

AMERICAN UNIVERSITY OF ARMENIA



FACULTY SENATE BYLAWS

(As amended through April 2024)

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1. Preamble

The Faculty Senate of the American University of Armenia (AUA) is an elected deliberative body whose primary purpose is to represent the AUA faculty to the University administration, the Board of Trustees, and other parties as may be appropriate or necessary.

The Faculty Senate Charter was approved by the Board of Trustees on March 12, 2004, and states that the Faculty Senate shall be a representative body of all AUA faculty holding the ranks of Professor or Lecturer, including those faculty with Adjunct or Visiting status.

Charter

The Faculty Senate is vested with broad responsibility for deliberating and advising on University policies. The Faculty Senate is authorized to recommend to the President policies pertaining to courses, curriculum, and degree requirements, while the Board of Trustees retains final authority over the establishment of new degree programs. The Faculty Senate is further authorized to recommend to the President policies pertaining to student admissions and conduct and to advise on criteria for faculty appointments, standards of conduct, and welfare. The Faculty Senate, if it deems necessary, may advise the University administration on any issue of common concern raised by the faculty member(s).

The Faculty Senate shall organize itself, choose its officers and its mode of deliberation, and select its method of voting in such manner as it may determine, in accordance with these Bylaws.

The Faculty Senate shall call a General Assembly of the entire AUA faculty at least once each academic year and preferably once each semester. All AUA faculty shall be invited to participate in such General Assemblies and to actively participate in the deliberation of matters that are on the agenda of the general assembly.

(Headings are for convenience only and shall not affect the interpretation of these Bylaws).

2. Composition

2.1. Constituency Representatives

Each constituency¹ shall be afforded one Faculty Senate representative. The constituency representative shall be a full-time faculty member of any rank who has taught at AUA for at least two semesters and is in residence in Armenia during their term of service. Faculty with appointments in more than one constituency may be candidates in and be elected to represent only one such constituency.

2.2. College Representatives

Each college and General Education shall be afforded one additional Faculty Senate representative. The college representative shall be a full-time faculty member of any rank (including research faculty or faculty employed by research centers and) who has been in their role at AUA for at least two semesters and is in residence in Armenia during their term of service. Faculty with appointments in more than one college may be candidates in and be

¹A “constituency” shall mean a degree awarding program, plus General Education.

elected to represent only one such college.

2.3. Adjunct Representatives

Up to five adjunct faculty representatives shall be elected to serve in the Faculty Senate each semester. All adjunct faculty members who have previously taught at AUA for at least two semesters and are in residence in Armenia during their term of service are eligible for membership in the Faculty Senate during semesters in which they are employed as adjuncts. Adjunct representatives may be from any rank and may come from any constituency or college. Adjunct faculty representatives are encouraged to serve for multiple semesters when they have consecutive adjunct contracts and may continue their service without being re-elected for up to two academic years if they have consecutive contracts during that period.

2.4. Ex-Officio Members

The Faculty Senate invites participation from the following ex-officio members from the University administration: the President of the University or President's Designee, those holding the title of Vice President or Vice President's Designee, and those holding the title of Provost or Provost's Designee, Deans, Program Chairs, the Registrar, and the Director of Admissions.

The Faculty Senate shall have one representative of the student body as an ex-officio member. The student representative shall be nominated by the Student Council in a manner of their choosing and elected by the Senate during the Faculty Senate officer elections.

The Faculty Senate shall have one representative of the staff as an ex-officio member. The staff representative shall be nominated by the Staff Assembly in a manner of their choosing and elected by the Senate during the Faculty Senate officer elections.

Ex-officio members shall not be entitled to vote.

2.5 Officials Ineligible to Serve on the Faculty Senate

The President of the University or President's Designee, those holding the title of Vice President or Vice President's Designee, and those holding the title of Provost or Provost's Designee, and Deans are not eligible for membership in the Faculty Senate. Program Chairs are not eligible for membership in the Faculty Senate unless they are the only full-time faculty member in their constituency who is eligible to be a Senate member.

3. Election of Members

3.1. Election Organization

The Senate Chair will serve as the Election Organizer. The Election Organizer shall coordinate elections with constituencies, colleges, and adjuncts. In the event that the Chair is unable to perform this responsibility, the duties of Election Organizer shall then pass to the Vice Chair, then the Secretary, and then the Parliamentarian.

The Election Organizer will initiate the election period within the first month of the fall semester of the academic year by sending a written call for nominations to Program Chairs, Deans, and adjunct faculty. The message must inform all parties of

the eligibility criteria and the dates of the nomination and election periods.²

3.2. Election of Constituency Representatives

If the number of eligible faculty members in a constituency exceeds the number of seats in the Faculty Senate to which the constituency is entitled, then an election poll shall be organized among full-time faculty members within that constituency.

If the constituency is a degree-awarding program, the Program Chair will organize the election poll. In the case of General Education, the Dean of General Education shall organize the election poll.

During the nomination period, the Program Chairs/Dean of General Education shall send a notice to all eligible faculty members within their respective constituencies to submit nominations or self-nominations for Senate membership. Nominations and self-nominations shall be submitted to the Program Chair or Dean of general Education in writing. Because nominations can only be accepted from eligible faculty, the nominations may not be anonymous. During the nomination period, those nominated shall indicate in person or via e-mail to the Program Chair/Dean of General Education their willingness to stand for election and, if elected, to serve on the Faculty Senate.

After the end of the nomination period, the Program Chair or Dean of General Education shall conduct the election poll and faculty in that constituency will vote to select their candidate from among the list of nominees. The vote may be conducted online or in person as the Program Chair/Dean of General Education sees fit.

The nominee which receives a simple majority of votes will be elected as the Constituency Representative. The Program Chair and Dean of General Education shall report results of the election poll to the Election Organizer by the end of the election period.

3.3. Election of College Representatives

During the nomination period, the Deans of each college shall send a notice to all eligible faculty members in their college to submit nominations or self-nominations for College Representatives. Nominations and self-nominations shall be submitted to the Program Chair or Dean of general Education in writing (either in person or by email). Because nominations can only be accepted from eligible adjunct faculty, the nominations may not be anonymous. During the nomination period, those nominated shall indicate in person or via e-mail to the Dean their willingness to stand for election and, if elected, to serve on the Faculty Senate.

After the end of the nomination period, if there are more nominees than there are available Senate seats for a college, the Dean shall organize an election poll in which eligible faculty members within that college shall vote to elect their College Representative from among the list of nominees. The vote may be conducted online or in person as the Dean sees fit.

The nominee which receives a simple majority of votes will be elected as the College Representative. The Deans shall report results of the election poll to the Election Organizer by the end of the specified election period.

² The "nomination period" refers to the period of time in which eligible faculty members may submit their nominations or self-nomination for Faculty Senate membership. The "election period" refers to the time from when the nomination period opens to the time when elections have concluded.

3.4. Election of Adjunct Representatives

During the first two weeks of each semester, the Election Organizer shall inform all adjunct representatives of vacant adjunct representative seats and call for nominations or self-nominations for vacant seats. Nominations and self-nominations for adjunct representatives may be sent in writing or via e-mail to the Election Organizer during the nomination period. Because nominations can only be accepted from eligible adjunct faculty, the nominations may not be anonymous. During the nomination period, those nominated shall indicate in writing or via e-mail to the Election Organizer their willingness to stand for election and, if elected, to serve on the Faculty Senate.

After the end of the nomination period, the Election Organizer shall organize an election poll in which adjunct faculty members shall vote to elect the adjunct representative from among the list of nominees. The vote may be conducted online or in person as the Election Organizer sees fit. The nominees who receive the most votes will be elected as the College Representative.

3.5. Announcement of Election Results

The Election Organizer shall announce the results of the elections of Faculty Senate members to all faculty via email and post the names of the members on the Faculty Senate website within one week of the end of the election period.

3.6. Resignation and Replacement of Members

When a seat for a constituency or college representative becomes vacant during the course of the academic year, the Chair of the Senate shall inform the constituency/college entitled to representation through the vacated seat. The constituency/college shall have the right to select a replacement within two weeks of the notice. If the college fails to fill the vacant position, it shall inform the Chair of the Senate within 15 calendar days after receiving the notice.

If the vacancy is for an adjunct representative, then the seat will remain vacant until the beginning of the next semester.

4. Membership Term and Duties

4.1. Term of Service

Each constituency and college representative shall serve for a period of two academic years. Service in the Senate shall continue until the election process has been completed for the year in which a member's service should end. Adjunct representatives serve for one semester but may continue to serve without being reelected for up to two academic years if they have contracts for multiple semesters or consecutive contracts.

If during their term of service a member shall become ineligible to serve in the Faculty Senate, their membership will be discontinued. The Program Chair/Dean of the constituency/college should notify the Chair as soon as possible if a Senate member should become ineligible to serve in the Faculty Senate.

4.2. Duties

Members of the Faculty Senate shall serve as the voice of the faculty and act in the best interests of the University. Constituency and college representatives shall not be

elected to serve as the voice of the constituency to which they belong. Adjunct representatives represent the concerns of all adjunct faculty at AUA.

Each Faculty Senate member must be a member of at least one of the Faculty Senate's Standing Committees.

Members shall familiarize themselves with these Bylaws before attending their first Faculty Senate meeting.

4.2.1. Reporting to Constituency

Faculty Senate members from each constituency/college shall inform faculty in their constituency about the activities of the Faculty Senate and shall notify them when a meeting of the Faculty Senate is scheduled.

4.2.2. Attendance and Participation

Faculty Senate members shall attend Senate meetings regularly. In case of absence, the Faculty Senate members shall notify the Chair in advance. The Faculty Senate Executive Committee shall have the right to replace a Faculty Senate member who fails to attend two consecutive Faculty Senate meetings in one academic semester. If a Senate member must be replaced for non-attendance, a replacement shall be selected in accordance with the selection procedures for vacated seats set forth above.

Attendance of ex-officio members is optional.

4.3. Resignation and replacement

A member who wishes to resign from the Faculty Senate must formally notify the Chair in writing (either in person or by email). The Chair must make the written notification available to all members of the Faculty Senate not later than the next scheduled meeting of the Faculty Senate. All such written communications shall become part of the permanent record of the Faculty Senate.

If a Senate member resigns, a replacement shall be selected in accordance with the selection procedures for vacated seats set forth above.

4.4. Non-member Participation

Any member of the AUA community (faculty, staff, students) may attend Faculty Senate meetings. These attendees are entitled to speak at the meeting upon recognition by the Chair and are afforded the opportunity to propose items for the agenda of the Faculty Senate to the Faculty Senate Executive Committee.

5. Officers and Duties

5.1. Officers

5.1.1. Chair

The Chair of the Faculty Senate shall preside over all meetings of the Faculty Senate, convene regular and special meetings of the Faculty Senate, announce the time and location of those meetings and give reasonable notice thereof to the AUA community, preside at meetings of the Faculty Assembly, and represent the Faculty Senate with respect to any matter within the jurisdiction of the Faculty Senate or as requested by the

Board of Trustees or President.

5.1.2. *Vice Chair*

The Vice Chair of the Faculty Senate shall assume the duties of the Chair whenever the Chair is unable to serve.

5.1.3. *Secretary*

The Secretary of the Faculty Senate shall communicate with members of the Faculty Senate on behalf of the Chair. The Secretary shall maintain the minutes and records of meetings of the Faculty Senate and perform such other duties relevant to the business of the Faculty Senate upon request of the Faculty Senate or its Chair.

5.1.4. *Parliamentarian*

The Parliamentarian of the Faculty Senate shall rule on points of order with respect to the conduct of meetings. The Parliamentarian shall monitor the activities of the Faculty Senate to ensure that its activities are conducted in accordance with the Faculty Senate Bylaws, advise members of the Faculty Senate whenever the conduct or proposed conduct of the Faculty Senate appears to be at variance with its Bylaws and offer guidance to the Faculty Senate to ensure that it is aware of the relevant procedural guidelines that are expressed in *Robert's Rules of Order*.

5.2. Executive Committee

The Executive Committee of the Faculty Senate shall consist of the Chair, the Vice-Chair, the Parliamentarian, and the Secretary. The Senate may decide to increase the membership of the Executive Committee.

5.2.1. *Purpose*

The Executive Committee exists in order to facilitate the business of the Faculty Senate between meetings of the Faculty Senate by participating in meetings with the University administration, preparing issues and materials for consideration by the full Faculty Senate, and performing research and other work in furtherance of the work of the Faculty Senate.

5.2.2. *Executive Committee Action*

The Executive Committee shall, as soon as practicable after taking any action to facilitate the business of the Faculty Senate (but not later than at the next regular meeting of the Faculty Senate), inform the Faculty Senate of its activities so that the full Faculty Senate may discuss them and may ratify or reject its actions or recommendations.

5.3. Election of Officers and Term of Office

5.3.1. *Election*

The Chair, Vice Chair, Secretary, and Parliamentarian of the Faculty Senate shall be elected by a simple majority of the Faculty Senate in a secret ballot vote. Elections for Faculty Senate officers shall be held at the first meeting of the academic year following election of the new Faculty Senate.

5.3.2. *Term*

The term of office for the Chair, Vice Chair, Secretary, and Parliamentarian shall be for their term in the Faculty Senate. Positions on the Executive Committee are not automatically renewed; if a Senate member who was serving as an officer is reelected for a consecutive term of service as a Senate member, they must be re-elected as an officer.

5.4. Vacancies in Offices

Vacancies in offices may occur when an officer resigns or when the Faculty Senate has voted to replace an officer through a removal process.

5.4.1. *Removal*

For good cause shown, and upon two-thirds vote³, the Faculty Senate may remove an officer from office. The removal of an officer for good cause shall not, by that vote alone, impair the ability of the officer to remain as a member of the Faculty Senate or to participate in meetings.

5.4.2. *Good Cause*

By way of example, but not limitation, "good cause" for removing an officer shall include: neglect of duties as prescribed in these Bylaws; abuse of authority of the office by acting outside the scope of duties as prescribed in these Bylaws; acting in bad faith in the performance of one's duties; intentional misrepresentation of the work of the Faculty Senate or of its activities; intentional misrepresentation of the conduct, opinions, or abilities of Faculty Senate members; the bad faith misrepresentation of one's authority as an officer; misconduct that brings shame or disrepute to the Faculty Senate or its members; using an office of the Faculty Senate for personal gain; or other misconduct that impairs the ability of the officer to function and conduct business.

6. Senate Calendar

6.1. Regular Meetings

6.1.1. *Frequency*

The Faculty Senate shall meet at least once a month during each academic semester.⁴ The schedule of meetings of the Faculty Senate shall be decided and announced during the first meeting of each academic year. Special meetings shall be placed on the calendar in accordance with the provisions below.

6.1.2. *Changing Schedule*

The Faculty Senate may choose to change the scheduled dates of its meetings.

³ If the vote takes place during an in-person meeting, the vote shall be by two thirds of the members present. If the vote takes place online, the vote shall be by two-thirds of all Faculty Senate members.

⁴ The "semester" begins on the day on which the first class is scheduled to take place and ends on the day of the last final exam both for graduate and undergraduate programs.

6.2. Special Meetings

6.2.1. *Purpose*

The Faculty Senate may call special meetings in order to conduct time-sensitive business, to devote a full meeting session to the work of one committee, or to respond to other urgent matters.

6.2.2. *Scheduling*

Special meetings, whenever practicable, shall be scheduled and announced during regularly-scheduled meetings of the Faculty Senate, but they may be scheduled and announced at any time at the discretion of the Chair when the need arises.

6.2.3. *Notice*

The Chair is responsible for convening special meetings and for announcing the time and location of such meetings. Special meetings shall be placed on the calendar by giving three days' advance notice. Special meetings shall be scheduled with due consideration to accommodating the schedules of members of the Faculty Senate.

7. **Parliamentary Procedures and Conduct of Meetings**

7.1. Quorum

A quorum for a meeting shall exist when a simple majority of the voting members of the Faculty Senate are assembled.

7.2. Conduct

7.2.1.1. *Meetings in person or online*

Regular meetings will take place in person. In rare cases, at the decision of the Senate Chair, meetings may take place online via video conferencing platforms. Online meetings may take place when urgent matters arise and/or physical meetings of the members are impracticable.

7.2.2. *Procedures*

Faculty Senate meetings will be conducted collegially and informally as an academic body. At the request of any member at any time, parliamentary procedure will be observed. The rules contained in [*Robert's Rules of Order, Newly Revised*](#), shall govern the Senate in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special Rules of Order of this Senate. All Senate members should familiarize themselves with Robert's Rules of Order, Newly Revised.

7.2.3. *Closed Sessions*

Meetings of the Faculty Senate or portions thereof may be closed to the public at the discretion of the Faculty Senate for good cause shown.

7.3 Notice of Meeting

The notice of a Faculty Senate Meeting shall be given to all faculty and ex-officio members of the Faculty Senate at least four calendar days before the meeting. The notice shall include the agenda for the meeting.

7.4 Minutes of Regular or Special Meetings

The Faculty Senate shall keep minutes of each of their meetings.

7.4.1 *Content of Minutes*

Minutes must include the names of members in attendance, a record of the discussion, and a statement of decisions made by consensus or by vote (with vote count).

7.4.2. *Review of Minutes*

Draft minutes of each of the meetings shall be disseminated to Senate members by e-mail or other effective means at least three days before the next Faculty Senate meeting. Minutes of the previous Faculty Senate meeting, whether designated as a Regular Meeting or as a Special Meeting, must be reviewed, amended as and if necessary, and approved at each Regular Meeting.

7.4.3 *Posting and Archiving of Minutes*

Minutes of Faculty Senate meetings shall be available to AUA community members with AUA login credentials. The minutes shall be posted on the Faculty Senate website and be appropriately named and archived to permit easy access and reference to the minutes and resolutions adopted by the Faculty Senate. The minutes shall be archived annually and available either online or through the Faculty Senate Secretary for at least 3 years.

7.5 Meeting Agenda

At the beginning of each Faculty Senate Meeting, immediately following the approval of the minutes from the previous meeting, the Senate shall approve the agenda, including any proposed amendments to the Chair's version of the proposed agenda.

8. Decisions Making and Voting Procedures

8.1. Right to Vote

Except as otherwise provided in these Bylaws each voting member of the Faculty Senate must be provided with an opportunity to vote to approve or reject any decision or recommendation that the Faculty Senate proposes. A voting member of the Faculty Senate may cast a ballot by proxy as provided below.

8.2. Method

All votes of the Faculty Senate are open, except for the election of officers and the removal of members and officers.

8.3. Decision-making by Consensus

The Faculty Senate may make decisions by consensus of its members. A consensus exists when all members in attendance support the decision or action. Consensus is not a compromise because members work to seek mutual understanding and agreement on the decision. Thus, a consensus is an agreement by all members of the group, rather than by a majority or by a select group of representatives.

8.4. Decision-making by Simple Majority Vote

In the absence of a consensus, and in all matters related to University policies,

resolutions or decisions, a majority decision of voting members present (or of all members, if the vote is conducted online), provided quorum is reached, is required.

8.5. Ties

In the case that a vote results in a tie, the Chair of the Faculty Senate shall be the tie-breaking vote.

8.6. E-Voting

By resolution of the Faculty Senate or decision of the Executive Committee, the Faculty Senate may vote online. The motion under consideration must be circulated to all Faculty Senate Members and voting must conclude within five working days after the motion under consideration is circulated. In the case of online voting, decisions will be made by majority decision of all Faculty Senate members.

8.7. Proxies

A Senate member who is unable to join a specific meeting or who must leave the meeting before its scheduled end, may, by written notice to the Chair, give their vote through another member in attendance. A voting member may receive only one proxy vote under this rule. The proxy shall expire upon adjournment of the meeting.

9. General Faculty Assemblies

9.1. Frequency and Purpose

The Senate shall call a General Faculty Assembly of the whole AUA faculty on a regular basis, and at least once per year. All faculty shall be invited to participate in the General Faculty Assembly and to actively deliberate on Senate matters. The purpose of the General Faculty Assembly is to provide a forum for the widest possible faculty discussions on matters pertaining to academics and the faculty and to inform the faculty about the work of the Senate.

9.2. Agenda

Any AUA faculty member may propose an agenda item for the General Faculty Assembly. Matters for inclusion in the agenda of an Assembly must be submitted to the Senate Chair no later than the Faculty Senate meeting prior to the scheduled General Faculty Assembly. The final agenda for the General Faculty Assembly shall be approved by the Senate and published at least one week before the Assembly.

9.3. Rules

The rules of the Senate apply to General Faculty Assembly discussions.

10. Standing Committees and Other Groups Subordinate to the Faculty Senate

10.1. Procedure for Establishing a Committee

10.1.1. Establishment

The Faculty Senate may establish standing committees, ad hoc committees or working groups as needed. The Faculty Senate may not delegate its decision-making authority to such subordinate committees.

10.1.2. Proposal to Establish a Standing Committee

A proposal to establish a standing committee shall be placed on the agenda in the same manner as any other item of Faculty Senate Agenda. A proposal to establish a standing committee shall be adopted by two-thirds vote of the Senate members⁵. The proposal shall include (1) the charge or tasks, (2) the term of service, if any, (3) size and/or bases for representation of the committee, (4) appointment of voting members and designation/selection of the chair, (5) appointment of non-voting members, provided such non-voting members are from the AUA community.

10.2. Term of a Standing Committee

10.2.1. Indefinite Term

Unless otherwise decided by the Faculty Senate at the time established, The standing committee is a committee of potentially unlimited duration. Once established by the Faculty Senate, a standing committee shall continue from year to year without the need for reauthorization or reinstatement or any further action by the Faculty Senate. The continued existence of a standing committee shall not be prejudiced by the permanent or temporary departure from the University of its members.

10.2.2. Dissolution

Although they are of a potentially unlimited duration, standing committees nevertheless serve at the pleasure of the Faculty Senate and upon the expiration of the usefulness of the standing committee or for any other reason, the Faculty Senate may choose to dissolve it.

10.2.3. Establishing Subcommittees

Standing committees are entitled to form subcommittees for the purpose of performing the tasks that have been assigned to the standing committee. The creation of such groups shall be reported to the Faculty Senate but the groups themselves operate under the guidance of the standing committee. These subcommittees serve at the pleasure of the standing committee that created them, and may be dissolved at any time by them. They are automatically dissolved upon the expiration of the standing committee that created them.

10.3. Membership in Standing Committees

10.3.1. Composition of Standing Committees

The composition of each standing committee will be specified in the charter of that committee.

Unless the Faculty Senate decides to the contrary, the standing committee composition is not required to be based on constituency representation. However, if the Faculty Senate decides that constituency representation is required, the constituency shall determine in a timely manner its representative on the standing committee.

⁵ If the vote takes place during an in-person meeting, the vote shall be by two thirds of the members present. If the vote takes place online, the vote shall be by two-thirds of all Faculty Senate members.

10.3.2. Eligibility for Membership in Standing Committees

Unless specifically stated by the composition rules set forth in each standing committee's charter, any member of the AUA community is eligible to volunteer for service on a standing committee.

Ex-officio members of the Senate may not be a member of standing committees unless otherwise prescribed by the committee's charter.

10.3.3. Selection of Standing Committee Members

The Standing Committee members shall be selected in accordance with the procedure set forth in each Committee's Charge and Procedure.

10.3.4. Term of Membership in Standing Committees

The term of a member's service in the standing committee shall be specified in the charter of that standing committee.

10.3.5. Removal of Committee Members

For good cause shown, and upon two-thirds vote⁶, the Faculty Senate may disqualify any person from sitting on any standing committee without regard to the status of the person's membership (voting, non-voting, ex officio, etc.) on any standing committee. By way of example, but not limitation, good cause for disqualification from a standing committee shall include repeated failure to attend meetings, misconduct that brings shame or disrepute to the faculty, or other misconduct that impairs the ability of the committee to function and conduct business.

10.3.6. Replacing Members

In case of vacancy, a replacement shall be selected within a reasonable time in the same manner as the departing member was selected.

10.4 Selection of Standing Committee Members

10.4.1. Notice of Vacancies on Standing Committee

Within one week after the formation of the Senate, the Chair of the Faculty Senate should send a notice to the Faculty Senators and the AUA community regarding any vacancies resulting from committee members' completing their term of service.

Should a space in a committee become vacant during the regular course of the academic year, a replacement shall be selected within a reasonable time in the same manner as the departing member was selected.

⁶ If the vote takes place during an in-person meeting, the vote shall be by two thirds of the members present. If the vote takes place online, the vote shall be by two-thirds of all Faculty Senate members.

10.5. Committee Charges

10.5.1. Charge Contents

At the time of approval, each committee shall have a developed charge. The charge shall outline committee composition and membership selection, a description of the tasks which fall under the committee's purview, and an outline of committee procedures.

10.5.2. Charge ratification and changes

The establishment and further ratification of a standing committee's charge shall be voted upon by a $\frac{2}{3}$ majority of the Faculty Senate members in attendance at the meeting in which the issue is voted upon.

10.6. Committee Meetings

10.6.1. Quorum

Quorum for committee meetings shall be specified in each committee's charge. For the purpose of determining a quorum for a standing committee meeting, only current members of the standing committee shall be counted.

10.6.2. Procedural Rules

Unless otherwise specified within this section, or unless waived by all members of the committee or group, the rules of the Faculty Senate apply to standing committees and other groups subordinate to the Faculty Senate.

10.6.3. Reporting

Standing committees shall send at least one representative to the regular meetings of the Faculty Senate in order to update the Senate on the activities and decisions of the committee. In case no member of the committee is able to attend, the committee Chair shall update the Faculty Senate Chair by email.

11. Communications

11.1. Duty to Inform

The officers of the Faculty Senate shall keep members of the AUA faculty informed of the current activities of the Faculty Senate and of its committees and working groups.

11.2. Website for matters of Public Record

A Faculty Senate shall maintain an Internet-accessible information source as a means of communication of the Faculty Senate and as a chronicle of developments that are important to the faculty. The webpage shall be open to the public (e.g., calendar and announcements, Faculty Handbook and other policies, Senate members and contacts, Senate committees and working groups). Areas of the Faculty Senate webpage may also be restricted to AUA faculty and selected AUA administrative officers (e.g., draft policies, resolutions, Faculty Senate minutes, and other documents).

12. Amendments to the Bylaws

12.1. Process

Amendments to the Bylaws shall be adopted in a two-step process.

Proposed amendments must be approved for consideration by a simple majority vote of the members present at the Faculty Senate Meeting and then must be ratified by a 2/3 absolute majority of the members of the Faculty Senate before going into effect.

12.2. Proposing Amendments for Consideration

Proposal and discussion of Bylaws amendments shall be in order only if they are on the agenda circulated before a regular or special meeting of the Senate.

12.3. Ratification of Proposed Amendment

An amendment can be approved by two-thirds vote⁷ of the Faculty Senate.

If the proposed amendment is submitted for ratification by correspondence, then all votes shall be submitted to the Secretary in the manner and by the deadline specified at the time the proposed amendment was approved. The voting period for correspondence voting shall end no sooner than one week and no later than two weeks after circulation of the proposed amendment.

12.4 Circulation of Approved Amendments

If approved by the Senate, the text of a proposed amendment will then be circulated by e-mail to all Senate members so that they may familiarize themselves with the changes.

12.5 No Conflict with Charter

No amendment may be in conflict with the provisions of the Faculty Senate Charter.

⁷ If the vote takes place during an in-person meeting, the vote shall be by two thirds of the members present. If the vote takes place online, the vote shall be by two-thirds of all Faculty Senate members.