

Upstate Faculty Bylaws

REVISED AND APPROVED JANUARY, 2022

MAINTAINED BY FACULTY COUNCIL OPERATIONS COMMITTEE

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Upstate Faculty Bylaws

(Updated with revisions approved January 2022)

These bylaws govern the Upstate Faculty body, representing all Faculty at the University. These bylaws, along with the Upstate Faculty Handbook, guide shared governance at Upstate. Article VII of these bylaws provides for a Faculty Council, which consists of officers elected from the body total as well as voting representatives from the four colleges.

Preamble

The mission of Upstate Medical University is to improve the health of the communities we serve through education, biomedical research and health care. Upstate Medical University is a state-operated institution of the State University of New York (SUNY) and under the SUNY Policies of the Board of Trustees is considered a “College” and its faculty “College Faculty” as provided for in Article X of the Policies. Upstate Medical University shall be referred to as “Upstate” for purposes of these Bylaws and college shall refer to any of the 4 colleges of Upstate.

The Faculty of Upstate share in Upstate’s mission and vision and hereby promulgate these Bylaws to provide a framework for the faculty to carry out its responsibilities in support of the mission of Upstate Medical University. The Faculty is committed to the principles and practices of equal opportunity and affirmative action in all aspects of Upstate.¹

In accordance with Article X, Section 5, of the SUNY Policies of the Board of Trustees (BOT)², the Faculty of SUNY Upstate Medical University, hereinafter referred to as Faculty, hereby adopts these Bylaws, which are intended to be consistent with the SUNY Upstate Policies of the Board of Trustees, the Bylaws and Governance Handbook of the SUNY University Faculty Senate and provisions of agreements between SUNY and United University Professions. The Faculty has the obligation to participate significantly in the initiation, development and implementation of the educational programs of Upstate. Faculty responsibilities broadly include, but are not limited to involvement and recommendations concerning the education, research and service missions of Upstate.²

These Bylaws reflect the responsibilities imposed upon the Faculty by the SUNY Board of Trustees and outline a model of governance that promotes respectful collaboration and honors the traditional role of faculty participation and responsibility in curriculum, instruction, research, scholarship and service related decisions.³ We acknowledge that Upstate’s Administrative Officers are ultimately responsible for the mission, operation and future of Upstate and that shared decision-making is an ideal to which we aspire, as we strive to jointly achieve the mission of Upstate. We recognize all actions under these Bylaws shall be advisory to the Chancellor and the chief administrative officer of Upstate.^{2 (X:5b)}

Approval: These Bylaws shall be in effect upon approval by the Upstate Faculty and President, in accordance with the Policies of the Board of Trustees.^{2 (X:5b)}

Notes

Explanatory Note on terms: According to Robert's Rules, "an officer who has served more than half a term in an office is considered to have served a full term."

Documents that inform these Bylaws include:

¹ [SUNY Faculty Senate Governance Handbook](#)

² [SUNY Policies of the Board of Trustees](#)

³ [New York Department of Higher Education](#)

⁴ [The 1966 Statement on Government of Colleges and Universities jointly developed by the American Council on Education, the American Association of University Professors, and the Association of Governing Boards of Universities and Colleges](#)

⁵ [SUNY University Faculty Senate Bylaws](#)

⁶ [Budget Handbook](#)

⁷ [Resolution on Guidelines for Campus Governance Involvement in Presidential Reviews, passed by the SUNY University Faculty Senate, April, 1991 – Appendix 11](#)

⁸ [Report of Faculty Evaluation of Administrators](#)

⁹ Personal communications with Stacy Mehlek, Faculty Appointment Specialist, Upstate Medical University

Articles I – IV: Name, Responsibility, Members & Officers

Article I: Name

The name of the organization representing all Faculty members shall be Upstate Faculty.

Article II: Responsibility ^{2,3,4}

The members of the Upstate Faculty have the obligation to participate significantly in the initiation, development, and implementation of the educational programs of Upstate and be responsible for the conduct of Upstate's education, research, and service programs.^{2(x:4)} The Upstate Faculty also votes on bylaw amendments, faculty senators, and members of standing committees.

Article III: Members

Membership of Upstate Faculty shall include: ^{2(x:1)}

A. With Vote: ^{2(x:3)}

1. SUNY Chancellor and Upstate President
2. Upstate Faculty with academic rank
3. Upstate Faculty with qualified rank
4. Research Foundation Faculty ^{2(x:3a)}
5. Administrative officers with faculty appointments

B. Without Vote:

1. Voluntary Faculty who are not Research Foundation Faculty
2. Administrative Officers in the classified service

Article IV: Officers

A. Chair

The President of Upstate Medical University shall serve as the chair of the Upstate Faculty in accordance with the SUNY Board of Trustees Bylaws. ^{2(x:2)}

B. Vice-Chair and Presiding Officer

The Chairperson of the Faculty Council, the elected and representative body of the Upstate Faculty, shall serve as the Vice-Chair and presiding officer of the Upstate Faculty. ^{2(x:3)}

C. Secretary

The Secretary of the Faculty Council shall serve as the Secretary of the Upstate Faculty.

Article V: Meetings

A. Regular Meetings (voting):

1. There shall be an annual meeting held at a time and place specified by the President.
2. Agenda and conduct of the annual meeting² consists of at least the following: ^(x:3)
 - a. The opportunity for the Chancellor and President to present their reports
 - b. Upstate Budget and State of the University (Upstate) address in accordance with the SUNY Board of Trustees Bylaws ^{2 (IX:A:4)}
 - c. Faculty Council report
 - d. SUNY University Faculty Senate Report
 - e. College governance reports

f. Voting members of the Upstate Faculty may submit an agenda item to the Secretary of the Upstate Faculty, a minimum of one-week prior to the annual meeting.

3. Additional regular meetings (voting) may be called with 30-day notice to the Faculty by:
 - a. The SUNY Chancellor
 - b. The Upstate President
 - c. The Executive Committee of Faculty Council
 - d. Ten voting members with representation of all four colleges upon signed petition

B. Special Meetings (non-voting):

Special Meetings may be called with seven days-notice to the Faculty by

1. The SUNY Chancellor
2. The Upstate President
3. The Executive Committee of Faculty Council
4. Ten voting members with representation of all 4 colleges upon signed petition
5. Agenda shall be limited to the call for the meeting.

C. Emergency Meetings (non-voting):

The Chancellor or President may call an emergency meeting of the Upstate Faculty with 24-hour notice.

D. Meeting Types (in-person, electronic, or hybrid):

Meetings of the Upstate Faculty – including regular meetings (including the annual meeting), special meetings, and emergency meetings – may be held in-person, electronically, or in-person with an option for electronic participation (“hybrid” meetings). When meetings are held electronically or with an option for electronic participation, electronic participation shall be considered to be presence at the meeting, and electronic votes shall be counted as official votes.

E. Voting

Voting may be conducted by electronic means or in person. Items requiring a vote must be submitted in writing to the Secretary of the Faculty Council 3 weeks prior to the vote.

F. Quorum

For any of the types of meetings listed above, the members present shall constitute a quorum.

G. Minutes

The Secretary is responsible for the minutes of any Upstate Faculty regular or special (voting) meeting.

Articles VI: Upstate SUNY Faculty Senators

Upstate SUNY Faculty Senators⁵

In accordance with the rules and regulations of the University Faculty Senate of the State University of New York, the voting faculty and non-faculty professional staff shall provide for the election of representatives to serve in the SUNY University Faculty Senate.

A. Responsibilities: ^{2,5}

1. Faculty Senators shall fulfill their responsibilities in the University Faculty Senate of the State University of New York, and in addition, shall perform the duties of these Bylaws by the parliamentary authority adopted by the Upstate Faculty or Faculty Council. ⁵
2. The SUNY University Faculty Senators serve as voting members of the Faculty Council. ¹

B. Eligibility:

Any person who has been a voting member of the Upstate Faculty (as defined in Article III) or a non-faculty Professional Staff member, for a minimum of 12 months

C. Number:

The number of Senators is determined by the policies and procedures of the State University of New York.

D. Term of Office:

1. Senators

a. Term of office is three years, beginning on July 1; no Senator may serve more than two consecutive terms unless at least one year has elapsed from the conclusion of the 2nd term.

b. No Senator may serve after termination of employment.

2. Alternates

Term is for three years coinciding with the Senator for which they are serving as alternate. The term must be the same as the Senator.

E. Nominations & Elections:

1. Nominations

a. The Faculty Council committee of Council Operations is responsible for the nominations process for Senators and their alternates according to its policies and procedures.

b. The Faculty Council Committee of Council Operations shall, in consultation with Human Resources, determine voting eligibility.

2. Elections

a. All professional staff of Upstate, both faculty and non-faculty, shall have a vote for the Senators and Alternates, through an electronic, secret ballot.

b. Election of Senators and Alternates is by plurality vote, with the provision that at least one Senator position, and corresponding Alternate position, shall be held by a faculty member.

3. Vacancies

a. In the event a Senator cannot fulfill his/her term through resignation, death, or declared vacancy, the Senator's Alternate shall assume the Senator's position and fulfill the remainder of the term. Re-election shall be consistent with the term of the vacating Senator.

b. A vacancy of an Alternate Senator position created in any manner shall be filled by election for the remainder of the unexpired term; an Alternate Senator position must be declared vacant if the Alternate Senator cannot perform the duties of office for a period of one academic year or longer.

c. If neither the Senator nor his/her Alternate are able to represent Upstate for a period in excess of four months during the academic year, both offices shall be declared vacant and the unexpired terms shall be filled through a new election.

d. If a leave of absence or other reason prevents a Senator or Alternate from performing the duties of office for a period of one academic year or longer, the position shall be declared vacant and a new election shall be held to fill the remainder of the unexpired term. An individual currently serving as an alternate may run in the election for a Senate seat that has been vacated in this manner.

Articles VII: Faculty Council

Faculty Council

The inter-collegial body called the Faculty Council will represent and express the voice of the Upstate Faculty. The Faculty Council will address issues that ***are of concern to more than one college***. Individual college issues are addressed through appropriate college level governance. Faculty Council involvement in multi-college issues is for promoting communication between colleges, development of recommendations for the betterment of Upstate, and influencing administrative actions and opinions.

A. Upstate Faculty Council Collaborative Relationships

The Faculty Council shall be the liaison between the Faculty and other constituencies of Upstate. It shall serve as the Faculty's governance body under these Bylaws. "Meaningful faculty consultation can only occur when direct communication of the issue needing resolution exists between the administration and the elected faculty representatives of the faculty governance organization or the entire Faculty. While this communication should occur as soon as possible when an issue is identified, the Faculty representatives should have time to provide a meaningful response. Normally a minimum of 30 days should be allowed. In special circumstances, a shorter time for Faculty response may be required. Ongoing, complete communication of important issues between the administration and the faculty governance body shall help improve decision making in the university." ¹

1. Upstate Council

At the invitation of the President and in accordance with the SUNY Board of Trustees Bylaws ^{2(VIII:3)}, the Faculty Council Chairperson shall serve as the faculty liaison to the Upstate Council, attending all regular meetings.

2. Administrative Officers and the President

a. The President is responsible to the Chancellor and the Board of Trustees for, and shall administer Upstate Medical University, promoting its development and effectiveness. The Upstate Faculty Council shall assist the President through the Council's significant participation in Upstate's governance processes.

b. The Administrative Officers, including the President, recognize the Faculty Council and its committees as the voice of the Faculty.

c. The Administrative Officers, including the President and at the discretion of the President, shall meet with the Faculty Council Executive Committee at least 4 times per year to discuss those activities, plans and/or changes in policies that affect the mission of Upstate.

d. The President shall consult with the faculty regarding Administrative Officer and Dean searches.

e. Any action of the Faculty Council is non-binding on the President, and in a collegial spirit input is provided for thoughtful consideration and discussion.

3. Upstate Medical University

a. The Faculty Council shall discuss and provide suggestions on proposals and policies regarding the mission of Upstate.

b. Academic Freedom

It is SUNY policy to maintain and encourage full freedom, within the law, of inquiry, teaching and research. The principle of academic freedom shall be accompanied by

a corresponding principle of responsibility ^{2(XI)}. The Faculty Council shall act for and represent the University Faculty in all matters pertaining to freedom of speech and assembly on the campus. While the Faculty recognizes that the authority to speak on behalf of the University resides with the President and can only be exercised by the President or the President's authorized delegates; the right to speak, at any level of governance, is a part of that person's right as a citizen and shall not be abridged by the institution (within the existing legal bounds relating to defamation of character).

4. College Governance Units/Organizations

a. These bylaws govern the entire University Faculty. As such, each College's Assembly bylaws must be in-compliance with these Bylaws.

b. The Faculty Council shall review and provide support for colleges regarding their Bylaws to assure compliance with Policies of the Board of Trustees of the State University of New York and with the Faculty Council bylaws provided, however, that the Faculty of individual colleges shall not be deprived of their own independent authority to make and revise their own Bylaws.

c. Council members shall be the primary mechanism for which communication occurs between colleges and the Council.

5. Students

The Upstate Faculty Council recognizes the value of an organized student voice and encourages student involvement on the Academic and Upstate Affairs standing committees. In addition, the Council encourages the colleges to engage representation from the students on their governing bodies.

B. Roles and Responsibilities of Faculty Council

The Faculty Council in concert with the colleges shall provide consultation to Upstate Administration on matters including but not limited to:

1. Development and conduct of education, research, and service programs of Upstate.
2. Search process and or selection of multi-college Administrative Officers and Deans. ^{2(IX: B:2)}
3. Strategic planning process for Upstate.
4. Upstate policies or standards regarding students and faculty that affect multiple colleges including but are not limited to:
 - a. Academic Affairs
 - b. Faculty Affairs
 - c. Awards and promotion to Distinguished Rank
 - i. SUNY Distinguished Service, Distinguished Teaching, Distinguished Professorship and Distinguished Librarian Awards
 - ii. SUNY Chancellor's Awards
 - d. Commencement
 - e. Related University programs (Library, Ed Comm., IT, public safety, etc)

5. Other Responsibilities

- a. Discuss and act upon all matters which the Council's Executive Committee place on the Faculty Council agenda.
- b. Review the reports of the Upstate University Faculty Senators, suggesting items to be taken up by the SUNY University Faculty Senate.
- c. Appoint special committees and task forces as needed to address relevant issues.

- d. Bring to the Faculty Council for report and/or discussion issues, concerns, and plans from within their college faculty governance organization, which have the potential to impact other colleges or the University overall. It is also their responsibility to bring information and suggestions back to their college faculty governance organization for discussion.
- e. Respond to University administration requests.

C. Membership

1. Each college shall have equal representation through two elected Councilors.
2. Voting Members of the Faculty Council shall be comprised of the three elected officers, eight members called Councilors and four SUNY University Faculty Senators:
 - a. Four SUNY University Faculty Senators (elected by the Upstate Faculty)
 - b. Two members from the College of Medicine (elected by COM faculty)
 - c. Two members from the College of Health Professions and Library (elected by CHP and Library faculty)
 - d. Two members from the College of Graduate Studies (elected by CGS faculty and Professional Staff)
 - e. Two members from the College of Nursing (elected by CON faculty)
3. Ex-officio members without vote include:
 - a. Alternate Councilors
 - b. Alternate SUNY University Faculty Senators
 - c. Chairs of the Standing Committees
 - d. Chairs of the individual colleges' governance bodies
 - e. Council immediate past Chair (unless a current seated Councilor)
 - f. Administrative Officers and Directors with cross-college responsibilities (e.g. President, Human Resources, Library, Education-Communications, etc.)
 - g. Student representative from the Upstate Student Government
4. No individual may simultaneously serve in multiple voting positions. If an occasion arises that puts an individual in more than one voting position, s/he will select one position and the other position will be filled according to bylaws.

D. Nomination & Election of Councilors and Alternates

1. Councilors and Alternates of the Faculty Council (except for SUNY Faculty Senators) are elected from the college of their primary appointment.
2. Alternates are elected simultaneously with the Councilor for the same terms. If, at any time, there are fewer than two alternates, an alternate may serve for more than one Councilor. The names of those elected are submitted by a specified date to the Council Operations committee according to individual college governance policies and procedures.

E. Terms

1. Terms of Councilors shall be 3 years, or until a successor is elected, beginning on July 1.
2. Alternate Councilors shall serve simultaneous terms with Councilors and be limited to two consecutive terms as an Alternate.
3. Councilors shall serve no more than two consecutive terms in any office unless one year has elapsed from the conclusion of the 2nd term.
4. Elected Councilors or their alternate must attend at least 75% of all regular Council meetings, annually. If more than 25% of all regular meetings are missed without representation that Councilor is automatically removed and cannot be eligible for

membership for a period of two years, following the year of removal. The Councilor's alternate then shall serve out the remainder of the Councilor's term.

F. Vacancies

1. In the event a Councilor cannot complete the term, the Alternate shall serve the remainder of the term. If less than half of a full term is completed by the Alternate, the Alternate is eligible to be elected for two full terms.
2. If both the elected Councilor and Alternate are unable to complete their term, the Secretary of the Faculty Council shall ask the college governing body Chair to appoint a representative in accordance with the college's bylaws.

G. Officers

1. Council Officers shall be the Chairperson, Vice-chairperson, and Secretary. To be eligible, the nominee shall have been a full-time member of the Upstate Faculty (excluding Voluntary Faculty) for a minimum of three years and have demonstrated experience in faculty governance.

2. Election of Council Officers

- a. The Council Operations committee shall present a slate of officers at the March meeting in accordance with the Faculty Council policies and procedures.
- b. Council Officers shall be elected from the voting members of the University Faculty by a plurality vote no later than the May meeting and shall assume office July 1.
- c. Ballots are secret and votes may be written or electronic.
- d. Procedures for conducting the election are in accordance with the policies of the Faculty Council.

3. Terms

- a. Council Officer terms shall be 3 years or until a successor is elected.
- b. Council Officers may be re-elected for one additional term in the same office.
- c. One year must elapse before being eligible for additional terms in the same office.
- d. Term limitations are for a single office. A faculty member may serve in multiple offices consecutively without limitation.

4. Vacancies

- a. In the event of a Chair vacancy, the Vice-chair shall serve as Chair for the remainder of the term.
- b. Should the Vice-Chair or Secretary be unable to serve or be removed from office, the Council Operations committee shall present a slate for a replacement at the next regular Council meeting, provided that a notice to this effect is put on the agenda and distributed at least one week in advance of the meeting.
- c. Election for a replacement shall be by majority vote of the Faculty Council.

5. Responsibilities of the Council Officers

a. Chair

- i. Presides at the Upstate Faculty and Faculty Council meetings.
- ii. At the invitation of the President, attends meetings of the President's Leadership Council. ^{2(VIII: 3)}
- iii. Represents the Faculty at any other meetings or events as deemed appropriate by the Administrative Officers, the President, or the Faculty Council.

- iv. Participates in the SUNY Faculty Senate as a Campus Governance Leader.
- v. Appoints standing committee chairs, in consultation with the Executive Committee.
- vi. Consults with the President regarding agendas for the University Faculty meeting and Faculty Council meetings.
- vii. Presents the agenda for Faculty Council and Upstate Faculty meetings.
- viii. Has the discretion to invite any person to attend a Faculty Council meeting and to speak within limits set by the Faculty Council Executive Committee.
- ix. Makes an annual report of the Faculty Council at the Upstate Faculty meeting.
- x. Considers any business brought before the Upstate Faculty and Faculty Council.

b. Vice-chair

- i. Assists the Faculty Council chair in fulfilling the duties of Chairperson.
- ii. Presides at meetings of the Upstate Faculty and Faculty Council meetings in the absence of the Council Chair.
- iii. Fills the unexpired portion of the term of the Chair in the event the Chair's office becomes vacated or the Chair is unable to complete the term.

c. Secretary

- i. Is responsible for ensuring the minutes of Upstate Faculty and Faculty Council meetings are recorded and disseminated.
- ii. Records attendance at Upstate Faculty and Faculty Council meetings.
- iii. Works with and provides input to the Human Resources department regarding an official and current membership list of Faculty.
- iv. Notifies Faculty and Administrative Officers, including the President, of meetings in accordance with the Faculty Council's policies and procedures.

H. Meetings

1. Regular (voting)

There shall be at least 6 regular, open meetings, called with 30-day notice.

- a. Any person may be invited by the Chair to attend a meeting and speak within the limits imposed by the Chair.
- b. Faculty who are not members of the Faculty Council have the right to speak and make motions upon recognition of the Chairperson. They may obtain the same privileges by written request to the Chairperson of the Faculty Council or by majority vote of the Council at any meeting.
- c. Additional regular meetings (voting) may be called with 30-day notice to the Faculty by the:
 - i. SUNY Chancellor or Upstate University President
 - ii. Chairperson of the Faculty Council Executive Committee, or
 - iii. Five members of the Council with written, signed petition
 - iv. Agenda and Conduct of the Meeting
 - (a). The Chairperson of the Faculty Council submits the agenda of any meeting to the Faculty one week prior to the meeting.

- (b). The Chancellor and President must have the opportunity to present reports.
- (c). Other reports include:
 - (1). Senators' report
 - (2). College reports
 - (3). Standing committee reports
- (d). Any member of the faculty may submit an agenda item, provided it is submitted to the Secretary of the Faculty Council prior to the dissemination of the agenda and is approved by the Faculty Council's Executive Committee.
- (e). The Faculty Council's Secretary or designee shall record attendance.
- (f). Voting
 - (1). A Quorum of two-thirds of the Faculty Council's elected members is required for any action.
 - (2). An alternate may vote in a Councilor's absence upon notification to the Secretary prior to the vote.
- (g). Minutes: The Secretary of the Faculty Council is responsible for ensuring minutes are recorded and disseminated.
- (h). The Faculty Council shall adopt such rules for transaction of its business as it may deem necessary.
- (i). The Faculty Council may appoint someone to serve as parliamentarian to advise in matters of parliamentary procedure.

2. Special Meetings (non-voting)

- a. Special meetings of the Faculty Council may be called with 7-day notice to the Faculty by:
 - i. The SUNY Chancellor
 - ii. The Upstate University President
 - iii. The Chairperson of the Faculty Council Executive Committee, or upon
 - iv. Ten members of the Faculty with representation of all four colleges and the Library upon signed petition.
- b. The business of a special meeting shall be confined to the announced purpose of the meeting.

3. Special Forums

The Executive Committee of the Faculty Council in accordance with the policies and procedures of the Faculty Council may call special forums. No official business can be conducted at a special forum.

4. Meeting Types (in-person, electronic, or hybrid)

Meetings of the Upstate Faculty – including regular meetings, special meetings, special forums, and committee meetings – may be held in-person, electronically, or in-person with an option for electronic participation (“hybrid” meetings). When meetings are held electronically or with an option for electronic participation, electronic participation shall be considered to be presence at the meeting, and electronic votes shall be counted as official votes.

I. Committees

1. Executive Committee

- a. The Officers of the Faculty Council and the immediate past-Chair shall comprise the Executive Committee.
- b. The Executive Committee shall act on behalf of the Faculty Council between meetings.
- c. Meetings of the Executive Committee shall be held at regular intervals.
- d. Three of four voting members of the Executive Committee shall constitute a quorum.
- e. The Executive Committee may adopt such rules for transaction of its business, as it may deem necessary.

2. Standing Committees shall be Academic Affairs, Upstate Affairs, Faculty Affairs and Council Operations.

- a. General responsibilities of standing committees in consultation with the appropriate Upstate constituency shall be to:
 - i. Bring to committee for report and/or discussion those issues, concerns, and plans from their college faculty governance which fall within the purview of the committee and bring information and suggestions back to their college faculty governance for discussion.
 - ii. Request information and reports from, and provide suggestions to: the President, appropriate President appointed committees, other administrative officers and college assembly chairs with respect to any matter affecting Upstate.
 - iii. Deal with matters referred to the committee.

b. Committee specific areas of involvement

i. Academic Affairs¹

The Academic Affairs committee shall be responsible to address issues such as but not limited to:

- (a). Interprofessional Education: educational opportunities with potential for multi-college involvement.
- (b). Accreditation issues and experiences.
- (c). Commencement and Faculty Convocation.
- (d). Infrastructure and planning as it relates to the academic mission of Upstate.
- (e). Upstate Faculty research issues.
- (f). Academic calendars of Upstate. ¹
- (g). Supportive services. (i.e. library, informational technology, etc.)
- (h). Addressing other issues as assigned by the Faculty Council.

ii. Upstate Affairs

The Upstate Affairs committee shall be responsible to address issues such as but not limited to:

- (a). Participating in budget process through President's Budget Forums or other appropriate mechanisms.⁶
- (b). Participating in the development and implementation of the strategic plan process.

- (c). Participating and providing suggestions regarding University-wide initiatives affecting student and faculty life such as diversity and environmental programs and regional community involvement. ¹
- (d). Discussing and providing suggestions regarding University Faculty and Student Judicial policy and professionalism standards.
- (e). Address other issues as assigned by the Faculty Council.

iii. Faculty Affairs

The Faculty Affairs committee shall be responsible to address issues such as but not limited to:

- (a). Reporting on Faculty demographics.
- (b). Faculty development programs and activities.
- (c). Evaluation of Faculty teaching effectiveness.
- (d). Faculty awards.
- (h). Multi-college administrators' search process. ^{1,2(IX:B:2)}
- (i). Participate in multi-college Administrative Officers' and President performance review process. ^{1,7(C:2), 8}
- (j). Addressing other issues as assigned by the Faculty Council.

iv. Council Operations

The Council Operations committee shall be responsible to address issues such as but not limited to:

- (a). Conducting nomination and election process for
 - (1). SUNY University Faculty Senators
 - (2). Faculty Council Officers
 - (3). Standing Committee members
- (b). Periodic review of the Faculty Governance and SUNY Board of Trustees Bylaws including pertinent Upstate and SUNY policies to ensure compliance.
- (c). Oversight of Faculty Council and committee performance.
- (d). Oversight and updating of Faculty Governance webpage.
- (e). Addressing other issues as assigned by the Faculty Council.

c. Composition of Standing Committees

- i. Standing committees shall be comprised of at least five faculty members, with representation on each committee from at least three of the five academic entities: College of Graduate Studies, College of Health Professions, College of Medicine, College of Nursing, and the Health Sciences Library. There is no maximum number of members that can serve on a committee.
- ii. Terms of committee members shall be three-years. To serve an additional term, a committee member must be nominated or self-nominate as described below ("Nomination and Approval Process for Members of Standing Committees").
- iii. A member may serve unlimited terms on the same committee.
- iv. The student governing body shall be invited to appoint one undergraduate and one graduate student to serve on the Academic and University Affairs committees for a term of 1 year. These students may serve

unlimited terms, but must be reappointed by the student governing body each year.

- d. Nomination and Approval Process for Members of Standing Committees
 - i. A call for nominations for committee membership will be made to the entire faculty prior to the March meeting. Nominations may be made by self or by another. A nomination is not considered official until a consent to be nominated is received from the nominee.
 - ii. All nominees who have consented to serve will be placed on a ballot; the ballot will be sent to the entire faculty by May 1.
 - iii. For each nominee to be approved to serve on a committee, the nominee must receive more ballots cast in the affirmative (“yes”) than in the negative (“no”). Abstentions will not be counted.
 - iv. Terms begin July 1.
 - e. Mid-term Appointments
 - i. Between voting cycles, the Faculty Council’s voting members may appoint members to standing committees by majority consent of those voting (given a quorum).
 - ii. An appointed member’s term expires on the next May 31. To continue their committee membership, appointed members must be nominated or self-nominated, and be approved by ballot as described above.
 - f. Chairpersons of Standing Committees
 - i. The Chair of the Faculty Council with consultation from various constituencies shall select the chairpersons of each standing committee.
 - ii. The committee chair serves at the will of the Faculty Council Chair and resigns as committee chair at the end of the Faculty Upstate Council Chair's term.
3. Special committees/task forces The Faculty Council may establish committees and task forces as necessary.

Articles VIII – X: Parliamentary Authority, Amendments & Ratification of Bylaws

Article VIII: Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Upstate Faculty and Faculty Council 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, the Upstate Faculty and Faculty Council.

Article IX: Amendments

Through the Upstate Faculty Council Operations Committee, the Faculty Council shall review these Bylaws periodically but not less than every two years.

Bylaw amendments may be initiated by any member of the Upstate Faculty with a written petition of ten faculty signatures representing all the colleges.

These Bylaws may be amended by a simple majority of those University Faculty members voting, provided that the proposed amendment is published and distributed to the University Faculty at least 30 days in advance of the vote.

The Bylaws shall be consistent with and subject to the Policies of the Board of Trustees of the State University of New York, the laws of the State of New York and the provision of agreements between the State of New York and the certified employee organization established pursuant to Article 13 of the Civil Service Law. The Faculty Council Operations Committee shall update these bylaws, without vote, to maintain consistency with any changes made to superseding SUNY documents.

Provisions of these Bylaws concerning consultation with the Faculty shall be subject to the approval of the President. All actions under these Bylaws shall be advisory to the Chancellor and the President. ^{2(X:5-b)}

Council Operations committee shall make editorial changes to these bylaws as needed. Changes considered editorial are at the discretion of the Council Operations committee. Editorial changes are defined as simple changes in grammar, punctuation, or wording that improve clarity, accuracy, or readability, but do not change the meaning of the document.

These bylaws were formally approved in February 2020 by a vote of the faculty.
Initially ratified on July 17, 2012

Article X: Ratification of Bylaws

Bylaws and amendments voted upon and approved by the Faculty shall become effective upon signed approval of the President.

Bylaw Definitions ²

As used in these Bylaws, unless otherwise specified, the following terms shall mean:

1. **Upstate:** Upstate Medical University including the College of Health Professions, College of Nursing, College of Graduate Studies, College of Medicine, and such other colleges as may hereafter be established by the State University of New York Upstate Medical University.
2. **Board of Trustees:** The Board of Trustees of the State University of New York.
3. **Chancellor:** The Chancellor of the State University of New York.
4. **President:** Chief Administrative Officer of SUNY Upstate Medical University.
5. **Upstate Council:** The University Council at Upstate as required under New York Education law Section 356 and as provided for in Article VIII of the Policies of the SUNY Board of Trustees.
6. **Professional staff:** All persons occupying positions designated by the Chancellor as being in the unclassified service.
7. **Academic Rank:** Rank held by those members of the professional staff having the titles of professor, associate professor, assistant professor, and instructor, and rank held by members of the professional staff having the titles of librarian, associate librarian, senior assistant librarian, and assistant librarian.
8. **Academic Staff:** The staff comprised of those persons having academic rank or qualified academic rank. Also known as Faculty.
9. **Qualified Academic Rank:** Rank held by those members of the academic staff having title of lecturer or titles of academic rank preceded by the designations "clinical" or "visiting" or other similar designation.
10. **Research Foundation Faculty:** Voluntary (not paid by SUNY) faculty with courtesy faculty appointment.⁹
11. **College:** Academic component of Upstate Medical University as defined by the Administration of SUNY Upstate Medical University that includes the Colleges of Health Professions, Nursing, Medicine and Graduate Studies.
12. **Administrative Officers:** Inclusive of the President, Deans, Academic Affairs Officers, Library Director and Vice-presidents.
13. **Upstate Faculty:** the organization comprised of all the full and part-time members of Upstate Faculty and chaired by the Upstate University President.
14. **Upstate Faculty Council:** The elected body of the Upstate Faculty that represents the entire Upstate Faculty.
15. **Councilor:** Those elected representatives from each college to the Faculty Council.
16. **Upstate college governance bodies:** Medical College Assembly, College of Health Professions, Nursing and Library Faculty Assembly and Graduate Faculty Organization.
17. **Upstate college representative bodies:** Medical College Assembly Executive Committee (MCAEC), Graduate Council of the College of Graduate Studies.