

# **Bylaws**

## **Governance Steering Council**

*ratified Oct. 24, 2013*

### **Scope and Purpose**

The University of Baltimore Governance Steering Council's (GSC) role and responsibilities are designated in the *Plan of Organization for Shared Governance of the University of Baltimore* (Plan). This document contains the bylaws of the GSC and refines, delineates, and provides a mechanism of organization for the GSC.

The GSC will:

1. coordinate the activities of the University Faculty Senate (UFS), UB Staff Senate (UBSS), Student Government Association (SGA), and Student Bar Association (SBA) on issues that affect the common interests of faculty, staff and students
2. serve as a conduit of information between the four governance bodies and the University administration
3. provide counsel to the University President on establishment of strategic priorities for the University
4. coordinate the activities of the University-Wide Committees—University Budget Committee, University Culture and Diversity Committee, University Planning and Facilities Committee, Enrollment and Retention Committee, Police and Community Relations Committee, and University Work Life Committee—and serve as a liaison between the three governance bodies and the committees, according to the workflow structure outlined in the *Communication Process* document.

The GSC may recommend general policies and otherwise advise the President, the Provost and other officers of the University, on behalf of any or all governance bodies and/or the University committees. If a recommendation comes from a University committee, the GSC will communicate the recommendation to the governance bodies, as applicable, and seek concurrence.

Members of the GSC shall have the ability to readily and directly contact their respective constituencies via University email technologies. GSC members understand that messages pertaining to GSC business sent to their constituencies must be of significant import and shared with the entire GSC prior to sending.

### **Membership**

GSC membership is defined in the *Plan of Organization*.

While recognizing that the *Plan of Organization* states "There are no limits to the number of terms an officer may serve," careful consideration should be given to which governance body holds the chair position and how often, to ensure fair and equal representation.

## Meetings

- A. The GSC shall meet regularly, at least once per month, August 1-May 31. The ability to call all meetings rests with the GSC Chair.
- B. All GSC meetings are open to the University community. Meeting dates will be posted to the website prior to the start of each semester.
- C. All GSC members shall use their University email accounts for the conduct of GSC-related business.
- D. The responsibility for determining the agenda of the GSC meeting shall rest with the GSC Chair. The agenda must be distributed four days prior to a GSC meeting.
  - i. Each meeting agenda will contain a report by the governance bodies.
  - ii. Each University wide committee will provide a report at least once per academic semester.
  - iii. Individual GSC members can place items on the agenda if at least two members, each of whom represents a different governance body (UFS, UBSS and SGA), request it.
  - iv. An item referred to the GSC by one of the governance bodies will be placed on the GSC agenda.
  - v. The University President or Provost may request an item be placed on the GSC agenda.
  - vi. Each agenda will have an opportunity for new business at which point those attending GSC meetings who are not GSC members will have the ability to raise issues and concerns potentially resulting in agenda items for current or future meetings.
  - vii. The agenda must be approved by vote at the beginning of each meeting.
- E. The GSC must achieve a quorum to act. A quorum will consist of one member from each of the governance bodies plus one additional GSC member.
- F. The GSC will prepare an agenda for its regular meetings with the University President.
- G. The responsibility for taking minutes at the GSC meeting shall be the responsibility of the Vice Chair.

## Operating Policies

- A. Election of officers and its timing is defined in the Plan of Organization.
- B. GSC membership involves a responsibility of participating in a “hand-off” meeting during which the GSC for the current year meets with the GSC of the next year. This meeting will take place at the Joint meeting in May.
- C. If one of the governance bodies changes its officers and those officers serve as members of the GSC, the GSC will accept those new officers as members. With reasonable accommodation, this will apply to changes in structure of the governance bodies.
- D. During an elected term the chair and vice chair can be removed from their leadership roles within the GSC for nonperformance of GSC Duties, poor attendance at meetings, failure to support the mission of the GSC or acting whether by intent or negligence, to undermine the authority of the GSC or otherwise causing conflict with the organization. (Note this is specific to

a GSC Leadership role, removal from the GSC body must comply with processes established by each membership organization)

- a A GSC member may initiate action to remove the chair or vice chair by bringing a request for removal showing cause in writing and have the support of one other member of the GSC from a different shared governance organization.
  - b The GSC will have up to thirty (30) days to investigate the matter on a case-by-case basis and will recommend action to the GSC if warranted. A written response will be provided in writing to the GSC Member who request removal informing them of the investigator's recommendation to the GSC.
  - c The GSC will make the final decision and upon the vote and will require a 2/3 vote of its members. The chair will manage the vote and the investigation unless, they are under review and then the Vice Chair will manage the investigation and voting.
  - d In the unlikely scenario that both the Chair and Vice Chair receive impeachment requests the GSC will identify an impartial investigator to lead the investigation, recommendations and assist in the voting process. (Impartial investigators would be a member of one of the shared governance organization and need to be approved by the President or Provost to ensure neutrality)
- E. If a member of the GSC is not fulfilling his or her duties or responsibilities, the GSC can ask the appropriate governance body to appoint a new representative to the GSC.
- F. Email votes are permitted if an issue has been discussed at a meeting. A majority email vote to table an issue to the next meeting can be requested by any GSC member.

#### Bylaw Provisions

- A. The bylaws shall be made available to the University community on the website.
- B. Changes to the bylaws can be approved upon a positive vote by at least two-thirds of the GSC's members after the governance bodies review and provide feedback about the changes.

#### Resolutions

18-01. We hereby declare that henceforth the first week in October should be celebrated as UB Spirit Week. Resolution

18-02. We hereby declare that all references to Committees in the Plan of Organization for Shared Governance of The University of Baltimore and the Bylaws shall be inadmissible.

The Governance Steering Council agrees to the below principles for committee formation:

- The GSC will send a call for initiatives every spring
- The GSC will work with the Provost to determine what initiatives will be taken up
- The chair(s) will be determined by the President's Executive Committee in consultation with the GSC The Committee tasks/charges will determine the membership composition
- The GSC will help populate the committee membership according to each governing bodies bylaws

*Ratified Friday, September 15, 2017*

22-01. We hereby declare to foster greater collaboration and relationship building amongst the shared governance organizations at the University of Baltimore. The Governance Steering Council (GSC) will hold two annual joint meetings that convene the Executive Team Membership of The shared governance organizations represented within the GSC.

The schedule and structure will be as follows:

**Fall Semester Meeting:**

To follow first GSC Meeting and potentially be associated with Convocation.

The Joint session of the shared governance organizations hosted by the GSC will discuss the following items:

- Review annual charges for the University Wide Committees
  - Propose additional areas of focus for the University Wide Committees
  - Any proposed additions will be voted on amongst GSC to finalize.
- Review and respond to any additional calls for representation from Shared Governance.
- Additional items may be added to the agenda, should it be deemed necessary by the GSC.

**Spring Semester Meeting:**

To occur in May and potentially be associated with Spring Commencement.

The Joint session of the shared governance organizations hosted by the GSC will discuss the following items:

- Ask University Wide Committee Chair to provide an update on the work completed during the academic year.
  - This update should provide a written summary and brief verbal presentation.
    - Additionally, each committee should propose areas of focus for the committee in the following academic year.
- Each shared governance organization should provide a brief presentation regarding the accomplishments from the year and service provided to the institution.
- Additional items may be added to the agenda, should it be deemed necessary by the GSC.

22-02. We hereby declare that henceforth situations may arise when it is deemed prudent to call together joint meetings. Requests to call for a joint meeting can be received from either GSC representation or a member of the President's Executive Leadership Team. Decisions regarding these requests will be determined by vote of the GSC and clarifies the extraordinary meeting authority in the Plan of Organization.

22-03. We hereby declare that hence forth the creation process for an Ad Hoc committee should include a formalized charge, proposal, timeline for work to be completed and relevant workflow details. During this process a chair for the proposed Ad Hoc committee must be identified. The final ratification of an Ad Hoc committee will be made through a vote of the GSC.

22-04. We hereby declare that resolutions passed by any of the shared governance organizations should be shared with the entirety of the GSC via email upon being ratified and any pertaining Executive Cabinet members. Additional conversation about on-going legislation may also occur in the GSC meetings but at a minimum this information will be shared electronically, to foster greater awareness and collaboration.

*Ratified Friday, April 16, 2021*