

SEMS Board of Visitors Charter

This Charter sets forth the organization and mode of operations of the Board of Visitors (“BOV”) for Robert Morris University’s School of Engineering, Mathematics and Science (“SEMS”).

Purpose & Objectives:

The purpose of the BOV is to link SEMS with professional communities and to serve as a strategic sounding board to the Dean. The objectives of the BOV are to assist the Dean in the following three general areas:

- advising on matters related to the school;
- assisting with the establishment of community relationships and partnerships; and
- acquiring resources to support the schools' plans and programs.

More specifically, the BOV assists in the development of partnerships between the school and the business/professional communities, providing timely advice on business, market and technical dynamics and trends. The BOV shall also assist the Dean with any special projects or assignments when such assistance is requested.

The BOV Members shall additionally serve as goodwill ambassadors of Robert Morris University (the “University”) by attending the periodic meetings of the BOV and visiting the University campus to learn more about the University and to communicate pertinent and accurate information regarding the University to family, friends, colleagues and members of the public. Members are encouraged to attend University functions and to consider guest lecturing to enable positive interactions with students and faculty.

Relationship of BOV to RMU:

The BOV is not a legal entity, and its Members have no legal responsibility for the policies and operations of SEMS and no legal liability for any activity of the University and/or SEMS. The BOV has no authority to make commitments on behalf of SEMS or the University.

Functions:

The BOV provides the following specific functions to the Dean:

- 1) *Advising on matters related to the School*
 - a) Identify and evaluate trends in relevant professional fields that impact curriculum, programs, and facilities;
 - b) Serve as resource persons and advisors for the Dean;
 - c) Recommend new BOV Members.
- 2) *Marketing/Branding*
 - a) Assist in developing ways to increase awareness of SEMS’ programs, projects, awards and recognitions, faculty and graduates both locally and nationally.
- 3) *Assisting with the establishment of community relationships and partnerships*
 - a) Identify, support, and foster partnerships with businesses, nonprofit organizations, and corporations/professional associations;

- b) Identify projects and other entrepreneurial ventures consistent with SEMS' goals;
- c) Assist SEMS' graduates and students with internships and employment opportunities.

4) *Acquiring resources to support SEMS' plans and programs*

- a) Assist with fundraising for SEMS in targeted areas: e.g., facilities, naming rights, curricular initiatives, technology, faculty development, distinguished faculty, and student support.

Membership:

Composition: The SEMS BOV shall consist of at least ten (10) but not more than twenty five (25) Members. Members shall constitute a broad cross-section of the corporate and professional communities. Positions and vacancies shall be filled as the Dean requires, specifically if there are particular areas of expertise desired to meet the needs of the Dean.

Term: A Term of membership shall last for three years, with automatic renewal unless terminated at any time by the Member and/or the Dean.

Dismissal: Members may be removed, with or without cause, at the discretion of the Dean, provided the Dean notifies the Member prior to dismissal. Members who are absent without reasonable cause from three successive meetings will be considered to have resigned their seat.

Resignation: Members may resign at any time during or at the end of their Term by giving notice in writing to the Dean.

Organization:

The BOV will have a Chair appointed by the Dean. The Chair shall work with the Dean to set meeting agendas and to convene at least two separate quarterly meetings (see Procedural Rules).

Procedural Rules:

Meetings: The BOV shall meet at least 4 times/year and be led by either the Dean or the Chair. Meeting agenda and materials shall be sent to Members at least five (5) days before each scheduled meeting. BOV Members are encouraged to submit agenda items to the Dean or Chair for consideration.

Retreats: Every three (3) years the BOV shall participate in a Retreat, the purpose of which is to educate Members on the University and SEMS to enable them to provide more targeted advice and feedback to the Dean. Such Retreats typically involve 1-2 days meeting with staff and students on campus.

Minutes: Minutes of each meeting shall be kept. Copies shall be mailed to the Dean within two weeks after a meeting.

Recommendations and Reports: BOV recommendations, reports, and white papers shall be submitted in writing to the Dean.

Confidentiality:

BOV Members shall maintain confidentiality regarding any information ("Confidential Information") provided to them. Confidential Information includes, but is not limited to, information about research, patents, software programs and subroutines, algorithms, designs, technology, know-how, processes, data, ideas, techniques, inventions, works of authorship, formulas, plans, and employee performance and/or compensation.