made pursuant to sealed competitive bids;

**(2)** Any transaction when the amount of a single transaction does not exceed \$250.00 and when the aggregate of all such transactions does not exceed \$9,000.00 per calendar year;

**(3)** Any transaction involving the lease of real property to or from any agency if such transaction has been approved by the State Properties Commission or the Space Management Division of the Department of Administrative Services; and

**(4)** Any transaction involving the purchase of surplus state property at a public auction.

**(c)** Any person who knowingly violates subsection (a) of this Code section shall be subject to the penalties provided for in Code Section 45-10-28.

**Board of Regents Bylaw:**

Section 1, Subsection 2

Section 1, Subsection 3

Section 3, Subsection 4

Section 4, Subsection 2

Section 5, Subsection 2

[BOR Bylaw 1.2: Charter and Constitutional Authority](#)

The charter of the Board of Regents consists of the original charter of the Trustees of the University of Georgia embodied in the Act of the General Assembly of the State of Georgia approved January 27, 1785, and modified by a subsequent Act of the General Assembly of Georgia in 1931, as follows:

Be it further enacted by the Authority aforesaid, that there is hereby set up and constituted a department of the State Government of Georgia, to be known as the “Board of Regents of the University System of Georgia.” The name of the corporation heretofore established and existing under the name and style, “Trustees of the University of Georgia” be and the same is hereby changed to “Regents of the University System of Georgia.”

The government, control, and management of the University System of Georgia and each of its institutions are vested by the people of Georgia exclusively with the Board of Regents of the University System of Georgia. The Board of Regents possesses such other authority as is granted by the Constitution of the State of Georgia and by acts of the General Assembly.

[BOR Bylaw 1.3: Membership](#)

The Board of Regents shall consist of one member from each congressional district in the state and five additional members from the state at large appointed by the Governor and confirmed by the Senate. The Governor shall not be a member of said Board. The term of each member shall be seven years. Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the Board by death, resignation, removal, or any reason other than the expiration of a member’s term, the Governor shall fill such vacancy and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.

[BOR Bylaw 3.4: Quorum](#)

At all meetings of the Board of Regents, a majority of the members of the Board shall constitute a quorum for the transaction of business. The action of a majority of the members of the Board present at any meeting shall be the action of the Board, except as may be otherwise provided by these Bylaws.

#### [BOR Bylaw 4.2: Election and Term of Office](#)

Effective July 1, 2011, unless otherwise determined by the Board, the Chair and the Vice Chair shall be elected at the November monthly meeting for a term to begin on January 1st and to end on December 31st of each year. Except as provided in Section 11 of Article IV of these Bylaws, no one person shall hold more than one office.

#### [BOR Bylaw 5.2: Communications with the Board of Regents](#)

The Chancellor shall be responsible for presenting official matters to the Board. Official communications to Board members shall be forwarded to the Chancellor. If the matter requires Board action, the Chancellor shall ensure either the Board or one of its Committees receives the item. If the matter does not require Board action, the Chancellor normally shall inform the appropriate Regent(s) of its disposition.

Except as permitted in these Bylaws or The Policy Manual of the Board, a member of the Board of Regents shall not recommend any person for employment in any position in the University System.

Although no individual Board member has the authority to commit the Board to a particular action, a member of the Board may propose any action at any time, subject to the procedural rules listed in Article III.5 of these Bylaws.

No provision of these Bylaws or The Policy Manual of the Board of Regents should be interpreted as limiting in any way the right of any member of the Board of Regents from soliciting or receiving any information that the member believes is required in order to fulfill his or her constitutional obligations as a member of the Board.

#### **Board of Regents Policy:**

6.4

#### [BOR Policy 6.4: Political Interference](#)

The Board of Regents is unalterably opposed to political interference or domination of any kind or character in the affairs of any University System of Georgia (USG) institution.

## 4.2g. Board Self-Evaluation

**The governing board defines and regularly evaluates its responsibilities and expectations.**

**Board of Regents Bylaw:**

Section 5, Subsection 6

[BOR Bylaw 5.6: Self-Assessment](#)

The Board of Regents is responsible for defining and regularly evaluating its responsibilities and expectations through a process established by the Executive and Compensation Committee. The Chancellor or Chancellor's designee shall compile any requested data in furtherance of this review.

## Members of the Board of Regents

### 2022 Members of the Board of Regents of the University System of Georgia:

#### **Doug Aldridge Jr.**

CFP® Private Wealth Financial Advisor and Managing Director-Investments for Aldridge Private Wealth Management Group of Wells Fargo Advisors

District: Thirteenth

Term: 2/8/22 to 1/1/28

#### **Tom Bradbury**

Entrepreneur

District: Eleventh

Term: 1/27/22 to 1/1/24

#### **Richard “Tim” Evans**

Chairman of the Board of Directors of Evans General Contractors

District: Sixth

Term: 1/9/22 to 1/1/29

#### **W. Allen Gudenrath**

Senior Vice President with Morgan Stanley’s Wealth Management Division.

District: Eighth

Term: 1/1/18 to 1/1/25

2020 Members of the Board of Regents of the University System of Georgia  
continued

**Erin Hames**

Headmaster at Heritage Preparatory School

District: At-Large

Term: 1/1/18 to 1/1/23

**Barbara Rivera Holmes**

President and CEO of the Albany Area Chamber of Commerce.

District: Second

Term: 1/1/18 to 1/1/25

**Samuel D. Holmes**

Vice Chairman of the world's largest commercial real estate services firm, CBRE, Inc.

District: At-Large

Term: 7/16/19 to 1/1/26

**C. Thomas Hopkins, Jr., MD**

Board certified in orthopaedic surgery and orthopaedic sports medicine, engaged in private practice in Griffin as a partner of OrthoGeorgia.

District: Second

Term: 1/1/18 to 1/1/25

2022 Members of the Board of Regents of the University System of Georgia  
continued

**James M. Hull**

Founder and Managing Principal of Hull Property Group.

District: At-Large

Term: 1/8/16 to 1/1/23

**Cade Joiner**

Chairman of the National Federation of Independent Business of Georgia, an organization with 8,000 member businesses across the state.

District: At-Large

Term: 1/3/20 to 1/1/27

**C. Everett Kennedy, III**

Chief Executive Officer and Broker of Berkshire Hathaway Kennedy Realty in Statesboro, Georgia.

District: Twelfth

Term: 1/3/20 to 1/1/27

**Sarah-Elizabeth Langford**

Interim Executive Director of the Development Authority of Fulton County

District: Fifth

Term: 2/10/17 to 1/1/24



2022 Members of the Board of Regents of the University System of Georgia  
continued

**Lowery May**

Serves on the Georgia Student Finance Commission, and the Rome-Floyd County Land Bank Authority, which works to acquire, manage, maintain, and facilitate the redevelopment of underutilized, vacant, blighted, and tax-delinquent properties.

District: Fourteenth

Term: 1/3/20 to 1/3/27

**Jose R. Perez**

Retired President of Target Market Trends, Inc. (TMT), a business consulting firm he founded in 2002.

District: Seventh

Term: 7/16/19 to 1/1/26

**Neil L. Pruitt, Jr.**

Chairman and CEO of PruittHealth, Inc.

District: Eleventh

Term: 2/10/17 to 1/1/24

**Harold Reynolds**

Chief Executive Officer of privately held BankSouth Holding Company headquartered in Greene County, Georgia.

District: Tenth

Term: 1/3/20 to 1/1/27

2022 Members of the Board of Regents of the University System of Georgia  
continued

**T. Dallas Smith**

Founder and Chief Executive Officer at T. Dallas Smith & Company.

District: At-Large

Term: 1/3/20 to 1/1/27

**Jim Syfan**

Chairman and CEO of Syfan Logistics Inc.

District: Ninth

Term: 1/9/22 to 1/1/29

**Don L. Waters**

CEO of Waters Capital Partners, LLC, an investment company and family office.

District: First

Term: 1/1/18 to 1/1/25