

Capilano University is named after Chief Joe Capilano, an important leader of the Skw̓wú7mesh (Squamish) Nation of the Coast Salish Peoples. We respectfully acknowledge that our campuses are located on the territories of the Lílwat, x̣ṃəθḳʷəỵəm (Musqueam), shíshálh (Sechelt), Skw̓wú7mesh (Squamish) and Səlílwətaʔ/Selilwitulh (Tsleil-Waututh) Nations.

Pursuant to the *University Act of British Columbia*, as amended, the Capilano University Senate will be formed and conduct its business according to this set of bylaws.

Article 1 Composition of the Senate

- 1.1** The Senate will be composed in accordance with the *University Act*, RSBC 1996, c. 468 (the *Act*). In accordance with the *Act*, the Chair of the Senate is the University President. The Senate will include elected and appointed members, both voting and non-voting, as outlined below:

Elected members (voting):

- a) Faculty members (two per Faculty)
- b) Students (four in total)
- c) Support Staff (two in total)

Appointed members (voting):

- a) Chancellor
- b) President (Chair)
- c) Vice-President Academic and Provost
- d) Deans of Faculties
- e) University Librarian
- f) Alumni Member

Appointed Members (non-voting):

- a) University Board Member
- b) Registrar (Secretary of the Senate)

- 1.2** In addition to the two voting faculty members for each of the five Faculties, one alternate non-voting faculty member will be elected by each Faculty, for a total of five alternate non-voting members. As elected representatives of their respective Faculties, alternate non-voting faculty members participate fully in all Senate

meetings, with two exceptions: their attendance cannot establish quorum, and they cannot vote. In the absence of either of the voting members, the alternate non-voting members will contribute to establishing quorum and will assume voting responsibility.

- 1.3** The Senate will invite the faculty union, support staff union, and student union to each choose one non-voting permanent guest from their respective constituencies to attend the Senate meetings. The Senate will also invite an Indigenous representative and the Associate Vice-President, Student Success to be non-voting permanent guests. Permanent guests will have speaking privileges at the discretion of the Chair.

Article 2 Duties of the Chair, Vice-Chair, Registrar (Secretary of the Senate), and Members of the Senate

2.1 Duties of the Chair include, but are not limited to:

- a) calling meetings of the Senate as provided in these bylaws and in the *Act*;
- b) ensuring that an agenda is prepared and distributed for each meeting as provided in these bylaws;
- c) presiding over all meetings of the Senate;
- d) establishing that a quorum of voting members of the Senate is present before conducting the business of the Senate;
- e) executing documents as authorized by the Senate;
- f) being a voting member of all the Senate committees except for the Senate Budget Advisory Committee;
- g) maintaining a liaison with the Board;
- h) being the spokesperson and representative of the Senate.

2.2 Duties of the Vice-Chair include, but are not limited to:

- a) fulfilling the duties of the Chair in their absence, and assisting the Chair in the performance of their duties;
- b) exercising, in the instance where the Vice-Chair is an alternate non-voting member, and if the Chair is absent, the voting rights of the Chair in breaking or creating a tie vote.

2.3 Duties of the Registrar include, but are not limited to:

- a) being the Secretary of the Senate in accordance with the *Act*;

- b) developing and maintaining a system of recording all proceedings of the Senate with the assistance of the Senate Administrative Assistant;
- c) conducting elections and by-elections in accordance with the *Act* and the approved *Senate Election Procedures*.

2.4 Duties of all Members of the Senate, irrespective of voting status, include:

- a) consulting with their constituency and communicating to such constituency the matters dealt with at the Senate that are relevant to that constituency;
- b) acting in what the member considers to be the best interests of the University, even if doing so conflicts with the wishes of the constituency that the member has been elected to represent on the Senate.

Article 3 Elections

3.1 Election of the Members

- 3.1.1 Senate elections will be conducted annually by the Secretary of the Senate.
- 3.1.2 Elections of the members to the Senate will be in accordance with the procedures set out in the *Senate Election Procedures*.

3.2 Election of the Vice-Chair

- 3.2.1 The election of the Vice-Chair will occur annually.
- 3.2.2 All voting members and alternate non-voting faculty members of the Senate are eligible to nominate the Vice-Chair.
- 3.2.3 All voting faculty, staff, students and administrator members and alternate non-voting faculty members whose term aligns with the term of the Vice-Chair are eligible to be nominated for the position of Vice-Chair.
- 3.2.4 In the absence of the Chair, the Secretary of the Senate will assume the role of the Chair to conduct the election of the Vice-Chair.
- 3.2.5 The election process will be as follows:
 - 1) The Nominating Committee, whose role is to submit a minimum of one nomination for Vice-Chair, will present its report.
 - 2) Nominee(s) will accept or reject the nomination.
 - 3) The Chair will call for further nominations.
 - 4) Additional nominees will accept or reject the nomination (if any).
 - 5) The Chair will call for further nominations twice.

- 6) If there are no further nominations, the Chair will declare nominations closed.
- 7) Candidates may make short oral statements.
- 8) If there is only one candidate, they will be acclaimed.
- 9) If there is more than one candidate:
 - a) voting will be conducted confidentially by paper ballot cast in person by voting members of the Senate;
 - b) a majority of ballots cast is required for election;
 - c) if there are more than two candidates and none obtains a majority vote on the first ballot, the candidate with the fewest votes will be removed from the ballot, and balloting will continue in the like manner until one candidate receives a simple majority vote.
 - d) the Secretary of the Senate and the Senate Administrative Assistant will count the ballots and the Chair will announce the results. The final tallies may be released at the discretion of the Chair.

3.2.6 The Vice-Chair will assume office on a date determined by the Senate.

3.2.7 The Vice-Chair will receive release time subject to these bylaws and to special needs as the University may determine from time to time. Release time is also subject to budgetary approval by the Board of Governors, and will be assigned as follows:

- 1) For a faculty Vice-Chair, the release time will not be less than one section per term.
- 2) For a Vice-Chair who is employed by the University in a staff position, the workload will be equivalent to 25% of the staff employee full-time position and will be allocated under the direction of the appropriate administrator. For a part-time employee, this 25% will be calculated on the basis of a full-time position and will be allocated under the direction of the appropriate administrator.
- 3) For a Vice-Chair who is employed by the University in an administrative position, the appropriate workload will be adjusted by the nominee and the President.
- 4) For a student Vice-Chair, the remuneration will not be less than \$1,000 per month for 12 months.

Article 4 Agenda and Minutes for the Senate Meetings

- 4.1 Agenda items and schedules will be submitted to the Senate Administrative Assistant no later than one week before the scheduled meeting.
- 4.2 The Senate Administrative Assistant will distribute the proposed agenda, supporting material, and minutes to the Senate members no later than one week prior to the meeting date.

Article 5 Meetings

- 5.1 The University will make every reasonable effort to ensure that members of the Senate are freed from their normal duties to attend the Senate meetings.
- 5.2 Regular meetings of the Senate will be held as determined by the Senate.
- 5.3 The Senate will annually and in advance make public its schedule of meetings.
- 5.4 The Senate may, at its discretion or the discretion of the Chair, hold additional meetings provided that at least one week's notice is given to the Senate members.
- 5.5 Quorum is a majority of voting members of the Senate.
- 5.6 Members of the Capilano University community will be encouraged to attend and observe meetings of the Senate. Observers will not have voting privileges. At the discretion of the Chair, observers may address the Senate.

Article 6 Attendance at the Senate Meetings

- 6.1 The Senate members are expected to attend all meetings. To be fair to their constituents, elected members of the Senate who are absent for three (3) meetings with or without notice per appointment year will be deemed by the Secretary of the Senate to have resigned from the Senate. Application of article 6.1 is at the discretion of the Chair in compassionate or exceptional circumstances.
- 6.2 When a seat is declared vacant for insufficient attendance pursuant to article 6.1, the vacancy must be filled:
 - a) in the case of an appointed member, by the body possessing the power of appointment; or
 - b) in the case of an elected member, the Chair will request the Secretary of the Senate to fill the vacant seat as stated in the *Senate Election Procedures*.

Article 7 Operating Procedures

- 7.1** Unless otherwise stated in these bylaws, proceedings of the Senate will be governed by the most recent edition of Robert's Rules of Order.
- 7.2** The Chair may choose to vote to break or create a tie vote.
- 7.3** Notwithstanding articles 1.3 and 5.6, the Chair will ask guests and observers to leave so that the meeting may move *in camera* for material deemed private or confidential.

Article 8 The Senate Committees

- 8.1** The Senate may establish and dissolve such standing and ad hoc committees as it, from time to time, determines necessary. On the recommendation of the Senate Bylaw, Policy and Procedure Committee, in consultation with the standing/ad hoc committee in question, the Senate will determine the Terms of Reference for each committee (including mandate, membership, the method of appointment or electing its members, and the number of voting members). Committee Terms of Reference will be brought forward to the Senate for approval.
- 8.2** The membership of the Senate committees will be reviewed by the Secretary of the Senate together with the Senate Administrative Assistant and vacancies will be announced at a regularly scheduled Senate meeting.
- 8.2.1** Appointment of Senator Members to Committees
- Both voting members of the Senate and alternate non-voting faculty members of the Senate may be appointed to the Senate's committees where the members are required to be Senate members. Following annual elections, the Secretary of the Senate will request that Senate members submit their preferences for committees. The Secretary of the Senate will bring forward the committee membership lists to the Senate as information.
- 8.2.2** Appointment of Non-Senator Members to Committees
- 1) Subject to committee Terms of Reference, the Secretary of the Senate will call on members of the University employee community to express their interest in open committee seats for non-members of Senate.
 - 2) If by the call deadline the required number of individuals has come forward, they will be acclaimed as members of the corresponding

committee.

- 3) If more than one individual per vacant seat comes forward by the deadline, the candidates' names will be provided to the committee Chair.
- 4) At the next committee meeting, the Chair will present the candidates' names to the committee, which will vote on who will become the non-Senator committee member(s).
- 5) The Secretary of the Senate will report the members' names to the Senate.

8.3 Each August, the Senate committees which do not include release time for the Chair will elect a chair from among the voting members of the committee. For Senate committees which include release time for the Chair (see article 8.6), committee members will elect a chair from among the voting members of the committee each March for the following academic year. Chairs of all standing committees must be members of the Senate. Committee chairs will report deliberations and make recommendations to the Senate. Such reports will occur regularly, as required, and at least annually.

8.4 Committee Chairs will review the committee Terms of Reference at least every three (3) years and submit any proposed revisions to the Senate's Bylaw, Policy and Procedure Committee for review and for eventual approval by the Senate. The Secretary of the Senate will determine the schedule for the review of committee Terms of Reference in consultation with the Vice-Chair of the Senate.

8.5 The Chairs of the following Senate committees will receive release time to fulfill their role as Chair, subject to these bylaws and to special needs as the University may determine from time to time:

- a) Senate Academic Planning and Program Review Committee;
- b) Senate Bylaw, Policy and Procedure Committee;
- c) Senate Curriculum Committee;
- d) Senate Teaching and Learning Committee.

8.6 Release time is also subject to budgetary approval by the Board of Governors and will be assigned as follows:

- 8.6.1 If a chair is a faculty member, the release time will be no fewer than 0.5 sections per term.
- 8.6.2 If a chair is a staff member, other than an administrative position, the workload will be equivalent to 12.5% of the employee full-time position

and will be allocated under the direction of the appropriate administrator. If the staff member is part-time, the release time will be pro-rated based on a full-time position and will be allocated under the direction of the appropriate administrator.

- 8.6.3 If a chair is a staff member in an administrative position, the appropriate workload will be adjusted by the nominee and the President.
- 8.6.4 For a student chair, the remuneration of a monthly stipend would need to be arranged in advance of the first committee meeting.

- 8.7 When a committee seat becomes vacant, the Chair of the committee will immediately notify the Secretary of the Senate. The Chair of the committee will also notify the Senate of the vacancy at the next Senate meeting. The Secretary of the Senate will then follow the process outlined in article 8.2 to fill the vacant seat.

- 8.8 To be fair to the committee's other members, elected members who are absent for three (3) committee meetings per appointment year, with or without notice, will be deemed to have resigned from the committee by the committee Chair, who will inform the Secretary of the Senate.

Article 9 Conflict of Interest

- 9.1 Senators are expected to act in the best interest of the University and act in accordance with University policy and procedure related to standards of conduct and conflict of interest.

- 9.2 A conflict of interest arises when a Senate member uses, or has the potential to use, their position on the Senate to benefit themselves, friends, family, their business or professional interests, or otherwise compromise their dedication to the interests of the University. A conflict of interest can be actual, potential, or apparent, and may be financial or otherwise.

For this purpose:

- 9.2.1 An “**actual conflict of interest**” is a situation where the personal or financial interest actually conflicts with the Senate member's obligations to the University.

- 9.2.2 A “**potential conflict of interest**” is a situation where the personal or financial interest has not yet conflicted with the Senate member's obligations to the University, but might be expected to conflict.

- 9.2.3 An “**apparent conflict of interest**” is a situation where a real or potential conflict of interest may or may not exist, but it would appear to a reasonable person that the member is in a conflict of interest.
- 9.3 The Senate members must arrange their private affairs and conduct themselves in a manner to avoid a conflict of interest.
- 9.4 In cases where a conflict of interest is perceived to exist or cannot be avoided, the following steps will be taken:
- 9.4.1 A Senate member must disclose the nature and extent of the conflict to the Chair of the Senate prior to discussion or decision about a matter.
- 9.4.2 The Chair of the Senate will make the determination of a conflict of interest in reference to institutional policy or investigate as required in reference to institutional policy.
- 9.4.3 Depending on the nature of the perceived conflict, the Chair may consult with the Vice President, People, Culture and Diversity or appropriate designate in Human Resources.
- 9.4.4 In any situation where the Chair of the Senate is not available or is involved with the perceived conflict, the Vice-Chair will act on their behalf.
- 9.5 In a case where any Senate member perceives another member to be in a conflict of interest in a matter under consideration, the following steps will be taken:
- 9.5.1 The Senate member must identify the perceived conflict to the Chair of the Senate at the first opportunity.
- 9.5.2 The Chair of the Senate will make the determination of a conflict of interest in reference to institutional policy or investigate as required in reference to institutional policy. As above, consultation with the Vice-President, People Culture and Diversity or appropriate designate may occur.
- 9.5.3 In any situation where the Chair of the Senate is not available or is involved with the perceived conflict, the Vice-Chair will act on their behalf.
- 9.6 If it is determined that a member has a conflict of interest, the Chair will advise the member that they will not vote on any matter involving the conflict and may be required to withdraw from any meetings at which the matter is discussed.
- 9.7 Where a conflict of interest is discovered or disclosed after consideration of a matter, the Chair of the Senate will decide whether the involvement of the member with the conflict influenced that decision. The Chair may consult with the Vice-President, People, Culture and Diversity or designate, if appropriate. If the Chair of the Senate determines that involvement of said member influenced

the decision of the matter, the Chair will ask the Senate to reconsider the decision. The Senate may confirm the previous decision, rescind it, or vary it.

- 9.8** The Senate, through the Chair, will have the power to take action directed toward a Senate member deemed to have failed to declare a conflict of interest. The member may be reprimanded or required to resign from the Senate.
- 9.9** Any decision by the Senate as to whether or not a conflict of interest exists with respect to any person, or as to the interpretation or application of these bylaws, is final and binding.

Article 10 Senate Finances

- 10.1** The Chair or the Vice-Chair will authorize expenditures for the Senate, including expenses incurred by members and the Senate committees in carrying out the Senate functions.

Article 11 Amendment of Bylaws

- 11.1** By giving notice of a motion at a regular meeting of the Senate, these bylaws may be amended at a subsequent regular meeting of the Senate, subject to the *Act*.
- 11.2** Resolutions for amendments to the bylaws require a two-thirds majority vote.