

3349-1-05 Advisory trustee.**(A) Purpose**

The purpose of this rule is to establish the non-voting position of an advisory trustee through which the university can engage individuals with specific knowledge, skills and professional experience that will enhance the northeast Ohio medical university.

(B) Scope

This rule applies to individuals with regional or national experience that may add value to the NEOMED board of trustees.

(C) Rule**(1) Qualifications for advisory trustee designation**

(a) An individual who would be able to provide significant and substantive service to benefit the university and enhanced its educational, training and public service mission by having:

(i) Success in his/her chosen field or business;

(ii) Obtained state or national prominence; or

(iii) A willingness and ability to render advice and guidance in their field of expertise.

(b) The trustee must have demonstrated a history of professional accomplishment and community engagement, which warranted external recognition, inuring significant honor and distinction to both the trustee and the university.

(2) Nomination process

(a) The president may nominate an individual who meets the requisite qualifications to the executive committee for review and consideration of the advisory trustee status. Upon reviewing the nomination, the executive committee

shall make a recommendation to the full board of trustees that a resolution be prepared and presented for a vote to confer the designation of advisory trustee upon the nominee.

- (b) The advisory trustee designation may be awarded at the June board meeting with the term to begin the following fiscal year. Each advisory trustee will serve a non-voting three-year term and may be eligible for appointment to two consecutive terms (six years total).
- (c) A maximum of three advisory trustees are authorized by the university to serve at any one time and will be appointed for staggered terms.
- (d) Reasonable travel expenses for advisory trustees will be reimbursed consistent with the rule for voting members of the board of trustees.
- (e) Should an advisory trustee later be found to have engaged in conduct unbecoming of this esteemed designation, the president may seek to remove the advisory trustee status by making a recommendation to the board of trustees for its review and consideration upon the vote of a majority of the board.

(3) Fiduciary obligations and conflict of interest

- (a) No ~~T~~Trustee shall participate in deliberations or vote on a university contract, action or trans-action when the trustee has a financial, personal or fiduciary interest in any person or entity affected by such contract, action or transaction. The board will consistently follow protocols for addressing conflicts. The trustee having the prohibited interest shall make full disclosure thereof and shall abstain from any deliberations and votes on any such matter. If a trustee recuses himself or herself, that trustee may be asked to leave the board room during the discussion and votes on that matter.

(b) Any contract, action or transaction in which one or more trustees have a prohibited interest may be approved by an affirmative vote of a majority of voting trustees who are not interested in the contract, notwithstanding the fact that the disinterested trustees constitute less than a quorum of the trustees.

(4) Privileges of an advisory trustee



~~(a)~~ An advisory trustee will enjoy the following privileges, including, but not limited to:



(a) ~~(i)~~ Invitation to attend the university board meetings as well as the annual retreat;



(b) ~~(ii)~~ Invitation to attend executive sessions of the university board, as requested by the board chair;



(c) ~~(iii)~~ Invitation to attend university events, including commencement, with special seating privileges and introduction and recognition within the program; and



(d) ~~(iv)~~ Invitation to participate in ad hoc groups or committees where their skills, knowledge or expertise may be beneficial.



Effective: 10/11/2021

CERTIFIED ELECTRONICALLY

Certification

10/01/2021

Date

Promulgated Under: 111.15
Statutory Authority: 111.15
Rule Amplifies: 3350.12