

General Faculties Council Bylaws

Contents

1. Enactment/Establishment	4
2. Interpretation	4
2.2 Conflict with the PSLA	5
2.3 Invalidity of Provisions	5
3. Primary Role of GFC	5
3.1 Role	5
3.2 Powers and Delegation	5
4. Membership	6
4.1 Ex-Officio Members	6
4.2 Elected Faculty Members (by Proportional Representation)	6
4.3 Elected Faculty Members (by Degree area)	6
4.4 Elected GFC Board of Governor’s Representative.....	6
4.5 Student Members	6
4.6 Other Members.....	6
5. Reapportionment.....	6
6. Terms of Office.....	7
6.1 Ex-Officio Members.....	7
6.2 Elected Faculty Members.....	7
6.3 Student Members.....	7
7. Nominations and Elections	7
7.1 Nomination Eligibility	7
7.2 Faculty Member Nomination and Election Procedure	7
8. Responsibility of Members.....	7
9. Conflicts of Interest.....	8
10. Confidentiality	8
11. Resignation, Removal, and Vacancy.....	8
11.1 Ex-Officio Members.....	8
11.2 Elected Faculty Members	8
11.3 Student Members.....	8
11.4 Absences	9
12. Council Year for GFC.....	9
13. Meetings.....	9
13.1 Meeting Schedule	9
13.2 Open Meetings.....	9
13.4 Cancellations and Rescheduling.....	10
13.5 Adjournment.....	10
14. Special Meetings	10

15.	Quorum/Loss of Quorum	10
16.	Voting and Eligibility to Vote.....	10
17.	Agenda and Notice of Motion	11
18.	Minutes.....	11
19.	Rules of Order	11
19.1	Procedural Rules	11
19.2	Motions	11
19.3	Debate	12
19.4	Debates without Motions	12
19.5	Amendment of Bylaws, Rules and Procedures	12
20.	GFC Officers.....	12
20.1	Chair and Vice-Chair	12
20.2	University Secretariat	12
20.3	Recording Secretary.....	12
21.	Standing Committees.....	13
22.	GFC Assessment/Evaluation.....	13

WHEREAS the Alberta Post-Secondary Learning Act provides for the establishment of a General Faculties Council at the Alberta University of the Arts;

AND WHEREAS Section 26 of the Act provides for the powers of General Faculties Council by providing to it, subject to the authority of the Board of Governors, responsibility for the academic affairs of the University;

AND WHEREAS General Faculties Council has deemed it desirable to make certain Bylaws respecting the conduct of its affairs;

NOW THEREFORE General Faculties Council resolves that:

1. Enactment/Establishment

General Faculties Council adopts and consents to the enactment of these Bylaws by a motion duly passed at its meeting of December 11, 2019.

All prior resolutions and procedures of the predecessor council to General Faculties Council are rescinded in order to give effect to these Bylaws.

2. Interpretation

2.1 Definitions

Academic Year means the period between July 1 and June 30.

AUArts means the Alberta University of the Arts.

Board or **Board of Governors** means The Board of Governors of AUArts.

Constituency means and includes each of: AUArts academic staff; AUArts administration, and the Students' Association.

Council Chair means the President of AUArts.

Council Vice-Chair means the elected Vice-Chair of GFC.

Curriculum means the courses comprising a Program of study.

Ex-officio Member means a full voting member of GFC (including one of its committees) by virtue of office.

Full-time academic staff means permanent full-time faculty and limited-term appointed faculty with a term of 12 months or greater.

General Faculties Council or **GFC** or **Council** means the General Faculties Council of AUArts.

Member means an elected, appointed, or ex-officio member serving on GFC in accordance with Article 4 hereof.

ORAA means the Office of Research and Academic Affairs.

President means the President and Chief Executive Officer of AUArts.

Program means the Curriculum leading to a degree.

PSLA means Alberta's Post-Secondary Learning Act, including any Regulations thereunder.

Recording Secretary means the administrative resource and minutes recorder for GFC.

School means an academic administrative unit offering undergraduate degree-credit Curriculum.

Sessional means a sessional instructor who has status as an AUArts employee under applicable academic staff bylaws.

Students' Association means the AUArts Students' Association (AUArts SA).

University Secretariat means the corporate secretary for the Board of Governors and the secretariat for GFC.

2.2 Conflict with the PSLA

In the event of a conflict between these Bylaws and the provisions of the PSLA, the PSLA shall govern.

2.3 Invalidity of Provisions

The invalidity or unenforceability of any provision of these Bylaws shall not affect the validity or enforceability of the remaining provisions of these Bylaws. If such a case should arise, the balance of the Bylaws shall be interpreted as if the invalid or unenforceable provision were not included.

3. Primary Role of GFC

3.1 Role

In accordance with Section 26 of the PSLA, GFC is responsible for the academic and student affairs of AUArts, subject to the authority of the Board of Governors. GFC acts as the voice of the academic community, providing vision and leadership to the academic community and bringing expertise and academic perspective to the governance of AUArts.

In fulfilling this role, GFC shall promote AUArts' teaching and research consistent with its mandate. GFC makes recommendations to the Board of Governors on academic and student affairs. Furthermore, it provides a forum for the exchange of ideas that inform the development of AUArts' academic plans, policies, procedures, regulations and practices.

GFC supports the tradition established in institutions of higher learning for debate, consultation and collegiality.

3.2 Powers and Delegation

GFC has the powers, duties, and functions provided for in the PSLA.

GFC may delegate in writing any of its powers, duties, or functions, and may prescribe conditions governing the exercise or performance of any delegated power, duty, or function, including the power of sub-delegation. GFC may also alter or revoke in writing delegation of any of its powers, duties and functions. GFC may require as part of any delegation that any action taken under a delegated authority of GFC be reported to GFC.

4. Membership

In accordance with and subject to the PSLA, the composition of GFC is as follows:

4.1 Ex-Officio Members:

- The President and Chief Executive Officer.
- The Dean, Academic Programs.
- The Vice-President Finance and Operations.
- The Vice-President Advancement.
- The Associate Dean, Research, Internationalization and Graduate Studies
- The Associate Dean, Undergraduate Studies
- The Associate Dean, Learning Innovation Resources
- The Dean, Innovation, Learning and Development
- The Registrar.

4.2 Elected Faculty Members (by Proportional Representation):

- Twelve (12) full-time academic staff members, consisting of: members from the School of Visual Art; members from the School of Craft and Emerging Media; members from the School of Communication Design; and members from the School of Critical and Creative Studies.

4.3 Elected Faculty Members (by Degree area):

- Four (4) full-time academic staff members: one each to be elected from the Bachelor of Fine Arts the Bachelor of Design, and the School of Critical and Creative Studies undergraduate degree areas and one from the Master of Fine Arts in Craft Media, graduate degree area.

4.4 Elected GFC Board of Governor's Representative

- One (1) full-time academic staff member from any of the schools.

4.5 Student Members:

- Two (2) students appointed by the council of the Students' Association. The Students' Association shall determine the procedure by which student members are appointed.

4.6 Other Members:

- Other voting members as may be added at the discretion of GFC.
 - Dean of Students
 - Executive Director, People and Culture

5. Reapportionment

Annual calculation of proportional representation of Elected Faculty Members shall be done on March 31st of each year using the then current AUArts organizational chart and will go into effect at the beginning of the following academic year. Calculation of proportional representation will include vacant permanent faculty positions as listed in the March 31st AUArts Organizational Chart.

6. Terms of Office

6.1 Ex-Officio Members

The membership of Ex-officio Members corresponds directly with the period during which the Member holds appropriate office.

6.2 Elected Faculty Members

An Elected Faculty Member shall hold office for a term of three years.

6.3 Student Members

Student Members shall take office at the time designated by the Students' Association for changeover. Appointed Members may serve a second term if they continue to meet the eligibility requirements established the Students' Association.

7. Nominations and Elections

7.1 Nomination Eligibility

In order to be eligible for nomination, a Full-time academic staff member must be able to serve their first year of their term and be reasonably available to serve their full term.

7.2 Faculty Member Nomination and Election Procedure

7.2.1 Eligible full-time academic staff may self-nominate to represent their School.

7.2.2 All full-time academic staff are eligible to vote in the election for their School.

7.2.3 All full-time academic staff on leave are eligible to vote in the election.

7.2.4 The roster of candidates for each School will be prepared by ORAA, and electronic ballots will be issued to all full-time academic staff in that School.

7.2.5 Voting will be by electronic ballot, with each full-time academic staff member casting one ballot. In the event of a tie for a position, a second ballot will be conducted with only the names of the candidates that are tied for the remaining position(s). If the same or fewer nominations are received for the number of positions required, a second call for nominations will be issued for the remaining positions.

8. Responsibility of Members

The Members of GFC shall, subject to the provisions of the PSLA:

- manage or supervise the academic and business affairs of GFC;
- establish and review Bylaws, rules and policies of GFC; and,
- exercise the powers of GFC.

Although elected or appointed because of an affiliation with a Constituency, GFC members are expected to act as representatives of the general AUArts community and not as delegates of a particular interest group.

9. Conflicts of Interest

GFC Members and members of GFC committees must be guided by the AUArts Code of Conduct; the best interests of the AUArts and its community; and the honest and good faith discharge of their powers and duties, including as provided for under the PSLA.

A GFC Member who has a conflict of interest with respect to a matter that comes before the GFC shall disclose the conflict when speaking to the matter in the GFC meeting and shall be recused from voting on any motion to which the conflict relates.

If there is any doubt about the existence of a conflict of interest, a GFC Member shall seek guidance from the Council Chair in advance of the meeting.

10. Confidentiality

Except as required by operation of law, each GFC Member shall ensure all confidential GFC records and information to which they have access and/or are in their custody by virtue of GFC membership, remain confidential.

Except as otherwise expressly provided herein, the proceedings of any meeting or part of a meeting of GFC or its committees conducted *in camera*, including the minutes or any other records concerning any such meetings or part thereof, will be kept in confidence by every GFC Member and by any other person invited or permitted to attend any such meeting or part thereof.

The duty of a GFC Member to maintain the confidentiality of records and information shall continue after the Member ceases to be a member of GFC.

11. Resignation, Removal, and Vacancy

11.1 Ex-Officio Members

Ex-Officio Members shall cease to be a member of GFC upon:

- the expiration of or effective date of resignation from an Ex-Officio appointment; or,
- the effective date of termination of appointment to AUArts, whether such termination is by resignation, expiration of appointment, or other cause.

11.2 Elected Faculty Members

Elected Faculty Members shall cease to be a member of GFC upon:

- notice in writing to the Council Chair of their resignation;
- the expiration of an elected or appointed term; or,
- the effective date of termination of appointment to AUArts, whether such termination is by resignation, expiration of appointment, or other cause.

11.3 Student Members

Student Members shall cease to be a member of GFC:

- upon failure to meet the conditions of student registration at AUArts;
- upon the expiry of their appointments; or,
- when a condition of student disciplinary measures or sanctions.

11.4 Absences

11.4.1 Members shall advise the Council Chair as soon as possible of any known or anticipated circumstances that would result in the Member being absent from two or more consecutive GFC meetings in an academic year.

11.4.2 If an Elected Member misses two consecutive meetings or three meetings within an academic year, the Council Chair may declare the Member's position vacant.

11.4.3 When there is a vacancy before a term of office expires, the same body that elected or appointed the Member whose office has become vacant shall nominate a replacement by the date of the next GFC meeting whenever reasonably possible. Nominations (excluding Student Members) shall be approved by a simple majority vote of GFC.

11.4.3 Alternates are not permitted under any circumstances.

11.4.4 GFC will continue to conduct its business despite any vacancy and a vacancy on GFC shall not impair the ability of the remaining Members to act.

12. Council Year for GFC

The Council year is from July 1 to June 30.

13. Meetings

13.1 Meeting Schedule

GFC and its standing committees shall meet regularly during the academic year, the schedule of which will be published at least one month before the beginning of each academic year. GFC meetings will not be scheduled during the period set aside for final examinations or Reading Week, however committee meetings may occur during this time.

GFC meetings shall normally be scheduled and planned to end two hours after being called to order.

13.2 Open Meetings

All meetings of GFC shall be open to the University and the public unless, by two-thirds (2/3) vote of its members, GFC approves entering into a closed (*in camera*) session.

Any member of the AUArts community may attend an open meeting as an observer, subject to the limitation of space and good conduct as determined at the sole discretion of the Council Chair.

With the permission of the Council Chair, any member of the AUArts community may speak at an open meeting of GFC.

No audio or video recording of meetings shall be permitted unless by express authority of the Council Chair.

13.3 In Camera Sessions

An *in camera* session of GFC ends with the adjournment of the meeting or following a resolution to return to open session.

13.4 Cancellations and Rescheduling

GFC's Steering Committee may cancel or reschedule a meeting of GFC if it determines that the number and nature of the agenda items make it reasonable to cancel or defer consideration. Notice of such cancellation and any rescheduling is to be given to Members at least one week prior to the date of the meeting.

13.5 Adjournment

Any meeting of GFC may be adjourned at any time and from designated time to designated time. No meeting of GFC shall proceed beyond two and a half hours unless a majority of those Members present vote to continue for a specified period of time.

14. Special Meetings

From time to time, the Council Chair may call special meetings of GFC, provided that notice of such meetings is given to GFC Members at least one month in advance.

The University Secretariat shall call a special meeting of GFC when requested to do so by the Council Chair or upon receipt of a request, in writing, signed by no fewer than fifteen (15) members.

A special meeting shall only deal with the business for which it is called.

15. Quorum/Loss of Quorum

A quorum of the GFC shall consist of 50% of the voting members, plus one. When calculating quorum, the position of the Council Chair is not counted.

Vacancies on positions are not included when establishing quorum.

A duly-called meeting which starts with a quorum shall be deemed to have a continuing quorum, notwithstanding the departure of voting Members, unless the quorum is challenged by a voting Member. In the event of a challenge, the remaining Members may choose to adjourn or continue the meeting. In the event of a decision to continue a meeting without quorum, the minutes shall record this fact and any decisions taken must be ratified at the next meeting.

A meeting at which quorum is challenged and lost shall be deemed adjourned at the time that quorum is challenged.

16. Voting and Eligibility to Vote

All GFC Members are eligible to vote, with the exception of the Council Chair.

Only voting Members may move, second and vote on motions.

Motions will be decided by a show of hands, or otherwise in such a manner that clearly evidences a Member's vote.

GFC Members shall be permitted to abstain. An abstention is not considered to be a casting vote, and need not be noted in the official record of a vote.

In all cases where a majority vote is required, motions receiving a tie vote shall be lost.

Any Member may ask at the time of the vote that the Member's individual vote be recorded in the minutes.

17. Agenda and Notice of Motion

GFC's Steering Committee shall prepare meeting agendas subject to the approval of GFC. Any matter may

be added to the agenda, or the order of items changed with the approval of the majority of GFC Members present and voting.

Whenever possible, GFC Members or a member of the AUArts community wishing to add items to a meeting agenda should contact the Council Chair or University Secretariat two weeks in advance of the GFC Steering Committee meeting preceding the GFC meeting to allow time for the item to be added to the agenda.

The agenda and supporting material for any GFC meeting shall be distributed to GFC Members at least five (5) working days prior to a meeting.

Reports from GFC committees are included on the GFC agenda for information only. Questions may be asked for clarification, but no debate may take place on such items.

18. Minutes

The official record of meetings of GFC shall be the minutes taken by the Recording Secretary and approved by GFC.

The minutes shall reflect the decisions made and action items.

19. Rules of Order

19.1 Procedural Rules

19.1.1 GFC and its committees are governed by the procedural rules set out in these Bylaws. For matters not covered by the Bylaws or by the PSLA, reference shall be made to the current edition of *Bourinot's Rules of Order*. If this does not provide clear direction regarding a point in question, then the Council Chair shall decide how to proceed. However, such rulings by the Council Chair may be overruled via a motion supported by a vote of the majority of those present.

19.1.2 The Council Chair shall be responsible for guiding GFC meetings and for following these Bylaws and making rulings and determinations thereunder. GFC committee chairs will be similarly responsible for committee meetings.

19.1.3 The Council Chair shall not participate actively in debate regarding a motion before GFC without passing the role of the Council Chair to the Vice-Chair for the duration of the debate and the subsequent vote.

19.2 Motions

19.2.1 All motions must be moved and seconded by GFC Members.

19.2.2 Motions pass with a majority vote (50% + 1), except for the following: (1) a motion to reconsider a motion that has failed requires a two-thirds majority of those present; (2) motions to rescind a motion require a two-thirds (2/3) majority of total members.

19.2.3 To make a motion, a Member must be recognized by the Council Chair. The person making a motion will be invited by the Council Chair to speak first in any ensuing debate.

19.2.4 A Member may make a motion to amend the wording – and within permitted limits the meaning – of a pending motion before the pending motion itself is voted upon. The amendment must be germane and cannot be used to introduce a new subject. An amendment is debatable.

19.3 Debate

19.3.1 Normally, a Member may not speak for a second time until the Council Chair is satisfied that all Members wishing to speak for their first time have done so.

19.3.2 A Member who has the floor may not normally be interrupted. However, the Council Chair may interrupt a speaker if the speaker is out of order by using unacceptable language, is abusive of other Members, or is not speaking to the motion. If the Council Chair does not do so, a Member may raise this as a point of order.

19.3.3 It is the right of any Member who notices a breach of these rules of GFC to insist on their enforcement. If the Council Chair fails to notice such a breach, any Member may make the appropriate point of order, calling on the Council Chair for a ruling. A point of order does not require a seconder, it is not debatable or amendable, and cannot be reconsidered.

19.3.4 Upon hearing a Member call the question, the Council Chair shall ask Members if they are ready to vote on the motion being discussed. If there appears to be opposition to closing the debate, the Council Chair may ask for a motion to close debate. If seconded, Members shall then vote on the motion and proceed accordingly.

19.4 Debates without Motions

When discussion of an issue and the formal rules pertaining to making motions, debate, and voting seem to be a hindrance to thoughtful discussion, the GFC agenda can allow for a less structured discussion guided by the Council Chair and the consensus of the members in attendance.

19.5 Amendment of Bylaws, Rules and Procedures

Rules and procedures governing meetings of GFC may be amended by a majority vote of those present and voting at a duly constituted meeting, provided that notice of the proposed amendment has been given and that a quorum is present at the time the vote is taken.

These Bylaws and associated GFC rules and procedures are to be reviewed by GFC every three years.

20. GFC Officers

20.1 Chair and Vice-Chair

In the absence of the Council Chair, the Vice-Chair assumes the role of Chair.

The Vice-Chair is elected by GFC from any of its Members except from its Student Members.

20.2 University Secretariat

The University Secretariat shall serve as secretariat for GFC.

The University Secretariat shall be the repository for information on all matters relating to GFC and is responsible for coordinating and facilitating the activities of the Board of Governors and of GFC and its committees.

20.3 Recording Secretary

The University Secretariat is responsible for assigning the role of the Recording Secretary. It is recommended that this should be the same person during a given Council Year, however, including in instances of leave, another staff member may assume this role.

21. Standing Committees

GFC may from time to time establish standing committees, as well as *ad hoc* committees, as it considers necessary to conduct the affairs of the GFC.

GFC shall set the terms of reference, membership, and reporting structure for its committees.

22. GFC Assessment/Evaluation

GFC shall carry out an assessment no later than two (2) years following its last assessment in accordance with a process approved by the GFC Steering Committee.

Approved by General Faculties Council:
December 18, 2019
May 18, 2022
May 17, 2023
October 18, 2023

