

## **By-Laws**

### **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.

### **ARTICLE II**

#### **Membership**

##### **Section 1. Members.**

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

(a) Ex-officio members will consist of the President of the University, the Provost, the Senior Vice President and Chief Financial Officer, the Deans of the academic units and a representative from the Staff Advisory Council.

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

(c) Additions 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 will become an ex-officio member and its faculty will elect representative(s). The number of representatives will 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 will hold membership so long as that administrative position is held.

(b) The elected representatives of the Senate will 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 will 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.**

Eligibility to serve as an elected representative will be limited to those holding full-time appointment as professor, librarian, associate professor, associate librarian and to those holding full-time appointment as assistant professor or assistant librarian in the fourth year or more of the appointment at that rank at Wake Forest University.

### **Section 4. Election.**

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

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

## **ARTICLE III**

### **Organization**

#### **Section 1. Officers.**

(a) The officers will consist of a President, Vice president, 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, will be elected annually as the last order of business at the last regular Senate meeting of the academic year and will take office

on July 1. Candidates will be those members proposed by the nominating committee or from the floor. Vacancies which may occur among the officers will be filled by nomination and vote of the elected representatives of the Senate.

## **Section 2. Meetings.**

(a) The Senate President will 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 will be sent to Senate members at least two weeks before the meeting. The Dean of each academic unit will notify the faculty of the academic unit of such meetings. There will be an agenda established for either regular or called meetings. Called meetings will 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 will be limited to those items on the agenda.

(c) A majority of the elected representatives of the Senate will constitute a quorum.

(d) Minutes of each Senate meeting will be kept by the Secretary. The minutes will 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 will hold an orientation meeting for newly elected representatives prior to the first Senate meeting of the following academic year.

## **Section 3. Procedures.**

The order of business of the agenda will be determined by the Senate President, except as may be otherwise directed by a vote of the Senate. Robert's Rules of Order will govern in the conduct of meetings except as the Senate may otherwise prescribe.

#### **Section 4. Committees.**

(a) The Executive Committee will 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 will serve as a non-voting advisor to the Executive Committee.

(b) A Nominating Committee of three elected representatives will be appointed by the Senate President prior to the annual election meeting. 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 will consider:

(1) Apportioning the officers among the various academic units of the University.

(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.

(c) The standing committees of the Senate will be the Resources, University Integration, Fringe Benefits, Senior University Appointments, Planning, and Academic Freedom and Responsibility committees. With the exception of the Committee on Academic Freedom and Responsibility, the Senate President will appoint standing committee members and chairs. Appointments will be balanced among elected representatives. Ex-officio members will serve on committees as appropriate.

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

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

(3) The Fringe Benefits Committee will be a joint committee with the Staff Advisory Council Fringe Benefits Committee and will 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 will present those concerns to the University administration and seek resolution. The Committee will develop and advocate improvements in benefits and report to the Senate. The Fringe Benefits Committee will be co-chaired by a representative of the Senate and a representative of the Staff Advisory Council.

(4) 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 President of the University 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).

(5) The Planning Committee will meet regularly with and advise the Provost on policy decisions affecting the faculty, staff or the broader University community.

(6) 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. Committee members need not be members of the Senate. The Senate will convene this committee as deemed necessary.

(7) The Senate may create ad hoc and additional standing committees and determine their purposes and duration. The President of the Senate may create ad hoc committees and determine their purposes and duration. The Senate may terminate any committee. The President of the Senate may terminate an ad hoc committee that the Senate President creates.

(d) The Senate President will appoint a Senate representative to the Staff Advisory Council, University Finance Advisory Committee, WFUBMC Research Advisory Committee, and WFUBMC Dean's Advisory Committee, and other advisory committees and bodies as requested.

## **ARTICLE IV**

### **Functions**

The functions of the Faculty Senate will 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 President of the University 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 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. No amendment will be effective until approved by the faculties of the academic units.

## **ARTICLE VI**

### **Implementation**

These Bylaws will be effective upon approval by the faculties of the academic units of the University. [Adopted and approved March, 2010]