

Bylaws – Governance Steering Council

Ratified on August 22, 2025.

Article I. Scope and Purpose

- A. 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.
- B. The GSC will:
 - 1. Represent the interests of the governance bodies to the University President and, when appropriate, the University System of Maryland administration and the Board of Regents.
 - 2. Help identify and develop strategic initiatives for shared governance in conjunction with the University administration. These initiatives will be reviewed and ratified by each of the governance bodies. This does not preclude any group from modifying or developing additional initiatives throughout the course of the year.
 - 3. Provide feedback to each governance body and inform each governance body promptly of the activities of the other governance bodies through a shared repository. The shared repository shall be agreed upon at the beginning of each GSC session.
 - 4. Track existing committees across the University and request that representatives of those committees keep GSC apprised of their initiatives through informational reports provided at least once per semester.
 - 5. Recommend ad hoc governance committees on matters of interest to more than one governance body.
 - 6. Assist in resolving conflict among the governance bodies.
 - 7. Call joint meetings of specific governance bodies in extraordinary circumstances.
 - 8. Conduct on-going assessment of the effectiveness of shared governance and its respective committees, and make proposals to the governance bodies to improve the functioning of this Plan of Organization or on other matters as required.
- C. 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 or University committees. If a recommendation comes from a University committee, the GSC must communicate the recommendation to the governance bodies, as applicable, and seek concurrence.
- D. 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.

Article II. Membership

- A. GSC membership is defined in the Plan of Organization.
- B. If one of the governance bodies changes its officers and those officers serve as members of the GSC, the GSC shall accept those new officers as members.

Article III. Officers

- A. The GSC shall have a Chair and a Vice-Chair, with each representing a different governance body. At no time will the Chair and Vice-Chair position be held by the same shared governance body.
- B. The GSC shall hold elections for officers at its first Fall meeting. The immediate past Chair, Vice-Chair, or a representative from the President's Office shall call to order the first Fall meeting. Each officer shall serve a one-year term from the date of the first Fall meeting until the next Fall meeting.
- C. Officer positions entail significant effort and commitment. While all members of the GSC are eligible to serve in these roles, significant forethought should be considered before serving in one of these roles.
- D. There are no limits to the number of terms an officer may serve, though careful consideration should be given to which governance body holds the Chair position and how often, to ensure fair and equal representation.
- E. The Chair and Vice-Chair shall represent the GSC and the governance bodies as required or requested.
- F. The Chair of the GSC shall be responsible for:
 - 1. Conducting the meetings of the Council;
 - 2. Communicating with the governance bodies on all relevant matters;
 - 3. Receiving correspondence from and transmitting correspondence to the governance bodies on behalf of the GSC.
- G. The Vice-Chair shall be responsible for:
 - 1. Maintaining records and ensuring that the minutes of the meetings of the GSC are recorded and distributed to the governance bodies;
 - 2. Tracking and requesting reports from University committees as appropriate;
 - 3. Assuming the position of Chair in the event of the Chair's absence or inability to serve, until elections can be held.

Article IV. Council Meetings

- A. The GSC shall meet monthly from August through May. Additional meetings may be called by the Chair or the University President with 72 hours' notice, with input from GSC members.
- B. All GSC members and ex-officio members are expected to attend meetings. Meeting dates shall be posted to the website prior to the start of each semester. Members of the University community may be invited by the chair to attend meetings as needed.
- C. The responsibility for determining the agenda of the GSC meeting shall rest with the GSC Chair.
 - 1. The agenda must be distributed within a reasonable amount of time prior to a GSC meeting.

2. Each meeting agenda shall contain a report by all governance bodies.
 3. An item referred to the GSC by one of the governance bodies shall be placed on the GSC agenda.
 4. Individual GSC members can place items on the agenda if at least two members, each of whom represents a different governance body, request it.
 5. The University President or Provost may request an item be placed on the GSC agenda.
 6. Each agenda shall 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, which may be considered as agenda items for current or future meetings.
 7. The agenda must be approved by vote at the beginning of each meeting.
- D. The GSC must achieve a quorum to act. A quorum shall consist of one member from each of the governance bodies plus one additional GSC member.

Article V. Operating Policies

- A. GSC membership involves the 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 shall take place at the joint meeting in May.
- B. If a member of the GSC is not fulfilling their duties or responsibilities, the GSC may request that the appropriate governance body appoint a new representative to the GSC.
- C. 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: These procedures apply only to a GSC leadership role. Removal from the GSC body itself must comply with processes established by each membership organization.)
- D. 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.
1. 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 requested removal informing them of the investigator’s recommendation to the GSC.
 2. The GSC will make a final decision upon a two-thirds vote of its members. The chair will manage the vote and the investigation unless they are under review, in which case the Vice-Chair will manage the investigation and voting.
 3. 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. This impartial investigator shall be a member of one of the shared governance bodies and shall require approval by the President or Provost.
- E. 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.

Article VI. Bylaw Provisions

- A. The bylaws shall be made available to the University community on the website.
- B. Changes to the bylaws shall 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.