

Resolution 2024-5. Amending *The Faculty Code of University Government* to change the procedure for determining a quorum of the Faculty Council.

The General Faculty enacts:

Section 2-5 of *The Faculty Code of University Government* is amended as follows:

- § 2-5. Organization.** (a) Presiding officer. Pursuant to § 502(D)(2) of *The Code of the Board of Governors of The University of North Carolina*, the chancellor has the right to preside over the deliberations of the Faculty Council. The chair of the faculty presides upon the request of the chancellor.
- (b) Minutes. The secretary of the faculty is secretary of the Council ex officio and keeps a record of the proceedings.
- (c) Quorum. ~~The presence of a majority of the elected members is necessary for a quorum. A quorum is established by the presence of a majority of the members, excluding the chancellor, the chair of the faculty, and the secretary of the faculty.~~
- (d) Bylaws. The Council may adopt bylaws to govern its proceedings.

Submitted by the Committee on University Government

Justification

Summary: The primary effect of this amendment to *The Faculty Code* is to change how a quorum is determined at Faculty Council meetings. At present, the following voting members of the Faculty Council are excluded from the determination of a quorum: members of the Faculty Executive Committee (FEC), members of the Faculty Assembly Delegation (FAD), the chancellor, the chair of the faculty, and the secretary of the faculty. The proposed amendment would allow members of the FEC and FAD to be counted toward the determination of a quorum. The chancellor, chair of the faculty, and secretary of the faculty would still be excluded from the determination of a quorum. The amendment also makes technical changes to improve the organization of section 2-5 and make it consistent with other *Code* sections.

Detailed explanation of current quorum rule and proposed amendment: Section 2-2 of *The Faculty Code of University Government* establishes the membership of the Faculty Council. It distinguishes between “elected” members and “ex officio” members. The following Faculty Council members are in the “ex officio” category: the chancellor, the chair of the faculty, the secretary of the faculty, and members of the Faculty Executive Committee and delegates to the Faculty Assembly who are not otherwise elected members of the Council.

Section 2-7 of *The Code* provides that all members—both elected and ex officio—are permitted to vote, except the presiding officer (normally the chair or secretary) who votes only in the event of a tie.

Section 2-5 of *The Code* establishes the rule for determining the presence of a quorum and provides that it requires a majority of the elected members. Ex officio members are not included in the determination. This means that members of the FEC and FAD do not count toward the quorum, nor do the chancellor, the chair of the faculty, or the secretary of the faculty. By removing the word “elected” from this section, the proposed amendment would allow members of the FEC and FAD to count toward the quorum. An additional clause would provide that the chancellor, the chair of the faculty, and the secretary of the faculty are still excluded from the determination of a quorum.