



The University of Vermont
FACULTY SENATE

Faculty Senators,

We write to you with a report from the Faculty Senate Ad hoc Comprehensive Constitution and Bylaws (CBL) Review Committee. The committee was formed in May 2020 and worked throughout the fall semester. The charge of the Ad hoc Committee can be found in **Appendix D**.

Our committee has focused primarily on areas where the CBL lacks clarity and where the language is outdated. We have outlined the great majority of the proposed changes to the CBL by their relevant Section in **Appendix A**. A document-wide change that we are proposing is in regards to the use of gender pronouns. We are proposing the use of the singular they or their to replace the current usage of he/she or his/her. While there appears to be no official University guidance on this question, this change would bring us in line with the Student Government Association, Graduate Student Senate, and Staff Council. Some of the very minor changes we are suggesting are only included in the tracked changes version of the CBL, which has all of the proposed changes and is included here as **Appendix B**. In addition, we have outlined some issues for the Senate to consider going forward related to improving the effectiveness and efficiency of the Senate as well as the reasons why we chose not to propose changes to the CBL for these issues. These issues are detailed in **Appendix C**.

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Appendix A – Outline of Proposed Changes to Constitution and Bylaws

Section 2. Membership.

2.1 Eligible Faculty

The phrase “Officer of” is no longer used to define faculty and the current list of ranks did not fully capture all faculty ranks.

The way primary appointment is defined across units, as coded in PeopleSoft, is not consistent. Department Chairs in most units have a primary appointment as faculty. Directors in the Library do not. Associate Deans in the College of Medicine have a primary appointment as faculty members; in the other colleges and Schools they do not. In addition, there are several ranks that are not clearly defined as eligible faculty members by the current language (e.g., Faculty Scientist). The proposed language attempts to be more explicit about who is defined as an eligible faculty member and who is not.

2.3 Elected Senators

We have added new language, drawn from the FAQ section of the Senate website, that spells out the main responsibilities of Faculty Senators.

2.3.2 Elections

We are proposing moving elections up by a month for Senators, from April to March, to better align the election cycle with the timeframe for faculty workload agreements.

We are proposing adding language that allows for electronic ballots at the unit level.

Section 3. Officers of the Faculty Senate

3.1 President

We have removed language on the Grievance Committee and the Faculty Mentoring Program, which were moved to the Provost’s Office some years back.

We propose new language that articulates more clearly the duties of the Senate President.

We propose new language that articulates qualifications for Senate President.

3.1.1 President-Elect and 3.1.2 Immediate Past-President

We propose new language that clarifies that the President-Elect and Immediate Past-President are not voting members of the Faculty Senate unless also serving as elected faculty senators.

3.5.1 Nomination

We propose new language to codify the current practice of nominations for President and Vice-President such that a call for nominations from the floor (or by contacting the Senate office) is required but a nominating committee is optional. The current language reads as though either option is acceptable, while the proposed changes more accurately reflect current practice. The Senate has not used a nominating committee for several years but may choose to use one in the future, so we propose leaving in this option.

3.5.2 Election

We propose new language around electronic balloting and new language allowing the Senate to waive the formal ballot in the case of an uncontested election.

We are proposing moving up elections up by a month for Officers of the Faculty Senate, from April to March, to better align the election cycle with the timeframe for faculty workload agreements.

We are proposing adding the following new language, “In the case of an uncontested election, for which there is only one nominee, the Presiding Officer may waive the formal ballot and declare the nominee elected by acclamation.”

3.5.3 Removal

We are proposing reformatting this section to make it clearer.

3.6 Parliamentarian

We propose new language that clarifies that a Parliamentarian is necessary and not optional, and that the Parliamentarian does not need to be a member of the Senate but if they are, they do not lose their right to participate and vote in the Senate.

Section 4. Meetings

4.1 Access

We propose new language to address electronic meetings, which are not currently addressed in the bylaws.

4.2, 4.3, 4.4, 4.5

We are proposing reworking these subsections to clarify that what we have been calling additional meeting are special meetings and that what we have been calling special meetings are emergency meetings. We have moved the agenda subsection above the emergency meeting subsection as the latter has its own language on agendas.

4.2, 4.4

We propose clarifying language related to petition questions that points to those sections in the bylaws (2.2 and 2.1) that define the members of the Faculty Senate and the members of the eligible faculty.

4.5 Non-agenda items

4.6 Quorum

We propose combining these two sections to clarify questions around quorum. The current bylaws have been a source of confusion in respect to these questions. The new section is **4.6 Quorum**.

4.7 Voting

We propose a new subsection, 4.6, to address questions around electronic voting which are not addressed in the current bylaws.

4.8 Approval of Resolutions

We propose new language that clarifies that abstentions do not count as votes and do not impact the number of votes needed for a majority.

4.8.1 Referendums

We propose separating language on referendums out from 4.7 and into a new subsection, 4.7.1, in order to more explicitly distinguish referendums from resolutions. We have also added the language on abstentions into this subsection.

Section 7. Committees.

7.1.2.1.a. Elected Members. Number

We propose revised wording to reflect some name changes of Colleges and Schools and the merger of Extension into the College of Agriculture and Life Sciences.

7.1.2.1.d Elected Members. Election

We are proposing moving up elections up by a month for Committee Members, from April to March, to better align the election cycle with the timeframe for faculty workload agreements.

7.1.2.1.f Elected Members. Attendance

Changed the number of times a Committee Member can be absent without mitigating circumstances in an academic year from three to two before being considered to have vacated their seat, which brings it into line with the policy for Faculty Senators.

7.1.2.3 Student Members

We are proposing new language on student members to clarify that Student Affairs and Educational Research Technologies shall have student members, Professional Standards shall not, and the other standing committees may have student members. We are also proposing that student members on any committee shall have voting privileges and that there shall only be one undergraduate and one graduate student on any committee where there are student members.

7.1.3.d General Duties of Standing Committees

Revised language to remove reference to the Officers' Handbook, which doesn't exist anymore. Replaced it with "University governance documents, such as the University Manual."

7.1.4 Committee Officers

We are proposing language that clarifies that Senate Office staff will keep minutes for the Standing Committees.

7.1.5.6 Educational and Research Technologies Committee

We are proposing removing the sentence that states that four of the other standing committees shall appoint a voting member to this committee. While a good idea in principle, this has proven difficult to implement and there are currently zero members of these other committees appointed to ERTC.

7.2 Subcommittees and 7.3 Ad Hoc Committees

We are proposing new language that the chair of a subcommittee shall appoint a committee member to take minutes to clarify that Senate Office staff do not have the workload capacity to staff subcommittees and ad hoc committees.

Section 8. Executive Council

8.2 Duties

We are proposing new language that members of the Executive Council “act in the interest of the Faculty Senate as a whole and of the University of Vermont.”

Revised language to remove reference to the Faculty Handbook, which doesn't exist anymore. Replaced it with “University governance documents, such as the University Manual,” and added language that the Executive Council may refer work to committees as part of this work.

Appendix B
Tracked Changes Version of Proposed Changes to
Faculty Senate Constitution and Bylaws

CONSTITUTION AND BYLAWS, FACULTY SENATE

Last revised: October 2001. Approved by the Faculty Senate November 19, 2001. Approved by the Board of Trustees February 23, 2002.

Amended: May 1, 2006; March 14, 2011; April 23, 2012; February 13, 2014; November 12, 2015; December 23, 2015

PREAMBLE

The administration and the Faculty Senate of the University of Vermont share responsibility for the effective management of the academic affairs of the University. Authority in matters related to the academic mission of the University is vested in the faculty by the Board of Trustees. This authority is exercised in the Faculty Senate by elected senators with voting privileges and by committees authorized to act on their behalf. Meetings of the Faculty Senate are presided over by a President and Vice-President and follow a town-meeting format at which all University faculty members have a voice. The activities of the Senate are overseen by an Executive Council.

Section 1. Authority. Under the authority of the Board of Trustees the University of Vermont Faculty Senate is empowered:

- 1.1** To review and establish policy with respect to the following matters:
 - a. Academic freedom, including rights and responsibilities.
 - b. All curricular matters, including establishment, dissolution, and substantial changes of degree programs.
 - c. Research and scholarship.
 - d. Admissions standards and prerequisites.
 - e. Requirements for regular certificates and degrees.
 - f. Regulations regarding attendance, examinations, grading, scholastic standing, and honors.
 - g. Teaching quality.
 - h. Professional standards and criteria for positions accorded academic rank.
 - i. Other academic matters referred to it by the Board of Trustees, the University Administration, the faculty of a school, college, department, Extension or the Libraries, or other members of the University community.
- 1.2** To review, to recommend, and to participate in the formulation of policy with regard to:
 - a. Institutional priorities.
 - b. The allocation and utilization of the University's human, fiscal, and physical resources.
 - c. Academic organization, including the establishment or elimination of colleges and departments and the reorganization of the general university and college academic structure.

- d. Faculty appointment, promotion, tenure, dismissal, leaves, and economic benefits. The Senate shall also participate in decisions regarding the application of these established policies to individual faculty members.
- e. Admission procedures and quotas.
- f. Student financial aid.
- g. The library, the academic computing center, the Center for Teaching and Learning, the instrumentation and model facility, media services, the university store, the museum, supporting services, etc., as they affect scholarly activities and research.
- h. Administrative procedures and organizational structure.
- i. The appointment and promotion of academic and policy-level administrative officers including all those at the budget management level whose functions are university wide.
- j. The regulations concerning, and the awarding of, honorary degrees.
- k. The distribution of unrestricted funds made available to the University for discretionary allocation in support of research or scholarly work.

- 1.3** To participate in the selection of the University President, Provost and vice presidents whenever those offices become vacant or are created.
- 1.4** To cooperate with and to coordinate its activities, especially with regard to the subjects referred to in 1.2 above, with student governing bodies and the Staff Council.
- 1.5** To consider all areas of student affairs and their effect on the educational process and academic achievement, and to make and review recommendations regarding them.
- 1.6** To provide the means by which any matters of interest to the faculty or pertaining to the University and its purposes may be discussed and acted upon.
- 1.7** To approve the Academic Calendar prepared by the Registrar.
- 1.8** To cooperate, in furtherance of the objectives stated in this section, with the faculty organizations of those public institutions of higher education in the State of Vermont which may be included under the authority of the Common Board of Trustees to be established, and to participate in such common organizations and bodies as may be established to voice the interests of the faculties of the aforesaid institutions and to cooperate in matters of common concern with such Board of Trustees.

Section 2. Membership.

2.1 Eligible Faculty. University faculty members eligible for membership in the Faculty Senate (“eligible faculty”) are those at the rank of Professor, Associate Professor, Assistant Professor, Instructor, Senior Lecturer, Lecturer, Research Associate, Clinical Educator, Clinical Practice Physician, or Faculty Scientist, with a full-time equivalent of at least 0.10 and who may also be Chairperson, Directors, or Associate Deans.

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2.2 Faculty Senate Membership. The full membership of the Faculty Senate shall consist of

the Elected Senators, a President and a Vice-President (see 3. below), and the elected members of the Senate Standing Committees (see 7. below). The voting membership of the Faculty Senate shall consist of the Elected Senators, the Chairs of Standing Committees whether or not they are also Elected Senators, and, in the case of a tie vote, the Senate President.

2.3 Elected Senators. Elected Senators are elected by and represent the faculty in their department, and are expected to act in the best interest of the Faculty Senate and the University of Vermont. Senators are responsible for communicating individual and departmental concerns to the Faculty Senate, actively engaging in Senate business, and reporting to their department faculty the actions pending and completed by the Faculty Senate. As representatives of their department, Senators will adhere to UVM's community values outlined in Our Common Ground.

2.3.1 Apportionment and Term. Each department or comparable budgetary unit of the University shall elect one senator from its eligible faculty to the Faculty Senate for a three-year term beginning on July 1; units with more than 25 full-time eligible faculty members shall elect two senators. Units may merge their members; the resulting merged group of faculty should be reported promptly to the Senate President and will be considered as a single unit for the purposes of apportionment and eligibility of elected senators. One senator shall be elected by and from the ranks of retired faculty. Senators shall be eligible for re-election, except that a member who has completed two consecutive three-year terms shall be ineligible for re-election to serve during the year that immediately follows the period of consecutive service.

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2.3.2 Elections. Elections for senators shall be held no later than March of each year by each department having a senator whose term is due to expire on June 30, and shall be conducted by secret ballot distributed to all eligible faculty members whose primary appointment is in the department. Ballots may be electronic or paper-based, at the discretion of the department or unit conducting the vote. At least one week shall be allowed for receipt of marked ballots. All eligible faculty members must be provided an opportunity to stand for election to the Faculty Senate as an Elected Senator. Terms shall be staggered so that approximately one-third of senators are elected each year. Election results must be communicated to the Faculty Senate office by April 1. The Faculty Senate shall supervise the elections of Senate representatives; concerns regarding election irregularities must be communicated to the Senate President by May 1.

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2.3.3 Vacancies. If an Elected Senator must vacate the seat, the vacancy shall be filled by a special election within the unit from which the Senator was elected. The term of a member under these circumstances shall commence immediately and shall be for the duration of the absence or the unexpired term of the regularly elected member. If an Elected Senator is granted leave for one year or less a replacement shall be elected by a special election within the unit from which the Senator was elected to take the absent Senator's seat for the period of the leave.

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2.3.4 Attendance. Elected Senators are expected to regard attendance at all meetings as a

fundamental obligation to their colleagues and to the University. When conflicting professional duties, imperative personal affairs, or illness make attendance at a given meeting impossible, Elected Senators may send an alternate, who shall have the same voting privileges as the Elected Senator. Alternates should present themselves to the Secretary of the Senate prior to assuming the seat of the Elected Senator. If neither the Elected Senator nor their chosen alternate is present, the Elected Senator will be indicated as absent from the meeting. A senator indicated as absent from two regular or special meetings of the Faculty Senate in an academic year will be considered to have vacated their seat.

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Section 3. Officers of the Faculty Senate. The officers of the Faculty Senate shall consist of the President, President-Elect, and Vice- President, elected from the ranks of all eligible faculty members. The Immediate Past President remains an officer of the Faculty Senate for one year following the completion of the term of president.

3.1 President. In addition to other duties prescribed in this constitution, the President shall preside at meetings of the Faculty Senate; hire and supervise Senate office personnel, including an administrative assistant who shall serve as Secretary of the Senate; preside over University convocation and commencement and carry out other ceremonial duties as appropriate; and serve as the Faculty’s spokesperson and consultant with the administration, the Staff Council, the student body, the Board of Trustees, and the extra-university community on matters within the jurisdiction of the Senate. The Senate President is a voting ex officio member of all committees, with the exception of the Nominating Committee in 3.5 below. The Senate President is a member of the Faculty Senate without vote, except that the Senate President may vote to break a tie. The Senate President may not also serve concurrently as an Elected Senator. In addition to the willingness and ability to carry out the responsibilities outlined above, the UVM Faculty Senate President will have the following qualifications:

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- Experience as a UVM faculty member of at least three years (five years recommended)
- UVM faculty appointment of 0.5 FTE or higher
- Experience as a member of the UVM Faculty Senate, either in the role of senator, standing committee member, or Senate Executive Council.
- Previous experience in organizational leadership, at UVM or elsewhere, is recommended.

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3.1.1 President-Elect. The President-Elect shall work closely with the President to become familiar with the responsibilities and workings of the office of President and shall assume any duties as the President may assign. In the event of a vacancy in the office of President-Elect, a special election shall be held to fill the vacancy. The President-Elect serves without vote unless also serving as an elected senator.

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3.1.2 Immediate Past-President. The Immediate Past-President shall provide counsel and advice to the Board and the Executive Council in regard to past and ongoing activities and action of the Faculty Senate and shall serve for a period of one year. The Immediate Past-President is a member of the Faculty Senate without vote unless also serving as an elected senator.

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3.2 Vice-President. The Vice President shall perform the duties of the President when the latter is prevented from doing so and is an ex officio member (nonvoting except when designated according to Section 7.122) of all committees with the exception of the Nominating Committee in 3.5 below. The Vice President is a member of the Faculty Senate without vote and may not also serve concurrently as an Elected Senator.

3.3 Succession. The most senior at-large member (as determined by length of service in their current term, and, in the case of a tie in length of service, by time in University service) of the Executive Council (Section 8.1) who is willing and able to serve shall perform the duties of the Vice President when the latter is prevented from doing so, and shall assume the office of Vice President when that position is vacant.

3.4 Term. The Senate President and Vice-President shall each serve a two-year term starting on July 1 with the President serving as Immediate Past President on the Executive Council (see below) for one year following the completion of the term. The term of office for the President-Elect shall be one year coinciding with the last year of the term of President. The President-Elect shall succeed automatically to the office of President at the end of their term as President-Elect.

3.5 Election.

3.5.1 Nomination.

- a. Candidates for Senate President or Vice-President shall be nominated from the floor of the Faculty Senate, or by communication received at the Faculty Office prior to the stated deadline.
- b. In addition, a Nominating Committee of seven members may be appointed by the Executive Council. In selecting a Nominating Committee, every effort shall be made to insure the widest possible search among eligible faculty for qualified Nominating Committee members. The current President and Vice-President of the Senate may not serve on a Nominating Committee.

3.5.2 Election. Ballots with the names of nominees will be distributed to all eligible faculty members in March. Electronic balloting will usually be utilized; paper-based ballots may be used if conditions warrant. At least 7 calendar days shall be allowed for receipt of marked ballots. The candidate receiving the majority of votes will be elected. In the event that no candidate receives a majority of votes in the election, a run-off election will be held between the top two candidates. In the case of an uncontested election, for which there is only one nominee, the Presiding Officer may waive the formal ballot and declare the nominee elected by acclamation.

3.5.3 Removal. Officers of the Senate can be removed from office for neglect of duties prescribed in the Constitution and Bylaws. Removal from office shall require these steps:

1. Written Charges of Neglect of Duties shall be made in the form of a Motion to Remove from Office as a warned agenda item at a meeting of the Faculty Senate.
2. A vote will be taken. If approved by a 2/3 vote of the voting members of the Faculty Senate (as defined in Section 2.2) present at the meeting, these charges shall be

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forwarded to the Parliamentarian who shall put the Charges of Neglect of Duties to a vote by referendum of the full faculty within 7 days.

The Officer shall be removed from office if a majority of the referendum responses favor it, provided at least 35 percent of the eligible faculty members (as defined in Section 2.1) cast valid ballots in the referendum.

3.5.4 Special Election for President. In the event that the President can no longer perform the duties of the office and the Vice-President is unable or unwilling to complete the President’s term of office, then a special election may be held. The election will follow the guidelines established in 3.5.1 and 3.5.2 with the exception that the election will not be required to take place in March.

3.6 Parliamentarian. The Senate President shall appoint a parliamentarian. The Parliamentarian is not required to be a member of the Faculty Senate, but any Senator appointed as a Parliamentarian shall not lose the right to participate. The Parliamentarian, by virtue of experience and/or expertise and/or willingness, shall attend all Senate meetings and shall agree to advise the Senate on questions of parliamentary procedure during normal Senate business. When appropriate, a professional parliamentarian may be retained.

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Section 4. Meetings.

4.1 Access. Meetings of the Faculty Senate will usually be conducted in person. If circumstances such as a severe weather event, outbreak of infectious disease, or civil unrest make this unsafe or impractical, meetings may be conducted via remote access with auditory and visual component potential. The decision of whether to meet in person or via remote access will be made by the Executive Council of the Faculty Senate.

Meetings of the Faculty Senate shall ordinarily be open to the public. Any University faculty member will be recognized to make a presentation or to propose a motion at an open meeting of the Faculty Senate, but only Elected Senators and the Senate President may vote on proposed motions. Persons other than University faculty may be recognized by the Senate President or by a majority vote of the Faculty Senate and accorded the privilege of making a presentation. The names and affiliation of such persons shall be made known to the faculty.

4.1.1 Closed Meetings. By a majority vote of the Senators present the Senate may declare the meeting closed to all except members of the Senate and those others specifically invited to be present.

4.2 Regular Meetings. The Faculty Senate shall meet at least four times each semester.

4.3 Special Meetings. Additional meetings may be called at any time by the Senate President. An additional meeting must be held on petition of ten percent of the voting members of the Faculty Senate (as defined in Section 2.2) or of five percent of the members of the eligible faculty (as defined in Section 2.1).

4.4 Agenda.

4.4.1 Formulation. The Executive Council (see 8. below) will prepare the agenda of each Senate meeting from proposals submitted by faculty members, Faculty Senate committees, representatives of student governing bodies, and administrative officials. Items presented in the form of a petition signed by ten percent of the full membership of the Faculty Senate (as defined in Section 2.2) or of five percent of the members of the eligible faculty (as defined in Section 2.1) must be included on the agenda.

4.4.2 Distribution. The agenda of each regular meeting must be made readily available to the full membership of the Senate (as defined in Section 2.2) and other eligible faculty members (as defined in Section 2.1) at least one week preceding the meeting.

4.5 Emergency Meetings. Emergency meetings of the Faculty Senate may be convened by the Senate President. The agenda of the meeting shall be prepared by the Senate President and must be made readily available to every eligible faculty member at least four working hours prior to the meeting.

4.6 Quorum. For action on *warned* motions (one week notice), a quorum is the majority of the total number of voting members of the Senate. For motions that have *not been warned* in advance, a quorum is three-quarters of the total number of voting members of the Senate. A motion is approved if a quorum is present and a majority of those voting approve the proposal.

4.7 Voting. Voting will usually be conducted in person, via electronic means, such as an audience response system (clickers). If this technology is unavailable, the President of the Faculty Senate may select an alternate means of voting. Options would include a show of hands, voice vote, paper ballot, electronic voting via an internet-based program or application, or any other reasonable means if warranted by circumstances. Voting may also be conducted via ballot distributed through UVM email. This means may be used for elections, referenda, and other matters of Faculty Senate business.

4.8 Approval of Resolutions. Resolutions will be considered to have been adopted by the Faculty Senate if a quorum is present and a majority of those voting approve the proposal. For purposes of calculating the majority of the votes, only yes/no votes are considered. Abstentions do not factor into calculation of majority support or lack thereof.

4.8.1 Referenda. Any issue may go to referendum upon request of ten percent of the eligible faculty. Every eligible faculty member will be allowed at least one week to respond to the referendum. The resolution will be considered to have been adopted if a majority of the referendum responses favor it, provided at least 25 percent of the eligible faculty members cast valid ballots in the referendum. For purposes of calculating the majority of the votes, only yes/no votes are considered. Abstentions do not factor into calculation of majority support or lack thereof.

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4.4.1 Formulation. The Executive Council (see 8. below) will prepare the agenda of each Senate meeting from proposals submitted by faculty members, Faculty Senate committees, representatives of student governing bodies, and administrative officials. Items presented in the form of a petition signed by ten percent of the full membership of the Faculty Senate (as defined in Section 2.2) or of five percent of the members of the eligible faculty (as defined in Section 2.1) must be included on the agenda.¶

4.4.2 Distribution. The agenda of each regular meeting must be made readily available to the full membership of the Senate (as defined in Section 2.2) and other eligible faculty members (as defined in Section 2.1) at least one week preceding the meeting.¶

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Deleted: 4.5 Non-Agenda Items. Matters for which the one-week notice has not been provided may be considered, subject to the following quorum restrictions for motions.¶

4.6 Quorum. A quorum for motions for which previous notice has been given shall consist of a majority of the total number of currently elected senators. For motions without prior notice, a quorum shall consist of three-quarters of the total number of currently elected senators.

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4.9 Minutes. Minutes of Faculty Senate meetings shall be prepared and made publicly available in a timely fashion.

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4.10 Recording of Votes. On the request of any member of the Senate, if supported by one-third of the Elected Senators present, a record of individual votes cast on any resolution shall be taken and made part of the meeting minutes.

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4.11 Parliamentary Authority. The Faculty Senate shall be governed by the rules contained in Robert's Rules of Order, Latest Edition, and such other special rules as the faculty may adopt. In case of any inconsistencies or differences, the Constitution and those special rules adopted by the Faculty Senate shall take precedence.

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Section 5. Disposition of Faculty Senate Legislation.

5.1 Transmittal to President. The Senate President shall promptly transmit copies of Faculty Senate actions to the University President.

5.2 Action by the University President.

- a. **Approval.** The University President may indicate approval of the legislation and their intention to implement it in either of two ways: (1) by noting their approval on the copy and returning it to the Senate President within one month of receipt, or (2) by not disapproving of the faculty action within the one-month period.
- b. **Disapproval.** The University President may disapprove of the legislation by noting their disapproval on the copy and returning it to the Senate President within one month of receipt, together with reasons provided for their decision that may be presented to the Faculty Senate at its next meeting.
- c. **Delay.** If a more extended period is required for consideration of the legislation, the University President will inform the Senate President of the reasons for the delay together with a precise date by which they intend to act on the resolution.

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5.3 Appeal to the Board of Trustees. Appeal by the Senate of a presidential disapproval shall be made to the Board of Trustees, if two-thirds of the elected senators at a meeting or two-thirds of the eligible faculty members responding to a referendum indicate their desire to appeal.

Section 6. Amendment of the Constitution and Bylaws.

6.1 Proposal of Amendments. Amendments may be proposed in one of the following ways:

- a. By resolution at a Faculty Senate meeting and approval by two-thirds of those present and voting, provided a quorum is present.
- b. By petition of ten percent of the eligible members of the University faculty (as defined in Section 2.1).
- c. By recommendation of the Executive Council.

6.2 Adoption of Amendments. Amendments generated by any of these methods shall be the

subject of a referendum. A referendum ballot will be made available to every eligible faculty member, who will be allowed at least two weeks to respond. The amendment passes if at least two-thirds of the responses favor it.

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Section 7. Committees.

7.1 Standing Committees and Standing Subcommittees.

7.1.1 Purpose. Standing committees and subcommittees are established to focus on the major continuing areas of faculty concern, including education, faculty welfare, student affairs, scholarly activity and research, finances, and physical facilities. A standing committee may divide its duties among subcommittees that are directly responsible to the parent standing committee. Standing committees and subcommittees are authorized to act for and in the name of the Senate as specified in these Bylaws. Such actions shall be reported promptly to the Executive Council and to the Senate and will stand unless the Senate, upon receiving such a report, takes jurisdiction of the matter for further consideration.

7.1.2 Composition.

7.1.2.1 Elected Members.

- a. **Number.** Except as described below, standing committees and standing subcommittees shall be composed of at least one member from the Colleges of Arts and Sciences, the College of Agriculture and Life Sciences, the College of Education and Social Services, the College of Engineering and Mathematical Sciences, the Larner College of Medicine, the College of Nursing and Health Sciences, the Grossman School of Business, the Rubenstein School of Environment and Natural Resources, and the University Libraries. A unit with more than 200 full-time eligible faculty members may elect one additional member to each standing committee and standing subcommittee.
- b. **Eligibility.** Any eligible faculty member (as defined in section 2.1) may stand for election by their college or school to serve on a standing committee except as otherwise stated in these Bylaws.
- c. **Term.** Members of the standing committees shall be elected for three years or as otherwise stated in these Bylaws, starting on July 1. Terms shall be staggered so that approximately one-third of the standing committee members shall be elected each year.
- d. **Election.** The election of standing committee members shall be the responsibility of the individual college and school faculties. Elections shall be held no later than March of each year and shall be conducted by secret ballot distributed to all eligible faculty members of the college/school. An opportunity must be provided for all eligible faculty members to volunteer to run for election to Senate standing committees. The Faculty Senate shall supervise the elections of Senate standing committees; concerns regarding election irregularities must be communicated to

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the Senate President by May 1.

- e. **Vacancies.** If a standing committee member vacates their seat the vacancy shall be filled by a special election within the unit from which the member was elected. The term of a member under these circumstances shall commence immediately and shall normally be for the unexpired term of the regularly elected member. If a standing committee member is granted leave for one year or less a replacement shall be elected by a special election within the unit to take the absent standing committee member's seat for the period of the leave.
- f. **Attendance.** A standing committee member absent from two committee meetings in a calendar year in the absence of mitigating circumstances will be considered to have vacated their seat.
- g. **Members of the Senate.** A standing committee member may also serve as an elected senator. Standing committee members are members of the Senate without vote if not also an elected senator.

7.1.2.2 Ex Officio Members. The Senate President is a voting ex officio member of every Faculty Senate committee and subcommittee, with the exception of the Nominating Committee in 3.5, and may designate a member of the Executive Council to act on their behalf. The Faculty Senate Vice-President is a nonvoting ex officio member of every Faculty Senate committee and subcommittee except when serving as the Senate President's designee.

7.1.2.3 Student Members.

- a. The Student Affairs Committee and the Educational and Research Technologies Committee shall include one graduate and one undergraduate student member designated by student governing bodies for a one-year term.
- b. The Professional Standards Committee shall not include student members.
- c. Standing committees may invite one graduate and one undergraduate student designated by student governing bodies to serve on the committee for a one-year term.

Student members serving on committees are voting members of that committee but may not serve as chair.

7.1.2.4. Resource Personnel. Standing committees may add nonvoting resource personnel on the basis of their position, interest, or expertise.

7.1.3 General Duties of Standing Committees.

- a. They shall recommend policy and changes in policy in their areas of responsibility to the Faculty Senate. They may initiate action on matters clearly within their province and request that they be placed on the agenda of the Senate meeting by the Executive Council.
- b. They shall receive and consider policy proposals in their areas of responsibility from the Faculty Senate, the administration, student bodies, etc., and present their

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recommendations to the Faculty Senate for action.

- c. They shall consider budgetary implications for policies in their areas of responsibility and make appropriate recommendations to the Faculty Senate and the administration regarding University priorities.
- d. They shall annually review sections of University governance documents, such as the University Manual, pertaining to their areas of concern and make recommendations for revision.
- e. They shall consult with and provide advice to the administration, student groups, etc., in their areas of responsibility when requested to do so. Policy proposals generated as a result of these consultations shall be presented to the Faculty Senate for consideration and action.
- f. They shall keep records of their activities and present reports at least once a year to the Faculty Senate.
- g. They shall maintain close liaison with appropriate committees and groups established by the individual academic units, the student governing bodies, the Staff Council, and other University constituencies.
- h. They shall meet frequently in order to promptly and responsively discharge their duties to the Senate, the faculty, and the University as a whole.

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7.1.4 Committee Officers. The chair of each standing committee shall be elected by each committee from its elected membership for a one-year term. Faculty Senate office staff will keep minutes. Standing committee chairs or their designees shall serve as faculty representatives to the appropriate Board of Trustees committees (9.1). The duties of the chair shall be to report to the Senate at least once a year, schedule and conduct meetings, follow up on actions of the committee, serve as committee spokesperson with respect to the duties in 7.13(e), serve as voting members of the Faculty Senate, and serve on the Executive Council.

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7.1.5 Specific Standing Committees. The standing committee charges detailed below shall not be construed to limit their activities and deliberations.

7.1.5.1 Curricular Affairs Committee. This committee shall have responsibility for matters related to undergraduate and graduate educational policy and long-range academic planning, including items referred to in Sections 1.1b, 1.1e, 1.1f, 1.1g, 1.2a, and 1.2k. It shall review proposals to initiate, alter, or terminate programs from the Schools and Colleges. Actions taken by this committee and approved by the Faculty Senate will be sent to the Provost for action. The Curricular Affairs Committee shall have double the numbers of members stipulated in 7.121a.

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7.1.5.2 Professional Standards Committee. This committee shall have responsibility for matters related to faculty professional standards and welfare, including items referred to in Sections 1.1a, 1.1h, 1.1i, 1.2b, and 1.2d. The Professional Standards Committee is advisory to the Provost on confidential personnel matters related to faculty reappointment, promotion, and tenure, as well as on the awarding of sabbatical leaves. Any eligible faculty member with no conflicting administrative responsibilities who holds the rank of Professor

or Associate Professor, including Clinical, Extension, Library, or Research Professors or Associate Professors, may stand for election by their college or school to serve as its representative to the Professional Standards Committee. No member of the Professional Standards Committee shall be serving concurrently on the standards committee of their college or other unit specified in Section 7.121a.

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7.1.5.3 Student Affairs Committee. This committee shall have responsibility for matters relating to student affairs, their effect on the educational process, and the academic climate of the University, including items referred to in Sections 1.1d, 1.2e, 1.2f, 1.4, and 1.5. It shall recommend policy with respect to honors programs, remedial programs, athletics, discipline, health service, placement, housing, student activities, etc. It shall include among its duties in-depth and ongoing review of University admissions and financial aid policies, including their relation to projected enrollments. This committee shall establish policy in matters related to general admissions standards and prerequisites, as referred to in Section 1.1d, and shall review, recommend and participate in formulation of admissions procedures. The committee shall establish a continuing liaison with student government groups and with all appropriate administrative and academic offices.

7.1.5.4 Research, Scholarship, and The Creative Arts Committee. This committee shall have responsibility for matters relating to research activities, scholarly work, and creative and performing arts carried out at the University, including graduate education and items referred to in Sections 1.1c, 1.2b, 1.2g, and 1.2k. It shall review, recommend, and participate in the formulation of policy with respect to resources related to these activities, including physical facilities and allocation of appurtenant space, library resources and resources for graduate programs, and make recommendations to assure effective use of these resources. It shall serve as liaison between the Senate and the administration on such matters as, but not limited to: the broad role of the University in advancing knowledge through research, scholarship, and the performing arts; external and internal support for encouraging these activities, including graduate and undergraduate research; intellectual property, and technology transfer; ethical issues and issues affecting the academic environment as these arise in research or scholarly work. It shall consult frequently with other University and collegiate committees that are charged to initiate, maintain, and monitor institutional support programs for research, scholarship, the creative arts, and graduate education, as well as maintain close liaison with appropriate administrative offices in its areas of responsibility.

In addition to the membership described in 7.121a above, this committee shall include a member from the College of Arts and Sciences representing the creative and performing arts.

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7.1.5.5 Financial and Physical Planning Committee. This committee shall have responsibility for matters relating to planning and use of the institution’s physical resources and for matters related to the formulation of the University budget with the exception of items subject to collective bargaining, including items referred to in Sections 1.2a, 1.2b, 1.2g, 1.2h,

and 1.2i. It shall assist in the formulation of the University budget so that this document reflects the instructional, intellectual, and service priorities of the institution. The committee shall assume responsibility for informing the administration of educational priorities and needs and see that these are considered in all planning. It shall seek advice from the various academic units relative to planning for physical facilities, environmental resources, and the allocation of space, and make recommendations to assure effective and responsible use of resources. It shall maintain close liaison with all appropriate subcommittees of the Board of Trustees as well as all appropriate administrative offices and committees in its areas of responsibility.

7.1.5.6 Educational and Research Technologies Committee. This committee shall have the responsibility of matters related to the development and implementation of educational and research technologies at the University that guide acquisition of information literacy by students and faculty. It shall review and recommend policies and procedures relating to the planning, introduction, and use of campus-wide technologies, including computers, communications, electronic data handling, and instructional media. The committee shall assume responsibility for informing the administration of educational and research priorities and needs related to information literacy and see that these are considered in all planning. It shall maintain close liaison with the Curricular Affairs Committee, the Financial and Physical Planning Committee, the Student Affairs Committee, and the Research, Scholarship, and ~~the Creative Arts Committee.~~ The committee shall maintain close liaison with appropriate administrative offices in its areas of responsibility and with the Educational Policy and Institutional Resources Committee of the Board of Trustees.

7.2 Subcommittees. Any standing committee may establish subcommittees to perform specialized functions within the overall responsibilities of the committee. A subcommittee is directly responsible to the standing committee that created it, to which it shall report. The formation, abolition, and membership of such subcommittees shall be determined by the entire standing committee. The chair of each standing committee shall assign, with the approval of the full committee, members of the committee to the various subcommittees. The chair ~~may appoint other~~ eligible faculty members to serve on subcommittees. The chair of each subcommittee must be a member of the standing committee. However, at the request of the standing committee chair, the Faculty Senate Executive Committee may waive this requirement and approve a chair for a subcommittee who is not a member of the parent committee. In this case, the subcommittee chair shall serve as a non-voting ex officio member of the parent committee. The chair of the parent standing committee shall be a voting ex officio member of all subcommittees. The standing committee chair shall have primary responsibility for coordinating the work of all subcommittees. Subcommittees may, with the approval of the standing committee chair, add non-voting resource personnel on the basis of their position, interest, or expertise. ~~The chair shall appoint a secretary to keep minutes.~~

7.3 Ad Hoc Committees. Select committees may be created by the Senate, the Executive Council, or the Senate President for the purpose of studying specific problems and preparing

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proposals relating thereto. These committees will ordinarily be appointed by the Senate President, after consultation with the Executive Council, but may also be appointed by a majority vote of the Executive Council or of the Faculty Senate. They will terminate when their assignment is complete or within one year of the date of appointment, whichever is shortest. They may be reappointed. An ad hoc committee is directly responsible to the entity appointing it, to which it shall report. The chair shall appoint a secretary to keep minutes.

7.3.1 Ad Hoc Grievance Committee for non-represented faculty. The Grievance Committee shall consist of seven persons, all of whom shall be voting members. The Faculty Ombudsperson shall not be a member of the Committee, but may attend all meetings and hearings of the Committee unless excluded by Committee majority vote. Five members of the Committee shall be members of the faculty, appointed by the Faculty Senate Executive Council ("Executive Council"). Two Committee members shall be administrators with academic experience, appointed by the Provost. The Grievance Committee shall elect a chair from among members appointed by the Executive Council.

7.4 Joint Committees. The administration and the Faculty Senate may create committees for which joint responsibility is appropriate. The faculty members of a joint committee will be appointed both by the appropriate administrative officer and by the Senate President. The appointing administrative officer and the Senate President will share joint responsibility for the committee, to whom the committee shall report. Reports from joint committees shall be promptly communicated to the Executive Council and to the Senate.

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Section 8. Executive Council

8.1 Membership. The Executive Council shall consist of the following voting members:

- a. The President, President-Elect, Immediate Past President, and Vice President of the Faculty Senate.
- b. The chairs of the six standing committees.
- c. Four members-at-large elected in March by the Senate from among the Elected Senators. The members-at-large will serve two-year terms beginning on July 1. A member-at-large ceasing to be an Elected Senator shall be replaced. Terms shall be staggered so that approximately half of the members-at-large are elected each year, and no more than two of the members-at-large may be from the same School or College.

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8.2 Duties. The Executive Council shall perform the following duties:

- a. It shall be responsible for overseeing the implementation of the authority granted to the Senate as outlined under Articles 1.1 through 1.6. Members of the Executive Council are expected to act in the interest of the Faculty Senate as a whole and of the University of Vermont.
- b. It shall set the agenda for meetings of the Faculty Senate, and shall be responsible generally for administration of the Senate.
- c. It shall monitor the activities of Senate committees, establishing committee priorities where

necessary to ensure committee responsibilities are discharged in a timely fashion.

- d. It shall serve to receive requests from the administration, the faculty, student bodies, etc. and direct those requests to the appropriate Senate body to ensure prompt and effective resolution of matters within its jurisdiction.
- e. It shall consider budgetary implications for University policies and make appropriate recommendations to the Faculty Senate and the administration regarding University priorities.
- f. It shall arrange for presentations to the Faculty Senate as frequently as necessary, but at least annually, on the University financial situation.
- g. It shall maintain a close liaison to ensure appropriate communication between the Faculty Senate and the Faculty Union.
- h. It shall be responsible for periodic and regular review of the items in University governance documents, such as the University Manual, within its areas of jurisdiction, making recommendations for revisions as necessary. As appropriate, the Executive Council may refer items to the standing committees as part of this work.

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8.3 Ratification of Action. On all issues falling under its jurisdiction, the Executive Council shall initially decide whether the issue is substantive and requires the approval of the full Senate, or should only require approval of the Executive Council itself, with the Senate informed of its action. The Senate, upon receiving such a report, may by majority vote take jurisdiction of the matter for further consideration.

8.4 Officers. The President of the Faculty Senate shall serve as Chair of the Executive Council. In the absence of the President, the Vice President shall serve.

8.5 Meetings. The Executive Council shall meet prior to each scheduled Faculty Senate meeting and at least once a month throughout the academic year, and must meet upon written petition of four of its members. At the discretion of the Senate President, the Executive Council may meet more frequently in order to discharge its duties promptly and responsively.

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Section 9. Faculty Representation on the Board of Trustees. In order to maintain a close liaison between the faculty and the Board of Trustees, the Faculty Senate provides nonvoting faculty representation to standing committees of the Board.

9.1 Membership.

- a. **Audit Committee:** representative recommended by the Executive Council and appointed by the Senate President for a two-year term.
- b. **Budget, Finance and Investment Committee:** the chair of the Financial & Physical Planning Committee and one additional representative recommended by the Financial and Physical Planning Committee and appointed by the Senate President for a two-year term.
- c. **Educational Policy and Institutional Resources Committee:** the Senate Vice President, the Chair of the Curricular Affairs Committee, and the Chair of the Research, Scholarship & Creative Arts Committee.
- d. **Executive Committee:** Senate President.

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- e. **Honorary Degree Advisory Committee to the President:** the Senate President and two additional representatives recommended by the Executive Council and appointed by the Senate President for two-year terms.

9.2 Duties.

- a. The representative or their designated replacement will attend each meeting of the appropriate Board of Trustees committee.
- b. They will communicate regularly with the Senate Executive Council and report to the Senate as necessary.

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Appendix C: Issues for future consideration by the Senate

Section 7. Committees.

Committee Structure, Number of Committees, and Membership

After a good deal of discussion, we decided not to address some larger questions regarding Senate committees at this time. A major reason we held back is the current uncertainty surrounding University reorganization efforts. A reorganization of the current Colleges and Schools would impact the representative membership of both the Senate and its standing committees, so we concluded that it did not make sense to propose major changes only to have to potentially revisit them in the next year or so. A second reason is that we are just setting up an ad hoc Joint Committee on General Education (Appendix E) and would advise waiting to see how well this committee operates as currently constructed before proposing a more permanent Senate standing committee. Finally, we are in the midst of a pandemic with several other significant issues to tackle in the Senate this spring and felt a more far-reaching set of proposed changes would not be the best use of our collective energies.

However, the committee does feel that there are issues with the current structure of the Senate that are worthy of a more thorough discussion in the near future. Principal among these issues is the question of the relationship between Senate membership and committee membership. Potential revisions to Senate structure could include creating a more explicit connection between the membership of the Senate and the Senate committees, revisions to the number of people who serve on the committees, revisions to the number of committees themselves, and revisions to the standing committee that we currently have and their charges. Our committee believes that it would be worth looking at these issues when there is a greater capacity to consider them, in order to explore whether a different Senate committee structure might improve the overall effectiveness of the Senate.

Diversity, Equity, and Inclusion Committee

The Faculty of Color Retention Resolution is calling for a new Senate committee on Faculty Affairs or Diversity, Equity, and Inclusion. This was an item our committee discussed this past fall, but we have separated it out from our formal recommendations above as it is being considered as part of the Faculty of Color Retention Resolution. However, we offer the following, drawn from Faculty Senate DEI committees at other universities, as items to potentially include in a charge.

- Communicate with the various entities and offices associated with diversity and inclusive excellence.

- Assess the campus climate survey and propose actions related to issues of concern to faculty.
- Review Senate initiatives to assess their probable impact upon equity, diversity, and inclusion, play an advocacy role for its constituencies, and initiate proposals.
- Identify and promote best practices for faculty development, mentoring and work environment to facilitate faculty success at all career levels.
- Evaluate and advocate processes for faculty recruitment, promotion, and retention that promote diversity equity, and work/life balance for the faculty.

Appendix D

Ad Hoc Comprehensive Constitution and By Laws Review Committee

University of Vermont Faculty Senate

Last Modified 1/17/2020

Issue: The Constitution and Bylaws (CBL) of the Faculty Senate was last **revised** in October of 20011 and over the last 20 years opportunities for increased clarity have surfaced inspiring interest in codifying changes in this important document.

Proposal: To charge a Faculty Senate Ad Hoc Committee to convene during the 2020-21 academic year to perform a comprehensive review of our constitution and bylaws. This committee would be specifically charged with:

1. Soliciting and collecting campus wide perspective on the current CBL of the Faculty Senate.
2. Reviewing and considering specific language and structural changes for improved clarity and functioning.
3. Reviewing and considering potential structural changes to the organization of the Senate for improved engagement of Senators and effectiveness in carrying out the charge of the Senate.
4. Drafting an articulated list of proposed revisions to move forward for consideration by the University of Vermont Faculty, Faculty Senate and Board of Trustees.
5. Consulting with all available past Faculty Senate Presidents & Vice Presidents on all proposed changes prior to presenting them for ratification.
6. Formally presenting all proposed changes for a vote no later than the January 2021 regularly scheduled meeting of the full Faculty Senate.

Committee Composition:

Ex Officio Members of the Ad Hoc Committee:

1. Faculty Senate Vice President
2. Faculty Senate Secretary

Faculty Senate Executive Council Appointed Representation:

1. A serving member of the 2020-21 Faculty Senate Executive council
2. Two currently serving Faculty Senate Members (Senators or Standing Committee members).
3. Two Faculty members at large.

Background:

Items have surfaced over the past few years as opportunities for revising our CBL to have clearer and more inclusive language. Small language changes like adding 'Faculty Scientist' as

an eligible member of our body to large changes like adding a standing committee on Diversity, Inclusion and Equity or restructuring the relationship of the committees to the full Senate have surfaced in conversation.

Revisions to this document would require an affirmative vote by the Faculty Senate or the Faculty Senate Executive Council, then a UVM Faculty Vote requiring 2/3 of the respondents in favor. The January deadline in the charge is proposed to allow the timeline for any revisions be considered during the 2020-21 academic year while the ad hoc committee is charged (our current CBL limits the length of any Ad Hoc committee to exist no longer than one academic year).

¹ https://www.uvm.edu/faculty_senate/faculty_senate_constitution_and_bylaws. Minor amendments happened in 2006, 2011, 2012, 2014 and 2015 but the last major 'revision' was in 2001.