

# THE BOARD OF COUNSELORS OF THE UNIVERSITY OF NEBRASKA MEDICAL CENTER OPERATING GUIDELINES

## I PURPOSE

This Board of Counselors shall be advisory to the Chancellor of the University of Nebraska Medical Center, who also serves as a Vice President of the University of Nebraska. Membership on the Board of Counselors shall indicate a commitment to the Medical Center's goal of improving the health and life of all peoples through quality education and service programs and through research in the health sciences. The Board of Counselors shall strengthen communication between the Medical Center and the communities it serves so that each can be more responsive and mutually reinforcing in meeting the health needs of the state of Nebraska.

## II BOARD OF COUNSELORS

1. The initial membership of the Board shall be appointed by the Chancellor of the Medical Center who shall be an ex-officio member of the Board and its Committees. Subsequent membership shall be determined by the Board of Counselors from recommendations by a Nominating Committee.
2. Counselors shall serve for a term of four (4) years but no more than two consecutive four (4) year terms by election, provided that said Counselors shall be eligible for re-election to the Board after the lapse of one (1) year thereafter. Should a Counselor be elected Chairman of the Board for a period which extends beyond his/her second four-year term, the membership term will be extended until such time as a new Chairman is elected.
3. In the event of any vacancy occurring in the membership of the Board or among the officers, such vacancy shall be filled for the unexpired term by a person selected by the Board of Counselors.

### III

## MEETINGS OF THE BOARD OF COUNSELORS

1. Regular meetings of the full Board of Counselors shall be held at least two (2) times each year at a time and place to be designated by the Chairman. The Annual Meeting of the Board of Counselors shall be held during April, at a time and place designated by the Board, to receive reports from the officers, to elect Counselors, and to transact such other business as may be properly presented. Written notice of such meetings shall be mailed to each member of the Board at least three (3) weeks prior to the date of the meeting.
2. Special meetings of the Board shall be held upon call of the Chairman, resolution of the Board of Counselors, or petition signed by at least five (5) Counselors. Written notice of such meetings shall be mailed to each member of the Board at least one (1) week prior to the date of the meeting. No business other than that specified in the call, resolution, or petition shall be transacted at a special meeting.

### IV

## COMMITTEES

1. Standing and special committees shall be appointed by the Chairman with approval of the Board. Vacancies in committees shall be filled by appointment by the Chairman.
2. There will be an Executive Committee of the Board, consisting of the Chairman, Vice Chairman, the Chancellor and Vice Chancellor of the Medical Center, and others appointed by the Board membership. The Executive Committee will serve as the Nominating Committee for the Board.

### V

## AMENDMENTS

1. The Board of Counselors may amend these Rules in conformity with the Purpose of the Board by the affirmative vote of two-thirds (2/3) of the Counselors at a special meeting called for that purpose or at any regular meeting where notice of the proposed amendment or amendments has been given as required for a special meeting.

### VI

Actions of the Board of Counselors will conform with the Bylaws, Rules and Policies of the Board of Regents of the University of Nebraska, and with the statutes of the State of Nebraska.