

STATE COUNCIL OF HIGHER EDUCATION FOR VIRGINIA



SCHEV Bylaws

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Preface

The original SCHEV Bylaws were adopted in 1986 and specify that the Bylaws be reviewed every four years. Changes were made in 2003, 2006 and 2008. This report is presented to the Council from the Executive Committee and recommends revisions that reflect the Council's current organizational structure and good-governance practices.

The major revisions to the Bylaws proposed are summarized as follows:

- Changed “election” of secretary to “appoint” to coincide with Code language
- Updated Appendix A to reflect new Council membership requirements per Code language
- Added language to ensure that any additional meetings comply with the open meeting requirements of the Freedom of Information Act

Bylaws of the State Council of Higher Education for Virginia

Amended by Council October 29, 2013

SECTION ONE

These Bylaws of the State Council of Higher Education for Virginia adopted October 29, 2013, supersede all previous Bylaws of the Council. The Council acknowledges that it is guided in its operations by law, various state regulations and by its own standing orders.

SECTION TWO

Responsibilities of the Council

The responsibilities of the Council of Higher Education shall be those specified in the Code of Virginia or assigned to the Council by the Governor or the General Assembly.

SECTION THREE

Council Officers and Method of Election

- I. The Council annually shall elect a chair and vice chair and appoint a secretary from its membership to serve until their successors have been elected.
- II. Election of the chair and vice chair, and appointment of the secretary shall be held at the first meeting of the Council after June 30 each year when the Governor has filled all vacancies on the Council, but not later than the September meeting. Notification to all Council members of the date, time and place of the election meeting shall be made in writing at least two weeks prior to the meeting. The chair, vice chair, and secretary may be nominated by any member of the Council. Voting shall be by a voice vote or a show of hands. The nominee for each position receiving the majority of the votes cast by members attending the meeting shall be elected. No proxy voting shall be allowed.
- III. The number of consecutive years a member may hold the same office shall be limited to three. Committee chair terms are not so limited. A vacancy in the office of chair shall be filled by the vice chair.
- IV. A vacancy in the office of vice chair shall be filled by the secretary.
- V. The Council shall establish such other offices as it deems necessary from time to time.

- VI. The general duties of the chair shall include:
- A. Preside at all meetings of the Council.
 - B. Serve as the official spokesperson and representative of the Council. On policy issues on which Council has not taken an official position, the chair shall consult the Executive Committee or act at the request of the Council.
 - C. The chair may delegate all or part of these duties to other members of Council as permitted by law.
- VII. The general duties of the vice chair of the Council shall include:
- A. Perform those duties delegated by the chair.
 - B. Serve as acting chair in the chair's absence.
- VIII. The general duties of the secretary of the Council shall include:
- A. Perform those duties delegated by the chair.
 - B. Sign the official minutes of the Council.

SECTION FOUR

Membership of the Council

The membership of the Council is specified in Section 23-9.3 of the Code of Virginia.

SECTION FIVE

Council Staff

- I. The Council shall employ a full-time director to serve as its chief administrator.
- II. The duties of the director shall be specified by the Council. The director shall receive a performance evaluation at least annually in a manner specified by the Council. Except as specified in these Bylaws, the staff employees of the Council shall be supervised by the director. The director shall report to the Council. However, between Council meetings the director shall take guidance and direction from the chair on behalf of the Council.
- III. The director, with the consent of the Council, shall appoint an executive assistant to the Council. The executive assistant shall assist the director in making arrangements for Council meetings and shall keep minutes of all Council meetings.

SECTION SIX

Council Meetings

- I. The presiding officer of the Council shall be the chair who shall enforce the rules of procedure of the Council fairly and impartially. If the chair does not serve, the vice chair shall serve. If the vice chair cannot serve, the secretary will serve.
- II. The Council shall meet at least quarterly or on the call of the chair. A majority of the Council may also call a meeting.
- III. Written or oral notification of each meeting shall be given to each member of the Council or committee at least one week prior to the Council or committee meeting. A Council meeting may be called upon shorter notice by agreement of a majority of the members but must be in accordance with the open meeting requirements in the Freedom of Information Act.
- IV. A written agenda for the Council or committee meetings shall be sent to each member approximately one week prior to the meeting unless the meeting has been called on shorter notice by agreement of a majority of the members.
- V. Except as prescribed in these Bylaws, all Council meetings shall be conducted in accordance with the rules and procedures set forth in the most recent edition of Robert's Rules of Order. For purposes of interpretation of Robert's Rules of Order, Council meetings shall be considered a meeting of a "large" body. However, meetings of any committee of the Council shall be considered a meeting of a "small" body.

SECTION SEVEN

Committees

Establishment and Appointments. The Executive Committee shall be a standing committee of the Council and consist of the chair, vice chair and such other members as may be appointed by the chair. The Executive Committee shall make recommendations in all those areas concerning the internal management of Council operations, including the organization and effective functioning of the Council, its staff and its work. The Executive Committee shall act on behalf of the Council between meetings.

The chair may appoint such other standing committees or ad hoc committees from time to time as deemed appropriate or to ensure the efficient disposition of the Council's work. The chair shall specify the purpose and duration of any ad hoc committee.

Terms of Office. The term of office of members appointed to the Executive Committee, any other standing committee or any ad hoc committee shall be at the pleasure of the Council's chair.

Quorum. The presence of fifty percent of committee members shall constitute a quorum. For purposes of constituting a quorum of any committee, the Council's chair and/or vice chair, when present, shall be considered members of that committee, entitled to take action within that committee.

Manner of Acting. The act of the majority of the committee members present at a meeting at which there is a quorum shall constitute the act of the committee.

Operation of Committees and Authority. Committees shall not have authority of the Council except where specifically authorized by the Council.

SECTION EIGHT

These Bylaws shall be reviewed and revised, as necessary, at least every four years. Any member may propose amendments to the Bylaws at any time. Proposed amendments must be presented in writing and for discussion at the meeting of the Council prior to the meeting when the amendments are to be voted upon. A three-quarters vote of the total membership shall be required to adopt any amendments to these Bylaws.

The attached appendix is not part of the SCHEV Bylaws. It is included here as reference material.

Appendix A
Code of Virginia

Chapter 1.1
State Council of Higher Education for Virginia

§23-9.3. State Council of Higher Education for Virginia created; purpose; membership; terms; officers.

A. There is hereby created a State Council of Higher Education for Virginia, hereinafter sometimes referred to as the Council. The purpose of the Council shall be, through the exercise of the powers and performance of the duties set forth in this chapter, to advocate and promote the development and operation of an educationally and economically sound, vigorous, progressive, and coordinated system of higher education in the Commonwealth of Virginia and to lead state-level strategic planning and policy development and implementation based on research and analysis and in accordance with § [23-38.87:10](#) and subsection B of § [23-38.88](#). The Council shall also seek to facilitate collaboration among institutions of higher education that will enhance quality and create operational efficiencies and shall work with institutions of higher education and their boards on board development.

B. The Council shall be composed of persons selected from the Commonwealth at large without regard to political affiliation but with due consideration of geographical representation. Appointees shall have demonstrated experience, knowledge, and understanding of higher education and workforce needs. Appointees shall be selected for their ability and all appointments shall be of such nature as to aid the work of the Council and to inspire the highest degree of cooperation and confidence. No officer, employee, trustee, or member of the governing board of any institution of higher education, employee of the Commonwealth, member of the General Assembly, or member of the State Board of Education shall be eligible for appointment to the Council except as specified in this section. All members of the Council shall be deemed members at large charged with the responsibility of serving the best interests of the whole Commonwealth. No member shall act as the representative of any particular region or of any particular institution of higher education.

C. The Council shall consist of 13 members: 12 members appointed by the Governor and subject to confirmation by the General Assembly at its next regular session and one ex officio member. At least one appointee shall have served as a president or chief executive of a public institution of higher education in the Commonwealth. At least one member shall be a sitting Virginia school superintendent, either at the state or local level. The President of the Virginia Economic Development Partnership shall serve ex officio with voting privileges. All terms shall begin July 1. Members shall be appointed for four-year terms, except that appointments to fill vacancies occurring shall be for the unexpired term.

D. No person having served on the Council for two terms of four years shall be eligible for reappointment to the Council for two years thereafter.

E. The Council shall elect a chairman and a vice-chairman from its own membership and appoint a secretary and such other officers as it deems necessary or advisable and shall prescribe their duties and term of office.

F. At each meeting, the Council shall involve the presidents of the public institutions of higher education in its agenda. The presidents shall present information and comment on issues of common interest. The presidents shall choose presenters to the Council from among themselves who reflect the diversity of the institutions.

At each meeting, the Council may involve other groups, including the presidents of private, nonprofit institutions of higher education, in its agenda.

(1956, c. 311; 1964, c. 597; 1970, c. 117; 1972, c. 210; 1974, c. 544; 1980, c. 728; 1991, c. 590; 2013, c. [605](#).)