



NYU Shanghai

Staff Council Bylaws

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1. GENERAL PROVISIONS

- a. **Purpose and Role.** The Staff Council (the “Council”) is the organization through which the administrative and professional staff of NYU Shanghai (the “University”) participate in University governance. Composed of elected representatives from the University’s departments and units, the Council functions as a consultative, deliberative, responsive, and collaborative body concerning administration, governance, policy and other issues affecting the University community. The Council also serves as a vehicle for promoting the continued professional growth and development of University staff and is committed to building a just and inclusive University for all.
- b. **Responsibilities.** The Council, acting through its Representatives, Officers and Committees is responsible for:
 - i. Representing the interests of the administrative and professional staff of the University in the governance and operations of the University;
 - ii. Providing feedback on important matters concerning the University;
 - iii. Making recommendations to University Leadership on important matters concerning the University; and
 - iv. Communicating with the administrative and professional staff of the University about important matters concerning the University.
- c. **Leadership Engagement.** The Chancellor, Vice Chancellor, Provost and department heads will meet with, and/or seek feedback from, the Council on matters including, but not limited to:
 - i. The state of the University and plans for development of the University;
 - ii. Policies, including the Staff Handbook (also known as the rules and regulations), that are closely related to the core interests of staff, when such policies are being adopted or amended; and
 - iii. Other major issues impacting the staff or the University, including staff benefits and other employment matters.
- d. **Council Meetings.**
 - i. The Council meets once each month.
 - ii. The Chair, in consultation with the other Officers, may call for a special meeting.
 - iii. Remote attendance at all Council meetings is allowed.
 - iv. At least one-third of the Council Representatives shall constitute a quorum for the transaction of business.
 - v. At all meetings of the Council, each Representative is entitled to one vote, and, except as otherwise provided by these Bylaws, the vote of a majority of the Representatives present at any meeting at which there is a quorum will constitute the act of the Council.
 - vi. The usual order of business at a Council meeting will be as follows: (1) Consideration of the Minutes; (2) Reports of Officers; (3) Reports of the Committees; (4) Unfinished Business; (5) New Business; and (6) Adjournment.

2. THE STAFF COUNCIL

- a. **Constituency.** The Council represents administrative and professional staff of the University and consists of Representatives, Officers, and Committees.
- b. **Representatives.** The Council is composed of seven Representatives who are elected to serve three-year terms. A Representative must be an employee in good standing from the administrative and professional staff who has at least three years of service at NYU Shanghai or is at a manager /specialist level or above. A Representative may not be a faculty member, a member of leadership or the principal assistant to a member of leadership.

- c. **Officers.** The Officers of the Council shall include a Chair, Vice Chair, Secretary, Treasurer and such other Officers as the Council may determine.
- d. **Committees.** The Council will include the standing committees set forth in Section 6 of these Bylaws and any ad hoc committees formed pursuant to Section 6.

3. ELECTIONS

a. Representatives.

- i. The election of Representatives will be conducted by the Council with assistance from the Administrative Coordinator.
- ii. The method of voting will be by secret ballot and may be conducted by electronic, written, or mail-in ballot.
- iii. The election of Representatives will take place annually in April or May, and newly elected Representatives will take office on the following June 1.
- iv. The initial election of Representatives will take place immediately following the adoption of these Bylaws. In the two elections to follow the initial election, elections will be held for the seats held by the two Representatives elected in the initial election with the fewest years of service at NYU Shanghai. Thereafter, elections will be held for the two Representatives completing their three-year term and any vacant positions.

- b. **Officers.** At its first meeting following the annual election of Representatives, the Council shall annually elect its Chair, Vice Chair, Secretary, Treasurer and such other Officers as it may determine. Prior to that meeting, the Administrative Coordinator shall develop a list of nominees for each office that shall be drawn from the Representatives who are interested in becoming an officer of the Council. The Administrative Coordinator shall present the list of nominees for each office for a vote at the Council meeting. No name may appear on the ballot for more than one office. The election will be by secret ballot. [No person may be elected to the same office for more than three consecutive year terms.]

- c. **Alternates.** Vacancies as a result of resignation or removal should be filled as soon as possible.

- i. **Representative.** If a Representative cannot complete their term of office, an alternate Representative who received the second highest number of votes during the most recent election will be asked to fulfill the vacated position. If there are no names remaining on the most recent active election list or none of those individuals are willing to serve, the Chair will recruit a new alternate Representative who they feel shall best fill the vacancy, and such alternate Representative must be approved by the Council.
- ii. **Officer.** Except as otherwise provided by these Bylaws, if an Officer cannot complete their term of office, the Representatives will elect a replacement to serve the remainder of the term.

- d. **Removal.** Any Representative or Officer may be removed at any time by the vote of 2/3 of the Representatives at any meeting at which all of the Representatives are present, excluding the Representative or Officer who is the subject of the removal vote.

4. FUNCTIONS OF REPRESENTATIVES

- a. **Attendance at Council Meetings.** A Representative is responsible for attending the monthly Council meetings. Remote participation is allowed. If a Representative is absent from three Council meetings annually, the Chair may, with two-thirds approval by the Council, remove that person from office. An alternate would then complete the remainder of the term.
- b. **Voting at Council Meetings.** It is expected that Representatives will duly represent their constituents in the event they are asked to vote on Council governance changes or other

matters that would directly affect the personal and/or professional well-being of administrators.

- c. **Feedback from Constituents.** Each Representative shall inform their constituents of the matters covered at each Council meeting by a methodology appropriate to that particular unit, including but not limited to memoranda, meetings, telephone, email or by the distribution of the official Council minutes. Each Representative shall solicit from their constituents ideas and feedback regarding the Council.

5. FUNCTIONS OF OFFICERS

- a. **Chair.** The Chair of the Council shall preside at all meetings of the Council and shall perform the duties pertaining to said office. The Chair shall adhere to the Council Bylaws and shall see that all orders and resolutions of the Council are carried into effect.
 - i. The Chair shall serve as an ex-officio member on all Council committees.
 - ii. The Chair shall be responsible, in consultation with the other Officers and incorporating recommendations from Council Representatives, for the development and approval of the agenda for all Council meetings.
- b. **Vice Chair.**
 - i. The Vice Chair shall preside at Council meetings in the absence of the Chair. If the Chair is no longer able to serve in that position, the Vice Chair shall serve as the Chair for the remainder of the term. Election of a new Vice Chair shall follow the procedure specified in Elections, Section 3C(1) of these Bylaws.
 - ii. The Vice Chair shall assist the Chair, as requested, in performing the duties pertaining to the Chair's office and in performing other duties as assigned.
- c. **Secretary.**
 - i. The Secretary shall attend all meetings of the Council, take notes, and write minutes and distribute them to each Council member.
 - ii. The Secretary shall be responsible for the preparation and distribution of the agenda for Council meetings.
 - iii. The Secretary shall take attendance at each Council meeting, keep formal attendance records, and notify the Chair if any Representative(s) have been absent from two meetings in an academic year.
 - iv. The Secretary shall answer or refer to the appropriate member or committee chair correspondence addressed to the Council.
 - v. The Secretary shall be responsible for maintaining and distributing to the Council a current list of Representatives throughout the year.
 - vi. The Secretary shall coordinate all Council communications.
- d. **Treasurer.**
 - i. The Treasurer shall be responsible for developing the budget, in consultation with the other Officers.
 - ii. The Treasurer shall be responsible for approving all expenditures.
 - iii. The Treasurer shall keep a true record of all financial matters and make a report at least twice a year to the Council (preferably in December and May) on the status of the Council's budget, including an accounting of all expenditures.

6. COMMITTEES

The committees of the Council study and make recommendations on matters within their respective areas of responsibility in order to help the Council arrive at decisions. The Chair of the Council shall appoint committee Chairs from relevant departments (as listed below) as soon as possible after taking office. A committee Chair may be relieved of their responsibilities by the Council Chair. Committee membership shall be drawn from the administrative and professional staff of the University (including, but not exclusive to the Representatives to the Council) who indicate a desire to serve on a committee. One-third of the membership of a committee shall constitute a quorum. Each committee Chair will report to the Council on the committee's

activities on a regular basis. A committee Chair, on behalf of their committee, may present recommendations to the Representatives. If recommendations alter Council governance (i.e. Bylaws change and/or basic process change), such recommended change must be approved by the Representatives prior to presentation to the Council for approval. Each committee Chair is responsible for calling committee meetings as necessary, creating the committee agenda, and maintaining a list of committee members.

The committees of the Council shall be as follows:

- a. **Benefits Committee.** The Benefits Committee shall serve in an advisory role with respect to matters of staff benefits policy and shall make benefits recommendations. (Human Resources Department)
- b. **Communications Committee.** The Communications Committee will provide updates of Council activities and events as well as information of general interest. The Committee welcomes new ideas, input, and feedback from Council members on an ongoing basis. (University Communications)
- c. **Inclusion, Diversity, and Equity Committee.** The Inclusion, Diversity, and Equity Committee engages administrators dedicated to fostering a University environment that affirms and respects the diversity in our community. To create a more inclusive, diverse, and equitable University, the Inclusion, Diversity, and Equity Committee will facilitate communication and partner with University Leadership to monitor progress, provide policy recommendations, and strengthen initiatives that focus on workplace climate, diversity in hiring, pay equity, promotion, and retention; and encourage participation by administrators in professional development activities meant to strengthen community, increase awareness, and develop allyship. (Office of the Chief Diversity Officer)
- d. **Professional Development Committee.** The Professional Development Committee aims to help assimilate newly hired administrators, foster cross-school collaborations, and provide developmental opportunities for all University staff. The Committee may sponsor a voluntary peer mentoring program and related programming developed in cooperation with existing University resources. (Human Resources Department)
- e. **Research and Assessment Committee.** The Research and Assessment Committee leads survey and focus group design in collaboration with other Council Committees to query administrators on their experiences. Utilizing a data-informed approach, the Council shall better understand and represent the administrator community. (Chancellors' Office/Center of Institutional Research & Advancement)
- f. **Special Events Committee.** The Special Events Committee will plan programs and events that enrich the professional and personal lives of administrative staff at NYU Shanghai, such as clubs, shows, and regular and special gatherings, and will identify and coordinate community service opportunities.
- g. **Health and Wellness.** The Health and Wellness Committee encourages administrators' personal and professional productivity, and physical and mental well-being, the committee will promote activities and policies that support healthy lifestyle choices and work-life balance.
- h. **Ad Hoc Committees.** Ad Hoc Committees may be established at any time by a majority vote at any Council meeting. Any Ad Hoc Committee will be disbanded once its charge has been accomplished satisfactorily or its reason for functioning ceases to exist. Once an Ad Hoc Committee has existed for at least two full consecutive years, the Chair of the Council may request that such committee be converted to a standing committee. The request must be approved by two-thirds of the Council. At that time, the function of the new standing committee shall be described in the "Committees" section of the Bylaws.

7. ADMINISTRATIVE COORDINATOR

The Administrative Coordinator is a part-time employee of the Council under the direction of the Chairperson. The Administrative Coordinator is responsible for supporting the Officers in their various activities as necessary. In order to avoid an actual or perceived conflict of interest, the Administrative Coordinator is not eligible to hold a Council elective office or a Council appointed position at any level.

8. **RULES OF PROCEDURE: BYLAWS**

The Council shall adopt rules of procedure, called Bylaws, for its governance.

- a. **Amendment of the Bylaws.** The Bylaws may be amended by a two-thirds vote of the Representatives to the Council who are present and voting at any meeting of the Council, provided there is a quorum as defined in Section 1.D.iv of these Bylaws. Written notice of the proposed amendment must be circulated to the Council members at least one week prior to the next scheduled meeting, at which time the motion can be considered.
- b. **Rules of Order.** Meetings of the Council shall be governed by Robert's Rules of Order, Newly Revised, except when inconsistent with those Bylaws.