

BYLAWS OF THE CONSTITUTION OF THE
UNIVERSITY OF FLORIDA COLLEGE OF MEDICINE, GAINESVILLE CAMPUS

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Contents

ARTICLE I—Structure of the Faculty Council	4
ARTICLE II— Procedures of the Faculty Council	4
ARTICLE III— Policy Boards.....	7
ARTICLE IV—MEMBERSHIP.....	10
ARTICLE V—MEETINGS AND ELECTIONS.....	10
ARTICLE VI—FEES	12
ARTICLE VII—COMMITTEES OF THE FACULTY COUNCIL	13
Section 1: The Standing Committees	13
A. Executive	13
C. Policy Boards	13
D. College Committees	14
E. Constitution and Bylaws Committee	14
F. Admissions Review Committee	14
G. Mentoring Committee	15
Section 2:	16
Section 3:	16
Section 4:	16
Section 5:	16
ARTICLE VII—REPRESENTATIVES	16
Section 1:	16
A. Executive Committee of the College of Medicine.....	16
B. Executive Fiscal Affairs Committee (EFAC).....	17
C. Faculty Group Practice (FGP).....	17
Section 2:	17
Section 3:	17
ARTICLE VIII—AMENDMENT OF BYLAWS.....	17

**BYLAWS OF THE CONSTITUTION OF THE UNIVERSITY OF FLORIDA COLLEGE OF
MEDICINE, GAINESVILLE CAMPUS**

Preamble

The College of Medicine seeks to ensure maximum communication between the College Faculty and the College and the University's Administration. The purpose of the COM by-laws is to define a set of procedures by which faculty can identify and effectively contribute to the affairs of the College and to provide a means by which the faculty can fulfill their shared governance responsibility including the determination of certain matters, defined and agreed upon by the Trustees, relating to academic policy, including matters of curriculum and tenure and promotion.

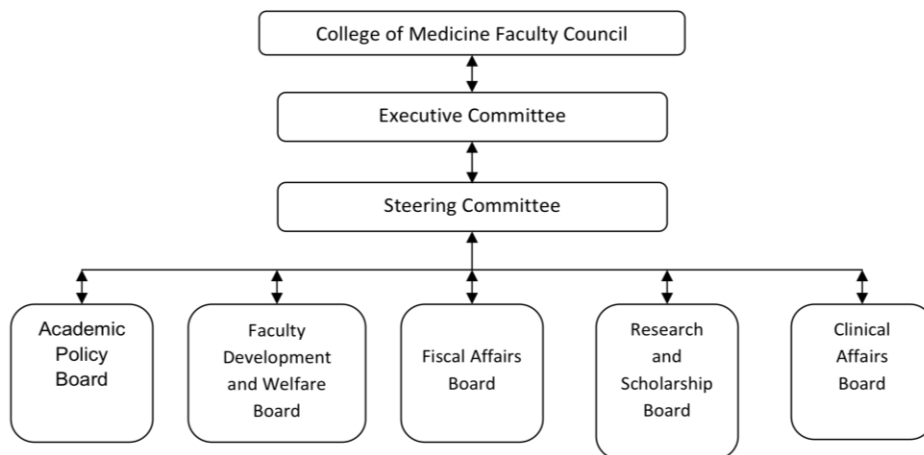
The College of Medicine is organized by department, each led by a Chair who reports to the Dean of the College. The Dean is the University's agent for the execution of the College's mission. The department chair is the faculty's agent for execution of the department's mission. As part of the College the Faculty Council provides a formal structure for communication between the College's Faculty and the College's Leadership as well as across all academic and clinical units of the College.

Realizing that this structure exists to foster communication and realizing the dynamic nature of our academic, clinical and research mission the structure outlined in the Bylaws will, from time to time, need to be modified.

The Faculty Council shall be organized to obtain direct representative input from each of the College's departments. This Faculty Council shall have the authority to call meetings of the Faculty, to preside at such meetings, and to serve or to have its representatives serve as members or ex officio members of the standing committees of the College and the Health Science Center.

ARTICLE I—Structure of the Faculty Council

The Faculty Council carries out its mission through four levels: 1) the Executive Committee, 2) The Steering Committee, 3) the Faculty Policy Boards and 4) liaisons to other COM and University committees.



ARTICLE II— Procedures of the Faculty Council

Section 1: No officer, having served a full term, shall succeed himself or herself in the same office.

Section 2: The President, or in the President's absence, the President-Elect or Past President, shall preside at all general meetings of the Faculty, the Faculty Council Executive Committee meetings, and the Faculty Council Steering meetings, the Faculty Council meetings and shall serve as the representative to the Executive Committee of the College of Medicine. If the President, Past President, and the President-Elect are absent, the Vice President shall preside at the meetings.

Section 3: The Faculty Council consists of one elected representative from each department, and ex-officio members, which may include the Dean or his/her designate(s). From the Faculty Council's elected body of Faculty six officers (President, Vice President, President-Elect, Immediate Past President, Treasure and Secretary) shall be elected.

Section 4: an electronic ballot, circulated no later than May 1, shall elect the officers. Elections will conclude no earlier than May 15 and no later than May 21. The results of the election will be announced to the COM Faculty by email and posted on the COM Faculty website. The new officer's terms begin on July 1 (the beginning of the academic year).

Section 5: The departmental representatives are elected at the departmental level by departmental faculty. Departmental representatives shall serve a three-year term. Departments electing one-third of the representatives each year shall stagger all terms.

Section 6: The Faculty Council meets monthly. The Faculty Council shall meet, additionally, on the call of the President or on the written request of any five members of said Council. The meeting schedule is found on the Faculty Council Web site and

posted no less than two weeks before any official meeting and one week before any emergency meeting.

Section 7: The faculty in attendance shall constitute a quorum. A majority vote will be defined as fifty percent plus one member in attendance.

Section 8: Any representative vacancies on the Faculty Council, except as otherwise provided, may be filled for a term continuing to, but not beyond, the next regular General Faculty Meeting by the affirmative vote of the departmental faculty.

Section 9: Any elected departmental representative, if unable to attend a Faculty Council meeting, should have an elected alternate from the department to attend the meeting as a voting participant. The alternate should be elected by the Department Faculty.

Section 10: The President, with the approval of the Faculty Council, shall appoint standing committees and other committees as may be deemed proper.

Section 11: The President, with the approval of the Faculty Council, shall appoint ex-officio members of the Faculty Council for the purpose of dealing with special situations. Ex-officio members, which may include the Dean or his/her designate(s), may enter into the discussions of the Faculty Council, but they shall not be counted in determining if a quorum is present. The Dean may make a motion and cast a vote but his/her designate(s) shall not have the privilege of making motions or voting.

Section 12: The performance of the Dean and Department Chairs shall be reviewed on a triennial schedule orchestrated by the College of Medicine Faculty Council. The Executive Committee of the Council shall coordinate and participate in the review with the administrator's immediate supervisor. In the case of the Dean the Vice President of the Health Science Center and in the case of a Department Chair the dean of the College. These reviews shall be held between May 1st and September 1st of each year.

ARTICLE III— Policy Boards

The Faculty Council Policy Boards provides the COM faculty a means of direct participation in College's governance. Councils and committees are the vehicles for providing the faculty, either directly or indirectly through the Faculty Council, a means of determination, providing recommendations, or providing consultations as appropriate. The Faculty Council must approve the creation or dissolution of any College Policy Board.

Five Policy Boards are charged with making the policy recommendations to the Faculty Council, the Dean of the College and the Senior Vice President of the Health Science Center.

Section 1: Policy Boards

1. Academic Policy: This Board's area encompasses educational policy, including the creation, modification, or deletion of academic programs and units; curriculum; academic standing; relationship of academic units to each other; general policies concerning student instruction; and academic merits of candidates for administrative positions of academic significance.

2. Faculty Development and Welfare: This Board's area encompasses matters that support, encourage, define, and evaluate the quality of the Faculty and retention of Faculty members, including Faculty rights and academic freedom; policies on evaluating applications for tenure in the College; Faculty support programs, such as fringe benefit packages and compensation plans; Faculty diversity; and programs that improve the quality of Faculty life.

3. Fiscal Affairs: This Board's area encompasses budget and fiscal matters as they involve the missions of the College of Medicine, including the recommendation of budget priorities involving academics, research, and clinical affairs, the fiscal implications of the creation, modification or deletion of academic programs, the collection and dissemination of information about College of Medicine budgeting and planning; and monitoring whether the allocation of resources is consistent with Faculty Council actions and the College of Medicine's long-term and short-term strategic plans.

4. Research and Scholarship: This Board's area encompasses College of Medicine policies and procedures relating to research and scholarship, including College-wide research and scholarship initiatives and strategies; research grants and contracts; research infrastructure; and other matters relating to funding or producing scholarship.

5. Clinical Affairs: This Board's area encompasses affairs associated with the clinical missions of the College of Medicine including policies and procedures relating to compliance with applicable laws; supervision of clinics; management of the Faculty Group Practice.

Section 2: Responsibilities of Policy Boards.

1. The Boards make recommendations to the Faculty Council, facilitate the implementation of policy, and serve as liaisons between the Faculty Council and the Administration within their areas. Each Policy Board oversees, coordinates and facilitates the work of committees that are assigned to that respective board as

determined in the Bylaws. However, the Boards have no authority to review the decisions of any committee except insofar as such decisions may be the basis of policy recommendations.

2. The Steering Committee coordinates the referring of matters to, and the receipt of recommendations from the Policy Boards to the Faculty Council. Each Policy Board may refer business to its contributing and related committees; direct two or more committees to work together when appropriate; create, if necessary, ad hoc committees or task forces to deal with matters within its purview; act as a board on business within its purview for which a committee is neither available nor necessary; and initiate and participate in cooperative action with other Boards.

3. Membership of Policy Boards: Voting members of each Board shall consist of five (5) members chosen from the Faculty Council. The Chair of each contributing committee will serve on the Policy Board as a permanent liaison. If the Chair of a contributing committee is not a Faculty member elected by faculty, then a Committee's Faculty member will be elected to serve on the Policy Board by the Faculty members of that committee. Board members nominated by the President of the Faculty Council and the slate approved by the Faculty Council. Each member shall serve three-year terms. The first set of five members will serve staggered term of two members serving a one-year term, two members serving a two-year term and one member serving a three-year term. No Faculty can serve more than two consecutive terms as a Policy Board member. The slate of Policy Board members shall be presented to the Faculty Council for approval at least two weeks before the July meeting.

4. Chairs of Policy Boards: Each Policy Board elects its own Chair from its voting membership, for a one year, repeatable for one term. Elections are to be held at the first meeting following the July approval of new Board members. The Chair of each Policy Board also serves on the Faculty Council's Steering Committee. The Chair of a Policy Board cannot serve more than two consecutive one-year terms.

ARTICLE IV—MEMBERSHIP

The voting Faculty of the College of Medicine shall consist of personnel holding the academic ranks of Eminent Scholar, Distinguished Service Professor, Distinguished Professor, Professor, Associate Professor, Assistant Professor, Research Scientist, Associate Research Scientist, Assistant Research Scientist, Master Lecturer, Senior Lecturer, Lecturer or any of the above titles modified only by clinical or research. The voting faculty also shall include University employees who hold the academic titles of Senior Associate In, Associate In, and Assistant In unless their primary assignment is in administrative support areas of the College of Medicine instead of in direct pursuit of the teaching, research, and academic service missions of the University.

ARTICLE V—MEETINGS AND ELECTIONS

Section 1: At the Annual Meeting of the Faculty, the order of business shall be as follows:

- A. Approval of the minutes of the preceding meeting
- B. Report of the Treasurer
- C. Report of the Senior Vice President, Health Affairs
- D. Report of the Dean of the College of Medicine
- E. Reports from others, invited by the Faculty or Administration
- F. Report of the Faculty Council (by the President)
- G. Report on the election of officers
- H. Introduction of new departmental representatives elected to the Faculty Council
- I. Miscellaneous business
- J. Appointment of Special Committees by the President and/or Dean

K. New business

L. A report to the Faculty on the year's Tenure and Promotion Process

Section 2: At least one general faculty meeting other than the Annual Meeting of the Faculty shall be held each year. Other general meetings may be called by the President of the Faculty Council on the direction of the Faculty Council or on the written request of 25 members or by the Dean of College of Medicine. Notice of the general meeting, specifying the purposes thereof, shall be mailed by the Secretary to all members of the Faculty no fewer than 15 days before such meeting.

Section 3: Those Departments having representatives whose terms on the Faculty Council expire at the next Annual Meeting will hold an election no fewer than 30 days prior to the Annual Meeting for the purpose of electing a representative for the next term. To be elected as a departmental representative, the candidate must receive a majority vote of the departmental faculty. On May 1, the Secretary shall advise the faculty members in writing of the names of the representatives selected.

Section 4: In the event of a tie for Faculty Council Officer or Faculty Council Member, the Faculty Council President shall cast the deciding vote.

Section 5: Each member of the Faculty shall be entitled to vote for Faculty Council officers. This shall be done via a mail or electronic ballot, circulated by the Secretary to all members of the Faculty no fewer than 45 days before the annual meeting and returned to the Secretary no fewer than 30 days before said meeting. The nominees for officer positions receiving the highest number of votes shall be declared elected. Each member of the Faculty shall be entitled to vote for the approval of their own

departmental representative. A majority of voting faculty is required for approval of Faculty Council Officers.

Section 6: Robert's Rules of Order governing deliberative bodies shall prevail at the meetings of the Faculty unless otherwise provided by the Bylaws.

ARTICLE VI—FEES

Section 1: The dues shall be established by the Faculty Council. All annual dues shall be payable before the Annual Research Day dinner meeting. Change in dues will be recommended by the Treasurer and voted on by the Faculty Council Membership. The dues are used to promote the activities of the Faculty Council.

Section 2: Members in arrears may be required to pay increased charges for the annual dinner meeting.

Section 3: The Faculty Council shall have the authority to impose special assessments if a special assessment is recommended.

Section 4: The funds held in the Treasury shall not exceed two years' dues and assessments.

Section 5: Emeritus Faculty shall be exempted from the payment of annual dues or dinner.

ARTICLE VII—COMMITTEES OF THE FACULTY COUNCIL

Section 1: The Standing Committees of the Faculty shall be as follows:

A. Executive

The six officers of the Faculty Council constitute the Faculty Council Executive Committee that, with input from the Faculty Council and Policy Boards, sets the agenda for meetings and represents the Faculty Council in regular meetings with the Dean. The Faculty Council Officers are elected by a vote of the College of Medicine Faculty,

B. Steering

The Steering Committee is responsible for advising the Presidents of the Faculty Councils on all matters of joint interest to the Faculty Councils from the Gainesville campus. The Steering Committee is made up of the Officers of the Faculty Councils plus the Executive Committee members. The Steering Committee meets quarterly and is responsible for coordinating, liaising, reviewing, and referring actions and proposals to both Faculty councils on matters of joint responsibility and interest.

C. Policy Boards

Policy Boards are the vehicles for providing recommendations to the Faculty Council. The creation or dissolution of any Policy Board will be governed by the processes outlines in the Bylaws of the Faculty Council.

D. College Committees

The College of Medicine committees support the conduct of the business of the Faculty Council and College of Medicine. Their nature, function, membership, and operations are enumerated below. To provide liaisons between the College committees and the Faculty Council, the Faculty Council shall elect members of the faculty to serve on each relevant College of Medicine committee. A complete list of committees and members will be maintained on the Faculty Council's website.

E. Constitution and Bylaws Committee

The Constitution and Bylaws Committee shall consist of a chair (Faculty Council President elect) and members whose function shall be to review the Constitution and Bylaws at least every year and make recommendations for modification as necessary. They shall review any proposed changes and advise the Faculty Council. General faculty vote with a majority vote is required for a change in Bylaws, whereas amendments to the Constitution require a two-thirds vote of the voting faculty, as outlined in ARTICLE XII of the Constitution.

F. Admissions Review Committee

The Admissions Review Committee shall be composed of five members from the University of Florida Faculty, with three of these members to be appointed by the College of Medicine Faculty Council and two members to be appointed by the Dean of the College of Medicine. All five faculty members of the Admissions Review Committee are to be familiar with the policies and procedures of the Medical Selection Committee. No member of the Admissions Review Committee should currently be serving on the Medical Selection Committee.

Any faculty member of the College of Medicine may request a review of a candidate's acceptance or rejection.

When a dispute cannot be resolved within the Medical Selection Committee, through its usual procedures, any member of the Medical Selection Committee, including the Chair of the Medical Selection Committee, the Dean, or a Faculty member of the College of Medicine, can request a review by the Admissions Review Committee.

After receiving such a request, the Chair of the Admissions Review Committee will, within five working days, convene a meeting of the Admissions Review Committee and initiate a review process.

The recommendation of the Admissions Review Committee will be formally presented to the Medical Selection Committee and to the party that requested the review. The report is then to be considered by the Medical Selection Committee for a final binding vote (disposition), adhering to the policy established above.

The Chair of the Medical Selection Committee will present an annual report to the College of Medicine Faculty Council reviewing the Medical Selection Committee's procedures, policies, and reviews conducted by the Admissions Review Committee.

The Dean shall present the slate of members of the Medical Selection Committee to the College of Medicine Faculty Council for the Council's consideration and review on an annual basis.

G. Mentoring Committee

The Mentoring Committee shall evaluate strengths and potential areas of concern in current mentoring programs throughout departments within the College of Medicine. Best practices in mentoring will be explored in peer institutions and in other Colleges at UF.

Section 2: A simple majority of each Committee shall constitute a quorum thereof. Each Committee may select its own secretary.

Section 3: The Chair of each Committee shall make a report to the Faculty Council as requested by the Faculty Council President.

Section 4: The terms of office of the members of any Committee shall begin and end on July 1.

Section 5: The members of the Faculty Council may create a new committee or dissolve a committee by simple majority vote.

ARTICLE VII—REPRESENTATIVES

Section 1: The Faculty shall maintain standing representatives or members to the following committees and Policy Boards and to other organizations or committees as may be deemed advisable by the President and the Faculty Council.

A. Executive Committee of the College of Medicine - The President of the Faculty Council shall serve as the representative, or in his absence, the President-Elect or Past President shall serve.

B. Executive Fiscal Affairs Committee (EFAC) – An elected member of the Faculty Council shall serve as representative.

C. Faculty Group Practice (FGP) – The President of the Faculty Council shall serve as Faculty representative.

Section 2: The President of the Faculty Council may appoint a representative to other College of Medicine committees for a term not to exceed two years. These appointments are to be approved by the Faculty Council by a simple majority vote at a regular Faculty Council meeting. These representatives shall be appointed by the President of the Faculty Council with the approval of the members of the Faculty Council. Each representative shall report on the activities of his or her committee or organization as otherwise deemed necessary by the Faculty Council or the representatives.

Section 3: The Faculty Council shall periodically review the membership of College committees and make recommendations for Faculty Council membership in these committees to the administration of the College.

ARTICLE VIII—AMENDMENT OF BYLAWS

These Bylaws may be altered or amended by a majority vote of the Faculty Council by an electronic mail ballot, provided a written copy of the proposed amendment is filed with the Secretary and notice thereof is given in writing to the members no fewer than 15

days before the voting deadline. These Bylaws may be amended at any meeting of the Faculty by the unanimous consent of the members present if the vote is preceded by notice of the amendment in writing (electronic) to the members no fewer than 15 days before the meeting.