



# Bylaws

As revised by the College Assembly,  
and approved by President Alan Davis  
for implementation March 27, 2009.

# The Bylaws of Empire State College

## Preamble

We, the faculty of Empire State College, adopt these Bylaws for our governance. The purpose of Empire State College is to provide alternative forms of higher education within the framework of the State University of New York. These Bylaws are intended to promote broad and responsible participation of the members of the college in the decisions that will lead the college toward the achievement of its purpose. Through the system of governance established by these Bylaws, the members of the college will promote innovative and effective programs of education which are responsive to the personal, social and academic needs of all constituents of the college.

These Bylaws are consistent with the Board of Trustees Policies and with the contract between the State of New York and the legally constituted state bargaining agent.

## Article I – The Voting Membership

The voting members of the Empire State College Assembly shall consist of:

- A. The chancellor of the State University of New York and the president of Empire State College.
- B. All academic personnel, professional employees and management confidential personnel of the college holding half time or greater appointments of at least six months at the time of the meeting/election. A list of the voting membership will be generated by the Office of Human Resources and verified by the faculty conference chair and the professional employee conference chair twice annually and posted by Sept. 15 and March 15 on the governance Web site.
- C. There will be one vote per member.
- D. Student, alumni and other representatives may be provided for by enabling action of the College Assembly.
- E. By petition, 15 percent of the voting membership may call for a referendum vote on any policy recommendation by the College Senate (Article III) or the Standing Committees (Article V). Such a referendum shall be by mail ballot. Such mail ballot shall be conducted by the Senate with support from the Office of Academic Affairs.
- F. Any mail ballot conducted by the College Senate, standing committees or any other governance component shall be considered valid if a majority of the voting membership respond. The only exceptions to this procedure will be those specified by the policies of the SUNY Board of Trustees, amendment votes as specified in these Bylaws, and special votes designated by the voting membership in which the voting procedure may be otherwise specified.

## Article II – The College Assembly

The voting membership of Empire State College shall meet at least once each year for two or more days on each occasion. Additional meetings may be called by petition of 25 percent of the membership and in consultation with the Program, Planning and Budget Committee (PPBC). The agenda for the All College meeting of the Assembly, including scheduling of individual sessions and the determining of specific items to be considered at the plenary session, will be prepared by the Senate at the January/February Senate meeting in consultation with the president or his/her designee and submitted to members of the Assembly 30 days prior to the meeting of the Assembly.

### A. Sessions of the College Assembly or its constituencies:

1. *The Plenary Session.* The president of the college or the president's designee shall preside over the plenary session of the College Assembly. The first order of business of the Assembly shall be the adoption of an agenda.
2. *The Faculty Conference.* The faculty conference shall consist of all teaching members of the Assembly in academic ranks, including qualified academic rank and excluding management confidential and professional employees. There will be one vote per employee member at half time or more employment. The conference shall be presided over by a chairperson or co-chairpersons of the faculty elected for one year. The faculty conference may submit resolutions and recommendations to the College Assembly and the College Senate.
3. *Professional Employee Conference.* The professional employee conference shall consist of all professional employees of the Assembly, excluding all teaching members of the Assembly in academic rank and management confidential employees. There will be one vote per employee member at half time or more employment. The conference shall be presided over by a chairperson or co-chairperson of the professional employees elected for one year. The professional employee conference may submit resolutions and

recommendations to the College Assembly and the College Senate

4. *Additional Meetings.* The voting membership shall develop such conferences, caucuses and meetings as it deems necessary. Requests to appear on the official agenda of the Assembly must be received by the College Senate by the January/February meeting.
- B. The recording, filing and dissemination of College Assembly affairs, shall be facilitated by the Office of Academic Affairs, and posted on the governance Web site, and shall be an operative function of that office unless and until specified otherwise at a regular or special meeting of the Assembly.
- C. Center voting members may adopt their own rules or procedures for local governance which shall not contravene these Bylaws or policies established by collegewide governance bodies as described in these Bylaws; such local rules are subject to approval by the president.

### **Article III – The College Senate**

#### *Charge:*

The College Senate shall act for the voting membership of the Assembly, the Senate may initiate proposals; refer items to standing committees; receive and act on recommendations concerning policies and procedures from various committees and any voting member of the college; and undertake and supervise any activity that is deemed part of the governance process not specifically covered by the standing committees.

#### *Membership:*

- A.
  1. The SUNY chancellor and Empire State College president.

2. Each administrative unit which is designated as a center for governance purposes shall elect one senator.
3. The president or Senate may propose to the College Assembly the addition or deletion of administrative units to be designated as centers for governance purposes. Assembly approval of such proposals by a majority vote – in mail ballot supervised by the Senate or in plenary session – is necessary.
4. In the event of consolidation and/or recombination of existing centers or the creation of new centers from existing centers, a plan for a transitional phasing of governance representation that corresponds to the new center structure will be brought by the new constituency to the Senate for action. Such plan will be reviewed by the Senate in conjunction with the biennial review of Bylaws.
5. The Senate also shall include a representative from each of the standing committees to be elected annually by the current membership of each committee and having full senatorial status.
6. The SUNY faculty senator shall be a member of the College Senate with vote.
7. The vice president for administration and provost/vice president for academic affairs shall be members of the College Senate without vote unless elected as college senators.
8. Two student representatives shall be elected senators with vote. The selection of students shall be by procedure agreed upon by the Senate.
9. Terms of office for college senators shall be two years in length and begin on June 1. No senator shall serve more than three consecutive two-year terms.

10. Half the centers shall elect their representatives and alternates in odd numbered years and the other half in even numbered years.
11. The College Senate shall name a parliamentarian from the ranks of the faculty or professional employees who shall not assume any of the duties and responsibilities of a senator and is a nonvoting observer. Terms of office for the parliamentarian shall be two years. The parliamentarian is nominated by the Senate chair every two years after a public call for nominations and is approved by majority vote of the Senate.

#### Structure and Function of the Senate:

##### B.

1. The College Senate shall meet at least six times annually and at the call of the president of the college and/or the Senate chair.
2. The College Senate shall elect its chair annually. The responsibilities of the Senate chair shall include but are not limited to the following:
  - a. Chairing Senate meetings and knowing the Bylaws and fundamental parliamentary procedure.
  - b. Scheduling and conducting conference calls with standing committee chairs, the Senate vice chair and SUNY faculty senator to establish the Senate agenda.
  - c. Setting agenda in consultation with provost and standing committee chairs.
  - d. Distributing agendas in a timely manner.
  - e. Coordinating governance correspondence with the governance secretary.
  - f. Proofreading and distributing minutes (working with the vice-chair) in a timely fashion.
  - g. Transmitting all information from the Senate to the president, including motions and resolutions, through the governance secretary.
  - h. Serving on the SUNY Faculty Senate as campus governance leader (CGL).

- i. Attending all College Council meetings.
  - j. Serving without vote on PPBC.
  - k. Serving on various subcommittees.
  - l. Naming Senate representatives for search and other committees as needed.
  - m. Initiating Bylaws revisions.
  - n. Knowing college policies and current issues facing the college.
  - o. Calling for nominations of PPBC vacancies in accordance with Article IV.
  - p. Serving in advisory capacity, the immediate past Senate chair will attend regularly scheduled Senate meetings as a nonvoting member unless he/she serves as chair of a standing committee or is elected as a Senate representative.
3. The College Senate shall elect its vice chair/secretary annually. The responsibilities of the vice chair shall include but are not limited to the following:
    - a. Taking the minutes of all Senate meetings as well as the Assembly plenary and forwarding to the chair for review in timely fashion.
    - b. Sending all resolutions to the chair within 20 days of the Senate meeting.
    - c. Presiding over the Senate when the chair is unable to do so.
    - d. Participating in the conference call of the Senate chair with the standing committee chairs (agenda setting call).
  4. The Senate chair shall be responsible within 30 days of the Senate meeting for the transmittal of all information from the Senate to the president. The president shall give his/her response to Senate recommendations within 30 days after he/she receives them. If the president chooses not to implement the recommendations of the Senate, he/she must state his/her reasons for not implementing them.
  5. The Senate chair will communicate to the Assembly membership within seven days the response of the president to official communications of the College

Senate. These communications will be posted on the governance Web site and Empire State College news.

6. Any action of the Senate may be challenged by a majority vote of the Assembly in a referendum vote or by action at an Assembly meeting.
7. The Senate shall accept agenda items and standing committee reports no later than two weeks prior to the Senate meeting. All committee proposals submitted before the deadline shall appear on the agenda.
8. The College Senate shall appoint ad hoc committees as it deems necessary provided such committees do not conflict with the standing committees established in these Bylaws. Membership on ad hoc committees may be appointed from any of the college's constituencies.
9. An executive committee of the Senate consisting of the Senate chair, vice-chair, PPBC chair, and SUNY faculty senator shall be formed. The responsibility of the executive committee is to represent the Empire State College Senate when timely consultation is needed by SUNY governance bodies or representatives of SUNY System or the board of trustees.
10. The Senate chair shall prepare an annual report for submission to the College Assembly at the All College Conference.

## **ARTICLE IV – Program, Planning and Budget Committee**

The Program, Planning and Budget Committee (PPBC) advises and consults with the college president regarding institutional priorities and objectives, short and long-range planning, and development of the college budget. The committee shall review planning, budgetary and other information relevant to its charge. Membership includes the college president and his/her appointed representatives, the Senate chair, without vote, and six members approved by the College Senate including at least one professional employee. The Senate chair shall place a call for nominations for which all members of the

College Assembly other than management confidential employees are eligible. Following consultation with the chairs of Senate standing committees, the college president and others, the Senate chair shall present to the Senate for its amendment and/or approval a slate of nominations to fill existing vacancies. PPBC members shall serve for three-year terms, at least two to be elected each year. At least one year must exist between terms. The PPBC chair shall be elected by June 1. The PPBC chair is a voting member of the Senate and reports to the Senate at each meeting.

## **ARTICLE V – The Standing Committees**

- A. Standing committees of the Senate are established to carry out collegial obligations on a collegewide basis. Membership qualifications for each standing committee are listed in the membership section for each committee. Each standing committee shall have the right to appoint ad hoc subcommittees to perform specific tasks. Students, alumni and others may participate in the proceedings of the standing committees by means of an enabling action of the College Assembly after full consultation with the standing committees involved. For each governance year the selection of student representatives for each committee shall be determined by the centers upon request of the Office of Academic Affairs. The selection of students shall be by procedure agreed upon by the Senate and the appropriate student group(s). Each standing committee shall include a non-voting liaison appointed by the president. The liaison shall serve the committee by providing information and support for the work of the committee.
- B. Elections of standing committee chairs shall take place by June 1.
- C. Charges and membership of standing committees
  - 1. *Academic Personnel Committee*

*Charge:* The Academic Personnel Committee (APC) shall consult with and advise the president in all re-appointments, promotions, continuing appointment

decisions, sabbatical leaves and related matters not covered by the current negotiated contract. From time to time, APC may consult with and make recommendations to the college faculty and administration on matters of professional development, quality of work life and the personnel review process.

*Membership:* One member elected from and by academic personnel of each center, exclusive of those designated as management confidential employees/personnel or professional employees. A person intending to apply for continuing appointment or promotion is ineligible to serve on APC in that governance year. A person applying for sabbatical is ineligible to serve during the meetings in which he/she is under consideration. If a governance unit does not have someone available to serve on APC who is not under consideration for continuing appointment or promotion, arrangements for an alternative representative of the governance unit on APC will be made through the local Center Personnel Committee (CPC). In lieu of an elected student representative to the APC, a student designated by the Student Affairs Committee (SAC) will provide consultation when requested by APC or SAC.

## 2. *Professional Personnel Committee*

*Charge:* The Professional Personnel Committee (PPC) shall act for the professional employees in matters which require the committee's study, review and recommendations regarding relevant policies and practices of the college and, as appropriate, shall consult with and advise the president on such matters.

*Membership:* The committee shall consist of 13 members, exclusive of management confidential or academic employees, with one elected from each governance center and three elected from the coordinating center.

## 3. *Committee on Undergraduate Studies Policy*

*Charge:* The Committee on Undergraduate Studies and Policy (CUSP) shall act for the faculty on academic issues

that require their study, recommendations, and approval in all matters impacting undergraduate academic programs, services and policies of the college as well as any college procedures that impact undergraduate academic policy. In relation to this charge, CUSP can both initiate and receive proposals related to academic programs and policy of the college. Members also shall be alert to changes in other college policies and/or procedural changes that may impact existing academic policy and respond appropriately. Where there are common issues that relate to both undergraduate and graduate policies and programs, CUSP and the Graduate Studies and Policy Committee (GSPC) shall make joint recommendations to the Senate.

The following shall be approved by CUSP:

- a. undergraduate academic policy
- b. new undergraduate Areas of Study/new degree programs
- c. revised undergraduate Areas of Study and concentration guidelines
- d. pre-structured undergraduate programs, program curricula, program requirements
- e. the college's model for student learning outcomes assessment with early and substantive consultation with the Office of Academic Affairs (OAA) on its development
- f. Center for Distance Learning (CDL) general education course designations
- g. admissions criteria, standards and procedures with early and substantive consultation with OAA on admissions instruments that impact academic policy
- h. changes to the academic calendar that affect the quality of the academic program

It is expected that there are levels of detail in implementation plans that may not necessarily be shared during the approval process and that implementation of new procedures may have the potential to impact approved academic policy. Therefore, on behalf of the faculty, as required by the State University of New York

Policies of the Board of Trustees (page 9, Article X, part 4, 2006), CUSP shall review and make recommendations on the implementation of the undergraduate academic program and policies. CUSP may periodically review processes and procedures of the academic program and make recommendations as to their conformity with the undergraduate academic policies of the college.

**Timing of items for review:** All items submitted to CUSP for approval or consultation shall ordinarily be received by committee members no less than 30 days before the next scheduled meeting when the items will be on the agenda. There is an expectation that all new policies and policy changes shall be reviewed by centers and programs with sufficient time for feedback and response back to CUSP. The OAA shall be responsible for posting policy changes and shall ensure that sufficient communication with all parties affected by policy changes is implemented.

**Membership:** One member elected from and by the personnel of each center. One member elected by the assessment professionals.

#### 4. *Student Affairs Committee*

**Charge:** The Student Affairs Committee (SAC) shall act in behalf of students in the continuing study, review and recommendations for change in all phases of student involvement in the college.

**Membership:** One member of the Assembly shall be elected by each center. One currently enrolled student representative shall be selected by each center's Alumni Student Association, and one graduate student shall be selected by the Graduate Alumni Student Association.

#### 5. *Graduate Studies and Policies Committee*

**Charge:** The Graduate Studies and Policies Committee (GSPC) shall act for the faculty in matters that require their study, review and recommendations regarding the

graduate academic programs and policies of the college. The following policies and actions by the college shall be approved by the GSPC:

- a. graduate academic policy
- b. new graduate programs
- c. revised graduate program guidelines, curricula and requirements
- d. program assessment reviews and plans, and any collegewide assessments that affect graduate programs
- e. admissions policy
- f. changes to the academic calendar that affect the quality of the academic program

*Membership:* One member elected from and by the academic personnel of each center, one currently enrolled graduate student or Center for Graduate Programs alumna/alumnus elected by the members of the Graduate Alumni Student Association, and one member from and by each of the existing graduate programs.

#### 6. *Educational Technology Committee*

*Charge:* The Educational Technology Committee (ETC) shall act for the college to shape the overall vision, strategy, and direction of all educational technology and technology policies implemented at the college. ETC shall play an advisory role in planning, prioritizing and assessing the academic viability of all academic technologies and technology policies as they relate to the academic program of the college.

*Membership:* One member elected from and by the personnel of each center, and one student selected by the Student Affairs Committee from its membership.

#### 7. *The Governance Operations and Review Committee*

*Charge:* The Governance Operations and Review Committee (GORC) shall act for the college in:

- a. the regular review and revision of Bylaws
- b. college governance training
- c. advising the president on the process for periodic review of management confidential employees, providing input to the president on potential respondents to comprehensive (360°) review surveys for scheduled reviews, and disseminating information on opportunities for participation in review surveys

*Membership:* One member elected from and by the personnel of each center.

- D. All policy and procedural recommendations by standing committees shall be referred to the College Senate for action. Informal consultations on matters pertinent to the individual charges of the committees may be carried on with any member or group of the college community.
- E. The Senate chair, the chairs of all standing committees, PPBC chair and the SUNY faculty senator shall each prepare an annual report for submission to the Senate and distribution among the College Assembly at the All College Conference.
- F. Centers represented on standing committees shall hold elections for all representatives and alternates every other year. Half the centers will elect their representatives and alternates in odd numbered years, and the other half in even numbered years.
- G. Each committee shall elect its own chairpersons and senator by June 1 from its existing membership and make provision for orderly succession of the chairperson.
- H. No voting member shall serve on any one collegewide committee more than three consecutive terms. No voting member (excluding alternates) shall serve on more than one collegewide standing committee at any one time, except when allowed for through special circumstances approved by the Senate or other parts of these Bylaws. No voting member shall serve as chairperson of a standing committee and chairperson of the Senate concurrently. Committee members appointed by the president are exempt from these provisions

in recognition of their continuing responsibilities in areas of specialized administration. The committee may request that the president change such appointments.

- I. All committee minutes and reports shall be maintained in the College Senate file in space provided by the Office of Academic Affairs and in the college governance Web site.
- J. Additional committees may be constituted upon recommendation of either the Senate or the president of the college and upon approval by both. These committees will function for one calendar year at which time a referendum will be conducted in the voting membership to determine whether the committee should be retained as a standing committee.

## **Article VI – Elections**

The Senate and standing committees are constituted by June 1 of each year. Elections for senators and standing committee representatives are to be carried out at the centers by June 1 of the year in which they are to serve. Centers eligible to elect a representative to the Senate and standing committees also shall elect an alternate representative in each case. The alternate shall have full voting rights and responsibilities whenever the primary representative is absent. Each constituency also may recall an elected representative by two-thirds vote of its members.

The Senate chair shall be elected at the governance retreat and shall serve as chair and Senate member until the following governance retreat when a new chair is elected.

## **Article VII – Consultation on Appointments**

When appointments for the positions of dean, associate dean, college director of academic review, director of the center for mentoring and learning, college director of academic support, provost/vice president for academic affairs, all other vice presidents, all associate vice presidents, and all assistant vice presidents, are being contemplated,

consultation shall be with the College Senate and with the staff involved. Such consultation shall be in two phases. First, a search committee shall be formed which includes representation from each of the constituencies concerned, including a representative of the College Senate. Second, there shall be opportunity for individual or group interviews with candidates.

Appointment of center administrators below the level of associate dean shall include similar consultation with center academic and professional staff.

### **Article VIII – Amendment**

Proposed amendments to the Bylaws shall be submitted in writing by the College Senate to all voting members of the Empire State College Assembly at least one month prior to any plenary session. The College Senate, or president, may initiate proposals and shall receive for consideration all proposed amendments from any voting member of the College Assembly. These proposals shall be submitted to the Senate at the fall (September/October) meeting. The Senate shall forward to the Assembly all proposals which are supported by a majority of the Senate or by signatures of 25 percent of the members of the College Assembly. Voting on amendments to the Bylaws may be taken if the established quorum is present. Passage of the proposed amendment requires 75 percent of the membership present in such a condition. An amendment also may be passed if the affirmative votes are equal to or greater than a simple majority of the full voting membership of the College Assembly.

### **Article IX – Violation of Bylaws**

Alleged violations of these Bylaws shall be referred to the Senate which will act as an adjudicating body. Any actions determined to be in violation of the Bylaws will be reported to the appropriate offices.

### **Article X – Bylaws Review**

These Bylaws shall be reviewed every two years as prescribed by the College Assembly.

## **Article XI – SUNY Faculty Senator**

The Assembly shall elect from among its membership a senator to serve on the SUNY Faculty Senate. Nominations for this position shall be taken in the spring and the election held by secret mail ballot conducted by the Senate with the support of the Office of Academic Affairs. The SUNY faculty senator may be elected to two consecutive three-year terms. An alternate senator also shall be elected.

## **Article XII – Rules of Order**

The most recent edition of *Robert's Rules of Order* will prevail except when supplanted by these Bylaws.



EMPIRE STATE  
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STATE UNIVERSITY OF NEW YORK

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