

# COLORADO STATE UNIVERSITY SYSTEM

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## Policy and Procedures Manual

SUBJECT: GOVERNANCE

Policy 106: CSUS Board Officers Policy

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### Board Policy

The CSUS Officers, authorized by the Board By-Laws, include the Director of Internal Auditing (DIA), and General Counsel (GC), who report to and through the Chancellor for administrative purposes but work directly for the Board. The Board appoints these Officers with input from the Chancellor. On the recommendation of the Chancellor, the Board considers additional Officers and/or Associates and Assistants. The current and approved organizational chart for the CSUS is attached hereto.

The current Officers responsibilities are outlined below:

- A. **The Director of Internal Auditing:** The Director of Internal Audit shall provide such assistance on auditing matters as shall be required by the Board, the Chancellor, the Institutional Presidents, and the Institutions. The Director is selected by the Board with input from the Chancellor. The Director's responsibilities are defined in the Audit Charter and the job description. The Director of Internal Audit is ultimately accountable to the Board and shall have a direct reporting relationship to the Board. In order to promote the effective management of Internal Audit, the Director shall also report to the Chancellor for purposes of administration and for assurance of adequate and appropriate consideration of audit findings within the System and its Institutions.
- B. **General Counsel:** The General Counsel is the chief legal officer of the System and represents the Board and its constituent Institutions in all legal matters. The General Counsel is selected by the Board with input from the Chancellor. The General Counsel's responsibilities are defined in the Board's Legal Services policy and the job description. The General Counsel is ultimately accountable to the Board and shall have a direct reporting relationship to the Board. In order to promote the effective management of the Office of General Counsel, the General Counsel shall also report to the Chancellor for purposes of administration and for assurance of adequate provision of legal services within the System and its Institutions.

Other officers authorized for the CSUS currently include:

- C. **Chief Financial Officer:** Under the direction of the Chancellor, the CFO has responsibility for all fiscal and financial operations of the CSUS; staffs the Board Audit and Finance Committee; works collaboratively with the campuses in preparing and presenting all institutional budgets for Board consideration and approval; and monitors approved budget implementation consistent with Board policies. In the performance of these functions, the CFO represents the CSUS

in administrative and financial actions involving the State Controller, State Auditor, State Department of Personnel, Colorado Commission on Higher Education (on financial and financial-related matters), Office of State Planning and Budgeting, Joint Budget Committee, and Capital Development Committee. The CFO works with the Chair of the Audit and Finance Committee to keep the Board informed on all financial matters. Finally, the CFO performs such other duties as assigned or delegated by the Board or the Chancellor. The CFO is selected by the Board with input from the Chancellor.

- D. **Chief Academic Officer:** Under the direction of the Chancellor, the CAO has responsibility for all academic and student affairs operations of the CSUS; staffs the Board Academic Affairs and Student Affairs Committees; works collaborative with the campuses in developing and presenting all academic program, faculty, and student matters to the Board for consideration and approval; cooperates with the Chancellor's Office in the preparation of Board and Committee agendas; and represents the CSUS and the Board concerning academic matters and issues involving accrediting associations, the Governor, Colorado Commission on Higher Education, Colorado Department of Education, Joint Budget Committee, and other external agencies and organizations.

The CAO also has responsibility to work closely with the CFO and the campus Academic Officers on State and institutional quality indicators and benchmarks for performance contract funding, and for the development of CSUS and institutional annual and other reports responsive to State mandates. Finally, the CAO works directly with the Chair of Academic and Student Affairs Committee to keep the Board informed about the quality and responsiveness of CSUS academic programming, student services and the environmental issues affecting public higher education generally and faculty and students specifically. The CAO is selected by the Board with input from the Chancellor.

## Procedures

- A. The Chair of the Board appoints a search committee for CSUS Officer Positions if necessary in accordance with Colorado law.
1. After consultation with the Board, the Chancellor may contract with a search firm for assistance;
  2. The Chancellor and the Office of the General Counsel provide administrative staff support to the search committee.
  3. The Chancellor provides input to the Board on the hiring of Colorado State University System Officers.
  4. The Board makes the final decision on the hiring of any Board Officer.

- B. The Chancellor in accordance with the Board's Evaluation Policy provides input regarding the performance of the CSUS Officers.

History: Last amended December 11, 2015 by Board Resolution  
Amended August 2, 2017 by Board Resolution

Colorado State University System  
Organizational Structure  
December 2015

