

- (A) Name. The name of this body is the university council.
- (B) Defining shared governance. The university council will operate under the principle of consultative decision-making whereby the opinion and advice of the university council membership are sought, but decision-making authority remains with the board of trustees and its appointed agent, the university president. Thus, the university council will function in a manner consistent with information sharing and discussion rather than joint decision-making. The university council provides open lines of communication and informs university administration on matters of planning, policy, and programs that are pertinent to the fulfillment of the university's mission. University council recommendations shall be referred to the president, as provided for in these bylaws. The faculty senate remains the sole body which proposes curricular and academic changes to the board through the president.
- (C) Duties:
- (1) The university council is the representative and legislative body of the university that deliberates and makes recommendations to the president on matters such as strategic planning, university policy, and other substantive matters that pertain to the strategic direction, and operations of the university.
 - (2) The university council provides the integrated framework for both strategic and ongoing planning, decision-making and oversight of the university's strategic plan. It helps to ensure that the goals and objectives of the strategic plan are realized.
 - (3) Based on input from university council committees and its own deliberations, university council contributes to ensuring that university policy is based on sound principles of shared governance, sound reasoning and adequate information.
 - (4) The university council receives inputs on policy issues from constituent members of the university community. Through an executive committee, it refers those inputs to the appropriate standing committee for discussion and recommendation to university council.
 - (5) The university council shall provide recommendations within a time frame specified by the president to fit the calendar and agendas of the board of trustees.
 - (6) The university council receives and discusses reports of the standing committees of university council. It deliberates and votes on their recommendations, and it refers them back to committees, when necessary.

- (7) The university council considers reports or recommendations from campus constituent groups from which it draws its membership, as well as from the president, provost, and university council standing committees.
 - (a) All recommendations passed by the university council shall be forwarded to the president.
 - (b) Within forty-five calendar days of receipt of a passed recommendation, the

campus group shall be reported in writing to the executive committee and

(7) Membership of the executive committee.

(a) The executive committee shall be comprised of eight voting members:

(i) The officers of university council are the officers of the executive committee.

(ii) There shall be five additional members, one from each of the constituency groups (faculty senate, CPAC, SEAC, USG, and GSG). They shall be elected by their constituency's elected/selected representatives to university council from amongst themselves.

(iii) Terms for executive committee members shall be for two years except USG and GSG terms which shall be for one year.

(b) The SVPP will be an ex officio non-voting member.

(c) Elections shall be held by secret ballot.

(8) Each standing committee shall consist of twelve elected/selected members and one appointed administrator for support:

(a) Membership.

(i) Ten members: two members from each of the following constituent groups: faculty senate, CPAC, SEAC, USG and GSG. At least one of the two representatives from each constituency shall be from its respective at-large community, i.e., not a member of the representative body.

(ii) One member: dean from the council of deans.

(iii) One member: department chair/school directors from the association of department chairs.

officers and providing administrative support to the officers of the committee sufficient to achieve the work of the committee.

(b) Officers.

- (i) At the first meeting of the university council year, the appointed administrator for support shall coordinate an election for the

constituency group that selected or elected them. If this approval is not granted, a vacancy may be declared.

(ii) Is unable to regularly attend meetings due to conflicting professional duties, imperative personal affairs, illness, or student class schedule.

(iii) Has, without notice, missed more than three regular meetings of the university council or of regular meetings of standing committees during the previous twelve months.

(b) Should a university council vacancy occur the university council chair shall notify the appropriate unit to select a new member to fill the vacant seat for the balance of the unexpired term.

(c) Should a standing committee vacancy occur, the committee chair shall notify the university council chair to notify the appropriate unit to select a new member to fill the vacant seat for the balance of the unexpired term.

(E) Service support.

(1) Membership on university council or its committees contributes significantly to the university and is therefore an essential component of university service by faculty, staff, contract professionals and students.

(2) The administrative and academic units shall recognize that active service on university council and its standing committees, where not in conflict with established unit performance guidelines, is critical to the functioning of the shared governance system of the university and recognize such service accordingly. Administrators who find that such service is in conflict with established unit performance guidelines shall communicate that finding in writing to the executive committee.

(3) Membership carries expectations of attendance at and preparation for committee meetings. The chair, appointed administrator for support, vice chair, and secretary of each committee has the responsibility to encourage all committee members to contribute in a substantial manner to committee activities.

(4) Supervisors or instructors of members of university council are expected to support all university council committee member activities and consider such service as both professional development and part of the member's work duties.

(5) University council membership work shall be planned to the greatest extent possible and should not diminish unit-level activities.

- (6) Contributions to university council shall be considered in the annual assessment of employee performance and shall be recognized appropriately in the compensation decision-making process. Supervisors may choose to secure feedback from the chair and appointed administrator for support on the level of involvement of their employees in university council activities.
- (7) Students shall work in advance to make arrangements with instructors regarding missed assignments via the assignment completion form in the event university council business should overlap with class per the guidelines for absence due to participation in university sponsored events policy, approved by the faculty senate and the board of trustees in 2007.

(F) Material and record support.

- (1) Material support. The university shall, subject to approval of the board of trustees, provide suitable office space, a budget for appropriate expenditures including funds for providing reassigned time or stipends to officers, and at least one full-time staff person for support of the university council activities.
- (2) Appointed administrators for support for standing committees are responsible for providing materials support to the committee to which they are assigned.
- (3) Records. All inactive documentary material and related records of the council shall be handled in a manner consistent with rule 3359-11-11 of the Administrative Code.

(G) Meetings.

- (1) Meeting requirements.
 - (a) Meeting agendas of university council and each standing committee shall be distributed with the meeting announcement.
 - (b) Meetings shall be held in physical or digital form where all members are able to communicate synchronously. Email can be used to inform the activities of a meeting, but cannot be used to replace a meeting.
 - (c) Members cannot designate individuals to substitute for them when they are unable to attend a meeting.
 - (d) For purposes of conducting business, a quorum of the council shall be a majority of the filled council seats. ~~members present in person.~~

The executive committee is responsible for agenda-setting and coordination of the work of university council to facilitate deliberation, communication and action. Executive committee recommendations shall be considered in a timely manner by the standing committee to which it is referred.

(1) Duties of chair, vice-chair and secretary.

- (a) Duties of the chair of the university council/executive committee: Presides over meetings of the university council and executive committee, calls special meetings of the university council, acts as or designates the official spokesperson for the university council in all of its external communications, forwards to the president all recommendations passed by the university council, supervises the clerical staff of the university council, and undertakes such tasks as are directed by the council. Upon the expiration of the chair's term of office, the ex-chair shall for one year be a non-voting member, ex officio of the university council if he or she otherwise would not be a member. During that period, the ex-chair shall also be a non-voting member ex officio of the executive committee.
- (b) Duties of the vice chair of the university council/executive committee: Assists the chair in such ways as the latter may request; and in the absence of the chair, the vice chair presides over the meetings of the university council/executive committee.
- (c) Duties of the secretary: Records, transcribes and distributes the proceedings of the university council to all constituent groups and interested members of the university, assists the chair in such ways as the latter may request, has custody (jointly with the chair) of the books, records, physical facilities, and tangible property of the university council, and arranges for the orderly conduct of the business of the university council. In the absence of the chair and vice chair, the secretary presides over meetings of the university council.

(2) Responsibilities of the executive committee.

- (a) The executive committee shall forward university council policy recommendations to the president, and monitor their disposition.
- (b) When policies are enacted by the board of trustees, the executive committee shall monitor their implementation or may delegate such monitoring to a standing committee.

- (c) The executive committee shall ensure that all policy questions that come to the university council will be referred to the appropriate standing committee for discussion and recommendations to university council. It shall also ensure that their disposition is managed through a system that will be available to all members of the university community.
- (d) The executive committee shall accept items for consideration by university council or one of the university council standing committees, from the president, or the SVPP or from a member of the university council constituency groups.
- (e) The executive committee shall oversee and monitor the operations of the standing committees and ensure that the business of the ~~standing~~ ~~to~~ the executn

- (a) Recommends mid and long-range plans for standing committee work.
- (b) Provides recommendations for action on policy, operations, organization and other matters related to the committee domain to the university council.
- (c) Develops procedures and measures to be used to evaluate progress toward achieving the goals of the mid and long-range plan(s).
- (d) Conducts an annual assessment of the progress toward achieving the goals of the mid and long-range plans(s) based on the procedures and measures referenced above.
- (e) Reports monthly to the full university council in writing made available electronically.
- (f) Participates in evaluation of the development of objectives, strategies, initiatives, and action steps for academic support units to enable the academic units to successfully accomplish the academic mission of the university.

(2) The standing committees of university council are:

- (a) Student engagement and success committee.

The student engagement and success committee is responsible for studying, monitoring and making recommendations regarding the university's student engagement and success strategies and practices in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

- (b) Information technology committee.

The information technology committee is responsible for studying, monitoring and making recommendations regarding information technology planning, policies, strategies and practices in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

- (c) Budget and finance committee.

The budget and finance committee is responsible for studying, monitoring and making recommendations to university council on the development of all university budget, finance and purchasing policies and resource allocations in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(d) Physical environment committee.

The physical environment committee is responsible for studying, monitoring and making recommendations related to overall campus planning, safety, and the use and assignment of university space, physical facilities and equipment in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(e) Communications committee.

The communication committee is responsible for: assessing and making recommendations regarding the university's internal/external communication strategies and practices; providing/receiving feedback to/from university council on systemic communication issues; tracking issues that have a direct institution-wide impact and recommend action as appropriate; gathering feedback from the constituents that each committee member represents and bring attention to issues for consideration by the whole committee in collaboration with staff, contract professionals, faculty and students in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(f) Recreation and wellness committee.

The recreation and wellness committee is responsible for studying, monitoring and making recommendations on strategies and policies regarding intercollegiate athletic and recreational sports and wellness issues in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(g) Talent development and human resources committee.

The talent development and human resources committee is responsible for studying, monitoring and making recommendations on the

development of all university policies and practices relating to inclusive excellence and to the wellbeing of employees of the university, subject to existing contractual agreements. Issues of wellbeing would include but are not limited to fringe benefits, insurance, employee performance, recreation and wellness and other aspects of working conditions in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(h) Institutional advancement committee.

The institutional advancement committee is responsible for studying, monitoring and making recommendations on development and alumni issues in collaboration with staff, contract professionals and faculty in appropriate departments. These recommendations shall be forwarded to the university council for consideration.

(J) Rules. The parliamentary authority for the university council shall be "Robert's Rules of Order," in its most recent edition. In any conflict between the university council bylaws and "Robert's Rules of Order," the council bylaws take priority. A person who is not a member of the university council shall be appointed parliamentarian by the chair of the university council.

(K) Amendments.

- (1) Amendments to these bylaws may be proposed in writing by a member of university council at any regularly scheduled meeting.
- (2) A vote by the university council on a proposed amendment may be taken only at a subsequent regular or special meeting of the university council.
- (3) To pass, a proposed amendment requires a positive vote by at least two-thirds of the voting members present at a regular or special meeting of the council.
- (4) Amendments shall take effect upon approval by the board of trustees.

(L) Authority of board of trustees. Notwithstanding the preceding, Ohio law vests full authority and responsibility for the operation of the university in its board of trustees which retains and reserves exclusively to itself all rights, powers, prerogatives, responsibilities, and authority vested in it, whether exercised or not. Nothing in this rule shall be construed to limit, reduce, modify, or relinquish any authority or power of the board to govern the university consistent with the powers conferred on the board by law. Any delegation of authority by the board may be enlarged, reduced, modified, or withdrawn at the discretion of the board.

Effective: 12/18/2017

Certification: _____
M. Celeste Cook
Secretary
Board of Trustees

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