



ACADEMIC COUNCIL BY-LAW

Being a by-law to regulate the affairs and exercise of the authority and duties of the Academic Council (hereinafter referred to as the **Council**) and its committees as set forth in By-law Number 12 of the King's University College Board of Director (hereinafter the **Board**).

BE IT ENACTED AND IT IS HEREBY ENACTED AS A BY-LAW OF KING'S UNIVERSITY COLLEGE AS FOLLOWS:

Article 1 – Authority and Responsibilities

General

Pursuant to Article 2.01 of General By-Law (3A), and in respect of the Ordinances issued by the Canadian Conference of Catholic Bishops in view of *the Correct Application of the Apostolic Constitution, Ex Corde Ecclesiae*, King's University College (King's) is a Roman Catholic, co-educational, liberal arts university college affiliated with the University of Western Ontario and St. Peter's Seminary dedicated to academic research, teaching, and the education of the whole human person.

King's is incorporated under the Not-For-Profit Corporations Act (2010), Ontario.

King's Board of Directors has established the King's University Academic Council under its Bylaw 12. The Academic Council will come into effect September 1, 2024. The Academic Council shall be responsible for management and oversight of King's academic affairs, and shall have the powers, duties and responsibilities outlined in this document.

1.1 Delegated Authority from the Board

Subject to the general authority of the Board to plan and determine policies for the development and effective functioning of Kings, including the Board's authority to approve strategic plans, budgets and campus development plans, and having regard for the maintenance of King's as a Catholic institution of higher learning, the Board hereby creates an Academic Council and delegates to Council the authority to establish the academic standards and educational policies and procedures of King's, and to regulate such standards, policies and procedures, within the parameters of the affiliation agreement with Western University as amended, including:

- a) Any procedures necessary for the effective functioning of the Council, commensurate with the intent of this By-law, including but not limited to:
 - i. The election of its members, including the establishment of constituencies and voting practices;
 - ii. Selection of an acting Chair in the absence of the President and/or Vice-President and Academic Dean;
 - iii. Election and/or appointment procedures for its committee members.
- b) Determining the contents and curricula of all programs and courses of study;
- c) Governing the academic standards for:
 - i. Admission of students to King's;
 - ii. Qualifications for degrees, diplomas and certificates;
 - iii. Graduation.
- d) Governing matters related to the award of scholarships and bursaries, as well as other awards recognizing academic achievements of faculty, professional officers, staff, and students;
- e) Establishing and implementing educational and research policies except those that are operational in nature and/or those implemented to fulfill legal compliance obligations;
- f) Developing and implementing procedures and standards for the appointment, promotion and tenure of faculty appointments;
- g) Electing or nominating members to bodies of the College and of Western University in accordance with the practices of such bodies;
- h) Electing members of the Academic Council to the Board of Directors in accordance with the practices of the Board;
- i) Appointing time-limited working groups to provide investigative, informational, or advisory services to the Academic Council; and
- j) subject to any limitations imposed by law or contract, such other authority as the Board may, through by-law or resolution, confer on the Academic Council or a committee of the Academic Council to act on the Board's behalf with respect to any matter or class of matters.

1.2 Consultation by the Board

Academic Council shall be consulted by the Board for its advice with respect to:

- a) The mission, vision and values of Kings, including matters having regard for the maintenance of King's as a Catholic university;
- b) Academic and research policies and plans;
- c) The annual budget;
- d) Any proposed modifications to the Office of Vice President Academic Dean;
- e) To recommend to the Board by-laws for the effective functioning of the Council, including procedures regarding the conduct of the election of its members, subject to Board approval;
- f) Other matters, as may be referred by the Board;
- g) The procedures for the appointment and reappointment of senior academic and administrative officers to King's.

1.3 Recommendations to the Board

Academic Council will make recommendations to the Board on the following matters:

- a) The establishment or termination of degree programs;
- b) The establishment of departments, schools, faculties, institutes and centres;
- c) The establishment and terms of reference of committees to exercise the Academic Council's delegated authority under this Article;
- d) The operating budget of the College, including recommendations related to academic planning and priorities, such as curricula and research priorities;
- e) Matters related to campus development, including buildings, infrastructure and environmental sustainability;
- f) Such other matters as may be referred to it by the Board.

- 1.4 All recommendations made by the Academic Council pursuant to Section 1.3 will be made by way of resolution of Academic Council conveyed to the Board by the President. The Board will consider the recommendation(s) of the Academic Council during its deliberations on the matter. If the Board does not adopt a recommendation of the Council, the Board will communicate its reasons for the decision to the Council through a report by the President or designate.

Article 2 – Membership

2.1 Ex-officio Members

In accordance with By-Law Number One, the Academic Council will have no more than 45 members and no fewer than 35 members, and shall be composed of the following *ex officio* members:

- a) President (who is Chair)
- b) Vice-President and Academic Dean (who is Vice-Chair)
- c) Vice-President Finance and Support Services
- d) Associate Academic Dean
- e) Associate Dean, Research
- f) Director of Libraries
- g) Dean of Students
- h) Dean of Studies, St. Peter's Seminary (or designate)
- i) Registrar
- j) University Secretary (non-voting)
- k) President, King's University College Students Council
- l) Vice-President, Student Affairs, King's University College Students Council
- m) Academic Council Student Liaison

2.2 Elected Members

- a) Full time tenured and tenure track faculty will be elected by and from academic units (departments and schools) in the following manner and in such numbers that shall be no less than 50% of all voting members of the Council:
 - i. Each academic unit will elect at least one (1) member;
 - ii. The remaining members will be elected by academic units in proportion to the number of full-time tenured and tenure-track faculty, as well as modular enrolments. (See Appendix A)
- b) two (2) Part-time faculty, elected at large from among part-time faculty;
- c) one (1) Professional Officer, elected from among the Professional Officers;
- d) one (1) Staff member, elected from among the Staff;
- e) one (1) Indigenous community members, appointed by the King's Indigenous Advisory Circle and/or by the Governance and Nomination Committee in consultation with the Indigenous Postsecondary Educational Council (IPEC) at Western University;
- f) one (1) member, Board of Directors (non-voting).

2.3 Elections

The Academic Council will establish the rules and regulations governing the election of its members, pursuant to Article 1.1 (a) (i).

2.4 Term of Office

Elected or appointed members of the Council will serve for three-year terms, except for *ex-officio* students who will serve for a one-year term. No member shall be eligible for election for more than three consecutive full terms. Note: for the inaugural Academic Council, approximately one third of elected seats will be for one year, one third for two years, and one third for three-years to establish staggered terms.

Article 3 – Standing Committees

The standing committees of Academic Council, each with its own Terms of Reference which specify their duties, shall be such committees as the Council may determine, subject to Board approval. Standing committee structure shall be reviewed by the Academic Council through its committee responsible for governance every three years. Recommendations to the Board to revise, terminate or establish committees will be made by the standing committee responsible for governance, and shall be approved by a simple majority of the Council. The preliminary standing committees of Academic Council are:

- a) Governance and Nominations Committee
- b) Educational Policy Committee
 - i. Subcommittee on Teaching and Learning
- c) Teaching Excellence Award Committee
- d) Planning and Priorities Committee
- e) Strategic Enrolment Management
- f) Library Committee
- g) Scholarships and Bursaries Committee
- h) Appointments, Promotion and Tenure Committee
 - i. Sabbatical Leave Committee
- i) Research Activity Committee
- j) Research Ethics Review Committee
- k) Mission Integration and Inclusion Committee

Article 4 – Meetings and Practices of the Academic Council

- 4.1 Subject to subsection 4.2 of this Article, meetings of the Academic Council will be open to the public, unless it is decided by the simple majority to hold a closed session or to meet *in camera* to consider confidential matters. Minutes of all public meetings will be posted to the King's website.
- 4.2 Attendance at public meetings will be subject to space limitations and the provisions of related procedures. No person will be removed from a meeting except for improper conduct as determined by the Chair.
- 4.3 The Governance and Nominations Committee is responsible to establish the Agenda for Academic Council meetings and as such, may invite or allow such other people to speak or present as may be determined necessary to provide expertise related to a specific agenda item.
- 4.4 The Council will meet at least five times per year, and at such other times as the Governance and Nominations Committee may prescribe. A simple majority of members, including half of full-time tenured or tenure-track faculty, shall constitute a quorum. A quorum for committees and subcommittees, unless otherwise approved by the Council, shall be a simple majority of the committee membership.
- 4.5 The Council may delegate authority to its committees, but these shall be responsible to the Council. Unless otherwise approved by the Council, subcommittees shall report to committees. All committees will report in writing to the Council at least once per year.
- 4.6 The annual Academic Council meeting cycle shall run from September 1 to August 30. The first meeting of the year shall normally take place in September at the start of the new academic year.
- 4.7 Academic Council members and committee members will fulfill their responsibilities honestly and in good faith and in the best interests of King's University College.
- 4.8 The University Secretary or their designate shall provide an orientation to the duties and responsibilities of new members and the structure of Academic Council annually.
- 4.9 The University Secretary or their designate shall facilitate an annual Academic Council self-evaluation.
- 4.10 An external review of the Academic Council shall be conducted at minimum every seven years.
- 4.11 Academic Council members and committee members must come to all meetings fully prepared to actively participate through constructive, informed contributions during meetings.

- 4.12 Members must attend meetings of the Academic Council and their committees regularly.
- 4.13 If an elected or appointed voting member misses two consecutive regular meetings per year without permission from the Chair, they shall receive written notice. An elected or appointed voting member who misses three consecutive regular meetings per year without prior arrangement with the Chair, and who has received written notice, will be deemed to have resigned from Academic Council and/or the Academic Council committee on which they serve.
- 4.14 In the case where a faculty/staff/student Academic Council member expects to have an extended absence and will miss three or more meetings (for example short-term or long-term disability, sabbatical), that member may ask for an excused absence with the intention to return to Academic Council when the reason for the absence is done.
- 4.15 When an *ex officio* member of Academic Council or an Academic Council committee expects to have an absence of two months or longer (e.g. short-term or long-term disability, sabbatical or administrative leave), the person appointed as interim to the *ex officio* position may attend and vote at Academic Council or its committees until the *ex officio* member returns to work.
- 4.16 Members of Academic Council or Academic Council committees act as delegates or representatives of the bodies from which they are drawn, but must serve in the best interests of the Mission of King's University College. Elected members shall report verbally and/or in writing to the units from which they are drawn, normally after Council meetings, no fewer than five times per year.
- 4.17 No member of Academic Council or of a committee of Academic Council may appoint another person to attend and vote in their place.
- 4.18 Academic Council members and committee members must abide by Conflict-of-Interest policies of King's University College and must declare any conflict of interest, real or perceived, as set out in this policy.
- 4.19 Meetings of the Academic Council and its committees will be conducted respectfully and in good faith, with a view to reaching consensus in accordance with the mission and values of King's. In the case of controversy or matters in dispute, meetings of the Council and its committee will be conducted in accordance with such rules of order adopted by the Council and its committees.
- 4.18 **Participation by Electronic Means**
- The Committee responsible for governance will make a recommendation to Council on a meetings policy.

Article 5 – Communications

Regular, clear, and meaningful communications between the Academic Council and the Board are essential to the effective functioning of collegial governance. Accordingly, one of the non-voting Board members elected by the Academic Council will be responsible for providing a written report from the Academic Council to the Board at each Board meeting subject to Board policies. The Board will direct the President to report at every public meeting of the Council recent Board business of a non-confidential nature relevant to the effective functioning of shared governance.

Article 6 – Relations with the Board

6.1 Report of action taken on behalf of the Board:

Subject to Article 6.2, action taken by the Academic Council or one of its committees under delegated authority will:

- a) Be reported to the Board for information;
- b) Have the same effect as a resolution passed by the Board; and
- c) Have the effect from the end of the meeting at which it was approved.

6.2 Review of Action Taken

- a) Where the Board, with respect to any matter of class of matters, has conferred on the Academic Council or a committee of the Council (the “decision-making body”) the authority to act on behalf of the Board, and where, prior to the adoption of the decision-making body of a resolution to determine the matter, the Chair of the Board, the President (or designate), the Chair of the decision-making body, or the decision-making body itself is of the opinion that the matter is major in significance with respect to the public or fiduciary responsibilities of the Board, the relevant person or decision-making body may require that the matter be submitted to the Board for confirmation.
- b) Where a matter is referred to the Board pursuant to 6.2 (a), the action taken by the decision-making body will not have effect unless confirmed by the Board. If so confirmed, such action will have the same effect as a resolution passed by the Board and will have effect from the end of the Board meeting at which the matter was determined.
- c) Subsections (a) and (b) of this section do not apply to the actions taken by any committee established to make decisions on academic appeals or to cases of alleged academic or non-academic misconduct.

ENACTED by the Board of Directors on August 12, 2024.