

**Milgard School of Business Bylaws
(Approved by MSB Faculty on March 30, 2021)**

In order to exercise the powers granted under the University of Washington *Faculty Code*, Section 23-43, and to advise the Dean in an orderly and expeditious manner, as required in Section 23-43.B, the faculty of the Milgard School of Business establishes herewith, under *Faculty Code*, Section 23-45.A, its organization and rules of procedure.

ARTICLE I
PURPOSE AND FUNCTION

Section 1. The purpose of the Milgard School of Business shall be to provide programs within the larger context of the University of Washington, whose mission is defined in the *Revised Code of Washington*, 28B.20.020, and the *UW Policy Directory*, found at <http://www.washington.edu/admin/rules/policies/index.shtml>.

Section 2. The faculty of the Milgard School of Business is the governing body of the Milgard School of Business, under the *Faculty Code*, Section 23-41.

Section 3. The faculty of the Milgard School of Business:

- A. With respect to academic matters (except for Graduate Faculty) pursuant to Section 23-43 of the *Faculty Code*, shall
 1. determine its requirements for admission and graduation;
 2. determine its curriculum and academic programs;
 3. determine the scholastic standards required of its students;
 4. recommend to the Board of Regents those of its students who qualify for the University degrees;
 5. exercise the additional powers necessary to provide adequate instruction and supervision of its students;
- B. Shall, with respect to personnel matters, make recommendations to the Dean in accordance with the provisions of Chapter 24 and of Section 25-41.

ARTICLE II
VOTING MEMBERSHIP

Members of the Milgard School of Business faculty who are voting members of the University faculty as specified by the *Faculty Code* Section 21-32 shall be voting members of the Milgard School of Business Faculty.

ARTICLE III
THE MILGARD FACULTY

Section 1. The organized faculty of the Milgard School of Business of the University of Washington Tacoma is referred to as the Faculty. For these Bylaws, "Faculty of the Milgard School of Business" and the "Faculty" are identical in meaning. The Faculty consists of the voting faculty of the Milgard School of Business.

Section 2. The Faculty shares the governance with the Dean of the Milgard School of Business. The Faculty shall provide deliberation, decision-making, and the formulation and conveyance of advice to the Dean of the Milgard School of Business on a wide range of matters related to the mission of the Milgard School. The Faculty shall be concerned with all domains of faculty authority and duties of the faculty of the Milgard School of Business and the professional and personnel issues affecting faculty. Except as specifically provided in Article IV, Section 1, all legislative powers of the Faculty are vested in the Faculty Council as constituted under the provisions of Article IV. The Faculty, however, reserves the power to approve or reject certain actions of the Faculty Council in accordance with the provisions of Article IV, Section 1.

The Faculty, in addition, reserves the right and power by a majority vote of the voting members of the faculty to rescind the delegation of legislative powers to the Faculty Council provided that such vote is taken at a meeting called specifically for the purpose of considering such action, that notice of such meeting is given to each voting member of the faculty at least two weeks before the date of the meeting, and that the date of the meeting is set for a school day between October 15 and May 30.

ARTICLE IV FACULTY COUNCIL AND STANDING COMMITTEES

Section 1. Faculty Council

A. Responsibilities: The Faculty Council shall provide governance for the faculty of the Milgard School of Business as assigned by the University of Washington *Faculty Code* and as delegated to it by the Faculty. This body shall be concerned with all domains of faculty authority and duties delegated to it by the Faculty with the exception of those delegated by the Faculty to the Undergraduate and Graduate Program Committees and faculty search committees or matters that the voting faculty or the *Faculty Code* has reserved for the tenured or voting faculty as a whole to consider. The Faculty Council is directly accountable to the Faculty as a whole, from which it is elected. It may act on behalf of the Milgard School of Business faculty and shall account to the Faculty for those acts.

The scope of the Faculty Council authority, responsibilities and duties is as follows:

1. The Faculty Council discusses those matters referred to it by the Milgard School of Business faculty and makes recommendations thereon.
2. It provides advice to the Dean on pending matters.
3. It brings to the attention of the Dean and the administration matters of concern. Examples include matters of governance, long-term planning, resource allocation and management.
4. The Faculty Council, in consultation with the Dean or at the Dean's recommendation, may appoint *ad hoc* committees. Similarly, the Dean may appoint *ad hoc* committees, and shall inform the Faculty Council. The Faculty shall be informed of the creation of any *ad hoc* committees in a timely fashion.

B. Membership: There shall be five elected members, consisting of at least one instructional track faculty and at least one tenured faculty. The Dean and the Associate Deans shall be non-voting *ex-officio* members of the Faculty Council.

Those eligible for election to the Faculty Council for the Instructional Track Membership are:

1. All voting members of the Instructional Track faculty as of the beginning of the Spring Quarter in which the election is held and who will be in residence during the forthcoming academic year, and
2. All members of the Instructional Track faculty who are on leave as of that date but who will be in residence during the forthcoming academic year.

Those eligible for election to the Faculty Council for the Tenure Track membership are:

1. All voting members of the Tenure Track faculty as of the beginning of the Spring Quarter in which the election is held and who will be in residence as Tenure Track faculty during the forthcoming academic year, and
2. All voting members of the Tenure Track Faculty who are on leave as of that date but who will be in residence as Tenured faculty during the forthcoming academic year.

Voting faculty serving in administrative appointments (e.g., the Dean, Associate Deans, Directors and Assistant Directors) are excluded from voting membership on the Faculty Council.

The term of membership is three years. Normal terms begin on September 1st and end on August 31st, three years later. In the event of a midterm election, the term begins immediately and ends at the end of the original term. Elected members may serve a maximum of two consecutive full terms. Previous Faculty Council members who have completed two consecutive terms will be eligible for election again after not serving for one full year. Elections and terms shall be staggered such that at least two members will be continuing members from the prior year.

- C. Member Election: The election of the members of the Faculty Council is held in Spring quarter each year with the new Faculty Council beginning its duties on September 1st of the following academic year. In the Spring quarter, the Faculty Council will conduct the election of new Faculty Council representatives to replace those representatives whose terms will expire or who may be no longer eligible or able to serve. The Chair will solicit the names of candidates from among the Faculty and submit the nominations to the voting faculty of the Milgard School of Business as a whole, at least three days ahead of the Faculty Meeting at which the vote is scheduled to take place. The candidate(s) who receive(s) a majority of votes cast will be elected to the Faculty Council.
- D. Chair Election: In the Spring quarter of each year, the elected members of the Faculty Council shall nominate candidate(s) to be the Chair of the Faculty Council for the following academic year. Voting members of the Faculty Council who hold the rank of associate or full professor on either the tenure or instructional track and who have served on the Council for at least six months are eligible to serve as Chair. The Chair is elected by the voting faculty of the Milgard School of Business. The candidate who receives the most votes shall become Chair-elect, becoming Chair at the beginning of the next academic year on September 1st. The Chair shall serve for a term of one year with a limit of three consecutive years. Previous Faculty Council Chairs who have completed three consecutive terms will be eligible for election again after a period of one year of not serving in the role.

- E. Faculty Council Chair Responsibilities: The Chair of the Faculty Council shall have overall responsibility for guiding and coordinating the affairs of the Faculty Council as specifically described below.
- F. Quorum and Vote: A quorum of the Faculty Council shall be four of the five voting members. A quorum is required to conduct a binding vote or other action. Approval of any measure requires a majority of all Faculty Council voting members. Upon motion, a majority of the members of the Faculty Council may refer a matter to the entire voting faculty of the Milgard School of Business.
- G. Proxy voting: Proxy voting is not permitted in the Faculty Council.
- H. Meetings: The Chair of the Faculty Council presides at the meetings of the Faculty Council. In case the Chair cannot attend, Chair will appoint a deputy to preside over the meeting *pro tempore*. The Faculty Council shall meet at least three times each academic year. Special meetings shall be scheduled by the Faculty Council Chair, when requested by a majority of the Faculty Council, when requested by the Dean, or when requested in writing by twenty percent of the voting membership of the Milgard School of Business faculty.
- I. Agenda. The Chair of the Faculty Council sets the agenda for Faculty Council meetings with input from the Faculty and the Dean. The Chair shall call for agenda items from the Faculty and the Dean. Agenda items must be submitted in writing to the Chair of the Faculty Council at least one week prior to each Faculty Council meeting. The agenda shall be distributed to faculty of the Milgard School of Business electronically at least three days in advance of the scheduled meeting.
- J. Minutes: At each meeting, minutes from the previous Faculty Council meeting will be reviewed by the Faculty Council and when approved will become part of the official record of the Milgard School of Business. Personnel matters are not publicly minuted. The approved minutes of every Faculty Council meeting will be available electronically to faculty of the Milgard School of Business after approval.
- K. Parliamentary Authority: The most recent edition of the *Democratic Rules of Order* shall be the parliamentary authority. The rules contained in these Milgard School of Business Bylaws shall govern the faculty in all cases to which they are applicable and in which they are not inconsistent with the *Faculty Code*.

Section 2. Standing Committees

The standing committees of the Faculty Council shall consist of two program committees, the Graduate Program Committee (GPC) and the Undergraduate Program Committee (the UPC). The program committees:

- A. Are responsible for establishing and enforcing program policies, such as
 1. setting standards for admissions, making decisions for exceptions;
 2. establishing graduation requirements and approving required course waivers;
 3. ensuring program assessment and assessment of student learning outcomes;

4. ensuring the monitoring, evaluation, and assessment of the curriculum and course offerings, and delivery modalities;
 5. ensuring the evaluation of degree programs and the seeking of continuous improvements;
- and
- B. Have authority to establish subcommittees and task forces as needed.

Final decisions regarding program policies, curriculum, and program learning objectives require approval from a majority of the full Voting Faculty.

The standing committees shall report to the Faculty Council and other designated committees (such as an Accreditation Committee) as determined by the Faculty Council. The standing committees are also required to keep minutes of their meetings and make them available electronically to Faculty. The Faculty Council is responsible for running the elections for the standing committees and for reporting the activities of the standing committees at the faculty meetings. The standing committees are:

- A. Graduate Program Committee: Members of the Graduate Faculty are eligible to serve as voting members of the Graduate Program Committee. The Graduate Program Committee shall include teaching faculty from each of the graduate programs offered by the Milgard School of Business and is elected by the Voting Faculty for a term of three years. The Associate Dean with responsibility for academic programs and student affairs, the Directors of each Graduate Program and the Advisors of each Graduate Program shall serve as *ex officio* nonvoting members of the committee. Approval of any measure requires a majority of all Graduate Program Committee voting members. Upon motion, a majority of the members of the Graduate Program Committee may refer a matter to the entire voting faculty of the Milgard School of Business. The Chair of the Graduate Program Committee will be elected annually in the Spring quarter, by the Graduate Program Committee from among its elected members. The Chair shall not exceed three consecutive terms. The Chair of the Graduate Program Committee shall preside at all meetings of the Graduate Program Committee.
- B. Undergraduate Program Committee: Members of the Voting Faculty who teach undergraduate classes are eligible to serve as voting members of the Undergraduate Program Committee. The Undergraduate Program Committee shall include four faculty with at least three of the following core disciplines in the undergraduate program represented: Accounting, Finance, Management, Management Information Systems/Analytics, and Marketing. The Members are elected by the Voting Faculty for a term of three years. The Associate Dean with responsibility for academic programs and student affairs, the Director of the Undergraduate Program, Program Administrators with relevant undergraduate interests, and Undergraduate Advisors are *ex officio* non-voting members. Approval of any measure requires a majority of all Undergraduate Program Committee voting members. Upon motion, a majority of the members of the Undergraduate Program Committee may refer a matter to the entire voting faculty of the Milgard School of Business. The Chair of the Undergraduate Program Committee shall be elected annually in the Spring quarter, by the Undergraduate Program Committee from among its elected members. The Chair shall not exceed three

consecutive terms. The Chair of the Undergraduate Program Committee shall preside at all meetings of the Undergraduate Program Committee.

ARTICLE V
FACULTY MEETINGS, ORDER OF BUSINESS, AND AGENDA

- A. Meetings. At least one meeting of the full Voting Faculty shall be held during each academic year. An annual calendar of meeting dates shall be established prior to the beginning of the Autumn Quarter. Meeting dates will not be changed unless necessary, with information provided to the faculty regarding the cause for change. Special meetings shall be held when called by the Faculty Council Chair when requested by a majority vote of the Faculty Council, when requested by the Dean, or when requested in writing by twenty percent of the voting membership of the Milgard School of Business faculty. The Chair of the Faculty Council presides at the meetings of Milgard School of Business Faculty.
- B. Agenda. The agenda shall be established jointly by the Dean or his/her representative and the Chair of the Faculty Council with input from standing committee Chairs and Faculty. Agenda items must be submitted in writing to the Chair of the Faculty Council at least one week prior to the faculty meeting. The agenda shall be distributed to voting faculty electronically at least three days in advance of the scheduled meeting.
- C. Quorum. A quorum for any faculty meeting consists of half of the voting members.
- D. Voting. A proposed action of the Milgard School of Business Faculty under the authority of the *Faculty Code*, Sections 23-43 and 23-44, is effective if passed by a majority of its voting members present at the faculty meeting. Proposed actions for personnel matters under Chapter 24 and Section 25-41 (Article 1, Section 3 parts C) are effective if passed based on voting criteria specified in the code. For voting in a meeting, voting will occur orally or by show of hands. A secret ballot shall occur only for votes pertaining to individual employment actions. Voting may also occur outside of the meeting time by electronic ballot, if authorized by the faculty at the meeting where the vote is called. The quorum for an electronic ballot is half the voting members. Electronic votes will be conducted by the Faculty Council and will be open for voting for at least 24 hours after notification of the vote is sent to the Faculty. Results of electronic votes will be reported to faculty within 24 hours of the vote closing. For votes conducted by secret ballot, only the vote totals will be reported; for all other votes, the votes of the members will also be reported.
- E. Attendance. Attendance is expected of all Faculty at faculty meetings. If a faculty member is not able to attend, the faculty member shall notify the Faculty Council Chair prior to the meeting.

ARTICLE VI
PARLIAMENTARY AUTHORITY

The most recent edition of *Democratic Rules of Order* shall be the parliamentary authority. The rules contained in Milgard School of Business Bylaws shall govern the faculty in all cases to which they are applicable and in which they are consistent with the *Faculty Code*.

ARTICLE VII
VACANCY IN OFFICE

A. Definition. A vacancy in either an elected office or appointed committee or the Faculty Council can occur through such processes as sabbatical, leave, resignation from the office, council, or committee, or termination of employment. If a committee member fails to attend the respective committee meeting three consecutive times without being excused by the committee chair, a member's term will be terminated.

B. Filling Vacancies. If a vacancy should occur during the term of any office, the Faculty Council shall provide for an election from the voting faculty of the Milgard School of Business to fill the remainder of the term of office for that position.

ARTICLE VIII
AMENDMENTS

These bylaws may be amended at any regularly scheduled faculty meeting by two-thirds vote of those present provided notice of intent is given at the previous regular meeting or when submitted in writing to all faculty at least three (3) weeks prior to the meeting at which action is taken. The bylaws may be amended by mail or electronic ballot by two-thirds of those voting providing that the requirements for a quorum established in Article IV.C have been met in the ballots returned and that the proposed changes and rationale have been circulated to all voting faculty at least three (3) weeks prior to the date on which the ballots will be tallied.