

The University of Michigan  
Regents Communication

Action Request

Subject: The University of Michigan-Flint Senate Bylaws

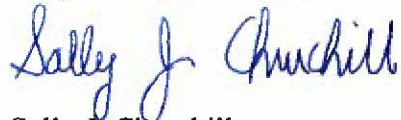
Action Requested: Approval of Bylaws

Chancellor Dutta recently formed a task force to review the UM-Flint shared governance model with a focus on the development of Flint faculty bylaws. The task force was composed of equal members from the UM-Flint faculty (including representation from the current Faculty Council) and UM-Flint administration. Support and consultation for the task force was provided by the Office of the Vice President and General Counsel.

These new bylaws were shared with and reviewed by the Vice President and Secretary, the Office of the Vice President and General Counsel, by the Flint and Dearborn Committee of the Board of Regents and were also posted for public comment.

I recommended approval of the bylaws as presented

Respectfully submitted,



Sally J. Churchill  
Vice President and Secretary of the University

Attachment

October 2020

# The University of Michigan-Flint Senate Bylaws

## Article I. Definitions

### Section I.01 Incorporated Definitions

The terms “Faculty,” “Professional Staff,” “Governing Faculty,” and “Teaching Staff” will have the meanings ascribed to such terms in the [University of Michigan Regents Bylaws, Section 5.01](#). The term “Chancellor” has the meaning ascribed to the term “The University of Michigan-Flint: The Chancellor” in the [University of Michigan Regents Bylaws, Section 2.03](#).

### Section I.02 Academic Unit

The term “Academic Unit” means an administrative unit created for instructional and research purposes, such as a college, school or library.

## Article II. The Faculty Senate

### Section II.01 Constitution of the Faculty Senate

The University of Michigan-Flint (“UM-Flint”) will have a Faculty Senate which will be composed of the members of the governing faculties of the schools and colleges, professional librarians and curators, the UM-Flint Cabinet Members, and the Deans of the schools and colleges. [\[Regents Bylaws Section 4.01\]](#)

### Section II.02 Powers and Duties of the Faculty Senate

#### (a) Authority

The Faculty Senate is authorized to consider any subject pertaining to the interests of UM-Flint and to make recommendations to the Chancellor and to the Board of Regents, who have ultimate decision-making authority. Decisions of the Faculty Senate with respect to matters within its jurisdiction constitute the binding action of the UM-Flint faculties. Jurisdiction over academic policies resides in the faculties of the various schools and colleges, but when an action by several faculties affects UM-Flint policy as a whole or schools and colleges other than the one in which it originates the action will be brought before the Faculty Senate. [\[Regents Bylaws Section 4.01\]](#)

#### (b) Governance

The Faculty Senate may adopt rules concerning its own governance, procedures, officers and committees. [\[Regents Bylaws Section 4.02\]](#) In the absence of specific rules to the contrary, the rules of parliamentary procedure as described in Robert's Rules of Order will be followed by the Faculty Senate, the Faculty Senate Council, the faculties, committees, boards, and other deliberative bodies of the academic units. [\[Regents Bylaws Section 5.04\]](#)

**(c) Faculty Senate Council**

There will be a Faculty Senate Council of the Faculty Senate as described in Article III of these Bylaws. The Faculty Senate Council (the "Senate Council") will serve as the legislative arm of the Faculty Senate and constitutes the only officers representing the Faculty Senate. An action of the Senate Council has the effect of an action of the Faculty Senate unless and until it is revoked by the Faculty Senate. [[Regents Bylaws Section 4.04](#)] Members of the Senate Council will represent the interests of the University of Michigan (the "University") as a whole and will act in the broad interests of UM-Flint.

**(d) Committees of the Faculty Senate**

The Faculty Senate, through the Senate Council, may create standing committees to assist it with its work. The Senate Council may create ad hoc committees to assist it with its work, as needed. The Faculty Senate or the Senate Council, as applicable, may define the qualifications for membership of committees, provide for the number of committee members, provide how they are to be appointed or elected, determine the terms of office, and define their duties and obligations. Members of standing and ad hoc committees will represent the interests of the University as a whole and shall act in the broad interests of UM-Flint.

**Section II.03 Meetings of the Faculty Senate**

**(a) Regular Meetings**

Regular meetings of the Faculty Senate will be called by the Senate Council chair, who chairs these meetings. The Faculty Senate will meet at least once each fall and winter semester to consider issues of fundamental importance to UM-Flint.

**(b) Special Meetings**

A special meeting of the Faculty Senate may be called to discuss an issue described in a petition that is signed by at least ten members of the Faculty Senate and presented to the chair of the Senate Council.

**(c) Agenda**

An agenda, any proposals to be addressed, and related supporting materials will be circulated normally at least one week, and in no case later than three business days, before any meeting of the Faculty Senate. The Senate Council will prepare proposals for these meetings on matters to be voted on by the Faculty Senate. The chair will determine the final agenda in consultation with the Senate Council.

**(d) Parliamentarian**

The Faculty Senate will elect a parliamentarian for a three-year term and who may serve up to two consecutive terms at a time. This faculty member will serve as parliamentarian at the Faculty Senate meetings and as a resource for parliamentary procedures during his/her term in office. In his/her absence, the chair of the Senate Council will appoint a member of the Faculty Senate to serve as parliamentarian.

**(e) Quorum, Discussion and Voting**

Twenty-five percent of the voting members of the Faculty Senate constitutes a quorum to conduct business and to approve items, including amendments, repeal or adoption of any policy; conduct elections, and to express views on University policies. When a meeting has less than a quorum the assembled body may receive reports and hear presentations, discuss any matter properly before them, and adjourn the meeting to another day, but they may not call for or take any votes on any matter.

Regardless of the number of Faculty Senate members present, a meeting of the Faculty Senate will discuss all matters on the agenda, all motions introduced by the Senate Council, and all motions made by Faculty Senate members at the meetings. Without a quorum, though, no motions will be voted upon.

All main motions (as defined in Robert's Rules of Order) require a three-quarters majority vote of Faculty Senate members present at a meeting to be approved at such meeting. If a motion receives less than a simple majority vote, it is not approved and does not move forward. If a motion is approved by a simple majority but less than three-quarters majority vote, the motion will be voted upon by electronic ballot using the following process: The chair-elect/secretary of the Senate Council will prepare the ballot, organizing and subordinating related motions so that voting will produce a consistent outcome. All such motions will be accompanied by the chair-elect/secretary's report of relevant discussion at the Faculty Senate meeting and by all material deemed appropriate by the chair of the Senate Council, including reasons for supporting or opposing the motion.

The electronic ballot will be circulated within one week of the meeting of the Faculty Senate, and votes can be cast for seven calendar days of the ballot's circulation. The chair-elect/secretary of the Senate Council will promptly report the numerical results of the voting to the Faculty Senate after the time to vote has ended. The Senate Council may accelerate the voting schedule when a majority of the Senate Council believes that the situation merits it.

**(f) Observers**

Meetings of the Faculty Senate are open to anyone who wants to attend, but the Faculty Senate may move into executive session upon a vote of a simple majority of Faculty Senate members present.

**(g) Remote Meetings**

Meetings of the Faculty Senate may be held in person or by telephone conference call, electronic video screen communication or other electronic communication. The chair-elect/ secretary will announce the meeting format when the meeting is announced to the faculty. Members may participate in any meeting through telephone conference, electronic video screen communication or other electronic communication as long as all members in the meeting can concurrently communicate with one another. The Faculty Senate may adopt policies and procedures for the conduct of remote meetings, as long as they are consistent with this paragraph.

**Article III. The Faculty Senate Council**

### **Section III.01 Membership**

The Senate Council will initially consist of the following members: a chair, a chair-elect/secretary, a past chair, and one representative from each of the academic units, except for the College of Arts and Sciences which will have two representatives. The Senate Council may also elect to have among its members representatives from select advisory committees as may be established by the Faculty Senate. The Chancellor and the Provost, or their representatives may attend all meetings of the Senate Council and periodically, will be invited to participate in the meetings of the Senate Council, unless the Senate Council is in executive session. Every three years, the Senate Council will review the composition of the Senate Council, including the number of representatives from each academic unit, and may make a recommendation to the Faculty Senate to update the composition of the Senate Council. Any such recommendation must be approved by a two-thirds majority vote of the members of the Faculty Senate voting by an electronic ballot using the process prescribed in these Bylaws and will become effective the following term of the Senate Council.

### **Section III.02 Elections of the Senate Council Representatives**

Each academic unit will nominate its representative(s) for a three-year term. The terms will be staggered to elect approximately one-third of the Senate Council each year. Terms of the Senate Council members run from May 1 through April 30.

When invited to join the Senate Council, an advisory committee will designate its representative to the Senate Council who will serve a one-year term. A representative may serve up to three consecutive terms.

A person may serve on the Senate Council in more than one capacity (e.g. as an officer, academic unit representative or advisory committee representative) in consecutive years, for a maximum of six consecutive years. That individual may serve again after a one-year rotation off the Senate Council.

Elections of Senate Council members will take place concurrently with the elections of members to the committees established pursuant to Flint Senate Bylaws Section II.02(d). A vacancy of up to one year among academic unit representatives will be filled by the Senate Council, with nominees provided by the academic unit.

### **Section III.03 Officers of the Senate Council**

#### **(a) Elections and Term**

Each year, the Faculty Senate will elect someone to serve a three year term on the Senate Council who will serve as chair-elect/secretary during the first year of the term, chair the second year, and past chair the third year. Only faculty members who are not eligible for sabbatical or willing to delay a scheduled sabbatical during the two academic years following the election shall be eligible for election as chair-elect/secretary.

#### **(b) Function**

- (i) Chair.** The chair of the Senate Council presides over meetings of the Faculty Senate and the Senate Council. The chair collects items to be placed on the agenda of Faculty Senate meetings, creates an agenda for these meetings and distributes to the Faculty Senate notices and agendas of Faculty Senate meetings. The notices and agendas are

normally distributed at least one week, but in no case later than three business days, before the established meeting time. In case of an emergency the Faculty Senate may meet and suspend this rule by majority vote of the Faculty Senate members present at the meeting.

- (ii) **Chair-Elect/Secretary.** The chair-elect/secretary serves as secretary of the Faculty Senate and the Senate Council and presides over meetings of the Faculty Senate and Senate Council when the chair is absent.

The chair-elect/secretary records and makes publicly available the minutes of all meetings of the Faculty Senate, the minutes of the Senate Council and any standing or ad hoc committees of the Faculty Senate or Senate Council, any special reports including those of the Senate Council, and all other official actions of the UM-Flint Faculty.

**(c) Vacancies**

If a vacancy arises in the chair-elect/secretary position, a new election by the usual procedure will be held as soon as possible. If a vacancy in the chair position arises, the past chair will fill the position for the remainder of the unexpired term, as well as the past chair position. If a vacancy in the position of past chair arises, it will not be filled.

**Section III.04 Meetings of the Senate Council**

**(a) Scheduling**

The Senate Council will meet at least once a month from September through May. Additional meetings may be scheduled throughout the calendar year at the discretion of the chair. The chair will call a Senate Council meeting within four business days when requested to do so by three or more members of the Senate Council.

**(b) Announcements and Agenda**

The chair-elect/secretary will provide written notice of a Senate Council meeting to all members of the Faculty Senate, the president of the Student Government, and the editor of the student newspaper in time to be delivered normally at least a week, and in no case less than three business days, before the meeting. The Senate Council may suspend this rule when it believes that a situation merits it.

Any member of the UM-Flint faculty may submit to the chair proposals to amend, repeal, or adopt standing rules or policies within the purview of the Senate Council. Proposals must be received at least three business days before the meeting and must be circulated to all members of the Senate Council at least two business days before the meeting.

An ordered agenda for each Senate Council meeting will be prepared by the chair and delivered with supporting materials at least three business days before the meeting to those notified of the meeting. The agenda will include all new business of which the Senate Council is aware at the time of circulation. New business which is not on the circulated agenda and which meets the requirements of the preceding paragraph shall be considered by the Senate Council after addressing the items on the circulated agenda.

**(c) Quorum**

A majority of the voting members of the Senate Council constitutes a quorum to conduct business and to approve items, including amendments, real or adoption of any policy; conduct elections; and to express views on University policies. When a Senate Council meeting has less than a quorum the assembled body may receive reports and hear presentations, discuss any matter properly before them, and adjourn the meeting to another day but they may not call for or take votes on any other matter.

**(d) Observers**

Meetings of the Senate Council are open to anyone who wishes to attend, but the Senate Council may move into executive session upon a vote of a simple majority of Senate Council members present.

**(e) Remote Meetings**

Meetings of the Senate Council may be held in person or by telephone conference call, electronic video screen communication or other electronic communication. The chair-elect/secretary will announce the meeting format when the meeting is announced to the Council. Members may participate in any meeting through telephone conference, electronic video screen communication or other electronic communication as long as all members in the meeting can concurrently communicate with one another. (This mirrors the language above about the Faculty Senate.)

## **Article IV. Amendments to these Bylaws**

Proposals for amendments to these Bylaws may be submitted by any member of the Faculty Senate to the Senate Council. The Senate Council will consider such proposals and communicate its recommendations for consideration at a meeting of the Faculty Senate. The Faculty Senate will be given notice of any proposed amendment to these Bylaws at least fourteen days prior to the meeting at which it is to be considered.

All modifications to these Bylaws must be approved by a two-thirds majority of the members of the Faculty Senate voting by an electronic ballot using the process described in these Bylaws.