

ARTICLE I

Definitions

Section 1. Definitions

The following terms are to be understood in the restrictive and technical sense herein defined.

- A. Faculty Member: Any employee of a community college district who is employed in an academic position that is not designated as supervisory or management.
- B. Academic Senate: As defined in Title 5 “An Academic Senate for California Community Colleges has been established through ratification by local academic senates or faculty councils so that the community college faculty of California may have a formal and effective procedure for participating in the formation of state policies on academic and professional matters” (Title 5, Section 53206, California Code of Regulations).
- C. Member Senate: A local academic senate or equivalent faculty organization certified by the Board of Directors (also known as the Executive Committee) of the Academic Senate for California Community Colleges.
- D. Equivalent Faculty Organization: Any organization of faculty members which, where a local academic senate does not exist, has among its primary purposes those enumerated for an academic senate under Title 5 of the Administrative Code, and has been certified as a Member Senate by the Board of Directors of the Academic Senate for California Community Colleges.
- E. Delegate: An individual who, (1) by reason of election as an officer or member of the Board of Directors or, (2) by selection by a Member Senate, enjoys full voting rights at both regular and special general sessions of the Academic Senate for California Community Colleges. Any individual claiming Delegate status must also be in compliance with the provisions of Article II, Section 2.
- F. Board of Directors: The officers and representatives elected by Delegates as defined by California law (See Corporations Code Section 7210).
- G. Officers: President, Vice President, Treasurer, Secretary, and the Executive Director.
- H. Senator Emeritus: A title conferred by the Academic Senate for the purpose of recognizing the meritorious service of a faculty member upon or after retirement.
- I. Plenary Session: The biannual event at which the Academic Senate conducts its business for a minimum of three days.
- J. General Session: A single scheduled meeting held during the plenary session. The number of General Sessions during a plenary session will be based on need.

ARTICLE II

Membership

Section 1. Membership

The academic senate of each of the California Community Colleges and the district academic senate of multi-college districts, or their equivalents, are Member Senates.

Any academic senate recognized by its local governing board as representing its faculty in academic and professional matters (as defined in Title 5 §53200) may apply for status as a Member Senate. The Board of Directors will certify such academic senates as Member Senates upon verification of the following:

1. A majority of full-time faculty members of a college or recognized center have voted in favor of forming an academic senate (Title 5 §53202 (a)).
2. The applying senate has a constitution and/or bylaws approved by the faculty it represents.
3. The governing board of the college or recognized center recognizes that organization as representing its constituency in academic and professional matters.
4. A district academic senate will be recognized as a Member Senate if the local governing board has recognized it as representing faculty in academic and professional matters on district issues.

Section 2. Delegates

Each Member Senate is entitled to designate any of its faculty members, in whatever manner it wishes, to be its one Delegate, who shall have full voting rights at each plenary session. The Delegate may transfer the responsibility for voting on resolutions, but not on elections after the elections have begun, to a faculty member from the same district. Board of Directors members may not delegate any of their responsibilities or rights as a member of the Board except as is specifically permitted by law or these Bylaws. No Delegate shall be entitled to more than one vote, and a vote cannot be cast by proxy. In the event of a challenge, the Board of Directors shall be the sole judge of the credentials of a Delegate.

Section 3. Plenary Sessions

The Academic Senate for California Community Colleges shall meet in plenary session biannually during each academic year.

ARTICLE III

Officers

Section 1. List of Officers

The officers of the Academic Senate shall include the President, Vice President, Secretary, Treasurer, and the Executive Director. The President, Vice President, Secretary, and Treasurer shall be elected at a general session of the Academic Senate for California Community Colleges

for one-year terms. The term of all elected officers shall be June 1 to May 31. The Board of Directors will appoint the Executive Director.

Section 2. Vacancy in Office

A vacancy in office shall be filled in accordance with the Senate Rules.

Section 3. President's Term

The President shall serve no more than two consecutive elected one-year terms.

Section 4: Officers' Powers and Duties

A. The President shall

1. Oversee the preparation of the agenda for all plenary sessions and all meetings of The Board of Directors.
2. Preside over all plenary sessions and meetings of the Board of Directors.
3. Represent and act as the spokesperson for the Academic Senate and its Board of Directors.
4. Oversee the authorization of expenditures for the Academic Senate.
5. Appoint a parliamentarian who shall serve at the pleasure of the President.
6. Assign duties and tasks to the members of the Board of Directors.
7. Perform any other function normally thought to be within the realm of a presiding officer that is otherwise not denied by the Bylaws, Senate Rules, or Senate Policies.

B. The Vice President shall

1. Act as President in the absence of that officer.
2. Succeed to the Presidency in the event of the vacancy of that office.
3. Perform such functions as the President assigns to assist in carrying out the purposes and policies of the Academic Senate.

C. The Secretary shall

1. Oversee the keeping of the records of actions by the Board of Directors, including overseeing the taking of minutes at board meetings and plenary sessions.
2. Ensure the accuracy and presentation of minutes of all plenary sessions and Board of Directors meetings and their dissemination.
3. Perform such functions as the President assigns to assist in carrying out the purposes and policies of the Academic Senate.

D. The Treasurer shall

1. Serve as an authorized signatory on all accounts.
2. Shall, in conjunction with the Executive Director, oversee the budget preparation and shall ensure that appropriate financial reports are made available to the Board of Directors on a timely basis or as may be required by the Board of Directors.

3. Oversee and keep the delegates and the Board of Directors informed about the financial condition of the organization and of audit or financial review results.
4. Chair a committee for the purpose of drawing up the annual budget and hiring the auditor.
5. Perform such functions as the President assigns in carrying out the purposes and policies of the Academic Senate.

E. The Executive Director

1. The Board of Directors shall appoint an Executive Director to conduct day to day management of the Senate.
2. The Board of Directors shall appoint an Executive Director pursuant to a majority vote at a regularly scheduled or special meeting.
3. The Board of Directors may terminate an Executive Director pursuant to a majority vote at a regularly scheduled or special meeting. Prior to any such decision, the Board of Directors must review the contract with the Executive Director and receive advice from a qualified attorney as to any legal consequences of this decision.
4. The official duties of the Executive Director shall be listed in a job description that is adopted by a majority vote of the Board of Directors at a regularly scheduled or special meeting.

ARTICLE IV

Board of Directors

Section 1. Membership

The Board of Directors shall consist of the officers and ten representatives based upon the geographic distribution of Member Senates. All elected Board of Directors members must retain their faculty status to continue in office.

Section 2. Selection and Term

All candidates for election to the Board of Directors shall meet at least one of these criteria: 1) is a Delegate or a local senate president 2) has within the last three years immediately preceding the election been a local senate president or a Board of Directors member or officer or 3) has been nominated by a resolution of a Member Senate. The minutes of the meeting at which that resolution was adopted must be submitted to the Elections Committee chair with the nomination of the individual. All members of the Board of Directors, except the officers, shall be elected by the plenary session on the basis of geographic representation as prescribed in the Senate Rules and shall serve for two-year staggered terms. Terms of office shall commence at the start of the second day of the last Executive Committee meeting of the academic year or June 10, whichever occurs first. Terms of office shall conclude at the end of the first day of the last Executive Committee meeting of the academic year or June 9, whichever occurs first.

Section 3. Voting

All elected members of the Board of Directors shall have full voting privileges on the Board of Directors. Proxies shall not be permitted. The Executive Director serves on the Board of Directors as a non-voting *ex officio* member.

Section 4. Vacancy in Office

A vacancy in office shall be filled in accordance with the Senate Rules.

Section 5. Meeting

The Board of Directors shall meet no fewer than five times each academic year. All meetings of the Board of Directors will be held in compliance with the Academic Senate's Open Meetings Policy.

Section 6. Powers and Duties

The Board of Directors shall adopt procedures, implement policies adopted at the plenary sessions, transact business, and perform other functions that are consistent with the intent, purposes, and provisions of the Bylaws and Senate Rules.

Section 7. Recall

Recall of a member of the Board of Directors shall follows procedures outlined in the Senate Rules.

Section 8. Removal

An elected member of the Board of Director may be removed from office for cause following the process outline in the Academic Senate's Policy for the Removal of a Member of the Board of Directors.

<p>ARTICLE V</p> <p>Committees and Appointments</p>

Section 1. Standing Committees

Standing committees shall be specified in the Senate Rules. Subject to the approval of the Board of Directors, the President shall make appointments to all standing committees.

Section 2. Faculty Appointments to Other Groups

The President, in consultation with the Vice President and Executive Director, makes appointments to all other groups requiring faculty participation. When a new President is elected but has not taken office, the newly elected President will make appointments for faculty that will

serve past May 31. These appointments are subject to approval by the appointee's Member Senate President.

Section 3. Standing Committee Chair

The President shall select a member of the Board of Directors to serve as the Chair of each standing committee.

Section 4. Terms and Removal

The terms of all persons appointed to committees or special assignments shall be for one year or any shorter period specified by the President. Any appointee can be removed by a simple majority vote of the Board of Directors.

<p>ARTICLE VI Caucus</p>

Academic Senate caucuses are intended to serve as groups of independently organized faculty to meet, network, and deliberate collegially in order to form a collective voice on issues of common concern that caucus members feel are of vital importance to faculty and the success of students as they relate to academic and professional matters.

The Board of Directors shall establish written policies, procedures, and guidelines for caucuses in policies.

<p>ARTICLE VII Action</p>

Section 1. Quorum

A quorum for the Board of Directors and all other committees is the majority of the voting members. A quorum for a plenary or special session of the Academic Senate for California Community Colleges is a majority of the Delegates registered. Quorum is required for any action to be taken.

Section 2. Resolution Process

The Academic Senate shall establish and maintain means by which to adopt resolutions.

Section 3. Referendum

- A. Any action taken by the Board of Directors or any resolution adopted during a plenary session may be rescinded by a referendum of the Member Senates, (see Article I, Section 1.C). The Academic Senate must receive proposals to rescind within 30 days after the action at the Board meeting or the plenary session at which the resolution in question was

adopted. A proposal to rescind must be in the form of a Member Senate resolution signed by the Member Senate president. Such a referendum shall be held if at least one-fifth (1/5) of the Member Senates request it within 30 days after the distribution of the approved minutes or adopted resolutions packet of the session at which the resolution was adopted.

- B. Upon receipt of such requests from at least 1/5 of the Member Senates, the President shall distribute ballots on the referendum to each Member Senate within 15 days of receiving the needed number of requests.
- C. Ballots must be returned within 30 days from the day the ballots were distributed. The referendum shall pass if 2/3 of all the Member Senates vote in favor of it.
- D. If the referendum is approved, then the Board action or resolution of the plenary session is rescinded and becomes null and void.

Section 4. Communications

In order to provide adequate communication with the faculty of the California Community Colleges, the Academic Senate shall make available to all faculty agendas and minutes of its meetings, committee reports and other pertinent information on pending matters, except to the extent that said materials are privileged or confidential and not subject to disclosure pursuant to law.

ARTICLE VIII

Amendments of the Bylaws

Section 1. Proposal

Proposed amendments to these Bylaws shall become part of the plenary session agenda upon receipt by the President of a resolution in the form of:

- A. A petition of one-fifth (1/5) of the Member Senates, or
- B. A petition of the majority of the Board of Directors, or
- C. A petition presented at any of the first four general sessions and signed by a majority of registered Delegates present at the general session at which it was proposed.

A petition under A or B above must be received in time to be noticed in writing to the Member Senates for discussion at pre-plenary session area meetings.

Section 2. Ratification

The resolution for amending the Bylaws shall require a 2/3 vote of the registered Delegates present and voting.

ARTICLE IX

Senate Rules

Section 1. Senate Rules

The Academic Senate for California Community Colleges shall adopt Rules to implement the intent and purposes of these Bylaws. In cases not provided for in the Senate Rules, the procedures contained in Robert's Rules of Order, Newly Revised, shall govern the meetings of the plenary sessions and Senate committees.

Section 2. Adoption

Senate Rules may be adopted, amended or rescinded by action of the Academic Senate acting in plenary session.

ARTICLE X

Emergency Action

Section 1. Emergency Action

The Board of Directors or elected Officers (Article III) may, as permitted by Corporations Code Sections 7140 and 7151, take actions or conduct business as necessary to protect the interests of the Academic Senate and its membership in the event of an emergency. A written record of all actions taken shall be maintained, and all such actions shall be subject to review by the Academic Senate at its plenary session.