

BYLAWS OF THE UNIVERSITY SENATE

ARTICLE I – Authorization

As authorized in Article V of the Bylaws of Emory University, the following bylaws are adopted to govern the composition, organization and procedures of the University Senate.

SECTION 1. Bylaws

The University Senate shall have the power to adopt and to amend bylaws governing its composition, organization, and procedures. Such bylaws are subject to the approval of the Board of Trustees or its Executive Committee. The bylaws shall provide for such standing and special committees as may be needed.

These bylaws may be amended at any meeting of the University Senate by a simple majority vote of those present and voting, provided that a quorum is met and provided that notice of any proposed amendment has been given at a preceding meeting or in writing at least one week in advance of the meeting at which the proposed amendment is to be acted upon. This requirement of advance notice may be waived only by unanimous consent of all voting members. All amendments are subject to the approval of the Board of Trustees of the University or its Executive Committee.

ARTICLE II – Membership

SECTION 1 – Members

There shall be two classes of members: (a) ex officio members and (b) elective members.

(a) Ex officio members shall include the President, Executive Vice Presidents, Senior Vice Presidents, Provost, Senior Vice Provosts, and Vice President and Secretary of the University (the immediately preceding University officers are collectively referred to herein as the "Administration Members"); the President of the Student Government Association; the President of the Graduate Student Government Association; the President of the Student Government Association of Oxford College; the President, Immediate Past-President, and President-Elect of the Senate; the Chairpersons of the Standing Committees of the Senate; and the elected President, Past-President and President-Elect of the Employee Council. All ex officio members, except the Administration Members, shall be voting members.

(b) Elective members shall be voting members of four categories:

Category A - Faculty

Eighteen elective members shall be elected from Category A as follows:

- from Emory College of Arts & Sciences, one tenured faculty member each from the Division of Natural

Sciences and Mathematics, Social Sciences, and the Humanities **(3)**;

- **one** tenured faculty member each from the Graduate School, the School of Law, the School of Theology, the School of Business, the School of Public Health, and Oxford College **(6)**;
- **one** from the School of Nursing **(1)**;
- **one** among the untenured members of each of the faculties of Emory College of Arts & Sciences and the Graduate School **(2)**;
- **five** from the School of Medicine, at least one of whom is from the Basic Science Departments **(5)**; and
- **one** member from the Emeritus College **(1)**.

Category B - Student Body

Twelve members shall represent Category B, as follows:

- **three**, in a manner determined by the Student Government Association **(3)**;
- **one**, from the students of Oxford College in a manner determined by the Oxford Student Senate **(1)**;
- **two**, designated by the Graduate Student Government Association, one of whom shall be a teaching assistant **(2)**; and
- **six**, one each from the Schools of Medicine, Nursing, Law, Theology, Business, and Public Health - the student association of each professional school entitled to Senate representation shall determine the manner of selection of its representatives **(6)**.

Category C - Specified Activity

Ten elective members shall be elected from Category C, as follows:

- **one**, elected from among the professional librarians in the University Library **(1)**;
- **two** members of the alumni, elected by the Emory Alumni Association, one such member to be a graduate of Emory College of Arts & Sciences, and of the two representatives so chosen, one to be a member of one of the classes graduated within the five years prior to his/her election **(2)**;
- **one** elected from among the faculty or administrative staff of The Carter Center **(1)**; and
- **six** staff members elected from the Employee Council members as follows **(6)**:
 - **four** from Academic Affairs (Emory Schools) including one from Oxford College;
 - **one** from university administration; and
 - **one** from combined areas of Campus Life, Carlos Museum, General Libraries, Information Technology, and Office of Development and Alumni Relations.

Category D - Academic Deans

One elective member shall be selected annually by and from among the academic deans of the University.

SECTION 2 – Terms of Office

- (a) An ex officio member of the Senate shall hold membership so long as he/she occupies the administrative position that entitles membership.
- (b) The term of an elective member in:
 - (i) Category A shall be three years. An elective member of these categories may not serve successive three-year terms. One selected as an untenured faculty member shall complete his/her term, notwithstanding that tenure be granted during the term of office.
 - (ii) Category B shall be one year. An elective member of this category shall be eligible for not more than two succeeding terms.
 - (iii) Category C shall be two years. An elective member of this category shall be eligible for not more than one succeeding term.
 - (iv) Category D shall be one year, but such member may serve succeeding terms.

SECTION 3 – Electors

- (a) Elective members of the University Senate in Category A shall be chosen from and by the membership of the full-time faculty, as certified by the Dean of the division or school to which he/she belongs.
- (b) Elective members of the University Senate in Category B shall be chosen from and by those full-time students in good standing in the division or school from which representation is authorized.
- (c) Elective members of the University Senate in Category C shall be chosen from and by the members of the specified areas noted in Article II, Section 1 of these bylaws.
- (d) An Elective member of the University Senate in Category D shall be chosen from and by the members of the Deans Council.

SECTION 4 Elections to Senate Membership

- (a) Elections of officers shall be held annually at a time designated by the President of the Senate, but not later than March 31. The results of the annual elections shall be announced as soon as possible after the returns have been made. Newly elected officers shall attend the last regular meeting of the spring semester of that academic year and shall assume office at the end of that meeting. The current President-Elect shall assume the office of President at the end of same meeting.

- (b) Elections of representatives from units of the University shall be held under the direction of the Dean or chief administrative officer of that unit by electronic vote or written ballot, cast in accordance with a procedure made known in advance, communicated to the electors, and requiring a majority vote for an election. The results of such elections shall be reported no later than August 20 to the President of the Senate. The Senate shall be the ultimate judge of the qualifications of its members. Each student government body shall determine the selection process for its student members.
- (c) Any unexpired term of office of less than one year for any member shall be filled under the direction of the Executive Committee of the Senate. Any unexpired term of one year or more shall be filled by an election of a representative from the unit of the University concerned as outlined in this Article II, Section 1 (b) of these bylaws.

ARTICLE III -- Functions and Jurisdiction

SECTION 1 - Functions

The functions of the University Senate, as stated in the Bylaws of the University, are as follows:

- (a) The University Senate, subject to the powers vested in the President of the University and the Board of Trustees, may:
 - (i) consider and make recommendations concerning any matter of general University interest including representation on University-wide committees and task forces, as distinguished from those affecting a single school;
 - (ii) review any change in existing policies or the establishment of new policies relating to matters of general University interest;
 - (iii) consider and make recommendations on any matter referred to it by the President of the University or the Board of Trustees or by its own members or constituencies;
 - (iv) make recommendations as to honorary degrees as provided in Article VI of the bylaws of the University; and
 - (v) make recommendations on its own initiative to the President on any matter affecting the University.
- (b) Any recognized group within the University community shall possess the privilege of presenting any suggestions to or raising any problems for consideration by the University Senate Executive Committee or by any of the standing committees of the Senate as appropriate.

SECTION 2 - Procedures

- (a) First Consideration

Where a proposal for action by the Senate is made by one of its own members or by a member of the

University community the Senate first considers the proposal and may

- (i) act on the proposal without delay, or
- (ii) postpone action pending an inquiry and report.

(b) Second Consideration Inquiry and Report.

When action is postponed, the President of the Senate will appoint one or more persons to hold an inquiry to gather information and opinion relevant to the proposal and to report their proposals for action by the Senate. (When the first consideration in the Senate reveals a clearly defined difference of opinion concerning the proposal, persons should be appointed reflecting each view.)

The President of the Senate shall allow the appointed persons to have a block of time at a Senate meeting to present the views and proposals of their report. The appointed persons may allocate this time among speakers. The Senate then acts on the proposals and report.

SECTION 3 -Jurisdiction and Appeals

The Senate may, at its discretion, prepare a statement to serve as a guide to those specific matters falling within its jurisdiction. In the event that any member of the Senate shall question the jurisdiction of the Senate in matters before it, it shall be the duty of the President of the Senate to rule on the issue. Such ruling may be appealed to the Senate, and the decision of the President of the Senate may be overruled only by two-thirds of those present and voting, provided that a quorum is met.

The decisions of the Senate shall, with the concurrence of the President of the University, be deemed final unless or until the Board of Trustees or its Executive Committee shall take further action. In case of failure of the President of the University to concur in any decision of the Senate, the issue shall be referred by a simple majority vote of the Senate to an appropriate committee of the Board of Trustees or its Executive Committee, with provisions for representation of the Senate before the reviewing body. The Senate itself shall designate a member or members to represent it in case of such referral.

ARTICLE IV -- Organization

SECTION 1 - Officers

- (a) There shall be a President, an Immediate Past-President, a President-Elect, and a Secretary of the Senate.
- (b) Elections and the assumption of offices shall be as outlined in Article II, Section 4 (a) of these bylaws.

- (c) The President and the President-Elect of the Senate shall be elected from membership of Category A by the entire voting membership of the Senate to serve for one year. Each is eligible to be elected for an additional one-year term. They shall serve as voting ex officio members of the Senate during the term as President or President Elect. The elected seats held by the President and President-Elect shall become vacant upon their assuming office, and those senator's constituencies will elect a replacement to fill the unexpired term. In addition to serving as the presiding officer of the Senate and performing such other duties as the Bylaws of the University Senate may direct, the President (or designee) will represent the Senate at any meetings of the Board of Trustees and of its Executive Committee, that the Senate President may be requested to attend by the Chair of the Board and/or the Chair of its Executive Committee.
- (d) The immediate Past-President of the Senate shall assume office upon expiration of that person's term as President of the Senate and shall serve as a voting ex officio member until the expiration of the term of his or her successor as President.
- (e) The Secretary of the Senate shall be elected annually from the voting membership of the Senate at the same meeting at which the President of the Senate is elected.
- (f) The President, Secretary, Immediate Past-President and President-Elect of the Senate shall have such duties as usually pertain to their offices and such other duties as may be assigned by these bylaws or those of the University. In the absence of the President of the Senate, the Immediate Past-President shall preside at meetings of the Senate and perform such other functions as are assigned to the President.

SECTION 2 - Committees

- (a) There shall be a Senate Executive Committee presided over by the President of the Senate and comprised also of the immediate Past-President, the President-Elect, and the Secretary of the Senate; the President of the Graduate Student Government Association; the President of the Student Government Association; the President of the Student Government Association of Oxford College; the President, Past- President, and President-Elect of the Employee Council; and non-voting administrative support for the University Senate.

The Senate Executive Committee or the President of the Senate shall meet once a semester with the President of the University and the Provost of the University and, upon request of the Chair of the Board, with the Board of Trustees, or an appropriate committee thereof. The function of the Senate Executive Committee shall be to serve as an executive board and as a committee on committees.

There shall be such standing and/or other special committees as the Senate may determine. Membership on such

committees need not be limited to members of the Senate. The committees shall follow the procedures as outlined.

1. Purpose:

Each committee's agenda and work will be guided by the committee's mission statement (which is approved by the University Senate.)

2. Membership:

(a) Committee chairs are appointed by the Senate Executive Committee and need not be a member of the University Senate. By March 15th of the third year of a chair's term, each committee should recommend a person or persons to serve as chair for the forthcoming Senate year. The current chair will forward the recommendation(s) to the President of the Senate for Executive Committee action. The Senate Executive Committee may then select a chair from the recommendation(s), or it may select someone else.

(b) Committee chairs will normally serve a three-year term. However, special circumstances might require a term to be shortened or extended at the discretion of the Senate Executive Committee.

Committee chairs are to:

- (1) participate in the recruitment and selection of committee membership for Senate confirmation;
- (2) establish committee agendas, organization, and procedures;
- (3) organize and lead committee meetings;
- (4) assure that committee minutes are promptly sent to the administrative support for the University Senate;
- (5) guide the committee in recommending policy that is to be brought before the Senate for action;
- (6) report committee recommendations to the Senate; and
- (7) file a written report annually with the Senate and report otherwise as directed by the Senate.

(c) Committee members are to be acquired by the broadest possible means of recruitment. This includes announcements in the *Emory Report* and an all Emory listserv email and recommendations from Senate members, President of the University, the Employee Council, the Student Government Association, the deans, department chairs, supervisors, and any other means of securing interested persons for Senate committees. Committee chairs should seek to constitute a committee that has representation from staff, faculty, and students. By August 20 of each year, committee chairs should send to the President of the Senate their list of proposed members (including departments represented); chairs should also submit the list of proposed persons who requested committee membership but who are not being recommended. The Senate will vote to accept or deny all committees' proposed members, at its first meeting. A term of membership will be one year. Normally, members will not serve more than three consecutive terms provided, however, that a Committee Chair may extend the term of any committee member beyond three

years by submitting a request for such extension(s) together with the submission, to the Senate, of the annual Committee roster. All such requests shall be posted with the Senate Committee rosters for approval by the voting members of the Senate.

- (d) Each committee may establish attendance policies that authorize the chair to terminate committee membership.
- (e) Committees may establish subcommittees that facilitate the committees' work. Subcommittee members do not need to be approved by the Senate. However, only Senate approved members may cast votes that represent decisions of the standing committees.
- (f) Normally, ex officio committee members do not vote. However, committee chairs can determine the circumstances under which ex officio members can vote.

3. Jurisdiction

- (a) As a committee addresses issues relevant to its mission statement, the committee recommendations are authorized recommendations of the Senate as provided in section (b) below. A committee has the authority to support, reject, and revise initiatives brought before it by the President of the University. The committee may also take initiatives to challenge current policies and practices, develop policy recommendations, and establish forums for discussion.
- (b) Any proposed change of University policies, or a substantial change in the interpretation and practice of policies, requires full Senate approval to constitute a recommendation of the Senate.
- (c) The President of the University, the Provost, members of the standing committees of the Senate, the Executive Committee of the Senate, Senate members or any organized group within the University may request that the full Senate reconsider a committee's decisions.

ARTICLE V -- Meetings

SECTION 1 - Regular Meetings

Regular meetings of the Senate shall be held at least monthly during the regular academic year. The exact time and place of regular meetings shall be determined by the officers. Written notice of time, place, and the agenda of all regular meetings shall be sent to the members at least one week in advance. Any Senate member may request an item to be considered for the agenda by contacting the President of the Senate prior to the issuance of notice of a meeting. Further, any Emory community member not on the Senate may contact the President of the Senate to propose an agenda item for discussion. These requests will be vetted by the Executive Committee before being placed on the agenda. By a simple majority vote of those members present at a given meeting, an item not on the

announced agenda may be added to the agenda for discussion and action.

SECTION 2 - Special Meetings

Special meetings of the Senate shall be called at the direction of the President of the University or the President of the Senate or at the request, addressed in writing to the President of the Senate, of at least three members of the Senate. Notice of such special meetings shall be sent to all members of the Senate as far in advance as is convenient. In the case of an emergency necessitating a special meeting on short notice, every effort shall be made to advise the members through email.

SECTION 3 - Limited Sessions

The Senate may convene in limited session when matters of a confidential nature are being considered. Such sessions may be executive sessions, with only voting members and invitees of the President of the Senate present, or special executive sessions, with only elected members, officers of the Senate, and invitees of the President of the Senate present. No action taken at a special executive session shall be binding upon the Senate unless approved by a majority vote at a meeting where all voting members may be present. The Senate, acting by majority vote, or the President of the Senate, acting in consultation with the Senate Executive Committee, shall have the authority to convene a limited session at any time.

SECTION 4 - Quorum

A simple majority of the total voting membership of the Senate shall constitute a quorum for the transaction of the business of the Senate, except as may be otherwise provided elsewhere in these bylaws or as the Senate may by special action prescribe other regulations governing action on specific issues. At the sole discretion of the President of the Senate, members of the Senate, and at the sole discretion of the chair of any of its committees, the members of any committee, shall be deemed present at a meeting of the Senate or committee if applicable, if that member participates in the meeting through the use of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other.

SECTION 5 - Attendance

Since attendance is a fundamental requirement for good representative government, and since the University Senate has few meetings during the academic year (which makes absences all the more detrimental to the deliberative and action process), the Executive Committee voted to establish an attendance policy. The policy is:

- If Senate members have two unexcused absences in a row or four absences in the academic year from regularly

scheduled Senate meetings they may be expelled from the Senate. An "unexcused" absence is any absence which has not been communicated to the non-voting administrative support for the University Senate prior to the Senate meeting.

- When an absence is necessary, a Senator may appoint a colleague to represent him/her in the Senate meeting. The appointed representative will have voice but no vote in the Senate meeting. The Senator must inform the non-voting administrative support for the University Senate of the situation.
- A Senator may appeal the decision to expel by writing an explanation of absences to the Executive Committee within one month of notice. The Executive Committee will then consider whether expulsion is still warranted.
- The Executive Committee may take action to expel if an excessive number of absences occur.
- Before expulsion, the Executive Committee will give prior warning to the member(s) for whom expulsion is being considered. When expulsion occurs, the President of the Senate will notify the Senator's constituency of the expulsion and need to elect a replacement.

SECTION 6 - Procedure

The order of business in any meeting of the Senate shall be determined by the President of the Senate, in consultation with the Executive Committee, subject to such appeal as is elsewhere provided in these bylaws. *Robert's Rules of Order* shall govern the conduct of meetings except as the Senate may otherwise prescribe.

SECTION 7 - Visitors

The Senate by simple majority vote or the President of the Senate may invite any person to attend meetings as the guest of the Senate. Such guests shall have the privilege of the floor but without vote.

SECTION 8 - Official Minutes and Reports

A copy of the official minutes of the Senate, excluding any identification of candidates for honorary degrees, shall be sent to each member of the Senate and to such other persons as the Senate may, in its discretion, prescribe. Publication of the minutes in University news media may be authorized by the Senate. The Senate may, in its discretion, send copies of the reports of its committees to such persons as it may determine.

SECTION 9 - Action Without a Meeting

Action may be taken by the University Senate without a meeting if a majority of the University Senate evidences such action by written consents in compliance with Section 14-3-821(b) of the Georgia Non profit Corporation Code.

ARTICLE VI -- Honorary Degrees

SECTION 1 - Nominations

The University Senate Standing Committee on Honorary Degrees shall present a roster of candidates to the full Senate. All nominations of candidates for honorary degrees shall be in accord with the principles governing the granting of such degrees as stated by the Board of Trustees of the University.

SECTION 2 - Voting

Nominations of candidates for honorary degrees shall be submitted to the Senate at a meeting preceding that at which the vote is taken except that, by unanimous consent, the vote may be taken at the time of nomination. No candidate shall be recommended by the Senate to the Board of Trustees who has not received the affirmative vote of at least two-thirds of the member of the Senate present and voting.

Modifications by the University Senate:

February 25, 2014

January 27, 2015

Bylaw amendments approved by the Emory University Board of Trustees:

June 6, 2014

February 13, 2015