

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

Unanimous Vote on November 3, 2020
Updated on March 7, 2023

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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, the College, and the University's Administration. The purpose of the COM Bylaws is to define a set of procedures by which faculty can identify and effectively contribute to the affairs of the College and provide a means by which the faculty can fulfill their shared governance responsibility, including the determination of some issues, defined and agreed upon by the Trustees, relating to academic policy, including matters of curriculum and tenure and promotion, and matters pertaining to the wellbeing of the faculty. 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 the 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 missions, 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. The 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 three levels:

- A. The Steering Committee (Officers)
- B. Boards
- C. Liaisons to other COM and University Committees

ARTICLE II — MEETINGS, TERMS, ELECTIONS, AND PROCEDURES

Section 1: Meetings

- A. **Running of Meetings:** The President, or in the President's absence, the President-Elect or Past President, shall preside at all general monthly meetings of the Faculty Council and Steering Committee meetings and shall serve as the representative to the Executive Committee of the College of Medicine. If the President, Past President, and President-Elect are absent, the Vice President shall preside or attend the meetings.
- B. **Council Meeting schedule:** The Faculty Council meets monthly. The Faculty Council shall meet additionally by the call of the Faculty Council President or on the written request of any five members of the voting members within the Faculty Council. The meeting schedule is found on the Faculty Council Website and will be posted no less than two weeks before any official meeting and one week before any emergency meeting.
- C. **Council Meeting voting:** The faculty in attendance shall constitute a quorum. A majority vote will be defined as fifty percent plus one member in attendance.
- D. **Council Meeting absence and alternate:** Any elected departmental representative, if unable to attend a Faculty Council meeting, either in-person or via tele- or videoconferencing, should select an alternate from the department to participate in the meeting as a voting participant. If a department representative or alternate is unable to attend meetings consistently, the Faculty Council President may notify the department chair to convene an election for a replacement.

Section 2: Terms

- A. **Officer Limits:** No officer, having served a full term, shall succeed himself or herself in the same office. Rarely, an officer may serve one extra year for unusual circumstances (to balance the rotation of officers or to replace an officer resigning mid-term. A majority vote of Faculty Council members and officers is needed to confirm the changes.
Resignation of an Officer: If an officer (Vice President, Secretary, or Treasurer) resigns his/her position, nominations and an election can be held at any time to fill the remainder of that officer's term. If the Past President resigns, no election needs to be held; the immediate previous Past President will fill the role. In addition, under extraordinary circumstances, the Steering Committee has the power to appoint an individual who has had substantive prior experience in the Faculty Council Steering Committee as an Advisor (non-voting member) to the Steering Committee. If the President-Elect resigns, there are two options. During the first 6 months of the term, nominations and the election may be held for a new President-Elect, who will assume the President's office at the normal time. During the last 6 months of the term, nominations and an election for a new President-Elect should be held, but the President-Elect will not assume the President position until January 1 for a 1.5-year term, with the current President serving 1.5 years, and the Past President serving 1.5 years. A majority vote of the Faculty Council must approve either option. Finally, suppose the President resigns during their term. In that case, the President-Elect, Vice President, or Past President can finish the term as President with a supportive majority vote from the Faculty Council.

- B. Membership: The Faculty Council consists of one elected representative from each department, and ex-officio members, which include the Dean or his/her designate(s), including the Senior Associate Dean for Faculty Affairs and Professional Development and the Associate Dean for Faculty Development. The Dean or designee is not a voting member of the Faculty Council. From the faculty, four officers (President, Vice President, Treasurer, and Secretary) shall be elected for 3-year terms. The President serves for 3 years as the President-Elect, President, and Past President successively. Officers may continue to be current department representatives or step down, allowing their department to elect a new representative. The Departments of Epidemiology and Biostatistics, residing in both the College of PPHP and COM, are expected to have a representative for both PPHP and COM Faculty Councils.

Section 3: Elections

- A. Officer Elections: An electronic ballot, organized by the Steering Committee and sent by the faculty council administrative staff to the COM faculty at large as per Article IV, shall be circulated no later than May 1 and used to elect the officers. Elections will conclude no earlier than May 15. The election results will be announced to the COM Faculty by email and posted on the COM Faculty website <http://facultycouncil.med.ufl.edu/>. The new officers' terms begin immediately following the June Faculty Council Meeting in order to plan for the July activities. Each Faculty Council member of the faculty shall be entitled to vote for Faculty Council officers. The FC president will solicit nominations for officers during the month of April or earlier. The nominees for officer positions receiving the highest votes shall be declared elected.
- B. Department Representative Elections: The departmental representatives are elected at the departmental level by departmental faculty. Departmental representatives shall serve a 3-year term. The terms shall be staggered by electing one-third of the representatives each year on a 3-year rotation. Representatives' terms start immediately after the June Faculty Council Meeting. If a department representative seat becomes open, departments may call an election and fill the remaining term at any time during the year. Each faculty member shall be entitled to vote for the approval of their departmental representative. The results of the elections will be announced to the COM faculty by email and posted on the COM Faculty Council website. The new representatives' terms begin immediately after the June Faculty Council Meeting. There are no term limits on department representatives.
- C. Tie votes: In the event of a tie in the election for a Faculty Council Officer, the Faculty Council President shall cast the deciding vote. Departmental elections for departmental Faculty Council representatives that result in a tie, need to have the tie resolved; Faculty Council recommends to the department faculty that a new election be held.

Section 4: Procedures

- A. Boards: The President, with the approval of the Faculty Council, shall appoint committees and task forces as may be deemed appropriate. The procedures for appointing and conducting the work of a task force are set forth in the respective Task Force Protocol.
 - i. The purpose of a committee is to pursue a charge that is broadly applicable to faculty and is not anticipated to a specific end-point.
 - ii. The purpose of a task force is to pursue one specified task, reach a determination on the task, and report to the Faculty Council regarding the conclusion. Upon reporting to the Faculty Council, the task force is dissolved. (See Task Force Protocol)
- B. Ex-officio members appointed: The President, with the approval of the Faculty Council, may appoint ex-officio members of the Faculty Council to deal with particular 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 but not cast a vote. A Dean's designate(s) shall not have the privilege of making motions or voting.

C. Leadership Review:

- i. The performance of the Department Chairs shall be reviewed yearly, beginning in January. The Steering Committee of the Council shall coordinate and participate in the review with the Dean. The results of these reviews will be shared with departmental faculty.
- ii. The performance of the Senior Associate Deans or other associate dean positions will be reviewed on a periodic schedule (3 years) orchestrated by the College of Medicine Faculty Council. The performance survey will be administered by the faculty members. The Steering Committee of the Council shall coordinate and participate in the review with the Dean. The results of these reviews will be shared with the faculty members.
- iii. The performance of the Dean of the College will be reviewed on a periodic schedule (3 years) as orchestrated by the College of Medicine Faculty Council. The performance survey will be administered by the faculty council members. The Steering Committee of the Council shall coordinate and participate in the review with the Senior VP for Health Affairs. The results of these reviews will be shared with the faculty members.
- iv. In general, the Past President's duty is to oversee the review process and liaise with any outside firm involved with such reviews.

ARTICLE III — TASK FORCES

Faculty Council Boards provide the COM faculty with a means of direct participation in the College's governance. Boards are the vehicles for providing the faculty, either directly or indirectly through the Faculty Council, a means of determination, providing recommendations, or providing consultations on specific matters as needed. The Faculty Council must approve the creation and dissolution of any Board. The Boards are charged with making their recommendations to the Faculty Council, the Dean of the College, and the Senior Vice President of the Health Science Center. If the Faculty Council does not identify a Chair for the Board, the Board will elect its own Chair on a yearly basis from its membership.

ARTICLE IV — MEMBERSHIP

The voting faculty of the College of Medicine shall consist of personnel holding the academic rank of Faculty, as defined in the University of Florida Constitution, Article III, Section 1. 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 — FEES

The Faculty Council does not collect dues or fees. Instead, the Treasurer manages and facilitates annual expenses (refreshments, faculty awards, and annual plaques for retiring officers). The Dean's office provides funds through the Senior Associate Dean for Faculty Affairs and Professional Development.

ARTICLE VI — COMMITTEES OF THE FACULTY COUNCIL

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

- A. Steering Committee: The six officers of the Faculty Council and the Advisor, if any, constitute the Faculty Council Steering Committee that, with input from the Faculty Council and 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. Boards: The Faculty Council Task Forces are the vehicles for providing recommendations to the Faculty Council. The processes outlined will govern the creation or dissolution of any committee or Task Force in the Bylaws of the Faculty Council.
- C. 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 faculty members 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. These representatives of the Faculty Council are expected to update the Council regularly at the scheduled monthly meetings.
- D. The Faculty Council Steering Committee shall also review the Constitution and Bylaws and make recommendations for modification as necessary. They shall review any proposed changes and advise the Faculty Council about proposed changes. A Faculty Council majority vote is required for a change in Bylaws. In contrast, amendments to the Constitution require a two-thirds vote of the general voting faculty, as outlined in ARTICLE XII of the Constitution.

Section 2: Board Voting

A simple majority of each Board shall constitute a quorum thereof. Each Board may select its own Secretary.

Section 3: Board Chair Reports

The Chair of each Board shall make a report to the Faculty Council as requested by the Faculty Council President.

Section 4: Board Terms

The terms of office of the members of any Board shall begin once voted on and end on July 1 unless stated otherwise, or completion of task.

ARTICLE VII — STANDING COLLEGE OF MEDICINE COMMITTEE REPRESENTATIVES

Section 1: Faculty Council Membership in College of Medicine Committees

The faculty shall maintain standing representatives or members to the following committees, Working Groups, and 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. Curriculum Committee – An elected member of the Faculty Council shall serve as a representative. The Curriculum Committee is charged by the Dean as the faculty decision-making body regarding content, methods, timing, and structure of the medical education program. The Senior Associate Dean for Educational Affairs (or designee) informs the Faculty Council, Executive Committee, and the Dean of major Curriculum Committee agenda items for

feedback and recommendations with discussion of resource needs. The Curriculum Committee has final authority of the curriculum.

- C. Faculty Group Practice (FGP) – The President of the Faculty Council shall serve as Faculty representative.
- D. Compensation Committee - Two members are nominated from the Faculty Council and may be Faculty Council members (department representatives or officers) or from the Faculty-at-large.
- E. Faculty Wellness Committee - A Faculty Council member will serve as Chair, and any representative may participate in addition to ad hoc committee members.
- F. Research Task Force Committee – The Chair of this Committee (or its representative) shall serve as a member of the Research Advisory Committee.
- G. Faculty Council members may be requested to represent the general faculty in various College level endeavors such as Search Committees, Grievance Committees, Strategic and other workgroups where faculty input and representation are appropriate for shared governance.

Section 2: Other COM Committee Appointments

The President of the Faculty Council may appoint a representative to other College of Medicine Committees for a term not to exceed 2 years. These appointments are to be approved by the Faculty Council by a simple majority vote at a regular Faculty Council meeting. The President of the Faculty Council shall appoint these representatives 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: COM Committee Review

The Faculty Council shall periodically review (staggering every 3 years) the membership of College Committees and make recommendations for Faculty Council membership in these committees to the administration of the College.

ARTICLE VIII—OFFICER DUTIES

Section 1: President

- A. President: Oversees the Faculty Council
 - i. Organizes the Annual Calendar and keeps the Council on track
 - ii. Provides the Monthly Steering Committee of the Faculty Council Meeting Agenda
 - iii. Provides the Monthly Faculty Council Meeting Agenda
 - iv. Meets with the Dean individually and with the Steering Committee
 - v. Attends the COM Executive Meetings
 - vi. Mentors the President-Elect
 - vii. Participates as a Liaison with University Faculty Senate
 - viii. Initiates the Call for Nominations to the University Faculty Senate
 - ix. Assists Past President with the Departmental Chair evaluations
 - x. Organizes periodic meetings with UF Jacksonville Faculty Council officers
 - xi. Approves the various Task Force Committee members
- B. President-Elect: Hands-on training to prepare for the year as President
- C. Past President
 - i. Mentors President and President-Elect
 - ii. Assists with the Annual Departmental Chair and Senior Associate Dean Evaluations
 - iii. Reviews the COM Constitution & Bylaws and circulate them to the faculty members for any proposed modifications and then for a vote at the Faculty Council.

Section 2: Vice President

- A. Oversees Elections
- B. Facilitates University Faculty Senate Elections
- C. Oversees Working Group Activities

Section 3: Secretary

- A. Records and reviews the Minutes and Agendas of the Faculty Council Steering Committee Meeting and the Faculty Council Committee Meeting
- B. Advises on the Faculty Council website

Section 4: Treasurer

- A. Handles the finances of the Faculty Council
- B. Handles the awards
- C. Assists in sharing monthly updates (when the Faculty Council is in session) to various media such as general emails, Facebook, Twitter, etc., and helps the Secretary update the content on the Faculty Council website.

ARTICLE IX — FACULTY COUNCIL CALENDAR

Section 1: Monthly Scheduled Meetings

- A. Faculty Council Meeting
 - i. Faculty Council, ex-officio members, and guests.
 - ii. Monthly (The day, time, and location are at the discretion of the President. In general, it is the First Tuesday, 5:00 PM in MSB M-112.)
 - iii. It may be in-person, via teleconference, or videoconference as judged most appropriate
- B. Steering Committee Meeting
 - i. Faculty Council Officers and Advisor (if any)
 - ii. Monthly (as agreed between officers based on their mutual schedules)
 - iii. It may be in-person, via teleconference, or videoconference as judged most appropriate
- C. Officers Meeting with the Dean
 - i. Faculty Council Officers and the Dean
 - ii. Monthly (Third Thursday of the month, noon, Room H-108 or as otherwise arranged)
 - iii. It may be in-person, via teleconference, or videoconference as judged most appropriate
- D. Faculty Council President with the Dean
 - i. Faculty Council President and the Dean
 - ii. Monthly (time-variable)
 - iii. It may be in-person, via teleconference, or videoconference as judged most appropriate
- E. COM Executive Committee Meeting
 - i. Faculty Council President or designee and Members of the COM Executive Committee
 - ii. Monthly (Third Thursday of the month, 7:30 to 11:00 AM) FGP & Executive Meeting, Shands Board Room or M112

Section 2: Periodic Meetings and Annual Events

- A. Annual Faculty Meeting (State-of-the-College): In collaboration with the Dean, near the beginning of the Fall Semester, an Annual Meeting of the Faculty shall be scheduled. The order of business shall be as follows:
 - i. Report of the Faculty Council (from the President)

- ii. Report from the Dean of the College of Medicine
 - iii. Report from the Senior Vice President, Health Affairs
 - iv. Reports from others, invited by the Faculty Council
 - v. Miscellaneous or New business
- B. Other College-wide meetings: In addition to the Annual Meeting of the Faculty, other general meetings may be called by the President of the Faculty Council on the direction of the Faculty Council, or upon the written request of 25 faculty or by the Dean of College of Medicine. Notice of the general meeting, specifying the purposes thereof, shall be emailed by the Secretary of the Faculty Council to all faculty members no fewer than 7 days before such meeting.
- C. Call for Nominations for Lifetime Achievement Award (January). Faculty Council also may nominate at least one individual for the Paulus Award to the Senior Associate Dean for Faculty Affairs and Professional Development. These awards are given in April at the Faculty Recognition gathering.
- D. Call for Officer Nominations and Elections (April)
- E. Call for Department Representative Nominations and Elections (April)
- F. Call for University Faculty Senate Nominations and Election (March)
- G. Celebration of Research, Recognition Gathering (February)
- H. Clinical Faculty, Recognition Gathering (April)
- I. Officers Meeting with Faculty Council Jacksonville (Periodically)

ARTICLE X — 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. In addition, these Bylaws may be amended at any meeting of the Faculty Council by the unanimous consent of the members present if the vote is preceded by a notice of the amendment in writing (electronic) to the members no fewer than 15 days before the meeting.