

BYLAWS OF THE FACULTY SENATE

I. Size and Apportionment of Faculty Senate

Section 1. The Faculty Senate shall be responsible for the conduct of University Faculty Elections.

Section 2. The Faculty Senate shall, by the fifth Senate meeting of the fall term, determine the number of colleges having faculty constituencies that will be recognized for apportionment purposes; and, in cases where a college has a small number of faculty constituents, it may be combined with another college. The Senate Committee on Elections shall prepare a list of colleges to be considered for apportionment and the instructions for apportionment representation. The list and its instructions shall then be brought before Faculty Senate for discussion and vote. The list is adopted by a simple majority vote of Faculty Senate.

Section 3. The Faculty Senate of The University of Toledo shall consist of 64 members elected as representatives of the faculties of the colleges, except as in the special case described in Article III, Section 2 of these bylaws.

Section 4: These seats shall be apportioned according to the size of the eligible electorate of each college. Senate seats shall be apportioned as follows:

2. Each College including the University Libraries shall have at least one Senate seat;
3. The College of Graduate Studies shall be without representation on Senate;
4. The remaining seats will be apportioned among Colleges that have 10 or more eligible faculty members.

The formula for apportionment of these seats shall be established by Senate and may be reexamined by Senate prior to each Senate election in order to achieve a more equitable apportionment as the eligible membership among Colleges may fluctuate. Furthermore, no College faculty shall have more than 14 seats as a result of apportionment, except as in the special case described in Article III, Section 3 of these bylaws.

II. Term of Senators

Section 1. The term of the elected representatives shall be for three years. A representative may be elected to one consecutive successive term. A representative who has served for more than two years of a second consecutive term shall be ineligible for reelection for one year, except as in the special case described in Article III, Section 3 of these bylaws.

Section 2. As near as may be possible, one-third of the membership shall be elected each year and no more than one half of the representatives from any college shall be elected in any given year.

III. Faculty Senate Executive Committee

Section 1. The Executive Committee of the Faculty Senate shall consist of the Faculty Senate President, the President-Elect, the Past-President, the Executive Secretary, one member of the Senate elected to the Ohio Faculty Council of the Ohio Department of Higher Education, two members of the Senate representing colleges from the main campus, and two members of the Senate representing colleges from the health science campus. The Faculty Senate President and President-Elect shall also serve as the representatives of the Faculty Senate at meetings of The University of Toledo Board of Trustees.

Section 2. The Senate shall choose annually from among its elected members a President-Elect, an Executive Secretary and a Representative to the Ohio Faculty Council of the Ohio Department of Higher Education. The members of Senate representing colleges on the main campus shall choose annually from among themselves the two members to represent the main campus, and the members of Senate representing colleges from the health science campus shall choose annually from among themselves the two members to represent the health science campus. All of the above-described persons shall hold office for one year or until their successor is elected. Upon election of a new President-Elect, the immediately preceding President-Elect shall become the President, and upon such occurrence the immediately preceding President shall become the Past-President. The immediate Past-President shall be ineligible for immediate election to the office of President-Elect, but there shall be no limitation on the possible reelection to the other elected positions described above, provided that such person is eligible to serve as senator during the year the person would serve in the new office.

Section 3. The President-Elect shall continue to serve as a member of Faculty Senate throughout such person's term as President and Past-President. In the event such person's term as a senator is set to expire at any time during the three-year commitment of service as President-Elect, President and Past-President, such person's term as a senator will be extended through completion of the three-year cycle of office contemplated hereby. Notwithstanding the foregoing, prior to the originally scheduled time for expiration of such person's senate term, the college represented by such senator shall hold an election to fill such person's seat as a senator in accordance with the ordinary procedures used for elections to Faculty Senate. In the event such person is re-elected, such person's term shall not expire at the end of his or her term as Past-President but shall extend through the full three-year term to which he or she was elected. In the event such person is not re-elected, the size of the Faculty Senate shall be expanded by one, with no effect on allocation of seats among colleges, until expiration of such person's term as Past-President. Based upon the foregoing, the size of the Faculty Senate can be expanded by up to two additional senators to accommodate persons fulfilling the duties contemplated by the three-year Presidential cycle. At the conclusions of their second terms in the Senate, all of these officers shall be subject to the one year of ineligibility to serve on Faculty Senate, as described in Article II above, whether or not such person's second term as senator was extended by serving on the Executive Committee.

Section 4. The Executive Committee shall prepare the agenda for Senate meetings, under such directions as the Senate from time to time may adopt; shall appoint members to ad hoc and standing committees of the Senate; shall instruct and supervise the work of ad hoc committees;

and take other appropriate action to further the work of the Senate as the latter shall from time to time direct or approve.

IV. Officer Duties

Section 1. In addition to their duties on the Executive Committee, the officer positions described herein shall have the duties set forth below:

A. The President of the Senate shall:

1. Preside at all regular and special meetings of the Senate;
2. Chair the Executive Committee and prepare the agenda for the meetings of the Senate;
3. Be responsible for implementing actions of the Senate;
4. Transmit the recommendations of the Senate to the President and the Provost;
5. Disseminate actions and recommendations of the Faculty Senate to any appropriate university constituency, body, or administrator.
6. Represent the Senate at meetings of the University of Toledo Board of Trustees;
7. Provide work direction for Senate office staff.
8. Receive and bring to the Senate, in person or through a representative, information on actions of the Board of Trustees, administrative officers and any other matters of importance to the faculty;
9. Solicit input from the faculty on the performance of the President or other senior administrator when input on the performance of the President or other senior administrator is requested by the Board of Trustees;
10. Appoint chairs to standing committees and chairs and members to ad hoc committees of the Senate, unless otherwise specified by this Constitution, its Bylaws or its Rules; and,
11. Keep a file of all letters and documents pertaining to the operation of the Senate and transfer them to the new President of the Senate at the end of the term of office;

B. The President-Elect of the Senate shall:

1. Assume the duties of the President and preside over the meetings of the Senate in the absence of the President;
2. Assume the office and duties of the President in the event of the President's resignation or inability to serve for the duration of the term;
3. Assist the President of the Senate in matters pertaining to the Senate;
4. Represent the Senate at meetings where the President is unavailable; and

C. The Past-President of the Senate shall:

1. Advise the President as requested;
2. Perform other tasks as may be delegated by the President; and
3. Assume the duties of the President and preside over the meetings of the Senate in the absence of the President and President-elect; and

D. The Executive Secretary of the Senate shall:

1. Be responsible for correspondence of the Senate;

2. Supervise the recording and distribution of the minutes of the regular Senate as well as special meetings of the Senate and the Executive Committee;
3. Ensure that Senators and all other faculty receive notification of the meeting and agenda in advance of the meeting;
4. Maintain an updated list of the Senators and alternates; and
5. Act as a custodian of the minutes and other Senate materials by performing functions such as: calling the roll and tracking absences at Faculty Senate meetings and maintaining the Faculty Senate Log and Calendar of Questions.

- E. The Representative to the Ohio Faculty Council of the Ohio Department of Higher Education
1. Represents the Faculty Senate and Faculty at meetings of the Ohio Faculty Council of the Ohio Department of Higher Education; and
 2. Reports at Senate meetings on any activities of the Ohio Faculty Council of the Ohio Department of Higher Education or the Chancellor of the Board of Regents, which may be of relevance to the Faculty Senate or the University Faculty.

V. Meetings

Section 1. Regular meetings of the Faculty Senate shall be held biweekly during the Fall and Spring semesters. If no agenda items are received for a regular meeting, the President of Faculty Senate shall be empowered to cancel the meeting and the Faculty Senate will convene at its next regularly scheduled meeting. The time for regular Faculty Senate meetings shall be from 4:00 p.m. until 6:00 p.m. with the day and location to be determined through a majority vote of the new Senate. An equal number of meetings shall occur on each campus.

Section 2. During the Fall and Spring semesters, the Executive Committee, or in an emergency the President of the Faculty Senate, shall have the authority to call special meetings. Additionally, upon receipt of a written petition signed by at least twenty-five percent (25%) of the members of the Faculty Senate, the President of the Faculty Senate shall call a special meeting. The Faculty Senate may also provide for additional meetings. In Summer session, the Executive Committee, or in emergency the President of the Faculty Senate, shall have authority to call special meetings for the purpose of disposing of business, which in the opinion of the Executive Committee or the President of the Faculty Senate, as applicable, cannot be delayed until the regular meetings of the Fall semester. The University of Toledo President may call special meetings of the faculty under University of Toledo Board of Trustees bylaw 3364-1-10(B).

Section 3. The privilege of nonmembers of the Faculty to speak in regard to matters before the Faculty Senate shall be exercised at such times and under such rules as the President of the Faculty Senate may impose, although those rules will be imposed without regard to viewpoint.

Section 4. The Faculty Senate may meet in Executive Session by majority vote, and by separate vote may designate specific pending matters to be held as confidential by the members.

Section 5. A majority of the membership of the Faculty Senate shall constitute a quorum for transacting business, except that in special summer meetings, one-third of the members shall constitute a quorum.

Section 6. The Executive Committee shall assist the President of Faculty Senate in preparing the agenda for Faculty Senate meetings, which shall be distributed at least two days prior to the meeting. The Executive Committee shall meet as needed with the chair of each standing committee to assign matters requiring committee action and to schedule committee reports and other agenda items.

Section 7. At regular meetings, the order of business shall be

1. Roll Call
2. Approval of Minutes
3. Executive Committee Report
4. Reports
5. Calendar of Questions
6. Other Business

Section 8. A motion to change the order of business shall be in order any time, and may be adopted by a majority vote.

Section 9. An elected member of the Faculty Senate who accumulates four unexcused absences from regular or special meetings of the Faculty Senate in one academic year shall be deemed to have vacated his or her office therein. This rule shall not apply to Senators while on official university leave of absence. The Executive Secretary shall have sole authority in determining whether an absence is excused. Furthermore, a Senator shall receive notice upon accumulating three unexcused absences that upon one more unexcused absence, the Senator's seat shall be considered vacated.

Section 10. The Executive Secretary will notify the Executive Committee when a Senator has missed four regular or special meetings during one academic year. The Executive Committee will notify the Senator in writing that his or her senate seat is to be officially vacated 15 days from the date of the letter. The Senator will have 5 days from the date of the letter to appeal in writing to the Executive Committee; the Executive Secretary will contact the College the Senator represents so that said College may select a replacement in accordance with Article II.C.8. of the Rules of the Faculty Senate.

VI Voting

Section 1. Voting shall be by show of hands or voice vote or electronic tabulation.

Section 2. A motion to discuss a designated question or topic without requiring specific action by the Faculty Senate shall be in order.

Section 3. At the request of any member, the President of the Faculty Senate shall test the sentiment of the Faculty Senate by asking for a show of hands on a proposal or question, without calling for a vote on a pending motion.

Section 4. The motion to limit or close debate shall require an affirmative vote of two-thirds of those present and voting.

Section 5. Voting by proxy is allowed if so defined by a college's constitution/bylaws. Proxies shall announce to the secretary at the beginning of the meeting who they are representing, and it shall be duly recorded.

Section 6. All Faculty Senate reports to the faculty on recommendations requiring faculty action shall list the names of those Senators voting yea, nay, and abstaining, unless the vote was taken using a secret ballot or the vote was taken without polling the Senators individually. The names of those Senators who endorse a minority report presented by a Senate Committee or by other members of the Faculty Senate shall appear in the minority report to the faculty.

Section 7. In determining whether a sufficient percentage of votes have been cast in favor of any matter before the Faculty Senate, only those votes cast in favor or against the proposition shall be counted. Abstentions will, nevertheless, be considered to determine whether a quorum is present.

Section 8. Except as otherwise provided in the Constitution, these Bylaws, or the Rules of the Faculty Senate, any matter voted on by the Faculty Senate shall be considered approved if more votes are cast in favor of adoption than against adoption.

Section 9. In the event of a tie, the President of the Faculty Senate shall cast the deciding vote, but shall otherwise refrain from voting.

Section 10. The Past President of Faculty Senate may vote regardless whether or not the Past President's eligibility has been extended.

VII. Log and Calendar of the Faculty Senate

Section 1. The Executive Secretary of the Senate shall maintain a record to be known as the Faculty Senate Log, consisting of all properly defined proposals presented for possible action by the Faculty Senate. Such proposals may originate from any university source, and must be presented in written form. The Log shall record an item number, title, origin and date of entry for each proposal.

Section 2. The Executive Secretary of the Senate also shall maintain a record to be known as the Faculty Senate Calendar of Questions, consisting of those log items submitted to the Faculty Senate by the Executive Committee for Senate consideration. The Calendar of Questions shall record the Log item number, title, origin, and committee assignment, due date, and eventual disposition and date of each item placed thereon.

Section 3. The Faculty Senate by majority vote may place any other matter on the Calendar of Questions and give it such priority as the Senate deems appropriate.

VIII. Committees

Section 1. The designation for any committee created under the particular auspices of the Faculty Senate shall be “Senate Committee on...” Such committees shall report through the Executive Committee directly to the Senate.

Section 2. Senate committees shall be chaired by members of the Senate only; provided, however, that a committee may be chaired by someone who is not a member of Senate upon the approval of the Senate. The Senate committees shall be composed of members of the Senate and faculty of The University of Toledo eligible to be elected to the Senate.

Section 3. Senate committees shall be of two types: Standing and ad hoc.

- a. Standing committees are permanent ones, listed in the Rules.
- b. Ad hoc committees are temporary ones created for special or unique concerns that do not need continuing study. Their lifetimes shall not extend beyond the end of a Senate year; if they are to continue beyond that time, the next Senate shall reauthorize them.

Section 4. Except as provided in the sections describing particular standing committees providing for a longer term, appointments to standing and ad hoc committee and appointment of chairs shall be made anew each year following Senate elections.

IX. Implementation and Reconsideration of Action taken by the Faculty Senate in the Name of the University Faculty

Section 1. Unless a later date for effectiveness is given or the approval of some other body is necessary for its effectiveness, any recommendation or proposal approved in accordance with the Constitution and Rules of the Faculty Senate shall go into effect ten (10) days after the minutes of the meeting approving such action have been distributed to the University Faculty, subject to the provisions below. In the event a later date for effectiveness is specified, for example, by the University of Toledo Provost, President or Board of Trustees, such date shall be controlling, and in the event the approval of some other body is necessary, such action shall become effective immediately upon the receipt of any and all such approvals.

Section 2. The Secretary of the Faculty Senate shall distribute to the members of the University Faculty a copy of all such recommendations and proposals in a timely manner following their adoption. The Secretary also shall distribute to the members of the University Faculty a copy of any report prepared by a minority of the Senate and filed with the Secretary within a timely manner.

Section 3. The effective date of such measures may be postponed for thirty (30) days from the date of enactment if at least ten percent (10%) members of the University Faculty sign a petition

requesting reconsideration of the same and file it with the President of the Faculty Senate not later than ten (10) days after the minutes of the meeting approving such action have been distributed to the University Faculty. Upon receipt of such petition, the President of the Faculty Senate shall notify the President of the University of the need for a special meeting of the University Faculty. The President of the University, or the President of the Faculty Senate in the event the President of the University fails to act, shall call a special meeting of the University Faculty to vote upon the matter to be reconsidered prior to the expiration of the thirty (30) day period of postponement described above. If a majority of those in attendance of the University Faculty approves the measures enacted by the Faculty Senate, they shall go into effect immediately upon the action of the University Faculty, and if a majority of those in attendance of the University Faculty disapproves the measures enacted by the Faculty Senate, they shall be null and void.

Section 4. The University Faculty may rescind at any time any action taken by the Faculty Senate in the name of the University Faculty. However, such action taken by the Faculty Senate shall remain in effect, subject to the conditions stated above, until repealed or modified by the Faculty Senate or rescinded by the University Faculty.

Section 5. The quorum for any University Faculty meeting convened by petition for reconsideration of Senate action shall be a majority of the electorate of the University Faculty, as described in Article III of the Constitution of the Faculty Senate.

X. Election and Removal of Officers.

Section 1. The Senate shall elect all of its officers and representatives at the first regular or special meeting following the spring semester faculty elections. **Ballots may be cast only by those persons who will be members of the Senate in the following fall semester**, including those persons newly elected to the Senate.

Section 2.

(a) Every person who was elected to the Senate and who has completed a one-year term shall be considered eligible to serve as President-Elect, except that the immediate Past-President shall be ineligible for election to the office of President-Elect.

(b) Nominations for President-Elect shall be made from the floor. Each member of the Senate shall cast one ballot for a single nominee for President-Elect. The nominee receiving the greatest number of votes shall be elected, provided that these are a majority of the total votes cast. In the event that no nominee receives such a majority, a run-off election shall be held between the two nominees receiving the highest number of votes.

Section 3.

(a) Nominations for members of the Executive Committee representing Main and Health Science campuses shall be made from the floor.

- (b) Nominations must be from a representative from a college on the same campus as the college of the nominee. If it is unclear which campus a nomination comes from, the elections committee shall determine which campus is represented by the nomination.
- (c) Each member of the Senate shall vote for not more than two of the nominees from the colleges on the same campus as said member to serve on the Executive Committee. The two nominees from the colleges from each campus receiving the highest number of votes shall be considered elected.

Section 4.

- (a) The Executive Committee shall nominate a person for the office of Executive Secretary. Additional nominations may be made from the floor.
- (b) The Senate shall elect the Executive Secretary in accordance with the procedures used for the office of President-Elect.

Section 5.

- (a) Nominations for the Representative to the Ohio Faculty Council of the Ohio Department of Higher Education shall be made from the floor.
- (b) The Senate shall elect the Representative to the Ohio Faculty Council of the Ohio Department of Higher Education in accordance with the procedures used for the office of President-Elect.

Section 6. An officer or member of the Executive Committee may be removed upon a motion being duly raised and seconded that is approved by a majority of the members of the Faculty Senate in attendance. Upon any such removal except of the President of the Faculty Senate or the Past-President, the Faculty Senate shall immediately hold an election to fill the vacancy created by such officer's removal in accordance with these bylaws. Upon the removal of the President of the Faculty Senate, the then current President-Elect shall become the President of the Faculty Senate and an election shall be held to fill the position of President-Elect. Notwithstanding the foregoing, any vote to remove a representative to the Executive Committee elected by the members of Faculty Senate representing colleges of one campus shall be conducted only by members representing Colleges of that campus. Furthermore, any election under this section (6) shall apply only to the remainder of the term of the person who was removed.

Section 7. If any officer or member of the Executive Committee ceases to serve in the Faculty Senate for whatever reason, including resignation, retirement, leave, sabbatical, scheduling conflict, illness or dismissal for failure to attend Faculty Senate meetings, such person shall be deemed to have vacated his or her position as an officer or member of the Executive Committee. Upon any such vacancy except of the Presidency of Faculty Senate or the Past-President, the Faculty Senate shall hold an election in accordance with these bylaws at its next regularly scheduled meeting to fill the vacancy. Upon a vacancy in the Presidency of Faculty Senate, the then current President-Elect shall become the President of the Faculty Senate and an election shall be held to fill the position of President-Elect. Upon the vacancy of the Past-President of the

Faculty Senate, the Chair of the Faculty Senate Constitution and Rules Committee shall fulfill the duties and responsibilities of the Past-President. Any election under this section (7) shall apply only to the remainder of the term of the person whose vacancy was filled.

XI. Election of Faculty Representatives to University Committees and Other Bodies.

(Note: This section does not apply to election to UCAP or UCS. See Faculty Senate Constitution Rules Article III for electorate, eligibility and election procedures for these bodies.)

Section 1. The Faculty Senate shall elect faculty representatives for three-year terms to the Athletic Committee.

The terms of office for other University committees or other bodies that hereafter may be created with the authorization of elected faculty representation shall be as follows: Where three positions are elected by the Faculty Senate, the terms shall be for three years; where two positions are elected, the term shall be for two years; and where one position is elected, the term shall be for one year. Such elections shall be held in accordance with the following procedures:

- a. Each nomination for office, whether by petition or from the floor of the Senate, shall have the approval of the nominee and be supported by five other full-time faculty members, three of whom are not members of the nominee's college.
- b. The names of nominees presented by petition shall be listed as an agenda item for a meeting of Faculty Senate scheduled at least two meetings prior to the election of Senate officers. At such meeting other persons may be nominated from the floor, and nominations then will be closed.
- c. At the next meeting of the Senate following nominations, the elections of representatives shall be held. Election to each office shall be by a majority of those voting. In case of a tie between two nominees, the decision shall be made by lot in the presence of the Senate.

Section 2. The same person may not be elected to more than one of the University committees or other bodies that are covered by these procedures. No more than one person from any college may be elected to any one committee. Faculty members holding an administrative position above the rank of department chair shall not be eligible for election to any of these committees.

Section 3. A vacancy in any office of elected faculty representative shall be filled by conducting a new election in accordance with these procedures.

XII. College Governance Instructions for Newly Forming Colleges

Section 1. All newly formed Colleges shall institute a faculty body of the whole or an elected representational body of its faculty to participate in shared governance of the College. The purposes of this body may include: a) consideration of academic regulations and policies,

curriculum, programs, and other issues of concern to the faculty of the College and its dean; and
b) coordination of evaluations of all academic administrators in their college under the level of dean.

Section 2. College governance bodies shall be governed by a constitution or bylaws. The constitution/bylaws and any amendments thereto shall be ratified by a majority of the College's faculty as defined by the constitution/bylaws for such College. The constitution/bylaws will include a means by which the faculty of that College can call a meeting. College governance bodies shall establish regular meeting schedules such that meetings occur at a frequency consistent with the work required in the College. College governance bodies will be free to develop their own methods and procedures for conducting elections and their own definitions of those faculty members eligible to participate in elections, providing however, that all members of the electorate hold faculty appointments. Each governance body shall be free to have an elected chair, vice chair and secretary, and at a minimum, these members shall constitute the executive committee.

Section 3. The dean of the College or a representative appointed by the dean may serve as a non-voting ex-officio member of such College's governance body. Notwithstanding the foregoing, the dean may serve as a full voting member of the College governance body if duly elected or if the College governance body is a body of the whole.

Section 4. The faculty of each new College shall elect from amongst its members, within three months of the start of the academic year in which the new College is formed, a committee to draft the constitution/bylaws for said College governance body. The majority of this committee shall be faculty members who do not hold administrative appointments. Said committee shall prepare a constitution/bylaws to be voted on by the faculty of such College within six months of the date the drafting committee was elected. The vote required to approve the constitution/bylaws shall in no event be less than a majority vote of a quorum of the college's defined faculty electorate. After each vote, the College shall report the outcome of the election to the Faculty Senate at its next regularly scheduled meeting.

Section 5. College bodies are free to elect proxies who would substitute at Senate meetings for elected Faculty Senate members who were unable to attend. These proxies would have full voting rights at the Senate meetings that they attend in their role as proxies. Colleges shall communicate to the Faculty Senate secretary immediately after a proxy election the name(s) of those elected to serve in the Senate as proxies and the length of their terms as proxies.

XIII. Amendment

The Bylaws of the Faculty Senate may be amended by a simple majority of Faculty Senate members present and voting at a regularly scheduled meeting at which a quorum is present at the time of the vote (see Article V of the Constitution of the Faculty Senate). Bylaw amendments are subject to the provisions of The University of Toledo Board of Trustees bylaws 3364-1-7(B) and 3364-1-10(B).

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