

PROPOSED

(Subject of Vote at April 29, 2015 Senate Meeting)

Bylaws of the Wake Forest University Faculty Senate

ARTICLE I

Authorization

The concept and basic structure of the University Senate were approved during the spring of 1967 by the Faculties of the School of Arts and Sciences, the School of Law, the School of Medicine, the School of Business Administration, and the Division of Graduate Studies and were endorsed by the Board of Trustees of Wake Forest College in June 1967. In fall 2009, the Senate voted to change its structure to a Faculty Senate, and in spring 2010, revised its Bylaws to reflect the change in structure. On April 29, 2015 the Faculty Senate made additional changes to the Bylaws.

ARTICLE II

Membership

Section 1. Members.

There are two classes of members: (1) ex-officio and (2) elected representatives. Only elected representatives are entitled to vote.

(a) Ex-officio members shall consist of the President of the University, the Provost, the Senior Vice President and Chief Financial Officer, the Deans of the academic units, and the immediate Past President of the Senate (if no longer an elected representative). Ex-officio members of the Senate have the right to (1) attend all Senate meetings, (2) participate in all debates and discussions in Senate meetings, and (3) be appointed or ask to be appointed as non-voting members of Senate committees.

(b) Elected representatives shall be selected by faculty vote of the respective academic unit. The number of elected representatives shall be:

fifteen from Wake Forest College,
eight from the Wake Forest University School of Medicine
six from the Schools of Business,
two from the Graduate School,
three from the School of Law,
two from the Z. Smith Reynolds Library, and
one from the Divinity School.

At the beginning of each semester, the Secretary shall contact the Deans of the respective academic units to enquire if any elected member is on leave or has a personal situation that will cause the member to miss a significant number of the meetings during the semester. In the event that an elected representative is on leave or is unable to attend a significant number of meetings, the Dean should arrange for the faculty of the academic unit to elect a permanent or temporary replacement.

(c) Changes to the above Senate membership may occur as follows: (1) If a new graduate or professional school is formed, coordinate in rank to the existing graduate and professional schools, its

Dean shall become an ex-officio member and its faculty shall elect representative(s). The number of representatives shall be determined by the Senate. (2) Ex-officio members may be added or removed upon approval of the elected representatives of the Senate.

Section 2. Terms of Office.

(a) An ex-officio member of the Senate shall hold membership so long as that administrative position is held.

(b) The elected representatives of the Senate shall serve for a term of four years and may not serve more than two consecutive full terms, but would be eligible again after being off the Senate for at least one year. However, in order to balance term expiration dates of elected senators, the Senate Executive Committee may decide before an election that the term for a particular senator position may be shortened or lengthened by one year. The change in the term length shall be announced to both the Senate and to the relevant academic unit by March 30 of the year of elections. Elections for the next academic year positions must occur between April 15 and September 15. The Senate Executive Committee must approve exceptions to this timeframe.

(c) Elected representatives who fail to attend three or more regularly scheduled meetings during a year may be removed from the Senate by the Executive Committee. A vote of the faculty of the appropriate academic unit must be held to choose a replacement.

Section 3. Eligibility for Elected Membership.

Senators on the Reynolda Campus must have tenure or its equivalent (as determined by the individual academic unit). Senators on the Hawthorne Campus must have rank of Associate Professor or higher. In the event of a question regarding the eligibility of an elected representative, the Senate will decide the issue of eligibility. The Executive Committee shall present a motion to resolve the conflict to the body at the next Senate meeting and the body shall vote on said motion.

Section 4. Elections.

(a) Elections to fill expiring terms in the Senate shall be held by the various academic units in the spring and those elected shall assume office on July 1. Replacements to fill unexpired terms shall be selected by a vote of the faculty of the appropriate academic unit.

(b) Eligibility for voting in the election of representatives shall be determined by the faculties of the academic units.

(c) The President shall present a slate for a Nominating Committee of three elected senators to the Senate at its February meeting. Nominations for this committee may also be accepted from the floor. Upon its election, it is the duty of this committee to present a slate of officers to the President of the Senate in time for distribution of a ballot with the agenda for the final meeting of the year. In their deliberation, the Nominating Committee shall consider: (1) apportioning the officers among the various academic units of the University; and (2) analyzing the length of the remaining Senate terms of the possible candidates with the intent of balancing experience and time remaining on the Senate. The sitting Vice President shall be the presumptive candidate for President.

ARTICLE III

Organization

Section 1. Officers.

(a) The officers shall consist of a President, Vice president (presumptive President-elect), Secretary, an at-large member, and the immediate past Senate President, all of whom except for the immediate past Senate President must be chosen from the elected representatives of the Senate.

(b) All officers, except for the immediate past Senate President, shall be elected annually as the last order of business at the last regular Senate meeting of the academic year and shall take office on July 1. Candidates shall be those members proposed by the nominating committee or from the floor. Vacancies which may occur among the officers shall be filled by nomination and vote of the elected representatives of the Senate.

Section 2. Meetings.

(a) The Senate President shall call at least four regular meetings each year. Other meetings may be called on the Senate President's initiative or on the written request of twenty per cent of the members of the Senate.

(b) Notice of regular meetings shall be sent to Senate members at least two weeks before the meeting. The Dean of each academic unit shall notify the faculty of the academic unit of such meetings. There shall be an agenda established for either regular or called meetings. Called meetings shall require either two working days of prior notice, or agreement of a quorum of elected representatives to meet earlier than two working days. Voting at called meetings shall be limited to those items on the agenda.

(c) A majority of the elected representatives of the Senate (more than half) shall constitute a quorum.

(d) Minutes of each Senate meeting shall be kept by the Secretary. The minutes shall be available for inspection by faculty members. Any appropriate medium may be used to ensure issuance of the minutes within two weeks after the Senate meeting.

(e) The outgoing and incoming Presidents of the Senate shall hold an orientation meeting for newly elected representatives prior to the first Senate meeting of the following academic year.

(f) The agenda of meetings shall be determined by the Senate President, except as may be otherwise directed by a vote of the Senate.

(g) Meetings of the Senate shall be guided by parliamentary rules distributed at the first Senate meeting of every year. If a dispute arises over a matter of procedure, a senator may move that discussion on the matter be tabled. If the motion receives a second and then passes, the matter shall be tabled and discussed at the next Executive Committee meeting. The Executive Committee shall present a motion to resolve the conflict to the body at the next Senate meeting and the body shall vote on said motion.

Section 3. Executive Committee.

The Executive Committee shall consist of the officers and chairpersons of the standing committees. If the immediate past President of the Senate is no longer on the Senate, he/she shall serve as a non-voting advisor to the Executive Committee. The Senate Executive Committee shall meet regularly with and advise the Provost on policy decisions affecting the faculty, staff, and broader University community. The Committee shall also meet regularly with and advise the Dean of the Medical School on policy decisions affecting the Medical School in its functions as part of the larger University community.

Section 4. Standing Committees.

The standing committees of the Senate are the Resources Committee, the University Integration Committee, the Fringe Benefits Committee, the Senior University Appointments Committee, the Senate Committee on Athletics, the Compensation Committee, the Committee of Collegiate Senators, the Committee of Medical School Senators, and the Committee on Academic Freedom and Responsibility. With the exceptions of the Committee on Academic Freedom and Responsibility, the Committee of Collegiate Senators, and the Committee of Medical School Senators (or other councils of academic units), the Senate President shall appoint standing committee members and chairs. Appointments of members to the standing committees shall be balanced among elected representatives from the academic units when possible.

The President and Chairs may invite non-senators who have particular expertise and interest in such matters to participate at committee meetings.

(a) The Resources Committee shall monitor, evaluate, and participate in the University's program planning, capital planning and other long-range planning processes. The Senate President shall appoint one Resources Committee member from the Reynolda campus to serve a three-year term on the University Capital Planning Committee. The Committee shall also make recommendations to the Senate involving initiatives with long-term implications for the University or the faculty.

(b) The University Integration Committee shall initiate and implement projects and programs that foster cooperation and communication between various components of the University.

(c) The Fringe Benefits Committee shall serve as a conduit of information from the University faculties to the responsible University administrator on benefits issues. When faculty members have concerns with benefits programs, the Committee shall present those concerns to the University administration and seek resolution. The Committee shall develop and advocate improvements in benefits and report to the Senate at least on an annual basis.

(d) The Senior University Appointments Committee will recommend persons for honorary degrees, receiving nominations from the University community and reporting its recommendations to the Senate, which must approve the recommendations before they are communicated by the University President for approval by the Board of Trustees. The Committee will advise the President and Provost of the University on appointments of all senior administrators (academic unit deans, vice presidents or equivalent and above).

(e) The Senate Committee on Athletics (SCA) shall examine and address issues raised in the annual Reports of the Steering Committee of the Coalition on Intercollegiate Athletics (COIA) paying particular attention to whether and how recommendations and best practices found in the Report(s) should be implemented at Wake Forest University and within its Senate. The SCA shall also address related issues concerning the financial and educational effects that intercollegiate athletics have on

the University. Two additional charges of the SCA are to foster transparency and an increased role for faculty governance in various aspects of the Wake Forest Athletics Program.

(f) The Senate Committee on Compensation shall gather current and past information regarding compensation (salary, fringe benefits, and bonus income) for employees of Wake Forest University (Reynolda and Hawthorne campuses). It shall make use of existing public information including but not limited to the annual information provided by the American Association of University Professors (AAUP) and other relevant data routinely made available to federal and state governmental entities as required by respective regulations and law. The committee shall make reports to the Senate at least on an annual basis regarding their findings and shall be encouraged to contextualize their findings by comparison with other institutions of higher education.

(g) The Committee of the Collegiate Senators is generally concerned with important issues related to Wake Forest College and its governance. Its membership consists of the fifteen elected faculty senate members who represent Wake Forest College. The Chair of the Committee is elected annually by the members of the Committee from within its membership. Member(s) of the Collegiate Senators may propose issues for the Committee to address. The President or the Executive Committee of the Faculty Senate may also formally request that the Collegiate Senators address issues of special importance to the college or the university. The specific agenda of the Collegiate Senators is determined by its chair in consultation with its membership.

(g) The Committee of the Medical School Senators is generally concerned with important issues related to Wake Forest Medical School and its governance. Its membership consists of the eight elected faculty senate members who represent Wake Forest Medical School. The Chair of the Committee is elected annually by the members of the Committee from within its membership. Member(s) of the Medical School Senators may propose issues for the Committee to address. The President or the Executive Committee of the Faculty Senate may also formally request that the Medical School Senators address issues of special importance to the medical school or the university. The specific agenda of the Medical School Senators is determined by its chair in consultation with its membership.

(h) The elected senators from other academic units of the University may similarly form an advisory council if they so desire. In that event, the functions and prerogatives of such a committee would track those of the Committee of the Collegiate Senators and the Committee of the Medical School Senators.

(i) The Committee on Academic Freedom and Responsibility is composed of fourteen tenured faculty members of the rank of full professor or librarian with two members elected by the faculty of each academic unit. The members of this committee are responsible for serving as members of panels for the dismissal of a tenured faculty member, as well as addressing other issues related to academic freedom and responsibility. The Executive Committee of the Senate selects the chairperson of this committee as the fifteenth member of the committee. Committee members need not be members of the Senate. The Senate shall convene this committee as deemed necessary.

Section 5. Creation and Termination of Committees.

The Senate may create ad hoc and additional standing committees and determine their purposes and duration. Standing committees of the Senate can only be established by an amendment to the Senate Bylaws. The President of the Senate may create ad hoc committees and determine their purposes and durations; such actions should be submitted to the full Senate for ratification at the next Senate meeting. The Senate may terminate any committee. Standing committees of the Senate can only be

terminated by an amendment to the Senate Bylaws. The President of the Senate may terminate an ad hoc committee, once again subject to ratification by the full Senate at the next Senate meeting.

Section 6. Additional Appointments.

The Senate President shall appoint Senate representatives to the University Finance Advisory Committee. The representatives shall include the President, the immediate past President, the Chair of the Resources Committee, a representative of the College and Graduate School, and a representative of the professional schools.

The Senate President shall also appoint Senate representative(s) to other advisory committees and bodies as requested by relevant officials or deemed appropriate by the Senate.

At the beginning of the academic year, the Senate President shall name a representative from each academic unit to be a communications liaison. It shall be the responsibility of each communications liaison to give regular reports to the academic unit about Senate business.

Section 7. Joint Senate/Faculty Meetings

By a two-thirds vote, the Senate may authorize the Senate President to conduct one or more joint Senate/Faculty meetings in any academic unit of the University during that term of the Faculty Senate. The powers, conditions, and scope of the joint Senate/Faculty meetings will be set by the Senate.

ARTICLE IV

Functions

The functions of the Faculty Senate shall be as follows:

1. To consider matters pertaining to the general welfare of the University community.
2. To participate in long-range planning for the University.
3. To advise on the appointment of senior administrative officers.
4. To approve the recommendations for honorary degrees before they are communicated by the University President for approval by the Board of Trustees.
5. To represent the faculty on various administrative committees of the University and to participate as requested by the Board of Trustees in the nomination process for faculty representatives to Trustee committees
6. To do those things authorized, or permitted, by the Trustees from time to time.

ARTICLE V

Amendments

These Bylaws may be amended at any meeting of the Faculty Senate (that has a quorum in attendance) by two-thirds vote of the elected representatives present, provided a copy of any

proposed amendment has been distributed to the members of the Senate at a preceding meeting or at least two weeks in advance of the meeting at which the proposed amendment is to be acted upon. A copy of any proposed amendment shall also be distributed to all University faculty at least two weeks in advance of the meeting at which the proposed amendment is to be acted upon.