**Bylaw Changes**

**Survey Summary:**

The Standards and Practices Committee is in the process of reviewing and revising the Bylaws to ensure they are compliant with current legal requirements, that they accurately reflect the current Academic Senate and how it operated, and to add sections to allow the Senate to operate more effectively. The survey “Bylaw Changes” sought feedback about these revisions. It asked 10 questions, and received a total of 19 responses.

**ARTICLE I: Definitions**

Section 1. Definitions
The following terms are to be understood in the restrictive and technical sense herein defined.

C. Member Senate: A local academic senate or equivalent faculty organization certified by the **Board of Directors (also known as the Executive Committee) of the** Academic Senate for California Community Colleges.

D. Equivalent Faculty Organization: Any organization of faculty members which, where a local academic senate does not exist, has among its primary purposes those enumerated for an academic senate under Title 5 of the Administrative Code, and has been certified as a Member Senate by the **Board of Directors** of the Academic Senate for California Community Colleges.

E. Delegate: An individual who, (1) by reason of election as an officer or member of the **Board of Directors** or, (2) by selection by a Member Senate, enjoys full voting rights at both regular and special general sessions of the Academic Senate for California Community Colleges. Any individual claiming Delegate status must also be in compliance with the provisions of Article II, Section 2.

**F. Board of Directors: The officers and representatives elected by Delegates as defined by California law (See Corporations Code Section 7210).**

**G. Officers: President, Vice President, Treasurer, Secretary, and the Executive Director.**

H. Senator Emeritus: A title conferred by the Academic Senate for the purpose of recognizing the meritorious service of a faculty member upon or after retirement.

**I.** Plenary Session: The biannual event at which the Academic Senate conducts its business **for a minimum of three days**.

**J.** General Session: A single scheduled meeting held during the plenary session. The number of General Sessions during a plenary session will be based on need.

When asked if there are any concerns regarding the bolded changes in the sections above, 16 respondents said “No.” However, a few participants would prefer to use a term other than “Board of Directors.” Another participant is concerned that the ASCCC is becoming a non-profit corporation that follows Corporations law, and worries about ramifications that would diminish the power of the faculty Senate leadership in consultations at all levels and with the Board of Governors. It was also suggested that the Senate revise the language in F and G because the Executive Director is not elected by the body.

**ARTICLE II: Membership**

Section 1. Membership
The academic senate of each of the California Community Colleges and the district academic senate of multi-college districts, or their equivalents, are Member Senates.

Any academic senate recognized by its local governing board as representing its faculty in academic and professional matters (as defined in Title 5 §53200) may apply for status as a Member Senate. The **Board of Directors** will certify such academic senates as Member Senates upon verification of the following:
1. A majority of full-time faculty members of a college or recognized center have voted in favor of forming an academic senate (Title 5 §53202 (a)).
2. The applying senate has a constitution and/or bylaws approved by the faculty it represents.
3. The governing board of the college or recognized center recognizes that organization as representing its constituency in academic and professional matters.
**4. A district academic senate will be recognized as a Member Senate if the local governing board has recognized it as representing faculty in academic and professional matters on district issues.**

Section 2. Delegates
Each Member Senate is entitled to designate any of its faculty members, in whatever manner it wishes, to be its one Delegate, who shall have full voting rights at each plenary session. The Delegate may transfer the responsibility for voting on resolutions, but not on elections **after the elections have begun**, to a faculty member from the same **district. Board of Directors members may not delegate any of their responsibilities or rights as a member of the Board except as is specifically permitted by law or these Bylaws.** No Delegate shall be entitled to more than one vote, and a vote cannot be cast by proxy. In the event of a challenge, the **Board of Directors** shall be the sole judge of the credentials of a Delegate.

Section 3. Plenary Sessions
The Academic Senate for California Community Colleges shall meet in plenary session **biannually** during each academic year.

When asked if there are any concerns regarding the bolded changes in the sections above, 17 participants said “No.” However, one participant is concerned that Article II, Section 3 limits plenaries to *only* twice a year. This participant prefers the previous language that stated the Academic Senate will meet in plenary session *at least* two times biannually during each academic year. A second participant is concerned with how Article II, Section 1, #4 will be proven.

**ARTICLE III: Officers**

Section 1. List of Officers
The officers of the Academic Senate shall include the President, Vice President, Secretary, Treasurer, **and the Executive Director. The President, Vice President, Secretary, and Treasurer** shall be elected at a general session of the Academic Senate for California Community Colleges for one-year terms. The term of all **elected** officers shall be **June 1 to May 31. The Board of Directors will appoint the Executive Director.**

**Section 4: Officers’ Powers and Duties
A. The President shall
1. Oversee the preparation of the agenda for all plenary sessions and all meetings of The Board of Directors.
2. Preside over all plenary sessions and meetings of the Board of Directors.
3. Represent and act as the spokesperson for the Academic Senate and its Board of Directors.
4. Oversee the authorization of expenditures for the Academic Senate.
5. Appoint a parliamentarian who shall serve at the pleasure of the President.
6. Assign duties and tasks to the members of the Board of Directors.
7. Perform any other function normally thought to be within the realm of a presiding officer that is otherwise not denied by the Bylaws, Senate Rules, or Senate Policies.

B. The Vice President shall
1. Act as President in the absence of that officer.
2. Succeed to the Presidency in the event of the vacancy of that office.
3. Perform such functions as the President assigns to assist in carrying out the purposes and policies of the Academic Senate.

C. The Secretary shall
1. Oversee the keeping of the records of actions by the Board of Directors, including overseeing the taking of minutes at board meetings and plenary sessions.
2. Ensure the accuracy and presentation of minutes of all plenary sessions and Board of Directors meetings and their dissemination.
3. Perform such functions as the President assigns to assist in carrying out the purposes and policies of the Academic Senate.

D. The Treasurer shall
1. Serve as an authorized signatory on all accounts.
2. Shall, in conjunction with the Executive Director, oversee the budget preparation and shall ensure that appropriate financial reports are made available to the Board of Directors on a timely basis or as may be required by the Board of Directors.
3. Oversee and keep the delegates and the Board of Directors informed about the financial condition of the organization and of audit or financial review results.
4. Chair a committee for the purpose of drawing up the annual budget and hiring the auditor.
5. Perform such functions as the President assigns in carrying out the purposes and policies of the Academic Senate.

E. The Executive Director
1. The Board of Directors shall appoint an Executive Director to conduct day to day management of the Senate.
2. The Board of Directors shall appoint an Executive Director pursuant to a majority vote at a regularly scheduled or special meeting.
3. The Board of Directors may terminate an Executive Director pursuant to a majority vote at a regularly scheduled or special meeting. Prior to any such decision, the Board of Directors must review the contract with the Executive Director and receive advice from a qualified attorney as to any legal consequences of this decision.
4. The official duties of the Executive Director shall be listed in a job description that is adopted by a majority vote of the Board of Directors at a regularly scheduled or special meeting.**

When asked if there are any concerns regarding the bolded changes in the sections above, 16 participants said “No.” One participant suggested that the Senate clarify which officer will succeed to Presidency if the Vice President is unable. Others are concerned that the Executive Director, a non-faculty member, is an officer, and that the voting status of the Executive Director is not defined.

**ARTICLE IV: Board of Directors**

Section 1. Membership
The **Board of Directors** shall consist of the officers and ten representatives **based upon the geographic distribution of Member Senates**. All **elected Board of Directors** members must retain their faculty status to continue in office.

Section 2. Selection and Term
All candidates for election to the **Board of Directors** shall meet at least one of these criteria: 1) is a Delegate or a local senate president 2) has within the last three years immediately preceding the election been a local senate president or a **Board of Directors** member or officer or 3) has been nominated by a resolution of a Member Senate. The minutes of the meeting at which that resolution was adopted must be submitted to the Elections Committee chair with the nomination of the individual. All members of the **Board of Directors**, except the officers, shall be elected by the plenary session on the basis of geographic representation as prescribed in the Senate Rules and shall serve for two-year staggered terms. Terms of office shall commence on **June 1** and end on **May 31**.

Section 3. Voting
All **elected** members of the **Board of Directors** shall have full voting privileges **on** the **Board of Directors. Proxies shall not be permitted. The Executive Director serves on the Board of Directors as a non-voting ex officio member.**

Section 5. Meeting
The **Board of Directors** shall meet no fewer than five times each academic year. **All meetings of the Board of Directors will be held in compliance with the Academic Senate’s Open Meetings Policy.**

Section 6. Powers and Duties
The **Board of Directors** shall adopt procedures, implement policies adopted at the plenary sessions, transact business, and perform other functions that are consistent with the intent, purposes, and provisions of the Bylaws and Senate Rules.

**Section 7. Recall
Recall of a member of the Board of Directors shall follows procedures outlined in the Senate Rules.**

**Section 8. Removal
An elected member of the Board of Director may be removed from office for cause following the process outlined in the Academic Senate’s Policy for the Removal of a Member of the Board of Directors.**

When asked if there are any concerns regarding the bolded changes in the sections above, 17 participants said “No.” One participant asked the Senate to consider assigning the Executive Director an independent position—such as non-voting “Advisor”—on the Senate Executive Committee that is separate from the elected faculty. A second participant suggested that “follows” be corrected to “follow” in Section 7.

**ARTICLE V: Committees and Appointments**

Section 1. Standing Committees
Standing committees shall be specified in the Senate Rules. Subject to the approval of the **Board of Directors**, the President shall make appointments to all **standing** committees.

**Section 2. Faculty Appointments to Other Groups
The President, in consultation with the Vice President and Executive Director, makes appointments to all other groups requiring faculty participation. When a new President is elected but has not taken office, the newly elected President will make appointments for faculty that will serve past May 31. These appointments are subject to approval by the appointee’s Member Senate President.**Section 3. **Standing** Committee Chair
**The President shall select a member of the Board of Directors to serve as the Chair of each standing committee.**

Section 4. Terms and Removal
The terms of all persons appointed to **standing** committees or **other faculty groups** shall be for one year or any shorter period specified by the President. Any appointee can be removed by a simple majority vote of the **Board of Directors**.

When asked if there are any concerns regarding the bolded changes in the sections above, 17 participants said “No.” However, one concerned participant suggested that the Senate include the reasons that would justify removal of appointees in Section 4. A second participant would like Section 2 to state that a new President will make appointments *before* a new term has begun.

**ARTICLE VI: Caucus**

Academic Senate caucuses are intended to serve as groups of independently organized faculty to meet, network, and deliberate collegially in order to form a collective voice on issues of common concern that caucus members feel are of vital importance to faculty and the success of students as they relate to academic and professional matters.

The **Board of Directors** shall establish **written policies**, procedures, and guidelines for caucuses.

When asked if there are any concerns regarding the bolded changes in the sections above, all participants said “No.”

**ARTICLE VII: Action**

Section 1. Quorum
A quorum for the **Board of Directors** and all other committees **is** the majority of the voting **members**. A quorum for a plenary or special session of the Academic Senate for California Community Colleges **is** a majority of the Delegates registered. **Quorum is required for any action to be taken.**

Section 3. Referendum
A. **Any action taken by the Board of Directors or** any resolution adopted during a plenary session may be rescinded by a referendum of the Member Senates, (see Article I, Section 1.C). The Academic Senate must receive proposals to rescind within 30 days after the **action at the Board meeting or the** plenary session at which the resolution in question was adopted. A proposal to rescind must be in the form of a Member Senate resolution signed by the Member Senate president. Such a referendum shall be held if at least one-fifth (1/5) of the Member Senates request it within 30 days after the **distribution** of the **approved minutes or** adopted resolutions packet of the session at which the resolution was adopted.

B. Upon receipt of such requests from at least 1/5 of the Member Senates, the President shall **distribute** ballots on the referendum to each Member Senate within **15** days of receiving the needed number of requests.

C. Ballots must be returned within **30** days from the day the ballots were **distributed**. The referendum shall pass if **2/3** of all the Member Senates vote in favor of it.

A. If the referendum is approved, then the **Board action or** resolution of the plenary session is rescinded and becomes null and void.

Section 4. Communications
In order to provide adequate communication with the faculty of the California Community Colleges, the Academic Senate shall make available to all faculty agendas and minutes of its meetings, committee reports and other pertinent information on pending matters, **except to the extent that said materials are privileged or confidential and not subject to disclosure pursuant to law.**

When asked if there are any concerns regarding the bolded changes in the sections above, 18 participants said “No.” One participant suggested that Section 3, Referendum C clarify whether the 2/3 vote includes all who received the ballots or just the returned ballots. Another participant suggested that all local senates adopt Section 1 as a policy.

**ARTICLE VIII: Amendments of the Bylaws**

Section 1. Proposal
Proposed amendments to these Bylaws shall become part of the plenary session agenda upon receipt by the President of a resolution in the form of:
A. A petition of one-fifth (1/5) of the Member Senates, or
B. A petition of the majority of the **Board of Directors**, or
C. A petition presented at any of the first four general sessions and signed by a majority of registered Delegates present at the general session at which it was proposed.

A petition under A or B above must be received in time to be noticed in writing to the Member Senates for discussion at pre-plenary session area meetings.

When asked if there are any concerns regarding the bolded changes in the sections above, all participants said “No.” One participant suggested that the Senate use the term “Executive Board” rather than “Board of Directors.”

**ARTICLE IX: Senate Rules**

Section 2. Adoption
Senate Rules **may** be adopted, **amended or rescinded** by **action of the Academic Senate acting in plenary session**.

When asked if there are any concerns regarding the bolded changes in the sections above, 18 participants said “No.” However, one concerned participant suggested that the Senate follow a 2/3 vote policy when adopting, amending, or rescinding Senate rules.

**ARTICLE X: Emergency Action**

**Section 1. Emergency Action
The Board of Directors or elected Officers (Article III) may, as permitted by Corporations Code Sections 7140 and 7151, take actions or conduct business as necessary to protect the interests of the Academic Senate and its membership in the event of an emergency. A written record of all actions taken shall be maintained, and all such actions shall be subject to review by the Academic Senate at its plenary session.**

When asked if there are any concerns regarding the bolded changes in the sections above, 16 participants said “No.” One concerned participant feels the addition of this section applies Corporations Code to a faculty body of democratically elected representatives. A second participant is concerned this addition is an effort to remove any restriction on the Executive Board and checks and balances that are in place.

Full survey results can be found using the following link:

<https://www.surveymonkey.com/results/SM-27YMPMD7/>