MOUNT ROYAL UNIVERSITY

GENERAL FACULTIES COUNCIL

BYLAWS

October 18, 2024

Land Acknowledgement

The work of General Faculties Council takes place at Mount Royal University. Mount Royal University is situated on an ancient and storied land that is steeped in ceremony and history that, until recently, was occupied exclusively by people indigenous to this place. With gratitude and reciprocity, Mount Royal acknowledges the relationships to the land and all beings, and the songs, stories and teachings of the Siksika Nation, the Piikani Nation, the Kainai Nation, the Îethka Stoney Nakoda Nation (consisting of the Chiniki, Bearspaw and Goodstoney Nations), the people of the Tsuut'ina Nation, and the Métis.

At the verbal negotiations held to discuss Treaty 7 between the nations and the Crown and Canadian government, Indigenous peoples assumed hereditary lands would be shared and a cooperative future would be built together that was to last as long as the grass grows, the sun shines and the rivers flow. However, many of the verbal promises made to these nations were not reflected in the written version of Treaty 7, created by the Crown and Canadian government. Even then, many promises that were included in the written version have been broken.

What followed were policies of cultural genocide and assimilation that caused profound harm. The original people of these lands were confined to reserves, prohibited from pursuing traditional practices and forced to send their children to residential schools. Rather than building meaningful and mutually beneficial relationships, there was dispossession and exploitation in systems of economic and social marginalization.

As such, Mount Royal University is committed to advancing the success of Indigenous learners and respectfully supporting Indigenous cultural identities and integrity, leading to a good life in all its aspects. Mount Royal will challenge settler colonialism and systemic racism and discrimination by addressing the legacy of broken promises and rebuilding the relationships between Indigenous and non-Indigenous peoples. This includes those who now live at the confluence of the Elbow and Bow rivers, a place referred to by the Siksika Nation, the Piikani Nation and the Kainai Nation as *Moh'kinstis,* by the Îethka Stoney Nakoda Nations as *Wîcîspa,* and by the Tsuut'ina Nation as *Guts'ists'i.* Mount Royal will meet these goals by committing to the Truth and Reconciliation Commission's Calls to Action and adopting and applying the principles of the United Nations Declaration on the Rights of Indigenous Peoples.

TABLE OF CONTENTS

GENERAL FACULTIES COUNCIL BYLAWS **6**

1. INTERPRETATION **6**

1.1. Definitions 6

1.2. Headings 7

1.3. Conflict with Act 7

1.4. Invalidity of Provisions 7

2. GFC ROLE AND POWERS **7**

2.1. Role 7

2.2. Powers, Duties and Functions 7

3. GFC MEMBERSHIP **8**

3.1. Composition 8

3.2. Terms 9

3.3. Absences 11

3.4. Vacancies 11

4. OFFICERS OF GFC **11**

4.1. Identification of Officers 11

4.2. Chair of GFC 12

4.3. Vice-Chair of GFC 12

4.4. Secretary of GFC 12

4.5. Recording Secretary of GFC 13

5. GFC EXECUTIVE COMMITTEE **14**

5.1. Establishment 14

5.2. Role 14

5.3. Responsibilities 14

6. MEMBER EXPECTATIONS **14**

7. GFC MEETING SCHEDULE **15**

7.1. Schedule 15

7.2. Notice 15

7.3. Special Meetings 15

7.4. Meeting by Other Means 16

8. GFC MEETINGS **16**

8.1. Closed, Open and In-Camera Sessions 16

8.2. Quorum 17
8.3. Absence of Chair 17
8.4. GFC Meeting Agendas 17
8.5. Meeting Materials 19
9. CONDUCT OF MEETINGS 19
9.1. General 19
9.2. Confidentiality 19
9.3. Conflicts of Interest 19
9.4. Invited Guests and Non-Members 20
9.5. Debate and Decorum 20
10. VOTING 21
10.1. Meetings 21
10.2. Electronic Voting Provision for GFC Committees 21
11. COMMITTEES 21
11.1. Establishment 21
11.2. General 22
11.3. Delegation 22
11.4. Election of Committee Members 23
11.5. Standing Committees 23
12. RECORDS 23
12.1. GFC Records 23
12.2. Certification of Records 24
13. GFC ASSESSMENT 24
14. RELATIONSHIP OF GENERAL FACULTIES COUNCIL TO OTHER GOVERNING ENTITIES 24
14.1. Relationship of GFC to the Board 24
14.3. Relationship of GFC to Deans' Council 25
15. AUTHORITIES 25
15.1. Authorization and Execution 25
16. GENERAL 25
16.1. Validity of Notices 25
16.2. Review and Changes to Bylaws 25
16.3. Effective Date 26

17. REVISION HISTORY **26**

APPENDIX A **27**

Excerpts from the *Post-secondary Learning Act* **27**

GENERAL FACULTIES COUNCIL BYLAWS

1. INTERPRETATION

1.1. Definitions

In these Bylaws, the following terms have the meaning ascribed to them:

a) **"Academic Staff"** means an individual who is engaged to work for the University and is defined as an "Employee" within the Collective Agreement between the Board of Governors and the Mount Royal Faculty Association. Administrators who hold faculty positions are not included in the definition of "Academic Staff" in these Bylaws;

b) **"Academic Unit"** constitutes academic staff members in departments, programs, the Library, Student Counselling Services or the Academic Development Centre;

c) **"Act"** means the Post-secondary Learning Act (Alberta) and the regulations proclaimed thereunder;

d) **"Board"** or **"Board of Governors"** means the Board of Governors of the University;

e) **"Business Day"** means a day other than a day that the University is closed or other than a Saturday, Sunday, statutory or civic holiday in Calgary, Alberta;

f) **"Chair"** means the Chair of GFC;

g) **"Collective Agreement"** means the Collective Agreement between The Board of Governors of Mount Royal University and the Mount Royal Faculty Association;

h) **"Committee"** means a standing or ad hoc committee established by GFC;

i) **"Conflict of Interest"** means a Conflict of Interest as defined in the University Code of Conduct – Employees;

j) **"Consent Agenda"** means a governance meeting practice that groups routine business and reports into one agenda item. The Consent Agenda can be approved in one action, rather than voting on motions on each item separately.

k) **"Dean"** means the Dean or equivalent administrator when there is no Dean;

l) **"Ex Officio"** means a person who holds an appointment by virtue of their position;

m) **"Faculty"** means a collection of Academic Units administered by a Dean. The following unit will be considered equivalent to a Faculty: the Library;

n) **"FOIP"** means the Freedom of Information and Protection of Privacy Act (Alberta);

o) **"GFC"** means the General Faculties Council of the University;

p) **"Meeting Year"** means the period from July 1 to June 30 in each year;

q) **"Member"** means a member of GFC;

r) **"Motion"** means a formal proposal that the decision-making body take a certain action;

s) **"Resolution"** means a Motion passed by a Simple Majority of those voting, not including abstentions, at a duly constituted meeting of GFC;

t) **"Simple Majority"** means more than fifty percent (50%);

u) **"Student"** means a full-time or part-time Student of a credit program of the University;

v) **"University"** means Mount Royal University;

w) **"Vice-Chair"** means the Vice-Chair of GFC.

All terms used in the Bylaws that are defined in the Act will have the meaning given in the Act.

1.2. Headings

The headings used throughout these Bylaws are inserted for reference only and are not to be considered in construing the terms and provisions of these Bylaws or to be deemed in any way to clarify, modify or explain the effect of such terms or provisions.

1.3. Conflict with Act

In the event of a conflict between the provisions of these Bylaws and the provisions of the Act, the provisions of the Act will govern.

1.4. Invalidity of Provisions

The invalidity or unenforceability of any provisions of these Bylaws will not affect the validity or enforceability of the remaining provisions of these Bylaws.

2. GFC ROLE AND POWERS

2.1. Role

Subject to the authority of the Board, GFC is responsible for the academic affairs of the University [Act, section 26]. GFC also has general supervision of student affairs at the University [Act, section 31].

2.2. Powers, Duties and Functions

GFC has the powers, duties and functions set out in the Act (see Appendix A).

3. GFC MEMBERSHIP

3.1. Composition

The composition of GFC is set in accordance with the Act as follows:

a) Ex Officio Members [Act, section 23 (a)]

The following persons are appointed by virtue of their positions:

- President
- Vice-Presidents
- Dean of each Faculty
- Dean, University Library
- Dean, Faculty of Continuing Education
- Registrar

b) Elected Members [Act, section 23 (b); section 24]

The Faculty Council of each Faculty will elect from the full-time members of the Academic Staff of the Faculty the number of Academic Staff Members to GFC that will be assigned as outlined below.

- In accordance with the Act, the total number of Elected Members on GFC will be twice the number of Ex Officio Members on GFC.
- In advance of the annual elections for GFC, the Secretariat will, in writing to GFC:
    - provide the number of full-time Academic Staff in each Faculty effective the previous December 31;
    - assign to each Faculty the number of Full-time Academic Staff Members that may be elected by the Faculty Council using the calculation as outlined in the Act:
        - which will be in the same proportion to the total number of elected Members as the number of full-time Academic Staff Members of the Faculty is to the total number of full-time Academic Staff members of all Faculties;
    - provide the number of vacant full-time Academic Staff Members in each Faculty for the following Meeting Year due to expiry of terms.

c) Student Members [Act, section 23 (c)]

Two (2) Students appointed by the Students' Association of Mount Royal University (SAMRU).

d) Additional Members [Act, section 23 (d); section 25]

i) Administrator

- Vice-Provost Academic
- Associate Vice-President, Student Experience and Success
- Associate Vice-President, Community and Belonging
- Associate Vice-President, Indigenization and Decolonization
- Associate Vice-President, Research, Scholarship and Community Engagement

ii) Academic Staff Members

- 8 Full-time Additional Academic Staff Members (proportioned using the same calculation as outlined in the Act, and elected by Faculty Councils)
- 4 Contract Academic Staff Members (1 from each of the Faculties of Arts; Business, Communication Studies & Aviation; Health, Community & Education; and Science & Technology; elected by Faculty Councils)

iii) Students

- 6 Students (appointed by SAMRU)

iv) Other

- GFC-nominated Academic Staff Member on the Board
- President, Mount Royal Faculty Association
- President, Mount Royal Staff Association
- 2 Indigenous Members (elected by GFC)

3.2. Terms

a) Ex Officio Members

The membership of an individual who is an Ex Officio Member automatically terminates when the individual ceases to hold the position by virtue of which they are an Ex Officio Member of GFC.

b) Elected Members

- An Elected Member holds office for a term of three years or until the Member's successor is elected, with eligibility for additional terms.
- An Elected Member's term automatically expires when the Elected Member ceases to be a full-time Academic Staff Member of the Faculty that elected the Member.

- Notwithstanding the preceding paragraph, a Faculty will as circumstances require, elect Members to hold office for one or two-year terms to provide overlapping terms for the Members elected by the Faculty, and may, when an Elected Member ceases to be an Elected Member before the expiry of that elected Member's term, elect a new Member to serve the remainder of the unexpired term.

c) Student Members

- A Student Member holds office for a term of one year or until the Student Member's successor is appointed, with eligibility for additional terms.
- A Student Member's term automatically expires when the Student Member ceases to be an active Student at Mount Royal University.
- When a Student Member ceases to be a Student Member before the expiry of the Student Member's term, SAMRU may appoint a new Member to serve the remainder of the unexpired term.

d) Additional Members

i) Administrator

The membership of an individual who is appointed as an Additional Member by virtue of their office automatically terminates when the individual ceases to hold that position.

ii) Academic Staff Members

- The membership of individuals who are appointed as Additional Academic Staff Members by virtue of their office automatically terminate when the individual ceases to hold that position.
- A Full-time Additional Academic Staff Member holds office for a term of three years or until the Member's successor is elected, with eligibility for additional terms.
- A Contract Academic Staff Member holds office for a term of one year or until the Member's successor is elected, with eligibility for additional terms.
- An Additional Academic Staff Member's term automatically expires when the Academic Staff Member ceases to be an Academic Staff Member at Mount Royal University.

iii) Student Members

- An Additional Student Member holds office for a term of one year or until the Student Member's successor is appointed, with eligibility for additional terms.

- An Additional Student Member's term automatically expires when the Student Member ceases to be an active Student at Mount Royal University.
- When an Additional Student Member ceases to be a Student Member before the expiry of the Student Member's term, the SAMRU may appoint a new Member to serve the remainder of the unexpired term.

iv) Other Members

- The membership of individuals who are appointed as Additional Members by virtue of their office automatically terminate when the individual ceases to hold that position.
- Other Additional Members hold office for a term of three years or until the Member's successor is elected, with eligibility for additional terms.

3.3. Absences

a) Members will advise the Office of General Counsel and University Secretariat 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 a Meeting Year.

b) Members may not send alternates to meetings of GFC.

c) If a Member is, or will be, absent from two or more consecutive GFC meetings in a Meeting Year, the Chair may request that a substitute be appointed for the duration of the absence or may declare the Member's position vacant and, if desirable, ask that a replacement be appointed for the balance of the Member's term. Appointments under this provision will be conducted in accordance with 3.4 below.

3.4. Vacancies

a) When there is a vacancy before a Member's term expires, the same body that appointed or elected the Member whose position has become vacant will take reasonable steps to appoint or elect a replacement (for the remainder of the term), ideally by the date of the next GFC meeting.

4. OFFICERS OF GFC

4.1. Identification of Officers

The following will be the Officers of GFC:

a) the Chair of GFC, who will be the President and Vice-Chancellor as prescribed in the Act;

b) the Vice-Chair of GFC, who will be the Provost and Vice-President, Academic; and

c) the Secretary (non-voting), who will be the General Counsel and University Secretary.

There will also be a (non-voting) Recording Secretary of GFC, who will be appointed by the General Counsel and University Secretary.

4.2. Chair of GFC

a) The Chair leads GFC in all aspects of its work and is responsible to effectively lead GFC in accordance with the PSLA and these Bylaws.

b) In carrying out this role, the Chair will:

- act as the Chair of meetings of GFC and the GFC Executive Committee;
- act as the spokesperson for GFC;
- ensure that GFC is informed of matters of import within its role;
- convey recommendations of GFC to the Board;
- convey to GFC such decisions and requests as the Board may wish to refer to GFC;
- ensure the University Secretariat maintains official records of GFC;
- call, through Executive Committee, all regular and special meetings of GFC;
- serve as an ex officio, non-voting member of all GFC standing Committees; and
- such other responsibilities as may be specified in these Bylaws.

4.3. Vice-Chair of GFC

The Vice-Chair will carry out any or all of the Chair's responsibilities at the request of the Chair or in the event that the Chair is absent or unable to carry out their responsibilities, and will have those additional powers and duties assigned by the Chair.

4.4. Secretary of GFC

a) The University Secretary will be the Parliamentarian. The Parliamentarian will have at each meeting the latest versions of:

- the Act;
- GFC Bylaws;
- the latest edition of *Robert's Rules of Order Newly Revised*; and
- GFC membership.

b) The Parliamentarian, using the resources above, is to assist the Chair and Members to answer parliamentary inquiries when they arise, and where helpful, to comment on procedural matters before GFC.

c) The Parliamentarian will also count votes and distribute, collect and count ballots if required.

d) In the absence of the University Secretary, the Chair may appoint a resource person to act in this capacity.

e) In addition to serving as the Parliamentarian, responsibilities of the University Secretary include:

- assisting with the organization of the annual election of Members, as required, and assisting GFC Executive Committee with the development of Committee charters;
- maintaining GFC Bylaws;
- having oversight over the creation and drafting of academic policies as appropriate, assuring adherence to proper format and procedures, and ensuring coordination and submission to GFC;
- conveying decisions of GFC to appropriate persons for information, advice, and/or action; and
- such other responsibilities as may be specified in these Bylaws.

f) The University Secretary will attend all regular (open and closed sessions), in-camera and special meetings of GFC.

4.5. Recording Secretary of GFC

a) Responsibilities of the Recording Secretary of GFC will include:

- preparing and distributing GFC agendas, minutes, and meeting materials, as required;
- serving as the recording secretary to specified GFC Standing Committees, as required;
- maintaining the official record of all GFC proceedings;
- ensuring that GFC website remains up to date;
- organizing and scheduling GFC meetings, acting as a resource to the Chair and University Secretary at such meetings;
- assisting the Committees in research and supporting their efforts; working with the Chair and University Secretary of GFC, as required, to ensure the smooth and proper functioning of GFC and its affairs; and

- such other responsibilities as may be assigned by the Chair and or University Secretary, or specified in these Bylaws.

b) The Recording Secretary will attend all regular (open and closed sessions), in-camera and special meetings of GFC.

5. GFC EXECUTIVE COMMITTEE

5.1. Establishment

a) GFC will establish a GFC Executive Committee to act as the executive body of GFC and, in general, carry out the functions delegated to it by GFC.

b) The GFC Executive Committee will be chaired by the Chair of GFC.

c) The membership of the GFC Executive Committee will be set out in a Committee charter approved by GFC. All members of the GFC Executive Committee will be GFC Members.

5.2. Role

a) In extraordinary circumstances or when there is an extended break between meetings, the GFC Executive Committee will act on behalf of and with the full authority of GFC on matters that require immediate action between regularly scheduled meetings. Actions taken under this delegation of authority must be reported to GFC at the next regular meeting of GFC.

b) The GFC Executive Committee oversees and advises on the governance and membership of GFC.

c) The GFC Executive Committee is responsible for recommending revisions to GFC Bylaws, rules, and procedures to expedite functioning of the body.

5.3. Responsibilities

The responsibilities and delegated authorities of the GFC Executive Committee will be set out in a Committee charter approved by GFC.

6. MEMBER EXPECTATIONS

In fulfilling their role on GFC, Members will:

a) familiarize themselves with and adhere to GFC's role in governing the University, these Bylaws, the University's Employee Code of Conduct, relevant laws and University policies applicable to members;

b) when exercising their powers and discharging their duties, a member's first duty is to GFC as a governance body of the University. Each member must act honestly and in good faith, bringing their perspective and insights to discussions;

c) make every reasonable effort to inform themselves including reviewing materials in advance of and attending all GFC meetings; and

d) ensure that they are able to devote sufficient time and energy to carry out their duties effectively.

7. GFC MEETING SCHEDULE

7.1. Schedule

a) In each Meeting Year, GFC will meet in accordance with the meeting calendar approved by GFC Executive Committee and provided to Members at least four months in advance of the start of the Meeting Year.

b) Eight meetings of GFC will be scheduled each Academic year and will ordinarily not last more than two hours.

c) The GFC Executive Committee may postpone or cancel a meeting if there is insufficient business for the meeting, and may call additional regular or special meetings as necessary to deal with business.

7.2. Notice

a) Once approved by the GFC Executive Committee, a schedule of regular GFC meetings for the Meeting Year will be provided to Members and posted, which is deemed sufficient notice to all Members of any meeting shown in the calendar.

b) Notice to the public will be sufficient if posted on GFC website.

7.3. Special Meetings

a) A special meeting of GFC may be called at the discretion of either the Chair of GFC or the GFC Executive Committee.

b) A special meeting will be called by the GFC Executive Committee upon receipt of a formal written request signed by a minimum of twelve (12) voting Members.

c) Notice of a special meeting will be provided to all Members by email at least forty-eight (48) hours in advance of the meeting.

d) The notice of the meeting will specify all items of business to be considered at the special meeting.

e) A special meeting will only deal with the business for which it is called.

7.4. Meeting by Other Means

a) GFC and GFC Committees may meet by other means of communication that allow all persons participating to hear each other, such as a video conference or teleconference. The same rights and responsibilities apply to Members participating in video conference or teleconference meetings as in in-person meetings.

b) Holding a meeting via other means as outlined above, or allowing a member to participate in a face-to-face meeting remotely, will be the decision of the Chair or the Committee Chair in the case of GFC Committees.

8. GFC MEETINGS

8.1. Closed, Open and In-Camera Sessions

a) Subject to the other provisions of this section, all GFC meetings are open to the public.

b) If business dictates, regular GFC meetings may be split into two sessions: (1) Open Session and (2) Closed Session.

c) Separate agendas will be prepared and minutes recorded for the open and closed sessions.

d) Ordinarily, the regular meeting will begin with the open session. If the GFC Executive Committee determines there is urgent business that needs to be considered in closed session, the GFC Executive Committee may decide to move the closed session to the beginning of the meeting to ensure that enough time is allocated for discussion.

e) If required, the closed session will deal with matters that might reasonably engage or disclose confidential financial or personal information about a person or people during the consideration of that item. Such determination by the GFC Executive Committee may not be challenged. The debate on these items will be conducted in closed session, unless the person or all of the people whose confidential financial or personal information is engaged make the request that the item be debated in public. The closed session is not open to the public and attendance is limited to GFC Officers/Members and invited guests.

f) During a meeting, GFC may vote to consider specific items of business in-camera, thereby closing the meeting to non-Members while these matters are under discussion. Such a motion will clearly identify all items of business to be considered in-camera, and is debatable. Should the motion be carried, all non-Members in attendance (other than those resources identified elsewhere in these Bylaws) will be asked to leave the meeting for the in-camera portion.

g) Minutes of any part of a GFC meeting that is held in-camera to avoid public disclosure of confidential financial or personal information about any person or

people, including a record of decisions taken, will not form part of the regular minutes of GFC but will be kept separately by the General Counsel and University Secretary and made available for scrutiny only to Members of GFC and to anyone who may be authorized by the GFC Executive Committee to see them. The regular minutes will recite only that GFC moved in-camera to discuss an item.

h) An in-camera session GFC ends with the termination of the meeting or following a Resolution to return to open session.

i) Notwithstanding the provisions of confidentiality outlined in this section, where the GFC Executive Committee considers it to be in the public interest that such decision be publicly recorded, it may enter into the regular minutes a statement of the decision taken in-camera. Such statements will not indicate the grounds upon which GFC arrived at its decision or the nature of the debate preceding such decision.

8.2. Quorum

a) A quorum for the transaction of business at any meeting of GFC is a number equal to the Simple Majority (more than half) of the Members, excluding vacant positions.

b) If GFC meeting is not called to order within fifteen minutes after its scheduled commencement time due to lack of quorum, the meeting will be deemed lost and GFC meeting will terminate.

c) A meeting that begins with a quorum will be deemed to continue with a quorum until the meeting is adjourned, or a Member challenges quorum and less than a Majority of Members then holding office are present at the time of the challenge.

d) A meeting at which quorum is challenged and found to be correct will be deemed adjourned at the time that quorum is challenged.

8.3. Absence of Chair

a) In the event that the Chair is unable to attend a specific meeting, the Vice-Chair will act as Chair for that meeting.

b) In the event that both the Chair and Vice-Chair are unable to attend a specific meeting, the Chair will delegate a Member to act as Chair.

8.4. GFC Meeting Agendas

a) The Chair and University Secretary will formulate GFC meeting agendas, and the GFC Executive Committee will review and approve the agenda for each regular GFC meeting.

b) Items for inclusion on GFC agenda need to be reviewed in advance by the GFC Executive Committee and materials pertaining to those agenda items must be received by the Office of General Counsel and University Secretariat at least six (6) Business Days prior to GFC Executive Committee meeting.

c) A question period of up to twenty (20) minutes will be included on the agenda for each meeting.

d) The agenda for each GFC meeting will be posted on the GFC website following distribution to Members.

e) Members may request that an item be included on a GFC meeting agenda by submitting to the Chair and University Secretary a request in writing that clearly sets out, at a minimum:

- the Motion, if one, and the action requested of GFC;
- the mover(s);
- the key considerations, including the rationale;
- the intended and potential consequences and impacts;
- the consultation that has been done, where appropriate; and
- any supporting documentation of the item, where appropriate.

f) The Chair will provide the request to the GFC Executive Committee at its next meeting for consideration. The GFC Executive Committee will determine whether the request is within the purview of GFC and may:

- add the item/s to a GFC meeting agenda; or
- request more information from the proposer; or
- determine that the item should not be brought to GFC.

g) The Office of General Counsel and University Secretariat will communicate the decision (and reasons in the event that the item is not included on GFC agenda) of the GFC Executive Committee to the person who submitted the request, including any suggestion of the GFC Executive Committee as to which body or individual the item should be addressed to, if applicable. The decision (and reasons, if any) will be included in the GFC Executive Committee report to GFC.

h) A matter not on the agenda may be considered at a regular GFC meeting, on a Motion to consider the issue that is supported by two-thirds (2/3) of the Members present. The Member moving the consideration of the matter may briefly explain why the matter should be considered but the Motion to consider the matter will not be debated, unless permitted by the Chair. If approved for inclusion on the agenda, material pertaining to the new business must be sufficiently well prepared for GFC to consider it at the meeting.

i) To ensure GFC has sufficient time in its meetings to deal with strategic and substantive matters, GFC uses a Consent Agenda format for GFC and Committee meetings. A Consent Agenda is a component of a meeting agenda that enables the group of action and information items that are routine, standard, non-controversial,

and self-explanatory. Should a Member wish to remove an item for discussion and/or vote, the Member may request this prior to or during the discussion of the motion to adopt the Consent Agenda (non-debatable).

8.5. Meeting Materials

Meeting materials will be distributed electronically, and the target date for distribution of meeting materials to Members will be four (4) Business Days in advance of a scheduled meeting.

9. CONDUCT OF MEETINGS

9.1. General

a) Open sessions of GFC meetings may be attended by non-Members, subject to space limitations.

b) These Bylaws supersede any guidance set out in *Robert's Rules of Order Newly Revised.*

c) The Chair's ruling binds all Members of GFC except where a Motion challenging the ruling has been duly moved, seconded and carried by a Simple Majority of the Members present at the meeting. In this event, a Member may propose a new ruling and, providing it is duly moved, seconded and carried by a Simple Majority vote of the Members present at the meeting, it will bind all Members of GFC.

d) No person is permitted to use a camera or recording device in a GFC meeting, except that the General Counsel and University Secretary or designate may authorize the recording of a meeting to aid in the preparation of minutes. Such recording will be destroyed immediately following GFC's approval of the minutes of the meeting.

9.2. Confidentiality

a) Except as required by operation of law, each Member will 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.

b) Except as otherwise expressly provided in these Bylaws, the proceedings of any meeting or part of a meeting of GFC or its Committees conducted in-camera or in closed session, including the minutes or other records concerning any such meetings or part thereof, will be kept in confidence by every Member and by other persons invited or permitted to attend any such meeting.

9.3. Conflicts of Interest

a) Members have Conflict of Interest obligations under the University's Employee Code of Conduct.

b) To assist Members in meeting those obligations, Members are required to:

- Review agenda items and declare any Conflicts of Interest in respect of an item at the beginning of each GFC or standing Committee meeting.
- Immediately seek guidance from the Chair or the General Counsel and University Secretary where there is any doubt about the existence of a Conflict of Interest.
- Actively manage a Conflict of Interest by applying one or more of the options below, as appropriate for the circumstance and as agreed to by the Chair. Options for managing a Conflict of Interest are:
    - removing themselves from the meeting room for any discussion and the decision on matters for which the Conflict of Interest exists;
    - removing themselves from the circumstances which create the personal benefit that gives rise to the Conflict of Interest;
    - managing the Conflict of Interest in a different fashion with the prior approval of the Chair; or
    - resigning their position with GFC.

9.4. Invited Guests and Non-Members

a) Guests may be invited to attend and speak at a GFC meeting with the approval of the Chair given in advance of the meeting, or at the sole discretion of the Chair of the meeting, during the meeting.

b) Non-Members in attendance at a meeting to observe GFC proceedings may speak only if expressly invited to do so by the Chair of the meeting. All visitors are expected to maintain decorum, in the event of a breach of these rules or a disturbance, the Chair of the meeting may eject non-Members from the meeting or adjourn the meeting.

9.5. Debate and Decorum

a) During the discussion of any substantive Motion, the mover will normally be offered the opportunity to speak first and also to make final comments at the close of debate. Other Members will normally speak only once for a maximum of five minutes, and in any case will not be permitted to speak a second time until all those wishing to speak for the first time have been recognized and heard.

b) All questions raised during discussion, will be directed to the Chair. The Chair may call upon another Member (or in some cases invited guests or non-Members) to respond to the question.

c) Providing clarification or explanation in direct response to a specific question or point of information will not be counted as speaking to the Motion.

d) Members are expected to observe appropriate decorum during any debate.

10. VOTING

10.1. Meetings

a) Only Members may move, second and vote on Motions.

b) Each Member present is entitled to one vote and only the Members present may vote on any questions. The Chair may exercise their vote only to break a tie.

c) Motions will be decided by a show of hands, a roll call (voice), an electronic platform (e.g, iClickers, Google form), or otherwise in such manner that clearly evidences a Member's vote and is accepted by the Chair of the meeting.

d) An affirmative vote of a Simple Majority of Members present and eligible to vote is required to pass a Motion. In the case of a tie, the Motion will be declared defeated.

e) The Chair will declare the result of the vote and such declaration will be conclusive.

f) Any Member may ask at the time of a vote that the Member's individual vote or abstention be recorded in the minutes.

g) Voting by proxy is not permitted.

10.2. Electronic Voting Provision for GFC Committees

In exceptional circumstances, when a critical deadline requires action to be taken or a decision before the next regular Committee meeting and when it is not feasible to schedule a special Committee meeting, the Committee Chair can choose to distribute the Motion with supporting documentation to Committee members via email and conduct an electronic vote on the Motion. The Motion must be approved by a majority of two-thirds (2/3) of the Committee members. When possible, the Committee Chair will organize a forum at which interested Committee members can discuss the decision prior to the electronic vote. Quorum is not necessary for such a meeting.

11. COMMITTEES

11.1. Establishment

a) GFC may by Resolution, establish standing or ad hoc Committees with such responsibilities, authorities, membership and operational rules, as it considers appropriate.

b) If GFC determines that a Committee's role is no longer required, GFC may by Resolution, dissolve the Committee.

11.2. General

a) When a Committee is formed, the functions, powers, responsibilities, delegated authorities, and operation of a Committee will be set out in a Committee charter approved by GFC.

b) The Committee charter will specify whether the Committee will be a standing Committee or an ad hoc Committee (e.g., a task force, a working group, or an advisory group).

c) The Committee charter will specify the number of members and any conditions GFC determines are appropriate regarding the composition of the Committee's membership and number or composition of Committee's resource personnel, if any. Committee membership may include non-GFC Members.

d) GFC may, by Resolution, modify any of the terms set out in a charter for any Committee, at any time.

e) Standing Committees will review their charters at least once every three (3) years and when necessary recommend changes to GFC.

f) Unless otherwise specified, standing and ad hoc Committees will be subject to the same procedural rules as GFC.

g) The Chair of each Committee will report (verbally or in writing) on the activities of that Committee to the next regularly scheduled meeting of GFC.

h) All Committees will submit a written annual plan to GFC for the Meeting Year in the Fall semester.

i) All Committees will submit a written annual report to GFC at or prior to the last scheduled meeting of the Meeting Year.

j) Unless otherwise provided in these Bylaws, the General Counsel and University Secretary or designate will keep and make accessible minutes of all meetings of all Committees, in the same manner as the minutes of GFC meetings.

11.3. Delegation

a) Pursuant to section 26(3) of the Act, GFC hereby delegates to the standing Committees established in accordance with these Bylaws, certain authority of GFC. The extent of such delegation is set out in the charter for each Committee.

b) Committees established in accordance with these Bylaws may establish a sub-Committee or sub-Committees and sub-delegate certain authority of that Committee. The extent of such delegation will be set out in the charter for that sub-Committee.

11.4. Election of Committee Members

a) Elections of Committee members, as appropriate, will be managed by the Office of General Counsel and University Secretariat.

11.5. Standing Committees

The primary purpose of the Standing Committees is to assist GFC in effectively exercising its powers and duties under these Bylaws and the Act. The Standing Committees established by GFC will be:

a) Executive Committee;

b) Academic Indigenization Committee;

c) Academic Planning & Budget Committee;

d) Academic Programs & Curriculum Committee;

e) Academic Standards Committee;

f) Research & Scholarship Committee;

g) Student Affairs Committee; and

h) Teaching & Learning Committee.

12. RECORDS

12.1. GFC Records

a) Minutes of the proceedings of all GFC and Committee meetings and records of all decisions of GFC and Committees will be presented to GFC or the Committee for approval or information, as applicable, at its next subsequent meeting.

b) The University will keep as permanent records, minutes of all GFC and Committee meetings and a record of all actions taken by GFC and Committees. The University will maintain its records in a form capable of conversion into printed form within a reasonable time. Following each meeting of GFC, the open session approved minutes will be posted on GFC website. The Office of General Counsel and University Secretariat will maintain these records on GFC website for the current and previous two years.

c) The official records of GFC will be maintained under the custodianship of the General Counsel and University Secretary. Minutes and documents from the open session will be available for inspection in the Office of General Counsel and University Secretariat during regular business hours.

d) GFC minutes available for review as noted above will exclude any confidential motions passed during closed sessions or in-camera segments of GFC meetings,

until such time as GFC Executive Committee determines that the reason for keeping them confidential no longer applies.

12.2. Certification of Records

The Chair, the General Counsel and University Secretary or such other person designated by GFC for the purpose may, in a written certificate, certify that:

a) a writing referred to in the certificate is a true copy of all or part of a minute of the proceedings of a meeting of GFC or a Committee or a Resolution of GFC or a Committee; and

b) that the minute or Resolution or part thereof is or is not in effect as at a date stated in the certificate.

13. GFC ASSESSMENT

GFC will carry out an assessment of its performance and operations no later than two years following its last assessment in accordance with a process approved by GFC Executive Committee.

14. RELATIONSHIP OF GENERAL FACULTIES COUNCIL TO OTHER GOVERNING ENTITIES

14.1. Relationship of GFC to the Board

a) The powers of GFC as set out in Section 26 of the Act are subject to the authority of the Board.

b) Consistent with its authorities and duties under the Act, GFC has a responsibility for academic affairs at the University.

c) Academic decisions that have a financial impact on the University are subject to Board approval. Accordingly, major academic decisions, including the establishment, substantive reorganization, or termination of Faculties, Schools, and Departments made by GFC will be subject to financial approval by the Board.

d) Decisions of GFC will be communicated to the Board in writing through the President, who will also bring to GFC requests and reports of the Board.

14.2. Relationship of GFC to Faculty Councils

a) The Act sets out the required membership of Faculty Councils. The powers of Faculty Councils are set out in the Act, subject to any conditions or restrictions that are imposed by GFC. Faculty Council decisions are subject to the authority of GFC.

b) GFC will approve the terms of reference for all Faculty Councils.

c) The Dean of the Faculty will serve as Chair of the Faculty Council.

d) A Faculty Council may delegate any of its powers, duties, and functions under the Act as it sees fit and may prescribe conditions governing the exercise or performance of any delegated power, duty, or function, including the power of sub delegation.

e) It is understood that Faculty Councils, which are themselves subsidiary parts of the structure of GFC, provide a forum for discussion of relevant academic matters and, generally retain their responsibilities in the conduct of University affairs. Nothing in these Bylaws is intended to alter this general practice, and it is assumed that in the conduct particularly of their academic planning, the Faculties have full responsibility, with the help as appropriate of their academic units, for designing and developing the plans and priorities that come to GFC for full consideration. Much of the creative power of the University remains at individual Faculty and subsidiary levers. GFC members are encouraged to familiarize themselves with the academic goals, priorities, planning, and programming of their Faculties.

14.3. Relationship of GFC to Deans' Council

a) The Act sets out the required membership of Deans' Council. The Deans' Council is an advisory body to the President and Vice-Chancellor, the Board and GFC and has the powers, duties and functions that are delegated to it.

15. AUTHORITIES

15.1. Authorization and Execution

All documents or instruments in writing requiring execution on behalf of GFC will be signed by the Chair, the Vice-Chair or those signatories specified in a written authorization of GFC.

16. GENERAL

16.1. Validity of Notices

a) Any notice or communication required or permitted to be given or made in accordance with these Bylaws will be sufficiently given or made for all purposes if delivered personally, or sent by electronic mail to the University Secretariat.

b) Any such notice or communication if sent by electronic mail will be deemed to have been received on the day of sending or if delivered by hand will be deemed to have been received at the time it is delivered to the University Secretariat.

16.2. Review and Changes to Bylaws

a) These Bylaws will be reviewed by GFC at least once every three years.

b) Subject to applicable laws, these Bylaws, or any part hereof, may be amended, replaced or repealed by Resolution of GFC, effective on the date specified in the Resolution or, if no date is specified, on the date the Resolution was passed. Anything done pursuant to, or in reliance on, these Bylaws before they were amended, replaced or repealed is conclusively deemed to be valid for all purposes.

c) Notice of any motion to amend, replace or repeal these Bylaws, or any part thereof, will be given at a regular meeting of GFC before GFC meeting at which the Motion is to be considered.

d) Amendments to the Bylaws must be approved by a majority of two-thirds (2/3) of GFC Members present.

e) Ongoing editorial amendments needed to these Bylaws such as typos and position title changes do not require GFC approval.

16.3. Effective Date

These Bylaws will be effective on the date that they are approved by GFC. All prior or existing Bylaws of GFC are repealed as of the effective date of these Bylaws.

17. REVISION HISTORY

Approval Date	Description of Change	Section(s)
Oct 18/24	July 2025 Editorial Change – Updated Position Title; brand logo update	3.1.a and d(i)
Oct 18/24	Removal of “International Activities Committee”	11.5.
Jan 19/24	June 2024 Editorial Change – Updated Land Acknowledgement	Land Acknowledgement
Jan 19/24	Formal Bylaw Review – updates for clarity, editorial and streamlining; removed Preamble.	1.1.; 3.1; 3.2; 3.3; 3.4; 4.2; 4.4; 4.5; 5.2; 5.3; 6; 7.1; 7.4; 8.2; 8.4; 8.5; 9.1; 9.2; 9.3; 9.5; 10.1; 11.2; 11.5; 12.1; 14.1; 14.2; 14.3; 16.1.
Oct 20/23	Addition of one Additional Member – Senior Administration and an editorial title change; editorial revisions to align with Definition of “Faculty”.	3.1(d)(i); 3.1(a) and 3.1(d)(ii)
May 19/23	Revision to Definition: “Faculty”	1.1(m)
Oct 21/22	Addition of two new Additional Members	3.1(d)(i)
Feb 18/22	Addition of provision 10.2.	10.2. *new*

Sept 10/21	Minor/editorial changes; revisions for clarification and alignment with GFC processes and the PSLA; addition of the definition of Simple Majority.	1.1(v) *new*; 3.1.; 3.2.; 4.4.; 8.1.; 8.2.; 9.1.; 11.4.
July 2/20	Original approval date	

APPENDIX A[1]

Excerpts from the *Post-secondary Learning Act*

Powers of general faculties council

26(1) Subject to the authority of the board, a general faculties council is responsible for the academic affairs of the university and, without restricting the generality of the foregoing, has the authority to

(a) exercise any power of a faculty council that the general faculties council considers desirable to exercise;

(b) consider and make decisions on the reports of the faculty councils as to the programs of study in the faculties;

(c) determine all programs of study to which clause (b) does not apply that are to be offered by the university for credit toward the requirements for any degree, diploma or certificate;

(d) determine the timetables for examinations and for lectures and other instruction in each faculty;

(e) consider and make decisions on the reports of faculty councils as to the appointment of examiners and the conduct and results of examinations in the faculties;

(f) provide for the granting and conferring of degrees other than honorary degrees;

(g) provide for the preparation and publication of the university calendar;

(h) hear and determine appeals from the decisions of faculty councils on applications, requests or petitions by students and others;

(i) consider all matters reported to it by any faculty council and communicate its opinion or action on those matters to the faculty council concerned;

(j) determine the date for the beginning and end of lectures in the university and also the beginning and end of each university term;

(k) make rules and regulations for the management and operation of libraries;

[1]*Appendix A is not considered part of GFC Bylaws*

(l) recommend to the board the establishment of faculties, schools, departments, chairs and programs of study in the university in any subject that the general faculties council thinks fit;

(m) make rules and regulations respecting academic awards;

(n) determine standards and policies respecting the admission of persons to the university as students;

(o) make recommendations to the board with respect to affiliation with other institutions, academic planning, campus planning, a building program, the budget, the regulation of residences and dining halls, procedures in respect of appointments, promotions, salaries, tenure and dismissals, and any other matters considered by the general faculties council to be of interest to the university;

(p) authorize lecturing and teaching on the university premises by persons other than members of the staff of the university;

(q) authorize a school to have a school council of the same nature and with the same powers, duties and functions as a faculty council and, in its discretion, revoke any authority so given.

(2) Any recommendations from the general faculties council to the board must be transmitted to the board through the president.

(3) A general faculties council may delegate any of its powers, duties and functions under this Act, including the powers referred to in section 31, as it sees fit and may prescribe conditions governing the exercise or performance of any delegated power, duty or function, including the power of subdelegation.

2003 cP-19.5 s26;2009 c11 s2;2018 c19 s13

Student Affairs

Student discipline

31(1) The general faculties council has general supervision of student affairs at a university and in particular, but without restricting the generality of the foregoing, the general faculties council may

(a) subject to a right of appeal to the board, discipline students attending the university, and the power to discipline includes the power

(i) to fine students,

(ii) to suspend the right of students to attend the university or to participate in any student activities, or both, and

(iii) to expel students from the university;

(b) delegate its power to discipline students in any particular case or generally to any person or body of persons, subject to any conditions with respect to the exercise of any delegated power that it considers proper;

(c) give to a student organization of the university the powers to govern the conduct of students it represents that the general faculties council considers proper.

(2) Any powers to govern the conduct of students given to a student organization pursuant to subsection (1)(c) are subject to the overriding control of the board, the president and the general faculties council.

Council on student affairs

32(1) A general faculties council may establish a council on student affairs to exercise immediate jurisdiction over student affairs with respect to any matters and in any manner the general faculties council determines and to exercise or perform any other powers, duties and functions the general faculties council determines.

(2) A council on student affairs may consist of

(a) members of the academic staff of the university,

(b) students of the university, and

(c) officers of the university who have administrative responsibility for student affairs.

(3) A council on student affairs may make bylaws governing the calling of its meetings and the quorum and conduct of business at its meetings and generally as to the conduct of its affairs.