

UNIVERSITY OF LOUISVILLE
COLLEGE OF BUSINESS
BYLAWS

ARTICLE I. Purpose

The purpose of these Bylaws is to establish the organizational structure and governance procedures of the Faculty of the College of Business, hereafter referred to as “COB” or “the College.” These Bylaws seek to promote participation in governance and decision-making, the orderly and efficient conduct of business, and a healthy organizational culture and climate.

ARTICLE II. Organization

A. Organization Structure

1. The COB shall be organized into schools, departments, and/or other appropriate subunits. The Dean’s Office shall post to the COB intranet an organizational chart reflecting the current organizational structure.
2. *Changes.* Changes to the organizational structure may be initiated by the Dean. The Dean must solicit, consider, and report advisory input from the Faculty of affected schools, departments, and/or subunits. Changes must be approved by the University Provost.

B. Organization Mission

1. The work of the COB shall be guided by its Mission Document and Vision Document. The Dean’s Office shall post to the COB website its Mission Document and Vision Document.
2. *Changes.* Changes to the Mission Document and/or Vision Document may be initiated by faculty member(s) or the Dean. Any changes must be presented to and approved by a majority vote of COB Faculty and by the Dean before they are adopted.

ARTICLE III. Membership

A. Participating Faculty

1. *Definition.* The Association to Advance Collegiate Schools of Business (AACSB, the College’s accreditation body) defines Participating Faculty as those members who participate actively and fully in the College’s intellectual and operational work beyond their direct teaching functions.
2. *Membership.* Participating Faculty include individuals with specific appointments to the College of Business on a full-time basis:
 - a. *Tenured Faculty.* Personnel who have tenured appointments, pursuant to Section 4.1.1.C of *The Redbook*.
 - b. *Probationary Faculty.* Personnel who have tenure-eligible appointments, pursuant to Section 4.1.1.B of *The Redbook*.

- c. Term Faculty. Personnel who have non-tenure-eligible, renewable appointments, pursuant to Section 4.1.1.A of *The Redbook*.
 - d. Primary Joint-Appointed Faculty. Tenured, Probationary, or Term faculty members appointed to two or more departments or units at the University of Louisville, when the primary-designated appointment is in the COB, pursuant to Section 4.1.4 of *The Redbook*.
3. *Rights*. Participating Faculty shall have voting rights, except as stipulated below:

Tenured Faculty only shall have responsibility for matters related to tenure, including pre-tenure and tenure reviews of Probationary Faculty, recommendations for granting (or denial) of tenure, and the periodic career review of Tenured Faculty. Probationary Faculty and Term Faculty shall not have voting rights on matters of tenure, including but not limited to, standards for tenure, voting on individual tenure cases, voting on promotion for tenured faculty members, and/or periodic career reviews of tenured faculty members.

B. Supporting Faculty

1. *Definition*. AACSB defines Supporting Faculty as those individuals who do not normally participate in the intellectual or operational life of the school beyond direct performance of teaching duties. Supporting Faculty include personnel whose commitment to the College is limited to direct performance of teaching responsibilities, contractually assigned duties, and/or other contributions of a restricted scope or time period.
2. *Membership*. Supporting Faculty includes those individuals with contingent or special appointments to the College of Business, pursuant to Sections 4.1.2, 4.1.3, and 4.1.4 of *The Redbook*:
 - a. Adjunct Faculty. Individuals hired to teach a specific course or courses for a designated contract period, regardless of full-time or part-time employment status.
 - b. Secondary Joint-Appointed Faculty. Tenured, Probationary, or Term faculty members appointed to two or more departments or units at the University of Louisville, when less than half of the appointment is inside the COB.
 - c. Associate Faculty. Individuals with a primary faculty appointment at University of Louisville, in a unit other than the COB, who are appointed to contribute in a limited capacity in the teaching, research, and/or service mission of the COB.
 - d. Gratis Faculty. Individuals appointed to an unpaid position to support the teaching, research, and/or service mission of the COB.
 - e. Visiting Faculty or Visiting Scholars. Individuals invited to COB for a specified period of time to contribute to the teaching, research, and/or service mission of the COB. Visiting appointments may be paid or unpaid.
 - f. Post-Doctoral Fellows. Individuals with a doctoral degree who are hired into a limited term position that carries expectations for research and/or teaching, and in which duties are performed under close supervision and mentorship of a designated COB faculty

member. Post-Doctoral Fellow positions shall be granted on one-year contracts and are renewable for a maximum of five years.

- g. Part-Time Faculty. Individuals, whether tenured or term, with less than a 0.8 FTE appointment.
 - h. Phased Retirement Faculty. Individuals who previously had been full-time faculty members (tenured or term) and who have entered into a formal phased retirement agreement.
 - i. Emeriti Faculty. Individuals who have retired from the COB and have been granted the honorary status of emeritus and who may make continued contributions to the teaching, research, and/or service mission of the COB on either a volunteer or contract basis.
3. *Rights*. Supporting Faculty generally shall not have voting rights. However, exceptions may be granted on a case-by-case basis. In such instances, voting rights should be both limited in scope (i.e., only those rights necessary for fulfillment of duties) and approved by appropriate parties (e.g., program directors, department faculty, department chair, dean's office). In no case shall a Supporting Faculty member have rights to vote on the Bylaws or Personnel Document. In cases of approved exceptions, specific voting rights must be documented in writing and provided to the individual, the individual's respective Department Chair and/or Program Director(s), and kept on file in the Dean's Office.
- C. In these Bylaws, the term "COB Faculty" refers to Participating Faculty described in Paragraphs III.A.2.a, III.A.2.b., III.A.2.c, and III.A.2.d. Additionally, "COB Faculty" shall include individual faculty members with exceptions provided per Section III.B.3, but only for matters explicitly outlined in their exception documentation.

ARTICLE IV. Meetings

A. Meetings

1. The Dean must convene the Faculty for at least one meeting each semester of the academic year. The Dean (or designated representative) may at any time call additional meetings. The Dean shall be required to call a meeting upon written request of at least 10 COB Faculty members. Meetings shall be scheduled within 14 calendar days or at a mutually agreed upon date.
2. For matters in which only a subset of COB Faculty are eligible to vote, the Dean shall be required to call a special meeting upon written request of at least one-fourth of the voting-eligible faculty members. Meetings shall be scheduled within 14 calendar days or at a mutually agreed upon date.
3. School and Department Faculty must convene for at least one meeting each semester of the academic year. The Director and/or Chair may at any time call additional meetings. The Director and/or Chair shall be required to call a meeting upon the written request of at least 3 members of respective School or Department Faculty. Meetings shall be scheduled within 14 calendar days or at a mutually agreed upon date.
4. Meetings will be guided by the current edition of Robert's Rules of Order as modified by the College.

B. Voting

1. A quorum must be present, to conduct any official business. A quorum shall consist of at least one-half of the members of the Faculty being in attendance, either in person or online. Unless otherwise specified, a majority vote of the Faculty means a majority of a quorum.
2. Any COB Faculty members who are unable to attend a meeting retain the right to vote on motions by providing their proxy for another faculty member to vote in their stead. Assignment of a proxy must be in writing and copied to the faculty member's Department Chair at least one hour prior to voting.
3. Voting may be conducted by voice vote, show of hands, or confidential ballot (paper or electronic). As a general rule, the simplest voting format shall prevail. On matters that are more sensitive or potentially contentious, voting should be conducted by ballot.
4. In matters requiring a vote of the Faculty, and except where specifically provided elsewhere, all eligible Faculty members shall have one vote. Clarifications are noted below.
 - a. Faculty members on sabbatical leave, parental leave, or family medical leave shall retain their vote.
 - b. Faculty members on personal leave or entrepreneurial leave of absence shall not have a vote for the period of their leave.

C. Documentation

1. The Dean's Office (or its designee) shall be responsible for documenting Faculty meetings and all actions taken.
2. For regularly scheduled Faculty meetings, a preliminary agenda shall be distributed to all members of the COB Faculty at least 7 days prior.
3. In the case of emergency faculty meetings, an agenda shall be distributed as soon as reasonably practicable.
4. Draft minutes of faculty meetings shall be distributed within 14 days of each meeting for review and correction or clarification. Meeting minutes will be approved at the next COB Faculty meeting.
5. Approved minutes will be posted to the COB Intranet.

ARTICLE V. College Officers

The Dean and other College Officers provide leadership to College, as described below.

A. Dean

1. *Duties.* The Dean shall be the chief executive and academic officer of the College. The Dean provides leadership and has ultimate accountability for the College's fulfillment of its mission. The Dean's primary duties include setting the College's strategic direction within

- the bounds of the COB Faculty-approved Mission Document and Vision Document; managing the College in efforts to retain AACSB accreditation; managing the College's budget; developing the College's resources through securing internal university resources and external fundraising; recruiting, developing, and retaining faculty and staff; providing an annual evaluation of College Officers and Center Directors; setting the tone and direction for the College's Board of Advisors; and representing the College to internal University and external business communities, regionally, nationally and internationally.
2. *Appointment.* The Dean is appointed as described in *The Redbook* and serves at the pleasure of the President and the Board of Trustees.
 3. *Reporting.* The Dean reports directly to the University Provost and Vice President for Academic Affairs, through whom the Dean shall be responsible to the President for the administration of the College.
 4. *Review.* The Dean shall be subject to review per *The Redbook*.

B. Officers

1. *Membership.* In addition to the Dean, the College Officers include associate dean(s), assistant dean(s), school director(s), and department chair(s).
 - a. Faculty Officers shall have Dual Appointments as stipulated by section 4.1.4 of *The Redbook* and shall be classified as Faculty with Administrative Functions per Section 2.3.1.B of *The Redbook*.
 - b. Staff Officers without a faculty appointment shall be classified as Staff with Administrative Functions per Section 2.3.1.C of *The Redbook*. Staff Officers are not faculty and shall not have voting rights.
2. *Positions and Duties.* The College Officer titles, descriptions, duties, and reporting relationships are set by the Dean. The Dean's Office shall post to the COB intranet a current listing of Officers and the primary responsibilities of each.
3. *Appointment.* The Dean shall recommend to the University Provost all Officers for (re)appointment after consultation with appropriate faculty groups as required by *The Redbook* and *COB Personnel Document*. Officers will serve for a period mutually agreed to with the Dean. Officers must receive approval of their appointments from the Board of Trustees and serve at the pleasure of the Dean and the Board of Trustees.
4. *Reporting.* Officers shall report to the Dean or to the Dean's designee. The reporting relationship between the Dean and Faculty Officers shall be limited to administrative responsibilities.
5. *Review.* College Officers are subject to review per *The Redbook*. The Dean shall conduct a periodic review of College Officers at least every five years. The review shall include feedback from Faculty, other Officers, and staff.

Article VI. Committees

- A. For the efficient functioning of the College, faculty governance shall be facilitated through designated committees.

1. *Standing Committees.* The College has the following standing committees:

- a. Personnel Committee (PC) has primary responsibility for advising the Dean on all matters related to faculty status (tenure, promotion, endowed chair appointments, advanced rank at time of hire) and review of faculty performance. The composition, duties and election of the Personnel Committee are delineated in the COB Personnel Document.
- b. Performance Review Committee (PRC) has primary responsibility for overseeing annual faculty performance reviews, including ensuring fairness of annual reviews, managing appeals, and setting annual workloads. The composition, duties and election of the Performance Review Committee are delineated in the COB Personnel Document.
- c. Research Committee (RC) has primary responsibility for activities and initiatives that enhance the quality and output of research of the College. The RC shall be composed of one Tenured faculty representative from each School or Department that has Tenured and/or Probationary faculty members. The Tenured and Probationary faculty of each eligible School or Department shall elect their representative. Representatives shall serve for two-year terms, which are renewable.
- d. Undergraduate Studies Committee (UGSC) has primary responsibility for overseeing the undergraduate core curriculum and undergraduate academic standards. Voting membership shall include one elected faculty representative from each department offering undergraduate core courses. Representatives shall serve for two-year terms, which are renewable.

Ex-officio (non-voting) members will include a senior leader from Undergraduate Academic Services, an Undergraduate advisor, and an undergraduate student representative. The Associate Dean for Undergraduate Programs (or other Faculty Officer designated by the Dean) will chair the UGSC and only vote to break ties.

2. *Other Committees.* The COB Faculty by majority vote or the Dean may create other ad hoc committees. The Dean's Office shall post to the COB intranet a complete list of all committees and the current membership of each.

B. Committee Membership

1. Except where specifically provided elsewhere, all Participating Faculty members shall be eligible to serve as a representative on committees at their respective Department/School, College, and University levels.

2. To reduce conflicts of interest, a faculty member may not serve concurrently on two or more of the following: Personnel Committee, Performance Review Committee, and University Faculty Grievance Committee.
3. Except where specifically provided elsewhere, all Participating Faculty members shall have a vote on representatives to committees, at their respective Department/School, College, and University levels.
4. Elected and/or appointed members to Departmental, College, and University committees may be removed or replaced for non-performance of duties or for reasonable concern that the faculty member is unable or unwilling to represent the College's interests. Removal must be supported by a two-thirds vote of the respective Department or College faculty.

ARTICLE VII. Faculty Responsibilities and Governance

- A. *Responsibilities.* For Participating and Supporting Faculty alike, faculty rank carries with it a duty to interact civilly and responsibly with students and colleagues, an expectation of professional competence and behavior, a respect for the learning process, and a commitment to the College and University.
 1. Participating Faculty shall engage actively in the work of the College. They are expected to attend and participate in College and Department meetings. They are expected to serve on University, College, and/or Department committees for the purpose of completing the work of the College.
 2. Supporting Faculty have the right to attend College and Department meetings, but are not required to do so.
- B. *Faculty Governance.* Except for those areas enumerated below, or as specifically provided elsewhere, COB Faculty shall share general responsibility for developing and maintaining high-quality academic programs, for making determinations of faculty status, for participating in shaping the policy of the College, and for making positive contributions to the effective and efficient accomplishment of the College mission. Specifically:
 1. COB Faculty shall have responsibility for curriculum; admissions policies; and academic standards for retention, advancement, and graduation of students.
 2. COB Faculty shall have responsibility for faculty status and related matters—including making recommendations for appointment, reappointment, promotion, and review of Faculty and Supporting Faculty, as specified in the COB Bylaws and the COB Personnel Document.
 3. Tenured Faculty (*not* Term Faculty or Probationary Faculty) shall have responsibility for all matters related to tenure, including pre-tenure and tenure reviews of Probationary Faculty, recommendations for granting or denial of tenure, and the periodic career review of Tenured Faculty.
 4. COB Faculty shall have responsibility for providing advisory input on benchmark standards for performance in research, teaching, and service.

ARTICLE VIII. Amendments

Amendments to the Bylaws may be proposed by any standing or ad hoc committee. Amendments may also be proposed by an individual faculty member if the proposed amendment is endorsed by 8 or more members of the COB Faculty. Amendments will be considered at the next regularly scheduled meeting of the COB Faculty. The committee or individual presenting the amendment must distribute the amendment and any supporting documentation to all COB Faculty at least one week before the meeting at which it is to be considered.

Amendments to the Bylaws require a two-thirds majority vote of COB Faculty to pass. The Dean's Office must submit amended Bylaws for University approval within 14 calendar days of Faculty vote. Amendments are effective after approval by the Board of Trustees.

Bylaws Approved: December 5, 2023

Amendments Approved: August 23, 2024

PENDING FACULTY SENATE & BOARD OF TRUSTEES APPROVAL