

Bylaws and Procedures Committee  
Minutes: January 27, 2014

**Members Attending:** James Cassaro (ULS), Marilyn Davies (Nursing), Michael Neft (Nursing), Scott Nelson, (Chair, Chemistry), Kurt Summersgill (Dentistry), Mitali Pati (Student representative)

**Staff and Guests:** Lori Molinaro (Senate Office), Paula Carpinelli (Purchasing), Thomas Smitherman (Senate Liaison). Cynthia Moore (Chancellor's primary liaison, General Counsel), Carey Balaban (Faculty Affairs)

1. The meeting was called to order at 2:30 pm. A quorum was established.
2. Approval of minutes: November 19, 2013. Approved without changes.
3. Bylaws amendments, as proposed by Dr. Smitherman. Dr. Nelson sent suggested changes in wording to the proposed amendments.
  - a. Article IV. Section 4. Meetings and Reports. The change, as altered by Scott, allows for the Chair of a committee to call for electronic votes.
  - b. Article IV. Section 9. Chair and Secretary. The change, as altered by Scott, allows for more time between elections and the selection of officers. Instead of terms running from June 1 to May 31, it is changed to from July 1 to June 30. Election of officers could be done electronically.

**Action:** Both proposed amendment changes, as altered by Dr. Nelson, were approved unanimously.
4. Bylaws editorial change. It was suggested that the parenthetical portion of Article IV. Section 9. Chair and Secretary "(unless the Chair continues to hold membership on the Committee)" be moved to the end of the sentence. **Action:** The editorial change was approved unanimously.
5. Creation of new Standing Committees. As Nick was not present, Scott presented some information. He notes that the Bylaws set a high bar for the organization of new committees. The proposed committee must 1) serve a unique purpose, 2) serve an unmet need, 3) serve a charge not given to another standing committee. One approach is to determine a standing committee that best fits the topic, and be established ad hoc by the Chair. If with time, the ad hoc committee demonstrates the need for standing committee status, they can then petition for that. **Action:** Nick and Scott will generate a report for review by the Committee, which will then be forwarded to Dr. Spring to address his questions.
6. Meeting sessions: Open and closed (executive session). Meetings of University entities are open to "the University Community", except for times of executive session. Minutes should state the outcomes of the executive session. Counsel indicates that meetings of university organizations are not subject to the PA Sunshine Law. Dr. Smitherman would like guidance on what defines the "University Community" and defining the types of

meetings. **Action:** Deferred to the next meeting. He will send a memo outlining his question.

7. New Business

a. Committee Agenda for AY13-14. Members are asked to come up with ideas for the agenda for the rest of the year:

1. Annual review of bylaws and Faculty Handbook.
2. Executive and open session definitions
3. University community definition
4. New standing committees, etc.

8. Next meeting: TBA

9. Adjournment at 2:45 pm.

Kurt Summersgill, Secretary

Drafted: 1-29-2014

Approved: 4-2-2014