

Santa Clara University

MISSION, VISION, AND VALUES STATEMENT

Mission

The University pursues its vision by creating an academic community that educates the whole person within the Jesuit, Catholic tradition, making student learning our central focus, continuously improving our curriculum and co-curriculum, strengthening our scholarship and creative work, and serving the communities of which we are a part in Silicon Valley and around the world.

Vision

Santa Clara University will educate citizens and leaders of competence, conscience, and compassion and cultivate knowledge and faith to build a more humane, just, and sustainable world.

Fundamental Values

The University is committed to these core values, which guide us in carrying out our mission and realizing our vision:

Academic Excellence

We seek an uncompromising standard of excellence in teaching, learning, creativity, and scholarship within and across disciplines.

Search for Truth, Goodness, and Beauty

We prize scholarship and creative work that advance human understanding, improve teaching and learning, and add to the betterment of society by illuminating the most significant problems of the day and exploring the enduring mysteries of life. In this search, our commitment to academic freedom is unwavering.

Engaged Learning

We strive to integrate academic reflection and direct experience in the classroom and the community, especially to understand and improve the lives of those with the least education, power, and wealth.

Commitment to Students

As teachers and scholars, mentors and facilitators, we endeavor to educate the whole person. We nurture and challenge students—intellectually, spiritually, aesthetically, morally, socially, and physically—preparing them for leadership and service to the common good in their professional, civic, and personal lives.

Service to Others

We promote throughout the University a culture of service – service not only to those who study and work at Santa Clara but also to society in general and to its most disadvantaged members as we work with and for others to build a more humane, just, faith-filled, and sustainable world.

Community and Diversity

We cherish our diverse and inclusive community of students, faculty, staff, administrators, and alumni, a community that is enriched by people of different backgrounds, respectful of the dignity of all its members, enlivened by open communication, and caring and just toward others.

Jesuit Distinctiveness

We treasure our Jesuit heritage and tradition, which incorporates all of these core values. This tradition gives expression to our Jesuit educational mission and Catholic identity while also welcoming and respecting other religious and philosophical traditions, promoting the dialogue between faith and culture, and valuing opportunities to deepen religious beliefs.

**BYLAWS OF THE BOARD OF FELLOWS
OF SANTA CLARA UNIVERSITY**

ARTICLE I

Name

The name of this organization shall be the Board of Fellows of Santa Clara University, referred to in these By-Laws as the "Board."

ARTICLE II

Purposes and Objectives

The purposes and objectives of the Board are as follows:

- a. To bring together friends of the University who are interested in its welfare and development, and in assisting the implementation of its programs and activities;
- b. To make known, advance and nurture the reputation of the University within the sphere of influence of the individual members of the Board, upon the firm conviction that no higher purpose can be served than the meaningful education of our Nation's youth, and that private education must play an important part in our education system;
- c. To meet and consult with the University Administration and its Boards, at their pleasure, in matters within the purview of the Board of Fellows and to render such assistance as may be requested;
- d. To undertake and finance, with the approval of the University, such programs as are intended to assist the University in realizing its full potential as a center of culture and learning;
- e. Such other and further purposes and objectives as shall be consistent with or supplement the foregoing purposes or as shall be deemed to be of benefit to the Board and the University.

ARTICLE III

Membership

Section 1. The Board shall consist of a maximum of 175 persons approved for membership by the Executive Committee and appointed by the President of the University.

Section 2. Candidates for election may be submitted to the Executive Committee by any member of the Board or the Administration of the University. Following Presidential approval, candidates shall be presented to, reviewed, and acted upon by the Executive Committee. The Executive Committee shall meet at the call of the Chair of the Board. Five members shall constitute a quorum.

Section 3. Each board member shall serve an initial term of three (3) years from the date of his/her appointment. All members may be eligible for re-appointment of successive terms and successive terms shall be for a period of five (5) years.

Section 4. Requirements for Membership shall be active support in furtherance of the objectives and goals of the Board of Fellows and higher education at Santa Clara University, as evidenced by regular participation in the activities of the Board and contributions to the well-being of Santa Clara University, and as established by the Executive Committee from time to time in a written "Membership Protocol." (See protocols page 10)

Section 5. Members who have completed their term of office and who are not thereafter re-appointed may be designated and known as the Board of Fellows Emeriti. Emeriti members shall be entitled to such privileges as may, from time to time, be extended to them, including the right to attend meetings and other functions. Emeriti shall not be entitled to vote or serve as members of the Executive Committee of the Board.

Should a member die before completing his/her term, his/her spouse may be appointed to fulfill the remainder of the deceased Fellow's term. At the end of that term, the spouse will be eligible for re-appointment.

ARTICLE IV

Meetings

Section 1. Regular meetings of the Board shall be held three times per year.

Section 2. Special meetings of the Board may be called by the Chair of the Board or at the written request of any ten (10) members thereof, or by the President of the University.

Section 3. Notice of Regular Meetings:

- a. Notice of each regular meeting shall be in writing by mail or email and communicated to the members of the Board at least twenty (20) days prior to the date of such meeting.

- b. Notice of special meeting of the Board shall be in writing by mail or email and communicated to the members of the Board at least five (5) days prior to the date of such meeting.

Section 4. The procedure at all meetings shall be determined in accordance with Robert's Rules of Order.

ARTICLE V

Quorum

Section 1. A quorum of the Board shall consist of twenty-five (25) members present to any regular or special meeting.

ARTICLE VI

Dues

Section 1. No dues shall be charged to any member of the Board.

ARTICLE VII

Officers

Section 1. The officers of the Board of Fellows are as follows: Chair, Chair Elect, Vice Chair, and Past Chair. All officers serve at the pleasure of the Board. The officers of the Board shall rotate annually at the spring meeting, as follows: the Chair Elect becomes the Chair; the Vice Chair becomes the Chair Elect; and the current Chair becomes the Past Chair and head of the Nominating Committee.

Section 2. Following the spring meeting, the President of the University, in consultation with the Past Chair, shall appoint a five person Nominating Committee. The Nominating Committee, under the leadership of the Past Chair, shall include the Chair, the Chair Elect, and two (2) members at large of the active membership of the Board of Fellows.

The Nominating Committee shall present a ranked list of candidates for the next Board of Fellows Vice Chair to the President of the University. The University President shall select the vice chair from the ranked list of candidates. The candidate, chosen by the President of the University, shall be asked to serve as Vice Chair for one year, Chair Elect for one year, and Chair for one year. Should

the first candidate decline, the next candidate on the ranked list will be asked to serve, working down the list as necessary.

Section 3. Should an officer die or resign, or be otherwise unable to complete his/her term in office or perform the duties thereof, he/she shall be replaced at the direction of the Chair according to succession protocols and confirmation by a majority of the Executive Committee.

ARTICLE VIII

Duties of Officers

Section 1. The Chair of the Board shall preside at all meetings of the Board and shall be responsible for the execution of all decisions of the Board. He/she shall be Chair of the Executive Committee and ex-officio member of all other committees and shall perform such other and further duties as may be required of him/her by these bylaws or by the Board. The term of the Chair of the Board will be one year.

Section 2. The Chair Elect shall, in the absence of the Chair of the Board, assume the duties of the Chair of the Board, and become the Chair of the Board the following year.

Section 3. The Vice Chair shall, in the absences of the Chair of the Board, and the Chair Elect, assume the duties of the Chair of the Board, and become the Chair Elect the following year.

ARTICLE IX

Committees

Section 1. The only standing committee of the Board is the Executive Committee.

- a. The Executive Committee shall be composed of officers of the Board, the Past Chair of the Board, the President of the University and up to twenty (20) other members appointed by the Chair of the Board in consultation with the President

of the University. Appointed terms will be for two (2) years with one half of the appointed members beginning and ending their terms in odd numbered years and one half of the appointed members beginning and ending their terms in even numbered years. Executive Committee member(s) may serve more than one (1) term but there must be at least one (1) year between terms.

- b. The Executive Committee shall have general supervision of other committees. The Chair of the Board shall be the Chair of the Executive Committee.

Section 2. Such other committees are established as the Executive Committee of the Board shall from time to time designate and appoint.

ARTICLE X

Removal of Officers and Members

Section 1. Any officer or member of the Board can be removed from office or membership at any regular or special meeting upon a motion duly made, seconded and carried by an affirmative vote of two-thirds of the members present at such a meeting.

ARTICLE XI

Voting

Section 1. Each member shall be entitled to one vote. No proxy voting shall be permitted at any time.

ARTICLE XII

Amendments

Section 1. These By-Laws may be amended at any regular or special meeting by a two-thirds vote of the members present. Notice of a proposed amendment or repeal of any such By-Law shall be sent with the notice of the meeting.