



**GENERAL FACULTIES COUNCIL**

**BYLAWS**



**THE GENERAL FACULTIES COUNCIL OF THE UNIVERSITY OF CALGARY  
BYLAWS**

**1. INTERPRETATION**

**1.1 Definitions**

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

- a) **"Academic Staff Member"** means an individual who is engaged to work for the University and is identified as an academic staff member under Article 1 of the Collective Agreement;
- b) **"Act"** means the *Post-Secondary Learning Act* (Alberta) and the regulations promulgated thereunder;
- c) **"Board"** means the Board of Governors of the University;
- d) **"Business Day"** means a day other than a day that the University is closed or a Saturday, Sunday, statutory or civic holiday in Calgary, Alberta;
- e) **"Chair"** means the Chair of the GFC;
- f) **"Committee"** means a standing or *ad-hoc* committee established by the GFC;
- g) **"Conflict of Interest"** means a conflict of interest as defined in the University Code of Conduct;
- h) **"Ex officio"** means a person who holds an appointment by virtue of their position;
- i) **"FOIP"** means the *Freedom of Information and Protection of Privacy Act* (Alberta);
- j) **"GFC"** means the General Faculties Council of the University;
- k) **"Meeting Year"** means the period from September to June in each year;
- l) **"Member"** means a member of the GFC;
- m) **"University"** means the University of Calgary; and

### 1.3 Conflict with Act

## Elected Members

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## Elected Members

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An Elected Member holds office for a term of three years or until the Elected Member's successor is elected, ~~with no possibility for re-election.~~ [1] 14



## 6.2 Expectations

Members are expected to:

- a) make every reasonable effort to attend all GFC meetings;
- b) come to meetings prepared to engage in respectful, meaningful discussion and provide considered, constructive and thoughtful feedback and commentary, express opinions and ask questions to enable the GFC to exercise its best judgment in decision making and advising; and

- c) ensure that they are



### **7.3 Quorum**

A quorum for the transaction of business at any meeting of the GFC is a number equal to one-half (1/2) of the Members.

### **7.4 Absence of Chair**

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

In the event that both the Chair and the Vice Chair are unable to attend a specific meeting, then the Chair shall designate an Ex Officio aemb0 Tw (M1(f)6 (f)-41.5 -1.22 C)4 c (r)4 (e)13 (u)11(all 3 (u)

The Secretariat will communicate the decision (and for c) above, the reasons) 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, if applicable, and the decision (and reasons, if any) will be included in the GFC Executive Committee report to the GFC.

Items not on the meeting agenda that are introduced on the floor of the GFC will not be considered at the meeting and will be taken to the GFC Executive Committee in accordance with the process outlined above.

## **7.6 Meeting Materials**

Meeting materials will be distributed to Members electronically, and the target date for the distribution of meeting materials to Members will be one week in advance of a scheduled meeting.

## **7.7 Conduct of Meetings**

### **7.7.1 General**

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### 7.7.2 Conflicts of Interest

Members have Conflict of Interest obligations under the University Code of Conduct.

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

1. Review agenda items and declare any Conflicts of Interest in respect of an item at the beginning of each GFC meeting or at the beginning of the item;
2. Immediately seek guidance from the Chair or the University Secretary where there is any doubt about the existence of a Conflict of Interest; and
3. 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 of the meeting, if in a meeting, and the Chair if otherwise. Opt - (n)10 ( )-4 (2 (f l)-3 (1o)-2 )-4 (r)10 ( )-4 (ria)10 (t)-4 (.)4 ( 10 (t)

## **8.2 Meetings**

Only Members may move, second and vote on motions.

Motions will be decided by a show of hands, a roll call (voice), consensus, or otherwise in such manner that clearly evidences a Member's vote and is accepted by the chair of the meeting.

An affirmative vote of a majority of the Members present and eligible to vote, or consent without objection is required to pass a motion. Abstentions do not count in favour of or against the motion.

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

## **8.3 Elections by the GFC**

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Results of elections will be communicated to the GFC within a reasonable time following the election.

Following an election, in the event that the person(s) originally elected by the GFC becomes unable to fulfil the responsibilities of the position to which they were elected, the person(s) in the original election with the next highest number of votes

## 9. COMMITTEES

### 9.1 Establishment

The GFC may by resolution, establish standing or *ad-hoc* committees with such responsibilities, authorities, membership and operational rules, as it considers appropriate. The GFC may also by resolution, dissolve any Committee.

### 9.2 Rules and Procedures

The responsibilities, authorities, membership and operation of a Committee shall be set out in terms of reference approved by the GFC or its delegate.

Committees shall report their activities and decisions to the GFC at such times and in such manner as required by the GFC.

## 10. SPOKESPERSON

The Chair, or in their absence or inability to act, the Vice Chair, is the only person authorized to speak for the GFC.

## 11. RECORDS

### 11.1 GFC Records

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

The University shall keep as permanent records, minutes of all GFC and Committee meetings and a record of all actions taken by the GFC and Committees without a meeting. The University shall maintain its records in a form capable of conversion into written form within a reasonable time. Following each meeting of the GFC, the approved minutes and meeting materials for that meeting will be posted on the Secretariat website. The Secretariat will maintain these materials on its website for the current and previous five years.

The official records of the GFC will be maintained under the custodianship of the University Secretary, are not confidential, and shall be available for inspection in the University Secretariat or the University Archives upon reasonable advance notice to the University Secretariat or in accordance with University Archives procedures.

## **11.2 Certification of Records**

The Chair, the University Secretary or such other person designated by the 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 the GFC or a Committee or a resolution of the 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.

A certificate made under this section shall be prima facie proof of the facts stated therein without proof of the signature or capacity of the person signing the certificate.

If the person making the certificate is not the University Secretary, that person shall make and deliver to the University Secretary an executed copy of the certificate as soon as reasonably possible.

## **12. GFC ASSESSMENT**

The GFC shall 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 the GFC Executive Committee.

## **13. AUTHORITIES**

### **13.1 Authorization and Execution**

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

## **14. GENERAL**

### **14.1 Secretary to the GFC**

The University Secretary shall be the secretary to the GFC.

### **14.2 Validity of Notices**

Any notice or communication required or permitted to be given or made hereunder will be sufficiently given or made for all purposes if delivered personally, sent by electronic mail or facsimile or sent by ordinary mail within Canada to the last address listed in the records of the University Secretariat. Any such notice or communication if sent by facsimile or other means of electronic communication shall be deemed to have been received on the day of

sending, and if delivered by hand shall be deemed to have been received at the time it is delivered to the applicable address. A document sent by mail will be deemed to be received on the fifth Business Day after the day on which it is mailed. In proving the notice or communication was mailed, it shall be sufficient to prove that such document was proper14 (y)88h5.964r(