

ACADEMIC COUNCIL

BYLAWS (January 2016)

INTRODUCTION

University Canada West (UCW) is committed to **the highest principles of** academic governance that incorporates formal and structured input from faculty, staff, and students **alumni and program advisory committee members** related to program and institute-wide academic decisions. Academic Council's primary focus is the academic quality of all new and existing programs.

Academic Council is the senior academic body of the University. Among other things, it advises on University academic standards, academic policies, and program approval and review. While financial decisions are made by the President in consultation with the Board, the determination that a program meets the academic requirements and standards of the University is that of the Academic Council.

The following Bylaws provide UCW's academic governance framework.

1.0 POWERS OF ACADEMIC COUNCIL

1.1 Academic Council shall advise and recommend on the following:

- 1.1.1 the mission and vision, educational goals, objectives, strategies, and priorities of the university;
- 1.1.2 any program proposals advanced to the Degree Quality Assurance Board for new programs or substantial and material amendments to existing programs;
- 1.1.3 the establishment, revision, or discontinuance of programs at the University;
- 1.1.4 the evaluation of programs and educational services;
- 1.1.5 policies concerning the library and resource centres;
- 1.1.6 policies on qualifications for faculty members;
- 1.1.7 the adjudication procedure for appealable matters of student discipline;
- 1.1.8 cancellation of programs or courses offered by the institution;

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- 1.1.9 the consultation with community and program advisory groups concerning the university's educational programs; and
 - 1.1.10 other matters specified by the Board
 - 1.1.11 setting the academic schedule
- 1.2 Academic Council shall decide on or approve academic and educational policies and services, including:
- 1.2.1 how its meetings and proceedings are conducted, including determining how a Vice Chair is selected;
 - 1.2.2 criteria for awarding credentials including degrees and honorary degrees;
 - 1.2.3 curriculum standards for programs leading to degrees;
 - 1.2.4 qualifications required of applicants for admission as students to the university or to a program, department or faculty of the university
 - 1.2.4 policies concerning examination and evaluation of student performance;
 - 1.2.5 policies concerning student withdrawal from courses, programs, or the university;
 - 1.2.6 criteria for academic standing, academic standards, and the grading system;
 - 1.2.7 policies and procedures for appeals by students on academic matters and establishing a final appeal forum for these appeals;
 - 1.2.8 policies on curriculum evaluation for determining whether courses or programs, or course credit, from another university or body are equivalent to courses or programs, or course credit at the university and courses or programs, or course credit, from one part of the university are equivalent to courses or programs, or course credit, in another part of the university;
 - 1.2.9 policies with respect to university research and research ethics;
 - 1.2.10 policies regarding residency requirements for awarding credentials for courses and programs; and
 - 1.2.11 other matters specified by the Board.

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2.0 MEMBERSHIP

Academic Council is composed of the following:

- 2.1 the University President, who is its Chair;
- 2.2 the University Vice-President Academic, or equivalent;
- 2.3 the Chief Administrative Officer, or equivalent;
- 2.4 the Deans, Program Chairs, or senior academic position holders, of Faculties;
- 2.5 the Librarian;
- 2.6 the Registrar;
- 2.7 six (6) faculty members with representation from each degree program and including full time and part time appointments;
- 2.8 one (1) support staff member;
- 2.9 three (3) student members, one each of undergraduate, graduate, and online students;
- 2.10 one (1) alumni member who is not a faculty member; and
- 2.11 one (1) member who is appointed by the Board of Governors (non-voting).

3.0 TERMS AND VACANCIES

3.1 The term of office for Academic Council Members will normally be as follows:

- Faculty, Alumni and Board members – 3 years
- Staff members – 2 years
- Student members – 1 year

Faculty terms will be staggered such that no more than two of the six faculty appointments will end any given year, starting in 2017.

3.2 Council plans for orderly transitions by ensuring appointment terms overlap so that normally, no more than one-third of Council membership changes annually.

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- 3.3 Appointed members who are not ex-officio may serve more than one term.
- 3.4 If a member resigns from Council, the Chair may appoint a replacement member to complete the remaining portion of that term.
- 4.0 CONFLICT OF INTEREST**
- 4.1 In general, a conflict of interest exists for Academic Council Members who use their position at Academic Council to benefit themselves, friends, or families.
- 4.2 A Member should not use his or her position with Academic Council to pursue or advance the Member's personal interests, the interests of a related person, the Member's business associate(s), corporation, union or partnership, or the interests of a person to whom the Member owes an obligation.
- 4.3 An Academic Council Member shall not directly or indirectly benefit from a transaction with the University over which a Member can influence decisions made by the University.
- 4.4 An Academic Council Member shall not take personal advantage of an opportunity available to the University unless the University has clearly and irrevocably decided against pursuing the opportunity, and the opportunity is also available to the public.
- 4.5 An Academic Council Member shall not use his or her position with Academic Council to solicit clients for the Academic Council Member's business, or a business operated by a family member, close friend, business associate, corporation, union or partnership of the Member, or a person to whom the member owes an obligation.
- 4.6 Every Academic Council Member shall avoid any situation in which there is, or may appear to be, potential conflict which could appear to interfere with the Member's judgment in making decisions in the University's best interest.
- 4.7 There are several situations that could give rise to a conflict of interest, including but not limited to accepting gifts, favours or kickbacks from suppliers, close or family relationships with outside suppliers, passing confidential information to competitors or other interested parties, or using privileged information inappropriately.
- 4.8 Disclosure:
- 4.8.1 An Academic Council Member shall fully disclose all circumstances that could conceivably be construed as or perceived to be a conflict of interest.

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- 4.8.2 An Academic Council Member shall, immediately upon becoming aware of a potential conflict of interest situation, disclose the conflict (preferably in writing) to the Academic Council Chair. This requirement exists even if the Member does not become aware of the conflict until after a transaction is complete.
- 4.8.3 If an Academic Council Member is in doubt about whether a situation involves a conflict, the Member shall immediately seek the advice of the Academic Council Chair. If appropriate, Academic Council may seek advice from the University's legal counsel.

5.0 CONFIDENTIAL INFORMATION

Confidential information includes proprietary academic, student, technical, business, financial, legal, or any other information that the University treats as confidential (including all matters discussed at in-camera meetings). Academic Council Members shall not either during, or following, their term as an Academic Council member, disclose such information to any outside person unless in receipt of prior written authorization by the Chair of Council.

6.0 OFFICERS OF ACADEMIC COUNCIL

- 6.1 The Officers of Academic Council shall consist of the Chair, the Vice-Chair, and the Secretary.
- 6.2 The Chair of Academic Council is the President of the University.
- 6.3 The Vice-Chair of Academic Council shall be elected every two (2) years from the Academic Council Members or when the position becomes vacant.
- 6.4 The Secretary of Academic Council is the Registrar.

7.0 DUTIES OF THE OFFICERS AND MEMBERS OF ACADEMIC COUNCIL

- 7.1 The **Chair** has a duty to:
- 7.1.1 call meetings of Academic Council as set out in these Bylaws;
 - 7.1.2 ensure that an agenda is prepared and distributed for each meeting as set out in these Bylaws;
 - 7.1.3 preside over all meetings of Academic Council;
 - 7.1.4 execute documents as authorized by Academic Council;

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- 7.1.5 maintain liaison with the Board;
 - 7.1.6 ensure Councils' decisions are enacted; and
 - 7.1.7 be the spokesperson and representative of Academic Council.
- 7.2 The **Vice-Chair** shall fulfill the duties of the Chair in his/her absence and shall assist the Chair in the performance of her/his duties.
- 7.3 The **Secretary** has a duty to:
- 7.3.1 make the approved minutes of meetings and approved policies available to members of the University community;
 - 7.3.2 maintain a current list of Academic Council Members, appointment dates, and terms;
 - 7.3.3 issue a copy of these Bylaws to newly elected Academic Council Members; and
 - 7.3.4 circulate the agenda and materials for meetings prior to a regular Academic Council meeting.
 - 7.3.5 oversee the appointment or election processes for Academic Council and its subcommittees and ensures appointments are confirmed in writing.
 - 7.3.6 maintains the official repository and records of Academic Council and its subcommittees.
- 7.4 **Each Academic Council Member** has a duty to:
- 7.4.1 act in the best interest of the University even if that conflicts with the wishes of any constituency that the Member may represent on Academic Council;
 - 7.4.2 consult with any constituency the member may represent and communicate to such constituency the matters dealt with at Academic Council that are relevant to that constituency within the appropriate parameters of confidentiality with reference to the official and approved minutes of Council; and
 - 7.4.3 maintain confidentiality of any issues discussed in camera.

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8.0 REGULAR AND EXTRAORDINARY MEETINGS

- 8.1 Regular meetings of Academic Council shall normally be held at least four times per year.
- 8.2 Council shall make public its schedule of regular meetings in advance.
- 8.3 Regular meetings of Council shall be open to the University community except when Council Chair determines the meeting should be held in camera.
- 8.4 The proposed agenda and supporting material shall be distributed to Council members prior to any meeting at least seven (7) calendar days in advance of the scheduled meeting.
- 8.5 Extraordinary meetings may be called by the Chair at any time upon a minimum of forty-eight (48) hours' notice.
- 8.6 Following receipt of a petition signed by a minimum of one-half of the sitting Academic Council Members, the Chair shall call an extraordinary meeting of Academic Council within 30 days, at a time designated by the Chair.
- 8.7 The notice for any special meeting shall clearly specify the purpose of the meeting and only the matter (or matters) specified in the notice convening the meeting shall be considered.
- 8.8 Quorum will be 51% of the voiting members.

9.0 PROCEDURES

- 9.1 Unless otherwise determined by the Academic Council, quorum for Academic Council, or a Committee of Academic Council, shall consist of a simple majority of voting Members.
- 9.2 An Academic Council Member may participate in a meeting of Academic Council or of any Committee of Academic Council by means of a conference telephone or other communication device by which all Members participating in the meeting can hear each other. A member participating in accordance with this Article shall be deemed to be present at the meeting and shall be counted in the quorum.
- 9.3 Unless otherwise determined by Academic Council, Robert's Rules of Order Newly Revised apply with respect to procedural matters not governed by the or these Bylaws.
- 9.4 Each voting Member shall have one vote on a motion. Decisions shall be made by majority vote of the voting Members present at the meeting who cast a vote. The names of those opposed shall not be

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recorded unless a Member requests that they be recorded. The names of abstentions shall be recorded.

- 9.5 A Member may be granted a leave of absence by a resolution of Academic Council for up to a maximum of three (3) consecutive ordinary meetings of Council. A Member who is absent for three consecutive meetings, without a resolution of Academic Council authorizing that absence shall be declared by the Secretary to Academic Council to have vacated his/her seat on Academic Council.
- 9.6 Any Student Member who ceases to be a student in good standing at the University, or any Support Staff Member who ceases to be an employee of the University, or any Faculty Member who ceases to be an employee of the University, shall be declared by the Secretary to Academic Council to have vacated his/her seat on Academic Council.
- 9.7 For each motion or amendment, the Chair shall develop a speakers list. Academic Council Members may speak a second time on a motion or amendment only after the Chair has exhausted the list of first-time speakers. The mover of a motion or amendment shall have the final opportunity to speak.
- 9.8 It is expected that items presented to Academic Council or its committees will normally have been vetted or screened by the appropriate faculty or administrative body prior to being presented to Academic Council.

10.0 PRESENTATIONS

- 10.1 Written presentations to Academic Council by members of the University community must normally be delivered to the Secretary of Academic Council at least ten (10) calendar days before the scheduled meeting at which the presentation is to be made.
- 10.2 Council may invite speakers or presentations to Council meetings.

11.0 STATUS OF OBSERVERS

- 11.1 Regular Academic Council meetings shall be open to the University community and members of the public. Notwithstanding the foregoing, if a topic or topics on the agenda contain material that is deemed private or confidential, the Chair shall have the right to require those matters to be dealt with in camera and such matters will be confidential.

12.0 COMMITTEES

- 12.1 Academic Council shall appoint such standing and ad hoc committees as it, from time to time, shall determine necessary. Academic Council shall determine the membership, the method of appointment

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or electing members, and the Terms of Reference for said committees. Committees of the Academic Council include the following:

- 12.1.1 Honorary Degree Committee;
- 12.1.2 Academic Appeals Committee;
- 12.1.3 Research Ethics Board (Tri-Council Policy);
- 12.1.4 Research Ethics Board Appeals Committee;
- 12.1.5 Academic Freedom Appeals Committee; and
- 12.1.6 Ad Hoc and Special Purpose Committees.

12.2 The composition of committees shall be specified within the standing committee terms of reference and approved by Council.

13.0 AMENDMENTS

These bylaws may be amended by the vote of a majority of the entire membership of the Academic Council, provided that the text of any such amendment, without significant deletion or addition, has been circulated to the members of the Academic Council at least five days prior to the meeting at which such vote is taken.