

## **BYLAWS**

### **Medical College Assembly**

Preamble: The SUNY Board of Trustees and Chancellor delegate to the President of SUNY Upstate Medical University the duty and authority to operate SUNY Upstate Medical University. The Administration and Faculty are accountable to the President for implementing Upstate's mission.

The Mission of Upstate Medical University is to improve the health of the communities we serve through education, biomedical research and healthcare.

The President appoints and authorizes the Dean of the College of Medicine (COM) to operate the COM. The Dean is responsible for all aspects of COM programs. The Dean appoints and authorizes the Chairs of the COM Departments to manage the Departments and their Faculty. The Dean shall seek the advice and recommendations of the COM Faculty in the Medical College Assembly regarding COM programs as part of the integrated institutional responsibility structure. These Bylaws provide a governance structure for the Medical College Faculty to carry out its responsibilities in support of Upstate's mission.

Definitions: As used in these Bylaws, unless otherwise specified, the following terms shall mean:

1. Upstate: Upstate Medical University, which includes the College of Health Professions, the College of Nursing, the College of Graduate Studies, the College of Medicine, and such other colleges as may be hereafter established by the State University of New York, and University Hospital.
2. Board of Trustees: The Board of Trustees of the State University of New York.
3. Chancellor: The Chancellor of the State University of New York.
4. President: Chief Administrative Officer of SUNY Upstate Medical University.
5. Dean: The Dean of the SUNY Upstate College of Medicine.
6. Upstate Council: The University Council at Upstate as required under New York Education Law Section 356 and as provided for in Article VIII of the Policies of the SUNY Board of Trustees.
7. Professional Staff: All persons occupying positions designated by the Chancellor as being in the unclassified service.
8. Academic Rank: Rank held by those members of the professional staff having the titles of professor, associate professor, assistant professor and instructor, and rank held by members of the professional staff having the titles of librarian, associate librarian, senior assistant librarian, and assistant librarian.
9. Academic Staff: The staff comprised of those persons having academic rank or qualified academic rank. Also known as Faculty.

10. Qualified Academic Rank: Rank held by those members of the academic staff having title of lecturer or titles of academic rank preceded by the designations “clinical” or “visiting” or other similar designation.
11. Research Foundation Faculty: Voluntary (not paid by SUNY) faculty with courtesy faculty appointment.
12. The College: Academic component of Upstate Medical University as defined by the Administration of SUNY Upstate Medical University that specifically refers to the College of Medicine within these Bylaws.
13. Administrative Officers: Inclusive of the President, Deans, Academic Affairs Officers, Library Director and Vice-presidents.
14. Upstate Faculty: The organization comprised of all the full and part-time members of Upstate Faculty and chaired by the Upstate University President.
15. Upstate Faculty Council: The elected body of the Upstate Faculty that represents the entire Upstate Faculty.
16. Councilor: Those elected representatives from each college to the Upstate Faculty Council.
17. Upstate College governance bodies: Medical College Assembly, College of Health Professions/Library General Assembly, College of Nursing Faculty Committee and Graduate Faculty Organization.
18. Medical College Assembly Executive Committee (MCAEC): The representative body made up of elected and appointed members of the College of Medicine Faculty, to be known within this document as the Executive Committee
19. The Faculty: Within this document shall refer to all members of the Faculty of the College of Medicine

## **Article I      Name**

The name of the organization representing all SUNY Upstate Medical University College of Medicine faculty members shall be the Medical College Assembly (MCA).

## **Article II      Responsibilities**

The Faculty is responsible for participating significantly in the initiation, development and implementation of the education, research and service programs of the College of Medicine and is responsible for the conduct of Upstate’s COM education, research and service programs. The Faculty votes on MCA Bylaw amendments, and elects MCA officers and Faculty Councilors. The Faculty will produce feedback on the Dean’s performance and provide it to the President on request. The Faculty is responsible for obtaining and reviewing feedback annually from the education, research, and healthcare communities we serve.

### **Article III Membership**

Membership of the Medical College Assembly shall include:

- A. With Vote:
  - 1. The Dean of the College of Medicine
  - 2. College of Medicine faculty with academic rank
  - 3. College of Medicine faculty with qualified rank
  - 4. College of Medicine Research Foundation faculty
  - 5. Administrative officers with faculty appointments within the College
- B. Without Vote:
  - 1. Voluntary Faculty
  - 2. Administrative officers in the classified service

### **Article IV Officers**

- A. The Officers of the Medical College Assembly shall be:
  - 1. Chair
  - 2. Vice-Chair
  - 3. Secretary
- B. Eligibility  
To serve as an officer of the Medical College Assembly, a person must be a voting member (department representative or alternate, member-at-large, or voting ex-officio member) of the MCA Executive Committee.
- C. Election of Officers
  - 1. The College Affairs Committee shall present a slate of officers at the March COM Executive Committee meeting in accordance with the Medical College Assembly policies and procedures.
  - 2. Officers shall be elected from the voting members of the College by a plurality vote no later than May 1<sup>st</sup> and shall assume office June 1<sup>st</sup>.
  - 3. Ballots may be written or electronic and votes are secret.
  - 4. Procedures for conducting the election are in accordance with the policies of the College Affairs Committee.
- D. Terms
  - 1. Officer terms shall be 3 years or until a successor is elected.
  - 2. Officers may be re-elected for one additional term in the same office.

3. After serving two terms, one year must elapse before being eligible for additional terms in the same office.
4. Term limitations are for a single office. A faculty member may serve in multiple offices consecutively without limitation.

E. Vacancies

1. The Vice-chair shall serve as Chair for the remainder of the term, in the event of a Chair vacancy.
2. Should the Vice-Chair or Secretary be unable to serve or be removed from office, the College Affairs Committee shall present a slate for a replacement at the next regular Executive Committee meeting, provided that a notice to this effect is put on the agenda and distributed at least one week in advance of the meeting.
3. Election for a replacement shall be by majority vote of the Executive Committee.

F. Responsibilities of the Officers

1. Chair

- a. Presides at the Medical College Assembly and Executive Committee meetings.
- b. Serves as Chair of the Medical College Assembly Executive Committee.
- c. Represents the faculty of the College at any other meetings or events as deemed appropriate by the Dean and Administrative Officers of the College, the University President, and the Upstate Faculty Council.
- d. Appoints and may remove standing committee chairs and a COM Parliamentarian in consultation with the Executive Committee.
- e. Presents the agenda for Medical College Assembly and Executive Committee meetings.
- f. May invite any person to attend Medical College Assembly and Executive Committee meetings.
- g. Makes an annual report of the Medical College Assembly Executive Committee at the Medical College Assembly annual meeting.
- h. Considers any business brought before the Medical College Assembly and the Executive Committee.

2. Vice-Chair

- a. Assists the Executive Committee Chair in fulfilling the duties of Chairperson.
- b. Presides at meetings of the Medical College Assembly and Executive Committee meetings in the absence of the Presiding Officers.
- c. Fills the unexpired portion of the term of the Chair in the event the office becomes vacated or the Presiding Officer is unable to complete the term.

3. Secretary
  - a. Is responsible for ensuring the minutes of the Medical College Assembly and Executive Committee meetings are recorded and disseminated.
  - b. Records attendance at Medical College Assembly and Executive Committee meetings.
  - c. Works with and provides input to the Human Resources department regarding an official and current membership list of faculty of the College.
  - d. Notifies Faculty and Administration Officers of meetings in accordance with the Medical College Assembly's policies and procedures.

## **Article V Meetings**

### **A. Regular: (voting)**

1. There shall be an annual meeting held at a time and place specified by the Chair of the Medical College Assembly.
2. Agenda and conduct of the annual meeting consists of at least the following:
  - a. The opportunity for the Dean of the College to address the Faculty of the College
  - b. Councilors' Reports
  - c. Committee Chairs' Reports
  - d. Voting members of the Medical College Assembly may submit an agenda item to the Secretary a minimum of one-week prior to the annual meeting.
3. Additional regular meetings (voting) may be called with 30-day notice to the faculty by:
  - a. The Upstate President
  - b. The Dean of the College
  - c. A majority of the Executive Committee
  - d. 10 voting members with representation of at least 4 different academic departments

### **B. Special meetings (non-voting) may be called with 7-days notice, the agenda to be limited to that announced in the call for the meeting, to the faculty by:**

1. The Upstate President
2. The Dean of the College
3. A majority of the Executive Committee
4. 10 voting members with representation of at least 4 different academic departments upon signed petition

### **C. Emergency Meetings: (non-voting)**

The University President or the Dean of the College may call an emergency meeting of the Medical College Assembly with 24-hour notice.

D. Voting:

Voting may be conducted electronically or in person. Items requiring a vote must be submitted in writing to the Secretary 3 weeks prior to the vote.

E. Quorum:

For any of the types of meetings listed above, a minimum of one officer and 10 members shall constitute a quorum.

F. Minutes:

The Secretary is responsible for the minutes of any Medical College Assembly regular or special (voting) meeting.

## **Article VI Upstate Faculty Councilors**

In accordance with the rules and regulations of the Faculty Council, the voting faculty shall provide for the election of representatives to serve on the Faculty Council.

A. Responsibilities:

1. Medical College Assembly representatives to the Faculty Council are responsible to bring to the Faculty Council for report and/or discussion issues, concerns and plans from within the Medical College, which have the potential to impact other colleges or the University overall. Councilors shall report to the MCAEC on Faculty Council business following each meeting of the Upstate Faculty Council at the request of the Chair.
2. The Medical College representatives to the Faculty Council serve as non-voting members of the Executive Committee.

B. Eligibility:

Any person who has been a voting member of the Medical College Assembly for at least 12 months

C. Number:

The number of Council Representatives is determined by the policies and procedures of the Faculty Council.

D. Term of Office:

- a. Term of office is 3 years beginning June 1<sup>st</sup> or until a replacement is elected,

- b. Councilors may serve no more than 2 consecutive terms, but may re-start after one year has elapsed from the conclusion of the second term.
- c. Elected Councilors or their alternate must attend at least 75% of all regular Council meetings, annually. If more than 25% of all regular meetings are missed, without representation, that Councilor is automatically removed and cannot be eligible for membership for a period of 2 years, following the year of removal. The Councilor's alternate shall serve out the remainder of the Councilor's term.
- d. Nominations & Elections:
  - a. Nominations:
    - i. The College Affairs Committee is responsible for the nominations process for Councilors and Alternates according to its policies and procedures.
    - ii. The College Affairs Committee shall, in consultation with Human Resources, determine voting eligibility.
  - b. Elections:
    - i. All voting members of the Medical College Assembly shall have a vote in the election of Medical College representatives to the Faculty Council.
    - ii. Election for Councilors is by plurality vote in person or electronically, by secret ballot.
- e. Vacancies:
  - a. In the event a Councilor cannot complete the term, the Alternate shall serve the remainder of the term. If less than a half of a full term is completed by the Alternate, the Alternate is eligible to be elected for two full terms as a councilor.
  - b. If both the elected Councilor and Alternate are unable to complete their term, the College Affairs Committee will prepare a slate of eligible candidates and the Executive Committee shall elect a replacement by plurality vote with a secret ballot to assume the Councilor's position and fulfill the remainder of the term.

## **Article VII Medical College Assembly Committees**

### **A. Executive Committee**

#### **1. Roles and Responsibilities**

- a. The Executive Committee shall act on behalf of the Medical College Assembly between MCA meetings.
- b. Meetings of the Executive Committee shall be held at regular intervals
- c. A minimum of one officer and 6 members will constitute a quorum

- d. The Executive Committee may adopt such rules for transaction of its business as it may deem necessary.

2. Membership

a. With Vote:

- i. One representative elected by majority vote from within each academic department of the College of Medicine. One alternate representative from each academic department within the College of Medicine who has been appointed by the Chair of that department, and who will vote only when acting in place of the elected representative of that department.
- ii. Four members-at-large: two elected by the members of the Medical College Assembly and two appointed by the Dean of the College.
- iii. At least two representatives from the Clinical Campus appointed by the Dean of the Clinical Campus.
- iv. One Medical College student representative and one alternate elected by majority vote.

b. Ex-officio with a vote (may hold office):

- i. Medical College Faculty serving as a SUNY Faculty Senator or Alternate Senator
- ii. Medical College Assembly representatives to the Faculty Council

c. Ex-officio without a vote (may not hold office):

- i. Administrative Officers of the College of Medicine
- ii. United University Professions (UUP) representative

d. Terms

- i. Member terms shall be 3 years or until a replacement is elected.
- ii. Members may be re-elected by majority vote of their respective departments without limitation to number of terms.
- iii. Alternate member terms shall be 3 years or until a successor is appointed. The academic department Chair may choose to reappoint the same alternative member without limitations to the number of terms.
- iv. Faculty holding appointment in more than one COM department may not serve in multiple roles.

e. Vacancies

- i. Should a member of the Committee be removed or be unable to fulfill his/her duties, the alternate from the same academic department will take his/her place until a new member is elected by majority vote of that department's members.
- ii. Should an alternate member of the Committee be removed or be unable to fulfill his or her duties, the Chair of the Executive Committee will petition the Chair of that academic department to appoint a replacement to serve the rest of the term.

### 3. Officers

The Officers of the Executive Committee shall be:

- a. Presiding Officer of the Medical College Assembly and shall be referred to as Chairperson of the Medical College Assembly Executive Committee.
- b. Vice-Chair.
- c. Secretary.

### 4. Meetings

- a. Regular meetings of the Executive Committee will occur at least 8 times per year.
- b. Members of the Executive Committee are expected to attend regularly and must inform the Chair of planned and unplanned absences. Regular absenteeism will be grounds for removal from the committee.

## B. Standing Committees are Faculty Affairs, Academic Affairs and College Affairs

### 1. General responsibilities of standing committees are:

- a. To act in consultation with the appropriate constituency.
- b. To bring to the committee for report and/or discussion those issues, concerns and plans expressed by the faculty which fall within the purview of that committee and to bring information and suggestions to the Executive Committee for discussion.
- c. To request information and reports from, and provide suggestions to the Dean of the College, appropriate administration-appointed committees, and other administrative officers related to any matter affecting the College.
- d. To deal with matters referred to the committee.

### 2. Faculty Affairs

- a. The Faculty Affairs Committee will address concerns of the faculty and administration related to faculty affairs of the college of medicine and/or formulate advisory statements consistent with the beliefs of the Faculty. These areas of concern will include but are not exclusively limited to faculty

development, tenure and promotion standards, departmental and College leadership, faculty and administration evaluation standards, professionalism, and labor.

- b. The committee will perform work associated with identified issues when tasked by the Chair of the Medical College Assembly.

3. Academic Affairs

- a. The Academic Affairs Committee will address concerns of the faculty and administration related to academic affairs of the College of Medicine. These areas of concern will include, but are not exclusively limited to student affairs, graduation requirements, remediation standards, accreditation issues, access to education, and the interface with graduate medical education. The committee will formulate advisory statements consistent with the beliefs of the Faculty.
- b. The committee will perform work associated with identified issues when tasked by the Chair of the Medical College Assembly.

4. College Affairs

- a. The College Affairs Committee will address concerns of the faculty and administration related to procedure and operations of the Medical College Assembly and the College of Medicine. These areas of concern will include, but are not exclusively limited to governance issues, MCA nominations/elections, MCA bylaws review, and faculty work space (lab/classroom/simulation). The committee will formulate advisory statements consistent with the beliefs of the Faculty.
- b. The committee will perform work associated with identified issues when tasked by the Chair of the Medical College Assembly.

5. Composition of Standing Committees

- a. The Chair of the Executive Committee, in conference with the Executive Committee, will appoint at least 5 and no more than 10, voting members of the Medical College Assembly to serve on each of the standing Committees
- b. The Senior Associate Dean for Faculty Affairs and Faculty Development shall serve as an Ex-Officio (non-voting) member of the Faculty Affairs Committee
- c. The Associate Dean for Education and the Associate Dean for Graduate Medical Education will serve as Ex-Officio (non-voting) members of the Academic Affairs Committee.
- d. The Dean of the College(or his/her appointee) will serve as an Ex-Officio (non-voting) member of the College Affairs Committee

6. Vacancies
 

The Chair of the Executive Committee will appoint a replacement for any committee vacancy by the next Executive Committee meeting.
7. Chairpersons of Standing Committees
  - a. The Chair of the Executive Committee with consultation from various constituencies shall select the chairpersons of each standing committee. The Chair of the Executive Committee may also appoint a Vice-Chair.
  - b. Committee chairs appointed by the Chair of the Executive Committee shall serve at the will of the Executive Committee Chair and resign as committee chair at the end of the Faculty Upstate Council Chair's term, unless reappointed by the incoming Chair of the Executive Committee.
8. Ad hoc committees
  - a. The Chair of the Executive Committee, in consultation with the Executive Committee, may create ad hoc committees when there is a specific need within the Medical College Assembly to attend to business that is time limited and unique.
  - b. Ad hoc committees must be reaffirmed every 6 months and should not become permanent unless so designated by a majority vote of the MCAEC.

## **Article VIII Medical College Assembly Relationship to Dean's Committees**

### **A. Curriculum Committee**

1. Roles and Responsibilities
  - a. To promote integrated institutional responsibility, the Dean will seek advice and recommendations of the faculty regarding the initiation, development, and implementation of education policies and procedures.
  - b. The Curriculum Committee will represent the Faculty in these matters and shall be comprised of a majority of voting members from the Faculty.
  - c. The Curriculum Committee will be responsible for recommending curriculum coordination, development, objectives, content and methods of evaluation to the Dean.
  - d. Curriculum Committee members nominated by the Medical College Assembly Executive Committee will report on activities of the Curriculum Committee at the request of the MCAEC Chair.
2. Membership
 

Please refer to the most current *Upstate Administrative Policy: Faculty Leadership and Curriculum Committee* for membership specifics (Appendix A). The MCAEC will select nominees for membership from

the MCA by majority vote.

3. Terms
    - a. Terms of faculty and department chairs will be for two years and will be staggered to provide continuity.
    - b. Appointment may be renewed for a maximum total of six years.
    - c. Student terms will be for one year; student appointment may be renewed for a total of up to three years.
  4. Officers
    - a. The Chair of the Curriculum Committee will be the Associate Dean of Curriculum or like qualified appointee of the Dean of the College.
- B. Other Dean's Committees including Promotion and Tenure and Admissions
- a. The Dean will consult with the MCAEC and then will appoint members to the Promotion and Tenure and Admissions Committees and any other Dean's Committees following a structure similar to that of the Curriculum Committee.

#### **Article IX Parliamentary Authority**

The rules contained in the most current edition of *Robert's Rules of Order* shall govern the Medical College Assembly and all committees in all cases to which they are applicable, and in which they are consistent with the Bylaws or the special rules of order of the Upstate Faculty and Upstate Faculty Council.

#### **Article X Amendments**

- A. The College Affairs Committee of the Medical College Assembly shall review these Bylaws periodically but not less often than every 2 years.
- B. Bylaw amendments may be initiated by any voting member of the Medical College Assembly with a written petition with 10 faculty signatures representing 6 or more academic departments.
- C. These Bylaws may be amended by a simple majority of those voting, and subsequent approval by the Dean, provided the proposed amendment is published in full in a memorandum and distributed to the faculty of the College at least 30 days in advance of the meeting.
- D. The Bylaws shall be consistent with and subject to the Policies of the Board of Trustees of the State University of New York, the laws of the State of New York, and the Provision of Agreements between the State of New York and the certified employee organization established pursuant to Article 13 of the Civil Service Law. Provisions of these Bylaws concerning consultation with the faculty shall be subject to the approval of the Dean of the

College and the President of the University. All actions taken by the MCA under these Bylaws shall be considered advisory to the Dean of the College, the President of the University, and the Chancellor.

- E. If changes to the Board of Trustee Policies, Faculty Senate Bylaws or policies and procedures make these Bylaws out of compliance with the aforesaid matters, the College Affairs Committee may make editorial changes to bring these Bylaws into compliance, without a vote of the Faculty.

#### **Article XI Ratification of Bylaws**

Bylaws and amendments voted upon and approved by voting members of the Medical College Assembly shall become effective upon signed approval by the President and the Dean.

## Appendix A

### Upstate Administrative Policy: Faculty Leadership and Curriculum Committee

#### Curriculum Committee Membership

Members shall be recommended by the Executive Committee of the Medical College Assembly, Faculty Senators, Dean of the Binghamton Campus, Students, Department Chairs, and the faculty based on their expertise of curriculum design, instructional methods, and evaluation, and appointed by the dean with a charge to work in the best interest of the institution.

All except *ex-officio* membership will be appointments made by the dean after consultation with and review by the Medical College Assembly Executive Committee.

- There will be 19 members of the committee (17 voting members and 2 non-voting):
- 10 voting faculty members: At least two must be department chairs, one basic science and one clinical. Of non-department chairs, at least one faculty must be from a basic science department and one from a clinical department. Two faculty members will be *ex-officio*, as chair of the two curriculum subcommittees (Phase 1 and Phase 2 Committees).
- 3 additional *ex-officio* voting members: Senior Associate Dean for Undergraduate Medical Education, Associate Dean for Undergraduate Medical Education, Senior Associate Dean for Academic Affairs at the Binghamton campus.
- 3 student voting members: one each from years 2, 3, and 4. A 1<sup>st</sup> year student will sit in as a non-voting guest.
- 2 *ex-officio* non-voting members: representatives from the MD PhD, and RMED programs will be appointed by the dean upon consultation with the directors of each program.
- A representative of the MPH program shall be similarly appointed, but shall have a vote.