



GOVERNING BOARD
UNIVERSITY OF PUERTO RICO

CERTIFICATION 109 (2024-2025)

I, Jorge I. Valentín Asencio, secretary *pro tempore* of the Governing Board of the University of Puerto Rico, CERTIFY THAT:

The Governing Board, at its regular meeting on March 27, 2025, with the recommendation of the Accessibility, Diversity, Inclusion and Equity Committee, the Financial Affairs and Retirement System Committee, and the Appeals and the Laws and Regulations Committee agreed:

To amend the Internal Regulations of the Governing Board, Certification 177 (2023-2024), Section 12 - Subject Areas of the Standing Committees. The amendments are as follows:

Section 12 - Subject Areas of the Standing Committees	
Where it reads:	It should read:
Section 12.B - Academic and Student Affairs, Research and Innovation Committee This committee shall deal with matters concerning student body and academic rules and academic planning and innovation within the University as a higher education system that require periodic assessments of existing academic programs and the adaptation of proposals for revisions and new programs to each unit's development plan and to the overall strategic plan. The committee shall address new academic programs, curriculum changes, graduate studies, research, academic honors and recognitions for consideration by the Board, and other academic matters. The committee shall also evaluate and discuss the appointments	Section 12.B - Academic Affairs, Research, and Innovation Committee This committee shall deal with matters concerning academic rules and academic planning and innovation within the University as a higher education system that require periodic assessments of existing academic programs and the adaptation of proposals for revisions and new programs to each unit's development plan and to the overall strategic plan. The committee shall address new academic programs, curriculum changes, graduate studies, research, academic honors and recognitions for consideration by the Board, and other academic matters. The committee shall also evaluate and discuss the appointments of the chancellors and

Section 12 - Subject Areas of the Standing Committees	
Where it reads:	It should read:
of the chancellors and deans, in accordance with regulations so as to issue its recommendation to the Board.	<p>deans, in accordance with regulations so as to issue its recommendation to the Board.</p> <p>Section 12.H - Student Affairs Committee</p> <p>This committee shall deal with matters concerning the student experience at the University of Puerto Rico, ensuring access to institutional resources and services, guaranteeing equality for all students, without impairing their civil rights, protected at the state and federal level. Its tasks will include evaluation and regulation of policies on university life, retention and admissions, as well as representation and support of student groups, such as bands, athletes and academic organizations.¹</p>
Section 12.C - Financial Affairs and Retirement System Committee	<p>Section 12.C - Financial Affairs Committee</p> <p>Section 12.I - Retirement System Committee</p> <p>The committee shall deal with matters concerning retirement benefits for University staff and the effect on the University's finances. The committee will also receive information from the Retirement Board on the management, operation, and internal regulation of the University of Puerto Rico Retirement System Trust.</p>

¹ In the case of student affairs brought by the General Student Councils, student organizations or by other means, the student-body representative to the committee will be consulted on whether or not to include such matters in the committee's business for the next meeting. When discussing student affairs, deference will be given to the student-body representative to present them to the committee.

A compiled version of the Regulations is included in this Certification.

IN WITNESS WHEREOF, I issue the present Certification, in San Juan, Puerto Rico, this 31th day of March 2025.




Dr. Jorge I. Valentín Asencio
Secretary *Pro Tempore*

UNIVERSITY OF PUERTO RICO

**INTERNAL REGULATIONS
OF THE GOVERNING BOARD**



**CERTIFICATION 109 (2024-2025)
COMPILED VERSION
MARCH 27, 2025**

TABLE OF CONTENTS

SECTION 1 - LEGAL BASIS	1
SECTION 2 - PURPOSE	1
SECTION 3 - DEFINITIONS	1
SECTION 4 - ORGANIZATION OF THE GOVERNING BOARD	3
A. The Board	3
B. Officers	3
C. Duties and Functions of the Executive and Governance Committee:	3
D. Committees	4
E. Executive Director	4
F. Employees and Advisors	4
SECTION 5 - CODE OF CONDUCT, DUTIES, RESPONSIBILITIES, AND OBLIGATIONS OF THE MEMBERS OF THE GOVERNING BOARD	5
SECTION 6 - THE CHAIR OF THE BOARD.....	8
A. Election	8
B. Duties and Functions	8
SECTION 7 - THE VICE CHAIR OF THE BOARD.....	9
A. Election	9
B. Duties and Functions	9
SECTION 8 - THE SECRETARY OF THE BOARD	10
A. Election	10
B. Duties and Functions	10
SECTION 9 - EXECUTIVE DIRECTOR.....	10
A. Appointment	10
B. Duties and Functions	10
SECTION 10 - BOARD MEETINGS.....	11
A. Meetings, in general; Types, Forms, Medium, and Location.....	11
B. Regular Meetings; Annual Call to Meeting and Public Notice	12
C. Agendas for Regular Meetings	12
D. Special Meetings; Calls, Notices, and Agendas	13

E.	Quorum.....	14
F.	Participation of the President of the University.....	14
G.	Voting.....	14
H.	Matters Exempted from Online Broadcast under Section 5 of Law No. 159.....	15
I.	Vote on Exclusion of Matters by Application of Section 5 of Law No. 159	15
J.	Decisions by Referendum.....	16
K.	Minutes	16
L.	Certification of Agreements	17
M.	Executive Meetings	17
SECTION 11 - BOARD COMMITTEES		17
A.	Standing and Special Committees	17
B.	Committee Participation	18
C.	Standing Committees.....	18
D.	Special Committees	18
E.	Publication of Committee Composition	18
F.	Representative of the President of the University	18
G.	Committee Agendas	18
H.	Committee Proceedings.....	18
SECTION 12 - SUBJECT AREAS OF STANDING COMMITTEES.....		19
A.	Appeals and Laws and Regulations Committee.....	19
B.	Academic Affairs, Research, and Innovation Committee	19
C.	Financial Affairs Committee	20
D.	Audit Committee	20
E.	Development Committee	21
F.	Infrastructure and Technology Committee.....	21
G.	Accreditation Committee.....	21
H.	Students Affairs Committee	22
I.	Retirement System Committee.....	22
SECTION 13 - PARLIAMENTARY AUTHORITY		22
SECTION 14 - AMENDMENTS AND REPEAL.....		22
SECTION 15 - SEVERABILITY.....		23
SECTION 16 - EFFECTIVE DATE.....		23

SECTION 1 - LEGAL BASIS

These Regulations shall be known as the “Internal Regulations of the Governing Board of the University of Puerto Rico.” These Regulations are adopted pursuant to Section 3(H)(14) of the University of Puerto Rico Act, Law No. 1 of January 20, 1966, as amended.

SECTION 2 - PURPOSE

The purpose of these Regulations is to establish the rules that shall govern the internal procedures of the Governing Board of the University of Puerto Rico (hereinafter, the Board), promoting its operation in harmony with the powers and faculties granted by law.

The Internal Regulations of the Board of the University of Puerto Rico must be consistent with the University of Puerto Rico Act and other laws applicable to university management. Furthermore, it must be an effective instrument that allows the Board to exercise its powers and comply with its non-delegable duties and powers in accordance with the law.

As provided by law, the Board will issue guidelines governing the orientation and development of the University, examine and approve the general rules of governance proposed by its legislative and administrative bodies, and oversee the overall operation of the institution.

The Board is conceived as a democratic body that makes decisions by majority or consensus, promoting dialogue, discussion, mutual respect, tolerance for differences of opinion, and collaboration among its members. All members have the duty to represent the public interest in public higher education as effectively as possible. Their primary loyalty, as members of the Board, will always be to the University of Puerto Rico System, and their unwavering commitment is to endeavor to improve and strengthen it so it may answer to the needs of the society of which it is an integral part.

SECTION 3 - DEFINITIONS

For purposes of construction and application of these Regulations, the following terms shall have the following meanings, unless the context clearly provides otherwise:

- a. Legal action** - Any current or proposed action, subject to being brought before a court of law or any other administrative law body, and any legal action pending litigation. It includes pending out-of-court settlements. It also includes matters concerning the Privilege for Alternative Dispute Resolution Proceedings, as provided in Rule 516 of the Rules of Evidence of 2009, as amended.
- b. Record of Meeting** - A historical compilation of the agreements and decisions at a regular, special, or referendum meeting.
- c. Agenda** - Document containing the business to be discussed at a meeting.

- d. **Conflict of interest** - A situation in which personal or financial interests are or could be reasonably inconsistent with public interest, in accordance with the Government Ethics Act.
- e. **Construction** – Words and phrases used in these Regulations shall be construed according to their context and usual meaning. Words used in the present tense also include the future tense; words used in the singular include the plural; words used in the masculine form include the feminine, except where such an interpretation would be illogical.
- f. **Absolute Majority** - It is established in relation to the total number of members of the body, *i.e.*, all members with the right to vote. It requires that the matter be approved by more than half of the total members of the organization.
- g. **Supermajority** - It is reached with two thirds of the members in attendance in a vote.
- h. **Simple majority** - It is reached with more than half of the voters participating in the vote. Those who do not participate in the vote, whether by disqualification or absence, or those cast a blank ballot or abstain from voting will not count either in favor or against the matter.
- i. **Motion** - A proposal made or suggested at a meeting to deliberating on a matter.
- j. **Resolution** - A document whereby the Board issues an order, which shall be duly signed by the Secretary of the Board.
- k. **Emergency meeting** – The handling of an actual or potential emergency posing a clear and imminent danger to life or property, as provided in Section 1(i) of Law No. 159 of 2013, as amended.
- l. **Executive Meeting** - A meeting held at the request of the Chair of the Board, of the Executive and Governance Committee, or of the full board to inform, share ideas, but not to deliberate.
- m. **Special Meeting** - A meeting to address one or more specific, unforeseen or urgent matters, through deliberation, held at the request of the Chair of the Board, of the Executive and Governance Committee, or of a supermajority. If necessary, the chair of any committee may request a special meeting to address a task immediately, subject to the evaluation of the Chair of the Board.
- n. **Regular Meeting** - A scheduled meeting of the Board, where an absolute majority is required, for the purpose of deliberating or taking official action regarding the development, administration and operation of the University of Puerto Rico.
- o. **Voting** - A deliberative process in which a decision is made. The same may be done orally or by secret ballot.

SECTION 4 - ORGANIZATION OF THE GOVERNING BOARD

A. The Board

The Board, as provided in the University of Puerto Rico Act, shall be composed of: 8 members appointed by the Governor, with the advice and consent of the Senate of Puerto Rico; two professors with permanent appointments in the University System, elected by and from among the faculty representatives on the University Board; one regular undergraduate student, elected by and from among the student body representatives on the University Board; one regular graduate student of any of the University's graduate programs elected by their peers; and the Secretary of Education, as an *ex officio* member. The Executive Director of the Puerto Rico Fiscal Agency and Financial Advisory Authority (AAFAF), or designated representative, became a member of the Governing Board, pursuant to Section 16, Law No. 2 of 2017, as amended. As a result, the Governing Board shall be composed of a total of 14 members.

Faculty and student body representatives duly certified by the secretary of the University Board shall serve on the Governing Board for a term of one (1) year. Faculty representatives may be reelected for two additional one-year terms, for a total of three years, while student body representatives and may be reelected for an additional one-year term, for a total of two years.

B. Officers

The Board will elect the following officers from among its members:

1. Chair
2. Vice Chair
3. Secretary

The officers of the Board, collectively shall be referred to as the "Executive and Governance Committee of the Governing Board."

The Executive and Governance Committee will be convened by the Chair of the Board whenever possible to consult on business to be included in the agenda of Board meetings. The President of the University of Puerto Rico may be a guests at such meetings. The proceedings of the Executive and Governance Committee will be conducted with relative informality and flexibility, and the provisions of Sections 11 and 12 of these Regulations shall not apply.

The removal of any officer shall be by secret ballot with a vote of a supermajority, in the event of such officer's noncompliance with duties and responsibilities provided in Section 5. The officer, however, will only have the opportunity to be heard.

C. Duties and Functions of the Executive and Governance Committee:

1. Establish a work plan, once said committee has been formed and has obtained the necessary information, through a transition process, as the case may be. The work plan shall contain

the specific objectives and goals, the issues that are a priority for the different committees, according to the needs of the University, and pending matters, among others.

2. Periodically review and report to the Board on the progress of its work plan to ensure compliance, as well as any amendments thereto.
3. Ensure that members understand and comply with the policy on conflicts of interest and ethical conduct.
4. Ensure that Board members are prepared to assume their fiduciary role and provide guidance and training to Board members as needed. Advise the Board on training and continuing-education opportunities for its members in collaboration with the Executive Director.
5. Follow up with committees on pending issues or work.
6. Monitor, identify and recommend best practices in governance and oversight of the University, as well as periodically review and recommend changes to the Internal Regulations of the Governing Board.
7. Request reports and information necessary from the President of the University to facilitate the Board's evaluation process.
8. Evaluate the Board's performance in accordance with its work plan at least once a year. Follow up on the results of the Board members' self-evaluation.
9. Invite the President of the University of Puerto Rico to its meeting when deemed pertinent.
10. Report to the Governing Board on matters brought to its attention.

D. Committees

The Board will select the members of other committees from among its members as provided in Sections 9 and 10..

E. Executive Director

The Board will have an Executive Director, appointed as provided in Section 4 and 7, who will be full-time employee of the University of Puerto Rico.

F. Employees and Advisors

The Chair of the Governing Board will appoint such employees and advisors as may be necessary to efficiently perform its duties, except those appointments requiring the approval of the Board. The Chair The chair will inform the Board of contracts and personnel actions, as provided in Section 6.B.4.

SECTION 5 - CODE OF CONDUCT, DUTIES, RESPONSIBILITIES, AND OBLIGATIONS OF THE MEMBERS OF THE GOVERNING BOARD

The members of the Governing Board have the following duties, responsibilities and obligations:

1. Recognize and demonstrate foremost loyalty to the University through their actions and in the discharge of the duties as Board members. All their decisions shall be impartial and motivated solely for the purpose of advancing the best interests of the institution, showing a steadfast commitment to the University and to the public interest.
2. Comply with and enforce the University of Puerto Rico Act, as amended, and other laws that are expressly applicable to the University of Puerto Rico, such as the Government Ethics Act and any other policy on conflicts of interest that may be adopted by the Board. These include filing the financial reports¹ and participating in the course on the use of public funds and public property² and on aspects of government ethics, as required by the Government Ethics Act.
3. Complete the Conflict of Interest Form (Appendix A) upon their appointment to the Board and each year, at the regular meeting in August, and submit it to the Board's Legal Affairs Office. In the event of a conflict of interest, it must be notified as soon as the situation arises using the aforementioned form.
4. Complete at least twenty (20) contact hours of ethics-related courses every two (2) years, of which ten (10) hours must be completed through the trainings or any other method developed by the Center for the Development of Ethical Thought, as provided in the Government Ethics Act.
5. Attend regularly and punctually the meetings of the Governing Board and its committees, except for good cause and with advance notice. Members should be properly prepared to discuss the topics to be presented at the meetings.
6. Ground their actions and decisions on reasonable and objective criteria that promote the advancement of institutional objectives.
7. Act with independence of judgment in the process of dialogue, consultation, consensus and collaboration that should prevail among all Board members.
8. Protect the integrity and autonomy of the University of Puerto Rico, advocate for it regularly and consistently at all times, and exercise the duties imposed by the University of Puerto Rico Act, as amended, with the greatest responsibility and commitment.
9. As Board members with fiduciary duties entrusted with establishing public policy and the regulations governing the orientation, administration, and development of the University,

¹ Pursuant to Section 5.1 of Law No. 1 of 2012, they must be filed upon taking and leaving office or at the end of the term of office for members appointed by the Governor of Puerto Rico.

² These officers must take the course either before assuming office or within 90 days of their appointment.

their primary responsibility is to exercise the highest degree of prudence and discretion in the discharge of their duties and responsibilities to promote efficiency and ensure of proper performance of the institution and rigorously comply with the public policy and rules as issued by the Board.

10. Ensure the solvency and fiscal security of the University System, implement measures that allow the University System to preserve its institutional autonomy, and defend and enhance its public image
11. Support, respect, and acknowledge the duty of the Chair of the Governing Board to issue public statements and make appearances within the scope and in accordance with the determinations of the Board. However, where authorized, the Chair may act as a spokesperson for the Board or for a specific committee. This provision shall not be construed as a limitation on the right of Board members to express their personal opinion, subject to their other duties and obligations provided in these Regulations
12. Belong to at least one (1) standing committee.
13. Perform a yearly self-evaluation on their contribution and performance as Board members and their compliance with their legal, moral, fiduciary, and ethical duties, using the form provided for such purposes (Appendix B).
14. Protect and promote a atmosphere of trust and mutual respect among Board member.
15. Cooperate and promote to raising new sources of external funding to finance the operation, development, conservation, and preservation of the University.
16. Familiarize themselves with the operation of the University System to assess its effectiveness so as to maintain and uphold its leadership in higher education and cutting-edge research in Puerto Rico though development and improvement.
17. Stay informed about matters of institutional interest and the challenges facing higher education. provided they are not in conflict with [their] fiduciary duties or any rules barring such action.
18. Exercise their vote in accordance with their best judgment or personal conviction. However, they shall respect the decisions of the majority, work with all Board members in a spirit of cooperation, and follow up on the decisions of the Board and its tasks in support of University interests.
19. Comply with any other rule or guidelines adopted by the Governing Board to achieve its objectives or implement the policies adopted by the University.
20. Discharge their duties, as members of the Board or of any committee in said body, without compensation, pursuant to the provisions of Law No. 72 of 2013, Act to Eliminate the Payment of Allowances to the Board of Directors of Public Corporations. This Act

provides that no members of a governing board is entitled to receive the payment of per diems, wages, or any other compensation for discharging their duties.

21. Submit a transition report to the Chair of the Governing Board upon resigning as a member or the expiration of the term of office.
22. All Board members have a duty to stay informed and familiarized with the provisions of these Regulations and with parliamentary procedures and show a steadfast commitment to comply therewith. This includes participation in training contact hours.
23. Any Board member may attend committee meeting, except in cases of potential conflicts of interest, as defined in the Governmental Ethics Act. However, such member shall not participate in the deliberations or decisions of committees in which they are not members.
24. Safeguard all confidential information to which they may have privileged access as part of their responsibilities. No member shall disclose deliberations outside the Board, except for the official online broadcast of the meeting, as required by Law No. 159. Board members shall not disclose or enable disclosure of privileged or confidential information, as required by the Rules for Access to Official Documents of the University of Puerto Rico, Certification No. 93-139, or as provided by the Board. No Board member shall disclose or use information classified confidential by law or regulation and acquired during their tenure as a Board member to gain direct or indirect advantage or financial benefit for themselves, for a member of their immediate family as defined in these Regulations, or for another person, business, or entity.
25. Appoint, in consultation with the academic senates or equivalent bodies of the respective units, the President of the University,³ the Chancellors of the campuses any of any other autonomous unit that may be created within the University System which, owing to its condition as such, the Governing Board has determined that it should be headed by a Chancellor.⁴ Evaluate the performance of each of the aforementioned officers within a period that shall not be less than two (2) years or greater than four (4) years of their term of appointment. This evaluation will be made in writing and discussed with each officer and will be included in the proper records of the Governing Board⁵.
26. Ratify the appointment of the Chief Financial Officer of the University of Puerto Rico, as provided in the University of Puerto Rico Act.

Board members shall refrain from:

1. Making decisions on behalf of or in representation of the Board without express authorization from the Board or its Chair, as applicable.
2. Engaging in actions prohibited by applicable law, rules and regulations or make decisions

³ The Board shall create a Special Presidential Search and Consultation Committee, in accordance with Section 11(D).

⁴ Pursuant to Governing Board Certification 55 (2022-2023).

⁵ Pursuant to Governing Board Certification 115 (2015-2016).

outside official channels.

3. Using their official position for private, political, or partisan purposes or for purposes otherwise unrelated to the institution or incompatible with sound judgment and the inherent fiduciary duties of their position. No member of the Board shall employ political considerations in the discharge of their duties as a Board member or use powers, information, or resources originating or derived from their duties for political activities. (Refer to Appendix A - Conflicts of Interest Form.)
4. Individually requesting information or documentation related to the University except to the extent they have a legitimate interest as part of their functions, and their request strictly serves an institutional purpose. In such a case, the request shall be processed through the Executive Director.
5. Using their position to influence administrative or adjudicative decisions pending before other University officers, forums, agents, or representatives.
6. Participating in the consultation processes for the appointment of the University President, Chancellors, and Deans. This includes collecting signatures and promoting or receiving endorsements for candidates or any other action that may imply participation.

SECTION 6 - THE CHAIR OF THE BOARD

A. Election

The Board shall elect its Chair for a term of one year through secret ballot by an absolute majority at the first meeting of each fiscal year. The Board, at its discretion, may extend the chair's term of office.

B. Duties and Functions

The duties and functions of the Chair shall be as follows:

1. Preside regular and special meetings of the Board, retaining the right to vote on all matters.
2. Nominate, with the advice of the Executive and Governance Committee, the members of all committees and submit them to the Board for approval.
3. Appoint, with the advice and approval of the Board, and supervise the work of the Executive Director.
4. Appoint the staff for offices ascribed to the Board in accordance with institutional procedures and keep the Board informed of such actions.
5. Upon approval of the Board, in consultation with the Executive and Governance

Committee and in compliance with the UPR Uniform Rules for Contracts, the Board may hire advisors, attorneys, hearing officers, or other professionals, in areas and for matters pertaining to the offices under the Board. Appear on behalf of the Board (upon prior authorization when required) in contracts and other legal acts when so required and keep the Board informed of such actions.

6. Submit the agenda for regular and special Board meetings for Board approval.
7. Be an *ex officio* member of all committees, with the right to vote therein but without counting for quorum. If properly a member of any committee, then he or she will count as part of the quorum.
8. Represent the Board before the University community and the public at large, public officials, government agencies, and departments, and in public statements and appearance within the scope and in accordance with the determinations of the Board.
9. Act as a spokesperson for the Board, unless otherwise provided by the Board concerning a specific matter.
10. Fulfill all other duties and functions necessary and suitable for the proper discharge of the functions listed above.
11. Resolve points of order at meetings.

SECTION 7 - THE VICE CHAIR OF THE BOARD

A. Election

The Board shall elect a Vice Chair for a term of one year through secret ballot by an absolute majority at the first meeting of each fiscal year. The Board, at its discretion, may extend the vice chair's term of office.

B. Duties and Functions

The duties and functions of the Vice Chair shall be as follows:

1. Substitute for the Chair in the discharge of those duties the Chair cannot discharge due to absence, illness, disqualification, or resignation.
2. Serve as Secretary *Pro Tempore* of the Board in the event of absence, illness, disqualification, or resignation of the Secretary.
3. Perform such special duties as may be assigned by the Board or the Chair.
4. Collaborate with the Chair in the discharge of his or her duties and functions.

SECTION 8 - THE SECRETARY OF THE BOARD

A. Election

The Board shall elect a Secretary for a term of one year through secret ballot by an absolute majority at the first meeting of each fiscal year. The Board, at its discretion, may extend the Secretary's term of office.

B. Duties and Functions

1. Through the Office of Minutes and Records, keep custody of records, minutes, resolutions, and any other material entrusted by the Board.
2. Ensure that the minutes accurately reflect the discussions and agreements of the Board.
3. Sign the certifications and resolutions of the Board. In the event of absence or abstention from any business to be discussed at the meeting, the vice chair will serve as Secretary *Pro Tempore*. If the Vice Chair is unable to do so, another member of the Board who was present at the meeting and is not disqualified will sign the minutes as Secretary *Pro Tempore*.
4. Perform any other function as determined by the Board.
5. Collaborate with the Chair or Vice Chair in the discharge of his or her duties and functions.

SECTION 9 - EXECUTIVE DIRECTOR

A. Appointment

The Executive Director will be appointed by the Chair of the Board with the advice and approval of the Board.

B. Duties and Functions

The Executive Director shall be in charge of the direction, general administration, and coordination of services for the offices ascribed to the Board. The specific duties and responsibilities shall be as follows:

1. Formulate and submit for Board approval the budget proposal for the Board's offices and manage that budget during the year once approved.
2. Administer the offices ascribed to the Board and supervise its staff.
3. Prepare meeting announcements and agendas for Board meetings for the approval of the Chair.

4. Obtain and provide Board members with relevant information on matters before the committees.
5. Attend meetings of the Governing Board and its committees, except where the Board or a committee decides to hold an executive meeting without the Executive Director. Prepare drafts of reports and certifications in collaboration with the respective Offices or Records.
6. Prepare, in coordination with the Office of Records and Minutes, the minutes of regular and special meetings and referendums to be submitted to the Board for approval. Prepare and keep a physical copy of the minutes of Board meetings and, where the Board so decides, make the necessary arrangements to transcribe the meetings and keep such records.
7. Cooperate with the Chair and other Board members on all matters concerning the public and the press.
8. Coordinate the work of the various committees of the Board, prepare announcements in consultation with the committee chairs and draft reports on the meetings and actions taken.
9. Ensure that the Office of Legal Affairs of the Board hears and decides all matters pertaining to appeals filed with the Board.
10. Facilitate relations between the Board and the President of the University, as well as the dealings with various components of the University System.
11. Perform such other tasks not specified in this section that may be assigned by the Chair or the Board.

SECTION 10 - BOARD MEETINGS

A. Meetings, in general; Types, Forms, Medium, and Location

The Governing Board will hold regular meetings and may hold special meetings as provided in this section. The Board will conduct all regular and special meetings in person. In the event a Board member, for good cause, cannot attend a meeting in person, such member may participate, at their discretion, through teleconference or any other electronic means agreed upon by the Board that allows all members to communicate simultaneously with each other.

As an exception, the Board may hold virtual meetings using such means of communication including teleconferencing or videoconferences in the event of: emergency meetings as provided in subsection D below, matters exempted from discussion in meetings with live streaming under Section 5 of Law No. 159, or meetings where no deliberation or official action, as defined in Law No. 159, will be taken. The Board may also hold special meetings remotely to take action on specific matters of utmost importance and urgency for the University, as long as they are broadcast live over the Internet, as required by Law No. 159.

The in-person meetings of the Board will be held in the boardroom, located at the University Central Administration Building, Jardín Botánico Sur, in San Juan, Puerto Rico, except when the Board designates another location and/or medium; or when the Chair of the Board, in special circumstances, chooses another location or medium for a specific meeting, provided it does not impair a member's ability to participate.

In-person meetings of the Board shall be broadcasted over the internet with simultaneous audio and video through a link on the University's main website, pursuant to Law No. 159. The list of issues to be discussed at the Board meetings will be posted on the Governing Board's website.

Once a meeting has been properly called, the Chair of the Board will solicit the opinion of the Board members where rescheduling or cancelling the meeting is deemed necessary. No Board meeting will be cancelled or rescheduled without the consent of an absolute majority of its members. The Executive Director will certify the cancellation and notify the Board members, indicating the names of those who agreed to reschedule or cancel the meeting.

When the Board or its committees hold meetings where electronic means are used for remote communication in real time, such as videoconferences or conference calls, the Executive Director is authorized to take measures to control remote access to such meetings, such as: requesting members to give prior notice of connection or disconnection; the use of only one (1) device at each meeting, which must be previously identified; requiring that cameras and microphones be turned on when speaking or casting a vote, among other measures.

B. Regular Meetings; Annual Call to Meeting and Public Notice

The Board will hold 11 regular in-person meetings per year on dates and at the location it determines, preferably during the third week of each month, starting in August and ending in June. The Board will approve the annual schedule of regular meetings at its first annual meeting, which will serve as sufficient notice for all members, and it will be posted on the Board's website and through a link on the University's website. Any changes to this meeting announcement will be as provided in subsection A. In addition to the annual schedule, the Board will notify the public, by posting on its website and through a link on the University's website, of any special Board meeting held in person or remotely with at least 48 hours' notice, whenever possible. This notice will include the date, time, location, and link to watch the broadcast of the meeting, in accordance with Law No. 159. Similarly, the public will be notified online of the cancellation of a previously announced in-person Board meeting as soon as possible.

C. Agendas for Regular Meetings

1. The Chair, directly or through the Executive Director, will circulate the agenda of regular Board meetings among Board members with no less than seven (7) days notice. For such purposes, and to allow Board members to comply with their fiduciary duty imposed by law, any report, attachment or document to be evaluated as part of the business of a regular meeting furnished to them within said term. This requirement to disclose materials shall be strictly enforced, except for good cause or in emergency situations, in which case the materials shall be furnished to the Board members as soon as possible, but never on the

same day of the meeting.

2. At regular meetings, the Board will observe, where applicable, the following order of business, unless modified or suspended per agreement of those present, as determined by the Chair of the Board.
 - a. Call to order by the Chair, establishment of quorum and approval of the agenda.
 - b. Introduction of guests, if any.
 - c. Election of Board members and appointment of University officials (if necessary).
 - d. Approval of minutes of previous meetings circulated in advance.
 - e. Reports and recommendations of the Chair of the Board.
 - f. Reports and recommendations of the President of the University of Puerto Rico.
 - g. Reports on institutional investigations (as agreed by the Board).
 - h. Reports and recommendations of Board committees (as applicable).
 - i. Unfinished business (if any).
 - j. New business (if any).
 - k. Other Business
 - l. Oral announcement that the online broadcast has come to an end.
 - m. Matters exempted from online broadcast under Section 5 of Law No. 159.
 - n. Meeting adjournment.

D. Special Meetings; Calls, Notices, and Agendas

The Board may call special meetings at the request of the Chair of the Board., the Executive and Governance Committee or by absolute majority. The Chair, directly or through the Executive Director, will call special meetings in writing and expressly state the purpose, agenda, form and medium to be used. The meeting announcement shall be made with no less than three (3) days' notice through the most expeditious means possible, including by phone or email. In addition, public notice of a meeting announcement and the cancellation of in-person or virtual Board meeting shall be as provided in subsection B.

If necessary, the Chair of any committee may request a special meeting to address a task immediately, subject to the evaluation of the Chair of the Board.

In the event of an emergency, as deemed by the Chair of the Board, the Board may be called to a special meeting within a shorter period than provided above through the most expeditious means possible, including by phone, messenger, or email. In the event of an emergency, as deemed by the Chair of the Board, where the special meeting is warranted but cannot be held in person, it may be held remotely by teleconference or any other electronic means that the Board agrees upon that allows all members to communicate simultaneously with each other.

E. Quorum

A quorum in Board meetings will consist of an absolute majority. Members participating through electronic means, as agreed upon by the Board, where it allows all members to communicate simultaneously with each other, will also be considered to establish quorum; provided that when a member is participating by electronic means, quorum must be verified before a vote is taken.

F. Participation of the President of the University

The President of the University will be a permanent (non-voting) guest to all Board meetings, except when the Board decides to hold an executive meeting without the President in attendance. At the request of the President of the University and with the authorization of the Chair of the Board, other officers of the Central Administration or institutional units may be invited to Board meetings.

G. Voting

1. The decisions of the Board will be made by the vote of its members.
2. Each Board member shall have one vote, which they must cast personally. Voting by proxy is not allowed.
3. Matters requiring a vote will be decided by simple majority of those present and voting, in the presence of a quorum, except for those matters where these Regulations require an absolute majority or supermajority.
4. For all Board decisions, each member may vote in secret or openly, including voting on appointments of officials. No request for a secret or open vote will compel other members to do the same.
5. Members who wish that the minutes reflect the reasons for their vote are entitled thereto, provided they inform of their intentions upon casting their vote. A member who wishes to submit a written explanation will have a maximum of five (5) business days from the date of the vote to submit their written statement to the Executive Director of the Board.
6. Votes shall be counted by the Executive Director or, in the absence of said official, by the Secretary of the Board. If a parliamentary advisor is present at the meeting, that person may count the votes.

H. Matters Exempted from Online Broadcast under Section 5 of Law No. 159.

An emergency meeting, as defined herein, shall be convened in the following situations:

1. It concerns a legal action, as defined in Law No. 159.
2. Matters regarding the internal procedures of the Human Resources office are to be discussed. The exception shall apply solely when discussing matters regarding specific and identifiable employees, after the standard procedure of sanctions, penalties and/or bonuses; and only if there is a reasonable risk of harming the employee's expectation of privacy. Any deliberations about the restructuring of the Public Corporation, layoffs, or bonuses for employees in general, as well as the deliberations on productivity bonuses shall not be covered by this exception and must be broadcasted over the Internet.
3. Matters protected by the Health Insurance Portability and Accountability Act (HIPAA), or covered under Rule 508 of the Rules of Evidence of 2009, as amended, regarding doctor-patient relationship are to be discussed.
4. It concerns trade or business secret pursuant to Rule 513 of the Puerto Rico Rules of Evidence.
5. Matters regarding information relating to an internal investigation conducted by the Public Corporation are to be discussed, while such an investigation has not concluded. This exception shall not include the discussion of the investigation's final report and its findings.
6. Matters regarding information relating to strategies for negotiating collective bargaining agreements or labor-related disputes are to be discussed.
7. Matters relating to the intellectual property of a third party are to be discussed.
8. Matters of public safety are to be discussed, if they are related to threats against the Public Corporation, its property, or employees.
9. Where there is a state of emergency or disaster has been declared by the Governor of Puerto Rico pursuant to the law in force, and the lack of power and communications service prevents the meeting from being broadcast online. At the beginning of the meeting, the Board shall be required to record in detail all steps taken to comply with Law No 159 and the situation that prevents the meeting from being broadcast online and such fact shall be stated in the minutes of the corresponding meeting. However, video and audio recording of the proceedings will be taken, or at least an audio recording, which will be made available to the public as soon as possible after the emergency has passed.

I. Vote on Exclusion of Matters by Application of Section 5 of Law No. 159

1. If, during a Board meeting being broadcast over the internet pursuant to Law No. 159, any member believes that a matter to be discussed falls under an exception, such member may

move to postpone the discussion of that matter until the online broadcast ends.

If the motion is opposed, the online broadcast will be called to a recess solely for the purpose of allowing the Board to hear arguments for and against the applicability of an exception under Section 5 of Law No. 159. Once the debate is closed, the online broadcast will resume and the motion presented will be put to a vote.

2. If, during a Board meeting while discussing matters exempted from online broadcast, any member believes that a non-exempted matter is to be discussed, such member may move to postpone the discussion of that matter until the online broadcast of the meeting is opened.

J. Decisions by Referendum

The Board may make decisions by referendum on any matter exempt from discussion in a meeting that must be broadcast live online pursuant to Law No. 159. Decisions may be made by teleconference, email, or any other means of communication agreed upon by the Board. Matters will be decided by simple majority and will be valid provided an absolute majority participates in the decision-making process.

As soon as practicable, the Executive Director will draft a record of the decision reached at the meeting and notify all Board members with a copy of the decision once the process has been completed. The minutes or record of meeting will be presented at the next Board meeting for approval. Members who wish that the minutes reflect the reasons for their vote are entitled thereto, as provided in subsection G.5 of this section.

Committees may make decisions on any matter by referendum following the procedure established herein (unless otherwise provided in Law No. 159, which applies only to the Board).

K. Minutes

The Secretary of the Board will certify the minutes of all Board meetings. This includes occasions when the Board acts without a meeting or by referendum. The minutes will describe the agreements and decisions of the Board, including requests for information and tasks assigned, as well as any other details or documents that the Board determines should be recorded in the minutes given its significance. All minutes must be circulated for approval with no less than three (3) days before the meeting at which they will be considered.

All minutes will be available for public inspection, subject to the limitations and procedures established in the Rules for Access to Official Documents of the University of Puerto Rico, Certification No. 139-93, and any subsequent amendments.

The minutes will include, at a minimum, the following information: the date, starting time and meeting location; the type of meeting (regular, special or referendum); the names of members in attendance, absent and excused, if any; information on the previous minutes; principal motions; points of order and appeals; the time when deliberations ended; and the names and signatures of the Chair and Secretary.

The Board will file the recordings of in-person online broadcast of its meetings and post them on the Board's website and through a link on the University's website. The link to the file must be clearly identified and contain a certification that the recording is a true and exact copy of all business discussed at the meeting not expressly excluded by Law No. 159. The portion of the recording pertaining to the discussion of business exempted from online broadcast will be confidential and under no circumstances may it be published, reproduced or copied, except by order of a court with competent jurisdiction.

Board members are entitled to access the recording to clarify any business discussed at the meeting and verifying what was discussed before approving the minutes in question.

The Board will also retain a physical copy of such recordings for five (5) years. Physical copies will be available to be reproduced upon request from the general public in accordance with the applicable regulations and the provisions of Section 7 of Law No. 159.

L. Certification of Agreements

1. The Secretary of the Board shall certify the agreements approved by the Board: regulations, rules, guidelines or policies to govern the orientation and development of the University. This includes academic affairs, finances, and human or physical resources, as well as any other resolution as determined by the Board. The Secretary will also certify the decisions and resolutions of administrative appeals taken from the decisions of the President of the University, the University Board, Non-Teaching Staff Appeals Board, and the Retirement System Board.
2. The Executive Director will keep the foregoing certifications and a record thereof, make them available for public inspection. These will be published on the Board's website or through other appropriate electronic means that are deemed to be efficient. Certifications concerning the Board's decisions on administrative appeals shall be notified only to the parties concerned and to the appealed university body.

M. Executive Meetings

Executive meetings are for the purposes of informing and to deliberate. The Chair of the Board may call an executive meeting and shall indicate the specific topics to be discussed and staff who will participate.

SECTION 11 - BOARD COMMITTEES

A. Standing and Special Committees

The Board may establish as many standing or special committees as appropriate to assist the Board in the performance of its duties and in the discharge of its responsibilities. To such ends, committees shall be created for the main purpose of recommending to the Board decisions or actions concerning matters brought before it after a proper analysis and report. The following general provisions shall apply to all committees unless otherwise provided.

B. Committee Participation

Each member shall comply with Section 5(12) of these Regulations. If a faculty or student body representative resigns or is no longer a part of the University, the other representative of the same category, if he/she so desires, may assume membership in all committees in which the outgoing representative participated. Likewise, if a member appointed by the Governor resigns or leaves office, the new member, if he/she so desires, may substitute the former and assume membership in all committees in which the outgoing member participated.

C. Standing Committees

The Chair of the Board, in consultation with each member, shall appoint members to the standing committees each year and submit their names for approval at the Board's first annual meeting. Each committee shall elect its chair each year at its first meeting. Section 12 establishes the subject area delegated to the standing committees.

D. Special Committees

The chair of the Board shall also appoint, in consultation with each member, the members of the special committees established by the Board and shall submit them for approval in due course. The Board shall approve the number of members for each special committee and establish how to select its chair. Once their task is completed and their report rendered, each special committee shall be dissolved.

E. Publication of Committee Composition

The composition of each committee shall be recorded in a certification of the Board and shall be made public on the Board's website and other appropriate means .

F. Representative of the President of the University

The Board or the chair of a committee may request the President of the University to assign an officer or other member of his or her staff to assist the committee in its work.

G. Committee Agendas

The matters to be considered at committee meetings are those entrusted to it by the Board in accordance with its purpose and established work plan; in addition to those matters referred by the office of the President of the University and those determined by their respective chairs, in coordination with the Executive Director.

H. Committee Proceedings

A simple majority of the members shall constitute a quorum at committee meetings. Committee decisions shall be adopted by a simple majority of those in attendance and in the presence of a quorum. The Executive Director, with the approval of the committee chair, shall certify the reports

of the committee's recommendations to the Board on matters submitted its consideration. The President of the University may designate representatives, in accordance with subsection F, to present proposals during committee meetings.

SECTION 12 - SUBJECT AREAS OF STANDING COMMITTEES

The Board shall determine the standing committees that will be active throughout the year to assist the Board in the performance of its duties and responsibilities. These committees shall consist of no fewer than three (5) members, who shall be appointed as provided in Section 11.

Each active standing committee twill meet at least three (3) times a year, unless they have no pending assignments. The committees shall give priority to assignments on matters pertaining to their subject areas and other related matters as directed by the Board or referred to them by the Executive Director. They shall file a report on their work with recommendations to the Board, which the committee chair will submit to the full Board.

The Executive Director shall call meetings of the standing committees in consultation with or at the request of a majority of the committee members, with at least three (3) days' notice or, if not possible, with as much advance notice as circumstances reasonably allow.

The subject areas of standing committees shall be as follows:

A. Appeals and Laws and Regulations Committee

This committee shall hear appeals filed with the Board regarding decisions made by the President of the University, the University Board, and the Non-Teaching Staff Appeals Board. The committee will evaluate the reports issued by the hearing officer on appeals and will recommend to the Board the decisions it should adopt in each case. The committee is also authorized to decide whether or not motions for reconsideration will be heard with the recommendation of the Board's Legal Advisor.

This committee shall also hear matters related to the construction or amendment of laws affecting the Board and matters concerning the adoption, amendment, or repeal of University regulations and policies, and other matters related to University or governance standards.

B. Academic Affairs, Research, and Innovation Committee

This committee shall deal with matters concerning academic rules and academic planning and innovation within the University as a higher education system that require periodic assessments of existing academic programs and the adaptation of proposals for revisions and new programs to each unit's development plan and to the overall strategic plan. The committee shall address new academic programs, curriculum changes, graduate studies, research, academic honors and recognitions for consideration by the Board, and other academic matters. The committee shall also evaluate and discuss the appointments of the chancellors and deans, in accordance with regulations so as to issue its recommendation to the Board.

C. Financial Affairs Committee

This committee shall deal with matters concerning budget, finances, financial planning, permanent improvements to the University, and other issues related to short-term and long-term planning. Its tasks include the periodic review of the University's fiscal and financial policies and receiving and evaluating reports and recommendations from external auditors. The committee will also receive periodic reports from the executive directors of the affiliated corporations created by the University.

This committee shall be responsible for advising and making recommendations to the Board on the University's financial statements. The committee shall also receive and evaluate reports and recommendations from the President of the University on other financial matters, such as the University's fiscal plan, and make the proper recommendations to the Board.

D. Audit Committee

This committee shall be in charge of reports from the Office of the Comptroller of Puerto Rico and its notices of noncompliance, reports from the University's Internal Audit Office (IAO), and other related matters such as complaints received and special tasks conducted by the IAO at the committee's request. The committee shall also evaluate the performance and independence of the external auditors and the Report on Internal Controls or management letters issued by the auditors and the corresponding corrective actions. The committee shall also have the authority to receive and evaluate reports and recommendations from external auditors.

The committee shall have the authority to make recommendations to the Board regarding the appointment of the IAO director, the hiring or replacement of external auditors, review the proposed scope and objectives of the audits proposed by external auditors, in consultation with the Central Administration's finance director, discuss with external auditors the most important accounting standards, audit results, and any complex transactions or extraordinary situations they may identify, regularly meet with external auditors, and attend to any discrepancies between the University management and external auditors.

The committee shall generally oversee the work of the IAO and its director and shall submit for Board approval the IAO's work plan, regularly review its status and results, and receive reports from the IAO director. The committee shall keep the Board informed of its dealing and issue recommendations to address matters related to audit reports. In addition, the committee may request reports from the President of the UPR, chancellors, or executive directors in connection with notices of noncompliance issued by regulatory agencies.

This committee shall submit a charter for approval by the Board, establishing its composition and rules of operation and expounding on the powers delegated herein and any others that may be necessary to discharge its duties.

E. Development Committee

This committee shall address University policies and activities geared to raising private gifts and donations and identifying and obtaining funds from nongovernmental external sources to advance and develop institutional goals. Its tasks include assisting the president of the University in developing policies to recommend to the Board for adoption regarding the University's relationship with affiliate foundations and fundraising activities from external sources; recommend fundraising goals it should set to the Board and make sure they are reached; actively collaborate and participate in fundraising activities as required; develop policies in collaboration with the President of the University regarding the acceptance of gifts and donations, donor recognition, management of such gifts and donations, and similar actions, and recommend that they be adopted by the Board; evaluate the needs and overall operation, as well as the general supervision of the tasks and components of external fundraising, such as development offices, marketing and communications, alumni and community relations; and keep the Board informed of its business.

F. Infrastructure and Technology Committee

This committee shall be responsible for considering all matters within the Board's responsibility related to the physical infrastructure of the University, including its buildings, properties, and spaces. The committee's tasks include receiving and evaluating periodic reports on the implementation of the Permanent Improvement Plan, the building improvement program, the building maintenance plan, the state of existing facilities, their use and sufficiency; assisting the President of the University in developing policies to recommend to the Board for adoption regarding the design, location, planning, construction, and maintenance of buildings and other spaces; evaluate and make recommendations regarding the Permanent Improvement Plan submitted by the President of the University; evaluate and make recommendations regarding the naming of buildings, structures, and spaces with the names of individuals or legal entities; develop policies in collaboration with the President of the University regarding the use, acquisition, and disposition of University real estate property and recommend their adoption by the Board; and keep the Board informed of its business.

This committee shall also be responsible for considering all matters within the Board's charge concerning the acquisition and use of technology at the University. Its tasks include receiving information about and evaluating the implementation of technology, the state of existing resources and their use and sufficiency; considering the development and use of technology in administration, teaching, and institutional services; assisting the President of the University in developing policies to recommend to the Board for adoption regarding the acquisition or use of technology; keeping the Board informed and issue recommendations on the issued under its consideration.

G. Accreditation Committee

This committee [shall] support the efforts of the University management to comply with the accreditation standard by the Institution. The committee shall establish a work plan to ensure that the University complies with the accreditation recommendations, as well as the corrective measures in the findings or observations presented by accrediting agencies.

H. Students Affairs Committee

This committee shall deal with matters concerning the student experience at the University of Puerto Rico, ensuring access to institutional resources and services, guaranteeing equality for all students, without impairing their civil rights, protected at the state and federal level. Its tasks will include evaluation and regulation of policies on university life, retention and admissions, as well as representation and support of student groups, such as bands, athletes and academic organizations⁶.

I. Retirement System Committee

The committee shall deal with matters concerning retirement benefit for University staff and the effect on the University's finances. The committee will also receive information from the Retirement Board on the management, operation, and internal regulation of the University of Puerto Rico Retirement System Trust.

SECTION 13 - PARLIAMENTARY AUTHORITY

Deliberations of the Board and its committees shall be governed by the rules of parliamentary procedure as provided in the most recent edition of the *Manual de Procedimiento Parlamentario* [Manual of Parliamentary Procedure] by Prof. Reece B. Bothwell or *Robert's Rules of Order, Newly Revised*, with particular attention to the rules applicable to small boards, unless contrary to any applicable constitutional or statutory provision or with any rules approved by the Board.

The Board may retain the services of a parliamentarian to assist it in conducting its proceedings. In the absence of such professional services, the Executive Director shall secure training in parliamentary procedure for him or herself and for any other staff under the Board as deemed appropriate.

SECTION 14 - AMENDMENTS AND REPEAL

- A. These regulations shall be reviewed at least every three years.
- B. These Regulations may be amended by the Board by a vote of two-thirds of its members, provided that the specific amendment or amendments are submitted to the Board members in writing at least seven (7) days prior to the meeting where the matter will be discussed.
- C. Certification 100 (2013-2014), as amended, and any other prior rule concerning the internal regulation of the Governing Board in conflict with the provisions of these Regulations are hereby repealed.

⁶ In case of students brought by the General Student Councils, student organizations or by other means, the student-body representative to the committee will be consulted on whether or not to include such matter in the committee's business for the next meeting. When discussing student affairs, deference will be given to the student-body representative to present them to the committee.

SECTION 15 - SEVERABILITY

The provisions of these Rules are severable. If one or more sections were held to be invalid, it shall not affect the remaining provisions that can be given effect independently from those declared invalid.

SECTION 16 - EFFECTIVE DATE

These Regulations shall take effect immediately upon approval.



Governing Board

UNIVERSITY OF PUERTO RICO

CONFLICT OF INTEREST STATEMENT

I, _____, a member of the Governing Board (GB) of the University of Puerto Rico (UPR), pursuant to the duties, responsibilities, and obligations of the office, hereby state that I understand that as member of the GB I must:

- avoid conflict between my personal or other business interests and the interests of the GB and the UPR;
- immediately report any personal or other business interest that may conflict with the interests of the GB and the UPR;
- refrain from voting or otherwise influencing a decision of the GB on any matter in which there might be a conflict of interest;
- avoid the improper use of confidential information acquired as a member of the GB for personal benefit or for the benefit of any person or entity with whom there may be a conflict of interest;
- refrain from advising and counseling the Board and/or the UPR, whether directly or indirectly, on any aspect that may produce a conflict of interest;
- not use my official position for private, political, or partisan purposes or for purposes otherwise unrelated to the institution or incompatible with sound judgment and proper discharge and the fiduciary duties inherent to my office;
- not apply political considerations in the discharge of my duties as a Board member or use powers, information, or resources originating or derived from my duties for political activities or for my benefit or for the benefit of third parties;
- not accept gifts, donations or any other compensation for my work.

Pursuant to the foregoing, I hereby inform that:

_____ I have no conflict of interest to report.

_____ I must report the following conflict of interest:

1. _____
2. _____
3. _____

_____ I (or a member of my immediate family) own or am part of a for-profit business.
Provide the name of your employer and/or any business that you or any member of your family owns:

1. _____
2. _____
3. _____

I hereby notify that, as part of my official duties, I will not attend meetings in which such matters are discussed. Should I find myself participating in a meeting in which this or any other matter arises that creates a conflict of interest, I will excuse myself and leave the meeting until the discussion is concluded and decisions are reached on the matter. Once I am informed that the discussion has ended, I will return to the meeting. My absence and the reasons for my absence shall be recorded in the minutes of the meeting.

I certify that the information set forth above is true and complete to the best of my knowledge and belief.

IN WITNESS WHEREOF, I hereby issue this Certification on this ____ day of _____, in San Juan, Puerto Rico.

Signature



Governing Board

UNIVERSITY OF PUERTO RICO

SELF-ASSESSMENT FORM

Name: _____

Date: _____

This form seeks to identify strengths and areas for improvement in the performance of the members of the Governing Board. Each member must complete this survey individually. Examine each criterion and mark the appropriate blank with an X.

Criterion	Agree	Disagree	N/A
1. I am aware of my duties and responsibilities as a member of the Governing Board.			
2. I am familiar with the institution's policies and regulations.			
3. I regularly attend the meetings of the committees in which I am a member.			
4. I regularly attend regular and special meetings of the Governing Board.			
5. I prepare before arriving at meetings by reading the minutes, reports and materials provided for discussion.			
6. I protect and promote an atmosphere of trust and mutual respect among Board members.			
7. I ground my actions and decisions on reasonable and objective criteria that promote the advancement of institutional objectives.			
8. I keep the information to which I have had access and the decisions reached at Governing Board meetings confidential.			
9. I support the Governing Board's decisions once made, even if I do not agree with them.			
10. I stay informed on relevant topics concerning the institution provided they are not in conflict with my fiduciary duties or any rules barring such action.			

Criterion	Agree	Disagree	N/A
11. I comply with training related to the functions I perform as a member of the Board. (Governmental Ethics Act and Office of the PR Comptroller)			
12. I filled out the Conflict of Interest Form and submitted it to the Governing Board's Office of Legal Affairs.			

Signature

Date