

CONSTITUTION of the FACULTY and FACULTY SENATE

SAINT LOUIS UNIVERSITY-MADRID

****RATIFIED November 26, 2014****

PREAMBLE

A strong tradition of shared governance is essential to the excellence of any institution of higher learning. Participation in the governance of the University is a right and duty of all members of the community, but especially of the Faculty, for whom it is a professional obligation. It is the role of the Faculty Senate to foster dialogue among the Faculty, enhance faculty engagement in the institution's decision-making processes, and support transparency in academic affairs. In these ways, the Madrid Faculty Senate contributes to the ongoing improvement of SLU-Madrid as an institution and supports the University's Jesuit Mission, dedicated to leadership in the continuing quest for the discovery, dissemination, and integration of the values, knowledge, and skills required to transform society.

ARTICLES OF THE CONSTITUTION

ARTICLE I: THE FACULTY

The Faculty shall consist of all employees of Saint Louis University in Spain, S.A. if their contracts, letters of appointment, or memoranda of agreement classify them as *personal docente*, and faculty members visiting from other institutions.

ARTICLE II: THE ROLE OF THE FACULTY

The Faculty has primary responsibility for such fundamental areas as curriculum, subject matter, and methods of instruction, research, service, faculty status, and those aspects of student life which relate to the educational process. Responsibility for these areas within an individual division or department of the Madrid Campus rests with the faculty of that division or department. The Madrid Faculty Senate shall have responsibility for matters which extend beyond a single academic unit and to matters that apply to all faculty, always respecting requirements and constraints on specific academic units.

On these matters the power of review of final decision lodged in the Board of Directors of Saint Louis University in Spain, S.A. or delegated by it to the Director of the Madrid Campus should be exercised adversely *only* in exceptional circumstances,

and for reasons communicated in written form to the Faculty in accordance with the time-frame outlined in the *Madrid Faculty Manual*.¹ In the context of shared governance, it is desirable that the Faculty has the opportunity for further consideration and transmittal of its views to the President of the University and/or to the Board of Trustees through the St. Louis Faculty Senate.

Budgets, human resources limitations, the time element, and the policies of other groups, bodies, and agencies having jurisdiction over the institution may set limits to acceptance and implementation of faculty advice. Likewise, the Faculty Senate does not substitute nor does it arrogate to itself the competences of the Worker's Committee, the organ of legal representation of all personnel in processes of negotiation on legal matters.

ARTICLE III: THE FACULTY SENATE

1. The Faculty empowers the Faculty Senate to represent it or act for it on any matter.
2. All faculty members as defined in Article I, except visiting faculty, vote within their academic unit (Arts & Sciences, Business & Economics, Sciences & Engineering) to elect their senators.
3. The Faculty Senate shall consist of representatives who are members of the Faculty as defined in Article I, with the exception of visiting faculty and of faculty members who hold an administrative position of Academic Division Chair or higher.
4. The officers of the Faculty Senate shall be President, President-elect, Secretary, and other officers designated in the Bylaws of the Faculty Senate.
5. The Faculty Senate shall communicate with the Faculty on an ongoing basis.

ARTICLE IV: THE FUNCTIONS OF THE FACULTY SENATE

¹ Pending the writing and acceptance of the *Madrid Faculty Manual*. Until such acceptance, in areas where the Faculty Senate exercises this role, resolutions passed by vote of the Senate will be communicated to the appropriate University administrator by the Faculty Senate Executive Committee within 10 calendar days of approval. Under normal circumstances, that administrator will convey directly to the Executive Committee, within 30 calendar days, his/her decision regarding implementation of the resolution. When the decision is negative, the administrator will convey his/her reasons to the Executive Committee.

The Faculty Senate shall:

1. Act on behalf of the Faculty, among the faculty themselves, and as a liaison between the faculty and the administration;
2. Carry out any and all mandates given it by the Faculty according to the principle of subsidiarity;
3. Call and organize assemblies of the Faculty;
4. Establish and facilitate the operations of such committees as it deems necessary.

ARTICLE V: CONSTITUTIONAL IMPLEMENTATION AND AMENDMENTS

1. The Faculty Senate shall implement the provisions of this Constitution through Bylaws.
2. Articles of this Constitution may be amended by a two-thirds vote of those faculty defined in Article III.2 as eligible to elect senators, voting in a general referendum, by secret ballot.

SAINT LOUIS UNIVERSITY
BYLAWS OF THE MADRID FACULTY AND THE MADRID FACULTY
SENATE

Amended after senate vote September 15, 2017

ARTICLE I: MEETINGS OF THE FACULTY

1. The Faculty as defined in Article I of the Constitution shall meet in assembly at least once per semester (Fall & Spring).
2. The agenda for faculty meetings shall be determined by the Executive Committee of the Faculty Senate. Members of the Faculty may have items placed on the agenda by submitting to the Executive Committee at least one week before the meeting a request endorsed by at least three members.
3. The President of the Faculty Senate shall call Senate meetings once a month and serve as the presiding officer. In the absence of the President, the President-elect shall preside. In the absence of the President and President-elect, the Secretary shall preside. The rules contained in the current edition of *Robert's Rules of Order* shall govern the meetings in all cases to which they are applicable, and in which they are consistent with the Constitution, Bylaws, and special rules of order of the Faculty.
4. Special meetings may be called by the Executive Committee of the Faculty Senate, or by at least 10 members of the Faculty. A faculty petition for a special meeting shall be presented to the Executive Committee of the Faculty Senate.
5. The Secretary shall issue notice of all meetings at least one week before the scheduled meeting, and shall keep minutes.

ARTICLE II: MEMBERSHIP IN THE FACULTY SENATE

Article 2.b Amended after senate vote September 15, 2017

1. As established in Article III.3 of the *Constitution of the Faculty and Faculty Senate, Saint Louis University-Madrid*, all faculty members as defined in Article I are eligible for election as representatives to the Faculty Senate, except visiting faculty and faculty members who hold an administrative position of Academic Division Chair or higher.

2. Faculty senators represent faculty of their respective academic units (Arts & Sciences, Business & Economics, Sciences & Engineering):
 - a. Faculty eligible to elect senators are those identified as such in Article III.2 of the *Constitution of the Faculty and Faculty Senate, Saint Louis University-Madrid*.
 - b. The senators shall be apportioned as follows:

1 senator per 15 professors + 1 additional senator if unit has 10 professors above highest multiple of 15, always ensuring a minimum of 1 professor per unit.
 - c. Faculty holding joint appointments shall be counted as members of the academic unit of primary appointment.
 - d. In the case of a merger or division of academic units with Faculty Senate representation, the number of senators allocated to the merged/divided unit will remain the same as the former total, provided that the new academic unit(s) commit(s) to allocate the number of senators in a manner that reflects the former representation. Such allocation will be fixed until the next Senate election (unless earlier review is requested), upon which time representation of the new unit shall be as indicated in II.2.b of these Bylaws.
 - e. If the affiliation of a senator changes by virtue of a structural reorganization, the senator no longer represents his or her former unit. In this case, if necessary, said unit may then either vote to be represented by another current senator within this unit or to call a new election. The senator whose affiliation has changed and who ceases to be senator will be eligible for reelection to two full consecutive terms as a representative of his or her new unit.
 - f. If a unit loses or gains faculty due to reorganization/reallocation, the allocation of the number of senators for the subsequent year will reflect the official faculty statistics maintained by the Campus.

ARTICLE III: ELECTION AND TERMS OF OFFICE OF FACULTY SENATORS

1. Unless otherwise ordered by the Faculty Senate, elections shall be held annually by October 1 and results shall be reported to the Secretary by October 7.

2. The terms of office of faculty senators shall be two years, beginning October 15. Members shall serve staggered terms. If a term of office is not completed, a successor shall be promptly elected to serve during the remaining term of office.

ARTICLE IV: OFFICERS OF THE FACULTY SENATE

1. The Faculty Senate shall elect the following officers from its membership, from faculty who have been senators within the past five years, or from faculty who have chaired Senate standing committees for at least two years within the past five years: The President, the President-elect, and the Secretary. Such persons will be considered senators-at-large for a period to correspond with elected office.
2. Officers shall be elected by a majority of those present and voting at the Senate meeting in which the election is held.
3. Terms of Office:
 - a. The President shall serve a term of two years or until his/her successor is elected.
 - b. A President-elect shall be elected only for a one-year term to coincide with the second year of the President's term. The election shall take place at the time of the election of officers immediately prior to the President's second year in office.
 - c. The Secretary shall serve a term of two years or until his/her successor is elected.
4. The President-elect, who shall act for the President in the latter's absence, shall become President at the expiration of the President's term of office. His/her term in the Faculty Senate shall not expire until his/her term of office as both President-elect and President is completed.
5. The President-elect shall succeed to the office of President should the President be unable or unwilling to complete his/her term. In this case, the President-elect shall complete the President's term in addition to his/her own complete term as President. If there is no President-elect, the Secretary shall serve as President until elections for the office can be held. These elections shall be held within a reasonable time. The newly elected President shall

complete the remaining term of President and is eligible for election to a full consecutive term.

6. The Past-President shall serve on the Executive Committee in an *ex-officio*, non-voting capacity for a period of one year following the completion of his or her term of office as President.
7. Any regularly elected officer of the Faculty Senate may be deposed from office for cause through a vote to rescind the officer's election. If the complete substance of the proposed motion has been given at the previous meeting or in the call of the present meeting, the motion to rescind requires a majority vote of those present and voting. If the complete substance of the proposed motion has not been given in a previous meeting or in the call of the present meeting, the motion to rescind requires a two-thirds vote of those present and voting.

ARTICLE V: MEETINGS OF THE FACULTY SENATE

1. The Executive Committee shall determine the frequency of Senate meetings; the Senate shall meet at least once a month during each semester of the regular school year. A quorum shall consist of a majority of the number of senators holding office at the beginning of the academic year.
2. Senate meetings shall be open to all members of the Faculty.
3. The President shall serve as the presiding officer. The rules contained in the current edition of *Robert's Rules of Order* shall govern the meetings in all cases to which they are applicable, and in which they are consistent with the Constitution, Bylaws, and special rules of order of the Senate.
4. Meetings may be called by the President, by two other members of the Executive Committee, or at the request of at least two faculty senators provided that such a request is presented to the Executive Committee.
5. Notice of all meetings should be issued at least one week before the scheduled meeting.
6. The agenda for the meetings shall be determined by the Executive Committee of the Senate.
 - a. Individual faculty members may submit items to the Executive Committee for consideration on the agenda.

- b. Items must be placed on the agenda if at least three faculty members endorse and present a request to the Executive Committee at least one week before the meeting.
- 7. Upon the request of any senator, the Senate may by majority vote allow a non-senator to address the Senate.
- 8. Each faculty senator is required to attend Senate meetings or appoint a designated alternate. A designated alternate must meet the requirements of Article II.1 of these Bylaws.
- 9. Each faculty senator shall be entitled to one vote on each matter submitted to a vote, and votes must be cast in person by the senators or by their designated alternates. A senator cannot simultaneously serve as a designated alternate.
- 10. If a faculty senator or his/her designated alternate misses a total of two regular or special meetings during one academic year, that senator may be required to forfeit office. The Secretary shall so notify the senator within two weeks of the second absence. The Executive Committee shall evaluate the reasons for each of the two absences in determining whether to reinstate the senator or to call for the election of a new senator for the remainder of the term.

ARTICLE VI: COMMITTEES

- 1. There shall be an Executive Committee of the Faculty Senate which shall act for the Senate between Senate meetings.
- 2. The Executive Committee shall consist of the officers of the Faculty Senate. These senators may serve a second consecutive term on the Executive Committee.
- 3. The Senate may delegate functions to the Executive Committee. The Executive Committee may not be delegated the authority:
 - a. To amend the Constitution or Bylaws;
 - b. To elect officers;
 - c. To vote on Senate Resolutions.
- 4. The Executive Committee may establish or disband standing or additional committees and task forces, and will, in consultation with the Senate, appoint chairpersons and members to those committees and task forces. Committee

membership will be composed of faculty eligible for election as representatives to the Faculty Senate. Visiting or emeritus faculty, university administrators, staff, or students may serve on committees intermittently in an advisory capacity, at the request of the committee chairperson and with the approval of the Executive Committee.

5. Serving as the Nominating Committee, the Executive Committee shall make its report of up to two nominees for each of the offices of President-elect and Secretary to the Faculty Senate at the first post-election meeting of each year. Eligibility for office will be based upon Article IV.1 of these Bylaws and other considerations such as demonstrated commitment to Senate service, leadership in home unit, ability to meet Executive Committee obligations, and the representation of diverse units on the Executive Committee. Any senator present at that meeting may propose additional persons for nomination by the Executive Committee. By the second post-election meeting, copies of a 1-2 paragraph description of the activities of each nominee on the final slate will be circulated to the members of the Senate. At that same meeting, the Senate will formally elect its officers from among these nominees, and their terms shall commence at the end of that meeting.

ARTICLE VII: AMENDMENTS

Proposed amendments to the Bylaws may be submitted by any faculty member to the Executive Committee of the Faculty Senate.

The proposed amendments must be submitted to the Faculty Senate membership at least 14 days prior to vote.

The Faculty Senate Executive Committee shall be authorized to make changes, such as changes in the names of academic units, that do not alter the substance or meaning of the Bylaws and that reflect current Campus usage. Such changes shall take effect upon such action and shall be followed by both timely publication to the Senate membership and documentation within the Bylaws.

The Bylaws may be amended by a two-thirds vote of the current Faculty, excepting visiting faculty members, following an open Faculty forum to discuss the proposed amendment(s).