

BY-LAW 2

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BY-LAW NUMBER 2 OF THE UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY

(being a by-law to govern the affairs of the Academic Council)

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of the University as follows:

DEFINITIONS

In this By-law:

- a. the definitions set out in By-law Number 1 are incorporated by reference into By-law Number 2.
- b. “Non-Public” means a meeting that includes members of Academic Council or a committee of Academic Council and only those individuals invited by the Chair of Academic Council or the Chair of a committee of the Academic Council to attend.

ARTICLE 1 – AUTHORITY AND DUTIES

1.1 Delegated Authority from the Board

Without limiting or otherwise constraining the statutory powers and duties of the Board and pursuant to section 5 and subsections 9(1)(i) and (n) of the Act, the Board hereby delegates to the Academic Council the authority to establish the academic standards and curricular policies and procedures of the University, and to regulate such standards, policies and procedures, including:

- a. any procedures necessary to effect the intent of this By-law, including but not limited to:
 - (i) the election of its members, including the establishment of constituencies and voting practices;
 - (ii) selection of a Vice-Chair;
 - (iii) selection of an acting Chair in the absence of the President; and
 - (iv) appointment procedures for its committee members.

- b. determining academic quality, which includes determining the contents and curricula of all programs and courses of study;
- c. governing the academic standards for:
 - (i) admission of students to the University;
 - (ii) academic integrity and professional suitability; and
 - (iii) graduation.
- d. governing matters arising in connection with the award of fellowships, scholarships, medals, prizes, and other awards for academic achievement;
- e. establishing and implementing general academic regulations;
- f. establishing and implementing academic and research policies except those that are organizational in nature and/or those implemented to fulfill legal compliance obligations;
- g. granting bachelor's degrees, master's degrees, doctoral degrees, honorary degrees and all other degrees, certificates, and diplomas in any and all branches of learning;
- h. providing for the convening and conduct of convocations;
- i. establishing a faculty council for each Faculty of the University, which will be responsible for the policies and procedures of the Faculty as set out by the Academic Council;
- j. appointing committees and working groups to provide investigative, informational or advisory services to Academic Council; and
- k. subject to any limitations imposed by law or contract, such other authority as the Board may, through by-law or resolution, confer on the Academic Council or a committee of the Academic Council to act on the Board's behalf with respect to any matter or class of matters.

1.2 The delegation of authority under Article 1.1 subsections (d), (e) and (h) fulfill the Board's duty to consult with the Academic Council set out in subsection 10(5) of the Act with respect to matters referred to in subsections 9(1)(b), (g) and (h) of the Act.

1.3 **Consultation by the Board**

In accordance with section 10(5) of the Act, the Academic Council will be consulted by the Board on the following matters:

- a. the mission, vision and values of the University;
- b. the establishment of service and institutional policies and plans, and academic and research policies and plans that are organizational in nature or those implemented to fulfill legal compliance obligations and the manner in which they are implemented; and
- c. the appointment and removal of the Chancellor.

1.4 Recommendations to the Board

Academic Council will make recommendations to the Board on matters including:

- a. the establishment or termination of degree programs;
- b. the establishment of faculties, schools, institutes and departments;
- c. the establishment of chairs and councils in any faculty, school, institute or department;
- d. the establishment and terms of reference of committees to exercise the Academic Council's delegated authority under this Article; and
- e. such other matters as may be referred to it by the Board.

1.5 The duty of the Academic Council to make recommendations under Article 1.4 (b) and (c) fulfills the Board's duty to consult with the Academic Council set out in subsection 10(5) of the Act with respect to matters referred to in subsection 9(1)(f) of the Act.

1.6 All recommendations made by the Academic Council pursuant to Article 1.4 will be made by resolution and reported to the Board by the President. The Board will consider the recommendation(s) of the Academic Council during its deliberations on the matter. If the Board does not adopt a recommendation of Academic Council, the Board will communicate its reasons for the decision to the Academic Council through a report by the President.

ARTICLE 2 - COMPOSITION

2.1 *Ex-officio* Members

In accordance with section 10 of the Act, the Academic Council will be composed of the following *ex-officio* members:

- a. the Chancellor;
- b. the President;
- c. the Provost and Vice-President, Academic;
- d. the Dean of each Faculty and School of the University;
- e. the Registrar;
- f. the University Librarian;
- g. the senior administrator responsible for Student Life;
- h. the academic administrator responsible for Quality Enhancement;
- i. the academic administrator responsible for Research;
- j. a Governor; and
- k. the Council of Ontario Universities Academic Colleague (non-voting).

2.2 For the purpose of determining quorum, the following *ex-officio* members will be counted as Teaching Staff:

- a. the Provost and Vice-President, Academic;
- b. the Dean of each Faculty and School of the University;

- c. the academic administrator responsible for Quality Enhancement; and
- d. the academic administrator responsible for Research.

2.3 **Elected Members**

a. Faculty, elected from among full-time continuing Associate Deans, tenured and tenure-track faculty and teaching faculty, in the following numbers:

- (i) Faculty of Business and Information Technology – three (3)
- (ii) Faculty of Education – one (1)
- (iii) Faculty of Energy Systems and Nuclear Science – one (1)
- (iv) Faculty of Engineering and Applied Science – three (3)
- (v) Faculty of Health Sciences – three (3)
- (vi) Faculty of Science – three (3)
- (vii) Faculty of Social Science and Humanities – three (3)
- (viii) Faculty At-Large – eight (8)

b. Students, elected from among their respective constituencies, in the following numbers:

- (i) undergraduate – four (4)
- (ii) graduate – two (2)

c. one (1) Administrative Staff member, elected from among the Administrative Staff.

2.4 **Elections**

The Academic Council will establish the rules and regulations governing the election of its members pursuant to Article 1.1(a)(i).

2.5 **Terms**

Elected faculty and Administrative Staff members will serve for three-year terms. Elected student members will serve for a one-year term, which is renewable for an additional year. The Academic Council will establish the eligibility requirements and procedures for the renewal of the student members pursuant to Article 1.1(a)(i).

ARTICLE 3 – LEADERSHIP

3.1 **Chair**

In accordance with subsection 10(3) of the Act, the President is the Chair of the Academic Council.

3.2 Temporary Chair

In the absence of the President, the Academic Council may select one of its members to act as temporary Chair of the meeting. The Academic Council will determine the manner in which the temporary Chair will be selected pursuant to Article 1.1(a)(iii).

ARTICLE 4 - MEETINGS

- 4.1 Subject to subsections 4.2, 4.3 and 4.4 of this Article, meetings of the Academic Council and its committees will be Public.
- 4.2 The Academic Council and its committees may conduct two (2) types of meetings as part of their regular administration:
- Public; and
 - Non-Public.
- 4.3 Where the Academic Council or a committee of the Academic Council considers matters confidential to the University or of a personal nature concerning an individual, that part of the meeting concerning such matters will be Non-Public.
- 4.4 Attendance at Public meetings will be subject to space limitations and the provisions of the related procedures. No person will be removed from a meeting except for improper conduct as determined by the chair.
- 4.5 Meetings of the Academic Council and its committees will be conducted respectfully, efficiently and with a view to reaching consensus in accordance with the values of the University. In case of controversy, meetings of the Academic Council and its Committees will be conducted in accordance with *Democratic Rules of Order* by Francis and Francis (9th edition), as amended or replaced, or such other rules of order most recently adopted by the Academic Council and its committees.
- 4.6 **Participation by Electronic Means**
- If the University chooses to make available a telephone, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of the Academic Council or its committees, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of the By-laws, any person participating in a meeting of the Academic Council or a committee of the Academic Council pursuant to this Article who is entitled to vote at that meeting may vote by means of any telephonic, electronic or other communication facility that the University has made available for that purpose. No member of the Academic Council or its committees will be represented by proxy.

4.7 Written Resolutions

A resolution signed (electronically or otherwise) by all members of the Academic Council or a committee of the Academic Council entitled to vote is as valid and effective as if passed at a meeting duly called, constituted and held for the purpose. Written resolutions may be signed in counterparts and such resolutions signed by one or more members entitled to vote and transmitted by facsimile, electronic mail, or other electronic means to the Secretary will be deemed to be duly signed by such members.

ARTICLE 5 - COMMUNICATIONS

5.1 Effective communications between the Academic Council and the Board are an integral aspect of collegial governance. Accordingly, the Academic Council will appoint one of its members who will deliver a report at every public meeting of the Board and Academic Council.

ARTICLE 6 – ACTIONS TAKEN ON BEHALF OF BOARD

6.1 Report of Action Taken

Subject to Article 6.2, action taken by the Academic Council or one of its committees under delegated authority will:

- a. be reported to the Board for information;
- b. have the same effect as a resolution passed by the Board; and
- c. have effect from the end of the meeting at which it was approved.

6.2 Review of Action Taken

- a. Where the Board, with respect to any matter or class of matters, has conferred on the Academic Council or a committee of the Academic Council (the “decision-making body”) the authority to act on behalf of the Board, and where, prior to the adoption by the decision-making body of a resolution to determine the matter, the Chair of the Board, the President (or the relevant presidential representative appointed pursuant to Article 7.6 of By-Law 1), the Chair of the decision-making body, or the decision-making body itself is of the opinion that the matter is major in significance with respect to the public or fiduciary responsibilities of the Board, the relevant individual or decision-making body may require that the matter be submitted to the Board for confirmation.
- b. Where a matter is referred to the Board pursuant to paragraph (a) of this section, the action taken by the decision-making body will not have effect unless confirmed by the Board. If so confirmed, such action will have the same effect as a resolution passed by the Board and will have effect from the end of the Board meeting at which the matter was determined.

- c. Subsections (a) and (b) of this section do not apply to the actions taken by any committee established to make decisions on academic appeals or to cases of alleged academic or non-academic misconduct.

6.3 Reconsideration

No matter decided by the Academic Council, or by a committee of the Academic Council, or referred to the Board and confirmed by it under the provisions of Article 6.2, may be considered again by the Academic Council, the committee or the Board within 12 months of the meeting at which the matter was decided, or of the Board meeting at which the action was confirmed, unless a motion for reconsideration is carried by a two-thirds majority of the members of the Academic Council, the committee, or the Board, as the case may be.

ENACTED by the Board of Governors on the 1st day of September 2018.

President – Steven Murphy

University Secretary – Cheryl Foy