



TRANSMITTAL LETTER

The University of North Carolina
Office of the President

Number: 7

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Subject:

Changes to *The Code* - §.202C(1), §.202C(3) and §.302A

This transmittal letter distributes the changes made to §.202C(1), §.202C(3) and §302A of *The Code*. The changes were adopted by The Board of Governors on 10/12/01.

Please contact Leslie Winner, Vice President and General Counsel for Legal Affairs, at 919-843 5844, if you have any questions with regards to these changes.

Amendments to *The Code*

§202c(1)

A quorum for the conduct of business of the Board of Governors shall consist of a majority of the voting membership of the board then in office. Any voting member who is present at a meeting of the board or of a committee or who attends a special or emergency meeting of the board or of any meeting of a committee, by telephone, video conference, or other electronic means that allows for two way voice interaction, will be counted as present for purposes of determining a quorum.

§202C(3)

All members of the Board of Governors except special members may vote on all matters coming before the board for consideration. Any voting member of the board or of a board committee who attends a special or emergency meeting of the board or of any meeting of a committee by telephone, video conference, or other electronic means that allows for two way voice interaction may cast the member's vote by that electronic means. No vote concerning any matter under consideration by the board or by a committee of the board may be cast, in absentia, by mail, telegraph, facsimile or electronic mail.

§302A

The term of each voting member of a standing committee shall normally be two years, commencing upon election to the committee and extending until a successor is elected. The voting membership of each committee shall be divided into two classes, with the terms of approximately one-half of the members expiring each year. To achieve balance and efficiencies in the committee system, the board may elect members to one-year terms or reassign members who have served one year of a two-year term. Election of members of standing committees shall take place at the first regular meeting of the board after July 1. If a voting member has served on a standing committee for four consecutive years, the member shall be, for a period of one year, ineligible for reelection to the same standing committee. If a vacancy occurs on a standing committee during a term, the chairman of the board may appoint a voting member of the board to fill the remainder of the unexpired term.