

BYLAWS OF
OREGON INSTITUTE OF TECHNOLOGY
(AMENDED JANUARY 12, 2024)

ARTICLE
Name

The legal name of this independent public body is Oregon Institute of Technology ("University").

ARTICLE
Purposes of Organization

The purposes for which the University is organized are to carry out and exercise the powers, rights, duties and privileges, within and outside this state, that are expressly conferred upon the University, or that are implied by law or are incident to such powers, rights, duties and privileges. The Board may delegate the further delegation of any and all such powers, rights, duties and privileges, subject to the limitations expressly set forth in law.

2. Membership. The membership of the Board is established by law. The President of the University, the Trustees are appointed by the Governor of Oregon and are subject to confirmation by the Oregon Senate in the manner provided by law.

3. Vacancies. A vacancy on the Board shall exist upon the death, resignation, removal or expiration of the term of any Trustee. A Trustee may resign at any time by delivering written notice to the Governor, the Chair of the Board of Trustees and the President of the University. When a vacancy exists, the Board Chair, in consultation with the Executive Committee, shall contact the Office of the Governor with a recommendation concerning the filling of the vacancy.

4. Removal. The Governor may remove a Trustee other than the President as provided by law. The Board may terminate the Trustee's term of office as provided by law.

5. Board Officers.

- a. The Board shall select one of its members as Chair and another as Vice Chair, who shall hold [7Tc 0 Tw 1.72

ARTICLE
Meetings of the Board

1. Public Meetings. A "Public

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- a. Notice of all regular Public Meetings shall be given in a manner reasonably calculated to give interested persons actual notice of the time and place of the meeting and principal subjects anticipated to be considered at the meeting. Notice of special Public Meetings shall be given to the news media which have requested notice and to the general public at least 48 hours prior to the hour of the meeting. Notice of an emergency Public Meeting shall be such as is appropriate to the circumstance.
- b. Notice of a regular or special Public Meeting must be given to each Trustee at least 48 hours prior to the hour of the meeting, but longer advance notice as set forth in other Board action is preferable. Notice to each Trustee of an emergency Public Meeting shall be such as is appropriate to the circumstance. Notice of all such meetings may be given to Trustees orally either in person or by telephone or may be delivered in writing, either personally, by mail, by electronic mail, or by facsimile transmission. If provided other than by electronic mail, facsimile machine, or a telephone number on file with the Secretary, notice shall be deemed to be given three (3) days after deposit in the United States mail addressed to the Trustee at the Trustee's address on file with the Secretary for the purpose of receiving Board correspondence with postage prepaid. If notice is provided by electronic mail, telephone, or facsimile transmission, notice shall be deemed given immediately if the notice is provided to the Trustee's Oregon Institute of Technology electronic mail address or, as applicable, the Trustee's telephone number or facsimile number on file with the Secretary.

affairs of the University. The President shall, from time to time, report to the Board all significant matters within the President's knowledge related to affairs of the University. The President shall perform such other duties as assigned by the Board. The President may appoint other officers and employees of the University, who shall have such powers and duties as may be prescribed by the President. The President is authorized to accept legal process on behalf of the University.

3. General Counsel In consultation with the Board Chair and Vice Chair, the President shall appoint or remove the General Counsel. The General Counsel to the University is the chief legal officer of the University, and represents and advises the University, including the Board, officers, and employees in all matters related to the affairs of the University. The General Counsel is authorized to accept legal process on behalf of the University.

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4. Amendment of Bylaws. These Bylaws may be altered, amended, restated or repealed and new bylaws may be adopted by the Board at any regular or special Public Meeting.