

**BOARD OF TRUSTEES  
ST. MARY'S COLLEGE OF MARYLAND  
SPECIAL MEETING  
OPEN SESSION**

**AGENDA**

November 28, 2016

5:00 pm

*Virtual Meeting/Calvert Hall conference room  
St. Mary's College of Maryland  
St. Mary's City, Maryland*

- |   |                    |
|---|--------------------|
| <b>I.</b> Call to Order   | <b>Sven Holmes</b> |
| <b>II.</b> Approval of agenda   | <b>Sven Holmes</b> |
| <b>III.</b> Action Item 1617-10   |                    |
| <b>A.</b> Amendment to College Bylaws   | <b>Sven Holmes</b> |
| <b>IV.</b> Motion to Adjourn Meeting to Closed Session  | <b>Sven Holmes</b> |
| <b>A.</b> Vote to close meeting in compliance with Title 10, Subtitle 3 of the General Provisions Article (The Open Meetings Act) |                    |

**A portion of this meeting will be held in closed session**

**BOARD OF TRUSTEES  
ST. MARY'S COLLEGE OF MARYLAND**

**ACTION ITEM 1617-10**

**PROPOSED RESOLUTION TO INCORPORATE AMENDMENTS TO  
ST. MARY'S COLLEGE OF MARYLAND BYLAWS  
November 28, 2016**

**RECOMMENDED ACTION**

The Board of Trustees is requested to approve the following amendments to the St. Mary's College of Maryland Bylaws:

- I. Faculty Representation on Board Committees
  - a. A Faculty representative will serve on each Board committee, except for the Executive Committee.
  - b. Faculty representatives will be appointed to serve as Board Committee members by the Faculty Senate in accordance with their policies and procedures.
  - c. Faculty representatives shall serve on committees for a period of one academic year, unless the Faculty Senate renews their appointment.
  - d. Faculty representatives may vote on any matter arising in the open session of the Committee, subject to the applicable conflict of interest restrictions that deal with both direct and indirect benefits that may accrue from the decision at issue. Conflicts of interest will be determined by the Office of the Attorney General. Said determinations will be communicated to the Faculty representatives in advance of Committee meetings.
  
- II. Ex-Officio Members
  - a. There shall be two ex-officio members of each Board Committee: the President and the Chairman of the Board of Trustees.
  - b. Ex-officio members may vote on all matters in both open and closed Committee sessions.
  - c. The President, who by statute serves the Board's chief of staff, will participate in both open and closed sessions of each Committee except for those Committee or full Board sessions reviewing presidential performance.

### III. Committee Attendance

- a. All trustees may attend all Committee meetings, both open and closed sessions.
- b. Only Committee members may vote during Committee meetings.