

# DEPAUL UNIVERSITY

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## University Advisory Boards

**Category:** Academic Affairs - Faculty Council

**Responsible Department:** Academic Affairs

**Responsible Officer:** Provost

**Effective Date:** 11/4/2015

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### Policy Summary

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University Advisory Boards are usually standing bodies comprised of external members (non-university employees), and do not ordinarily possess any decision-making authority or fiduciary responsibilities. This type of Advisory Board can be established only with the prior approval of an executive, academic, or administrative officer of the university.

Mandated advisory boards are those bodies required for compliance by legislative or accreditation directives. These boards typically have a mix of internal/external members, and may have the responsibility to act on behalf of the university in very limited cases, as required by relevant legislation or regulations.

All advisory board members for the above described bodies with known conflicts of interest as defined by the Conflict of Interest Policy for DePaul University Advisory Board Members must complete an annual conflict-of-interest disclosure. Membership lists, documents establishing standing advisory boards, and completed conflict-of-interest disclosures must be kept on file in the applicable executive, academic or administrative unit of the university.

Internal advisory boards comprised of faculty, staff, and students are not covered by this policy, nor are ad hoc curricular bodies/programmatic advisory committees even if they include external members.

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### Scope

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This policy affects the following groups of the University:

- Executive Offices
- Assoc. / Assist Vice Presidents
- Vice Presidents
- Deans

This policy affects all members of the above groups.

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## Policy

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The Board of Trustees of DePaul University possesses sole legal authority and fiduciary responsibility for DePaul University. The description of this authority is found in the Articles of Incorporation and the By-Laws of DePaul University.

In order for the university and its academic and operating units to benefit from the advice and perspectives, and fundraising support of outside experts, constituencies, community members, alumni, and others, these units may establish standing "advisory" boards.

These "external advisory" boards have no legal authority to commit DePaul University to any course of action. Their members have no fiduciary responsibilities, and thus no legal liability.

The executive, academic, and administrative leadership of the university (the President, Provost, Executive Vice President and heads of all academic and operational units) have the sole authority to establish, or approve the establishment of, standing advisory boards for their areas, or for units that report to them.

Every advisory board established in this manner must explicitly state in its establishing documents that the board is only advisory in nature and that it has no legal authority to act on behalf of the university, and that its members have no fiduciary responsibility toward the university, or its units.

In addition, the sponsoring authority must retain all documents establishing such standing advisory boards and describing their role and mission. The units must also maintain membership lists for such advisory boards. Finally, units must also retain completed conflict-of-interest disclosures for standing advisory boards.

Advisory boards that are mandated by specific legislative or accreditation requirements, and which may be comprised both of external and internal members may have a very narrow mandate to act on behalf of, or represent, the university. In these cases, the Office of the General Counsel and the Office of Institutional Compliance & Risk Management will review the scope of activities carried out by the mandated advisory boards to determine the appropriate insurance coverage that may be required.

Internal advisory boards comprised of employees of DePaul University are not covered by this policy. It is understood that these boards also do not have independent decision making authority. It is also understood that these boards may on occasion have as members, or consult with, topical experts external to the university.

### **Conflict of Interest:**

In all cases, non-employee members of these standing advisory bodies must be familiar with the following:

If an advisory board member influences or could attempt by their advice to influence decisions on matters in which any conflict, or appearance of conflict, exists between the member's personal interests and the interests of the University, the member must either (1) refrain from involvement in the matter, or (2) disclose the conflict and the safeguards in place to prevent abuse and obtain the approval from the body's sponsoring authority, prior to involvement in this matter. Examples of

safeguards would include competitive bids or final approval of decisions by appropriate university authority. An advisory board member is presumptuously considered to have a conflict of interest when he or she has an existing personal, professional, or business relationship that impairs or might appear to impair the individual's impartial advice to the University and which may appear or may not be in the best interests of the University.

In no case should personal interests of an advisory board member, or a conflict of interest, result in purchase terms which are less favorable than those from other suppliers, or use of assets or resources of the University solely for the personal or financial gain of the advisory board member or any other person, or entity. However, this policy is to be interpreted and applied in a manner that will best serve the interests of the University. In some cases, it may be determined that, after full disclosure to those concerned, the University's interests are served despite an apparent conflict of interest. In addition, although advisory board members will not be given unfair advantage when competing with other vendors, if they demonstrate competitive quality, price, and delivery, they may receive priority consideration.

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## **Procedures**

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Each fall all members of standing advisory boards with known conflicts of interest as defined by the Conflict of Interest Policy for DePaul University Advisory Board Members are required to fill out a conflict of interest disclosure. This form is available in the appendix of this policy. It is the responsibility of the sponsoring school, college, department, or unit to procure these completed statements by the end of the fall quarter and retain them as required by the Records Retention Schedule. Failure to comply may lead to the member being declared ineligible to serve by the university.

The university sponsoring authority for all advisory boards shall also retain establishing documents describing the nature, purpose, functioning and membership of each board and annual membership lists. Establishing documents and membership lists must be retained within the unit as required by the Records Retention Schedule. Additionally, copies of establishing documents and membership list must be sent to the Volunteer Coordinator in the Office of Advancement.

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## **Divisional Collaborations**

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Office of the General Counsel  
Office of Institutional Compliance & Risk Management  
Office of the Secretary  
Treasurer's Office  
Office of the President  
Office of Advancement  
Department of Records Management  
Relevant Units with advisory boards

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## **Contact Information**

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Academic Affairs  
(312) 362-8875

Office of the General Counsel  
(312) 362-8865

Office of Advancement  
(312) 362-6314

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## **Appendices**

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[Conflict of Interest Form](#)

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## **History/Revisions**

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Origination Date: 10/03/2006

Last Amended Date: 11/05/2015

Next Review Date: N/A