

BYLAWS OF THE GRADUATE SCHOOL OF MANAGEMENT UNIVERSITY OF CALIFORNIA, DAVIS

ARTICLE I. NAME OF ORGANIZATION

The name of this organization is the Graduate School of Management, University of California, Davis (hereafter, the School).

ARTICLE II. PURPOSE OF ORGANIZATION

The purpose of this organization is to be a leader in management research and education, and to pursue significance, excellence and scholarly rigor in research, graduate and undergraduate management teaching, and service to the people of California.

ARTICLE III. MEMBERS

III.1. Faculty

The faculty of the School shall consist of

- a. the President of the University of California;
- b. the Chief Campus Officer of the Davis campus;
- c. the Dean of Graduate Studies of the Davis campus;
- d. the Dean of the Graduate School of Management (hereafter, the Dean);
- e. all members of the Academic Senate who are members of the Graduate School of Management.

III.2. Voting Faculty

Voting rights and their extension are governed by *Academic Senate Bylaw 55*. These provisions apply to voting on legislation before the Faculty and its committees. Except as modified by the provisions of *Academic Senate Bylaw 55*, members of the Faculty who are not entitled to vote retain the right to participate fully in meetings except during consideration of personnel actions.

III.3. School Policies

The faculty shall determine the institutional policies of the School, and those policies shall be stated in the *Bylaws* and in the *Policies and Procedures for Curriculum and Student Affairs*.

ARTICLE IV. OFFICERS

IV.1. Term of Office

The Faculty shall elect annually officers during the spring quarter according to the provisions of Bylaw VI.1.a. Unless otherwise noted, the term of office for all officers specified under Part IV of these bylaws shall be one year. Officers shall serve from September 1 through the following August 31, or, in the case of replacement, from the date of appointment through the following August 31.

IV.2. Chair

The Chair of the Faculty, who shall be a member of the Faculty, shall preside over all meetings of the Faculty, shall serve as member and Chair of the Executive Committee, and have other secondary duties as the Faculty shall direct.

IV.3. Vice-Chair/Secretary

The Vice-Chair, who shall be a member of the Faculty, shall also serve as the Secretary of the Faculty, and as a member of the Executive Committee. The Vice-Chair will serve as Chair in the absence of the Chair. The Vice-Chair shall automatically become Chair upon the occurrence of a vacancy in that position or, at the latest, upon completion of the term of service as Vice-Chair.

IV.4. Replacement

If a vacancy in the office of Vice-Chair/Secretary should occur, an election will be held within four weeks of the vacancy to select a replacement according to the provisions of Bylaw VI.1.a. Any non-officer elected member who is unable to complete the term of office will be replaced by a vote of the remaining elected members.

ARTICLE V. MEETINGS

V.1. Regular Meeting

The faculty shall meet at least once each quarter during the academic year.

V.2. Special Meeting

The Faculty may meet at such other times as called by the Chair. In addition, upon written request of five members of the Faculty to the Secretary, a special meeting must be called within ten instructional days of receipt of the request. In case of delay in electing the Chair, the immediate Past Chair of the Faculty of the School is empowered to call meetings of the Faculty and to serve as Chair pro tempore.

V.3. Attendance and Quorum

It is generally expected that all voting faculty shall attend faculty meetings. Only members of the faculty may be present at faculty meetings during consideration of student petitions for reinstatement, student disciplinary matters, and matters determined to be strictly confidential by the Chair. Guests may be present at other times by the invitation by the Chair. Upon objection, a majority vote is required to allow a guest to be present. A quorum shall consist of a majority of the voting faculty.

V.4. Meeting Agenda

At least five instructional days before a faculty meeting, other than a special meeting, the Chair shall give the faculty and others entitled to attend copies of the agenda and of committee reports and like documents that shall be discussed at the meeting. The agenda shall consist of the following items in this order: minutes of the last meeting, reports of officers, committee reports, unfinished business, and new business. Additional items may be placed on the agenda upon the written request of three voting faculty members, and the revised agenda shall be distributed no less than two instructional days before the meeting.

V.5. Voting

- a. A majority vote means more than half of the votes cast by the voting faculty. An abstention is not a vote cast.
- b. Votes may be cast by voice or show of hands, but any faculty member eligible to vote may require that a vote on a matter be taken by secret electronic ballot.
- c. A member may provide another member with a written proxy for a particular meeting or agenda item.

V.6. Amendment of Bylaws and Policies and Procedures

- a. These *Bylaws* may be added to, amended, or replaced at any regular or special meeting by a two-thirds vote of all the voting members of the faculty present, provided that written notice shall be sent to all members at least five days before the meeting. The notice shall include a statement of the purposes of the *Bylaws* amendment(s), but the notice requirement shall not be interpreted to prevent amendment(s) from the floor, which do not exceed the scope of the previous notice. No change shall be made in the *Bylaws* that is inconsistent with the Code of the Academic Senate.
- b. The *Policies and Procedures for Curriculum and Student Affairs* may be added to, amended, or repealed at any regular or special meeting by a majority vote of all the voting members of the faculty present, provided that written notice shall be sent to all members at least five days before the meeting. The notice shall include a statement of the purposes of the *Policies and Procedures* amendment(s), but the notice requirement shall not be interpreted to prevent amendment(s) from the floor, which do not exceed the scope of the previous notice. No change shall be made in the *Policies and Procedures* that is inconsistent with the *Code of the Academic Senate*.

V.7. Procedure

Questions of procedure that are not governed by the *Bylaws Policies and Procedures for Curriculum and Student Affairs* shall be resolved by Robert's Rules of Order, Ninth Edition (1990).

ARTICLE VI. COMMITTEES AND ADVISORS

Members of standing committees and the campus library committee GSM representative shall take office on the day the fall term officially begins, or on the date of appointment in the case of a replacement, and shall serve until the beginning of the following fall term.

The voting privileges on all committees shall be in accordance with *Davis Division Bylaw 28*, particularly paragraph (E) that restricts voting to Senate members on many actions and paragraph (C), which generally prohibits Senate members with certain administrative titles from voting.

VI.1. Executive Committee

The Executive Committee shall consist of three elected ladder rank faculty members and the Dean, *ex officio* (non-voting). The election for Executive Committee

positions shall be by secret ballot administered each spring by the Chair. For a candidate to appear on the election ballot, the candidate shall be nominated by a ladder-rank faculty member (including self-nomination) and the candidate shall consent to serve either a one-year term (for non-officer vacancies) or a two-year term (to serve as Vice-Chair/Secretary in the upcoming year and Chair in the following year) . Faculty may cast two votes, and should cast one vote for a candidate who is willing to serve a two-year term. The two-year term candidate with the largest number of votes is elected as the incoming Vice-Chair/Secretary, with a tie being broken by lot. The one-year term candidate with the largest number of votes will fill the non-officer position, with a tie being broken by lot.

- a. The Executive Committee shall meet as necessary.
- b. The Executive Committee shall receive requests that may require committee action and direct such requests to the appropriate committee(s).
- c. At least half of the voting members, excluding vacancies noted in the records of the Secretary, shall constitute a quorum for the transaction of business by the Executive Committee.
- d. The Executive Committee shall submit to the faculty each year in the first week of September nominations for the members and chairs of all standing committees of the Faculty via email. The Faculty shall have one week to make additional nominations, after which the election for the respective committees shall occur by secret electronic ballot. The Executive Committee shall appoint members to fill any vacancies occurring during the year.
- e. The Executive Committee shall appoint members to and designate the Chair of special committees as may be authorized by the Faculty.
- f. The Executive Committee shall consider administrative matters referred to it by the Dean.
- g. The Executive Committee shall provide the Faculty with written minutes of each Executive Committee meeting within ten instructional days. These minutes shall clearly describe all actions taken by the Executive Committee, and may be distributed electronically.
- h. In the event of a tie vote on matters requiring a vote of the executive committee, the decision shall rest with the Chair or Acting Chair.

VI.2. Standing Committees

- a. The Educational Policy and Curriculum Committee shall advise the faculty and the Dean on changes in the curriculum and other matters of educational policy referred to it by the faculty or Dean. The Educational Policy and Curriculum Committee also shall assist the Graduate Advisor for student affairs as appointed by the Dean of Graduate Studies in determining when students are no longer in academic good standing or academically disqualified from the School, and shall hear and determine petitions from academically disqualified students. This committee shall consist of the Graduate Advisor for student affairs as ex officio (non-voting in case the Graduate Advisor is a non-Senate member) member, and at least three other faculty members and two student members. One of the faculty members in the committee shall serve as chair.
- b. The Faculty Recruitment Committee shall advise the Faculty and Dean on prospective faculty appointments. The committee shall, by majority vote, approve visiting professors and lecturers for up to a one-year term. The committee will consist of at least five faculty members, and one of whom shall serve as chair.
- c. The Departmental Academic Review Committee shall comprise of all tenured faculty members of the School. This committee shall be the source of members of ad hoc committees appointed by the Associate Dean to prepare a preliminary draft of the departmental letter in accordance with the guidelines approved by the Departmental Academic Review Committee and described in the School's *Procedures and Guidelines for GSM Personnel Actions*.
- d. The Committee on Research shall administer policy regarding research seminars and Ph. D. programs and shall advise the faculty on matters related to research. The committee shall also recommend selection from among competing proposals when necessary. The committee shall consist of a minimum of three and a maximum of five faculty members, and one of whom shall serve as chair.
- e. The Undergraduate Programs Committee shall recommend policy regarding programs offered by the School to undergraduates. This committee shall consist of a program director and at least three other faculty members, and one of whom shall serve as chair.
- f. The Committee on Courses shall form, disseminate, and apply procedures for approval of new courses. The Committee will consider requests for special administrative treatment of a course, such as enrollment limits, that are based on pedagogy and make recommendations to the administration. The committee will

consist of three faculty members, one of whom shall serve as chair.

- g. The Diversity Committee shall advise the Dean and Faculty on issues and initiatives that strive to achieve both diversity and excellence in students, staff, and faculty. “Diversity” should be interpreted in the broadest sense and encompass differences including but not limited to ethnicity, race, gender, gender identity, sexual orientation, caste, religion, geographic location, socio-economic status, and physical challenges. The Diversity Committee shall consist of three faculty members, one student representative, and the chief diversity officer. One of the faculty members in the committee shall serve as chair.

VI.3. Admissions Procedure

- h. Each degree program offered by the Graduate School of Management has its own admissions process overseen by each program’s Graduate Program Committee, which is comprised of Senate faculty members.

Approved by the Faculty of the Graduate School of Management (date):

April 13, 2020

Reviewed by the Committee of Elections, Rules, and Jurisdiction (date):

April 02, 2020

Davis Division Representative Assembly notified (date):

June 04, 2020