

Minutes for Vanderbilt University Faculty Meeting October 29, 2020 Meeting

Call to Order

A specially called meeting of Vanderbilt Faculty Assembly was held on Thursday, October 29, 2020 at the Vanderbilt Jean and Alexander Heard Library Lawn tent. It began at 4:20pm and was presided over by Chair Catherine McTamane, with Vice Chair Ben Harris as secretary.

Attendees

Voting members of the Vanderbilt University Faculty Assembly in attendance: included Marshall Eakin, Ben Harris, Holly Algood, Kathy Friedman, Nathan Schley, Alissa Hare, Victoria Morgan, Wonder Drake, Robert Miller, David Lewis, Brian Heuser, Catherine McTamane, Robert Randolph Blake, Vesna Pavlović, Philippe Fauchet, Christine Whitmore, William Luis, Erika Grundstrom, Andrea Moro, Markus Voehler, Haoxiang Luo, Julia Phillippi, Karen Bloch, Adriana Bialostozky, Elsa Filosa, Bruce Barry, James Hudnut-Beumler, Eric Grogan, and Leena Choi and Ann Price.

Guests in attendance: included Stacey McCarty

Chair McTamane noted that the Faculty Senate Constitution was last revised in April 2018 and Faculty Senate Rules of Order in 2019. The Constitution also serves as the Bylaws for both the Vanderbilt University Faculty Assembly and Faculty Senate.

Article I. Section A. explains that:

Voting membership of the Faculty Assembly consists of the full-time members of the Faculties of the several Schools who hold the rank of Instructor or above (which includes administrative officers who hold Faculty appointments). Part-time members of the Faculties having full status with partial load are voting members of the Faculty Assembly. [1974]

Motions

The Constitution, Article III, Amendments states that an amendment to the Constitution requires one-month notice to the entire Faculty Assembly. An amendment becomes affective when approved by 2/3rds of those present and voting at a meeting of the Faculty Assembly. For the motion that will come before the Faculty Assembly today, these notice requirements were met on September 24, 2020 and October 1, 2020.

Chair McTamane noted that the Faculty Senate Constitution and Faculty Senate's Rules of Order (ROO) never contemplated doing business in sessions of the Faculty Senate conducted by electronic means. Robert's Rules informs us that in order to legitimately conduct business by electronic means, our Bylaws (Constitution) must be amended to include this provision. For this reason, the Faculty Assembly gathered to consider a motion being brought by the Faculty Senate. This motion was duly considered and passed at a special session of the Faculty Senate on Oct. 8, 2020. It was resolved to bring this motion forward to the Faculty Assembly.

Notice of the motion to be considered today was given to the FA on September 24, 2020 and therefore meets the notice requirement for amendments to the Vanderbilt University Faculty Senate Constitution.

Each Faculty Assembly member was offered a paper copy of the motion to be considered. The motion as circulated and as printed stated:

- Whereas, The Vanderbilt University’s Faculty Senate Constitution and the Faculty Senate’s Rules of Order have been revised on numerous occasions; and
- Whereas, the Constitution as revised on 4/5/2018 and the Rules of Order as revised on 10/11/2019 are the governing documents for the University’s Faculty Assembly and Faculty Senate; and
- Whereas, Article I, The Faculty Assembly, Section B. of the Constitution [revised on 4/5/2018] states: “The Faculty Assembly shall meet at least once during each academic year, . . . It may be called into additional sessions by the Chancellor, or by the Faculty Senate, or upon the written petition of any sixty voting members of the Faculty Assembly, and
- Whereas, Article II, The Faculty Senate, Section B. Organization of the Constitution [revised on 4/5/2018] states: “The Senate shall meet at least four times each year. . . .” and may from time to time be called into special sessions as authorized by Article II. Section B. 4., and
- Whereas, Article II, The Executive Committee, Section D, of the Constitution [revised on 4/5/2018] meets at the discretion of the Chair of the Faculty Senate, and
- Whereas Article II, The Consultative Committee, Section E of the Constitution [revised on 4/5/2018] meets at the request of the Chancellor “or upon request of a majority of the Committee, or by direction of the Senate” and
- Whereas, the Faculty Senate’s Rules of Order Article I. Authority [revised on 10/11/2019] states, “. . . Except as otherwise provided in these rules, the transaction of Senate business shall proceed according to the current edition of Robert’s Rules of Order (Newly Revised),” and Whereas, the current edition of Robert’s Rules of Order (Newly Revised) is the 12th edition, and states in 9:30, **Extension of Parliamentary Law to Electronic Meetings**, “Except as authorized *in the bylaws*, the business of an organization or board can be validly transacted only at a regular or properly called *meeting*—that is, as defined in 8.2 (1), a single official gathering in one room or area—of the assembly of its members at which a quorum is present” and furthermore, 9.31 states that groups sometimes desire “to transact

business at *electronic meetings*—that is, at meetings at which, rather than all participating members being physically present in one room or area as in traditional (or “face-to-face”) meetings, some or all of them communicate with the others through electronic means such as the Internet or by telephone. A group that holds such alternative meetings does not lose its character as a deliberative assembly (see 1:1) so long as the meetings provide, at a minimum, conditions of opportunity for simultaneous aural communication among all participating members equivalent to those of meetings held in one room or area. Under such conditions, an electronic meeting that is properly authorized in the bylaws is treated as though it were a meeting at which all the members who are participating are actually present.” And

- Whereas, due to the Covid-19 pandemic of 2020, holding “face-to-face” meetings of either the Faculty Assembly or the Faculty Senate on a regular basis is not generally practical due to social distancing and requirements for face coverings that make finding an adequate meeting space and/or providing for adequate aural communications among members of the assembly difficult, the AY 2020/2021 Senate Affairs Committee of the Faculty Senate was charged with reviewing the Faculty Senate Constitution and offering amendments to provide for the proper authorization for electronic meetings of both the Faculty Assembly and the Faculty Senate that provide “for simultaneous aural communication among all participating members equivalent to those of meetings held in one room or area,”
1. Be it resolved that the Article I. B. of the Constitution as revised effective on 4/5/2018 be amended by addition to read: “The Faculty Assembly shall meet at least once during each academic year, at the beginning of the Fall Semester.[2018] It may be called into additional sessions by the Chancellor, or by the Faculty Senate, or upon the written petition of any sixty voting members of the Faculty Assembly. *At the discretion of the presiding party as authorized by Article I. C., meetings of the Faculty Assembly including all required sessions and additional sessions called as authorized in Article I. B. may be face to face or may be called as an electronic meeting as long as the electronic meeting provides for simultaneous aural communication among all participating members of the Faculty Assembly equivalent to those of meetings held in one room or area. [2020]* Twenty percent of the voting membership shall constitute a quorum. [1982]“ and
 2. Be it further resolved that Article II. B. 1. of the Constitution as revised on 4/5/2018 be amended by addition to read: “The Senate shall meet at least four times each year, normally during September, December, March, and May. Additional special meetings may be called at the discretion of the Chancellor, or the Chair of the Senate, or upon written request of any eight members of the Senate. *At the discretion of the Chair of the Faculty Senate, a regular or a special meeting, including the last regularly scheduled meeting of the Senate each year, as authorized by Article II. B. 2. and special sessions as authorized by Article II. B. 4. of the Faculty Senate may be called as a face-to-face meeting or as an electronic meeting as long as the electronic meeting provides for simultaneous aural communication among all participating members of the Faculty Senate equivalent to those of meetings held in one room or area. [2020]* The number equivalent to a simple majority of the elected members of the Senate shall constitute a quorum. All meetings of the Senate shall be open to

members of the Faculty Assembly, to the chief administrative officers, and to other persons invited by Senate action, except as provided in Article II., Section B. 4. below. [1982] [2017]” and

3. Be it further resolved that Article II. D. of the Constitution as revised on 4/5/2018 be amended by addition to read: “The Executive Committee of the Senate consists of the Chair, the Vice Chair, the Chair-elect and the Vice Chair-elect, and, from the time of their election until July first following, the persons elected to become the next Chair-elect and Vice Chair-elect. [2004] [The Executive Committee meets at the discretion of the Chair of the Faculty Senate. A regular or special meeting may be called as a face-to-face meeting or as an electronic meeting as long as the electronic meeting provides for simultaneous aural communication among all participating members of the Executive Committee equivalent to those of meetings held in one room or area.](#) [2020] The immediate past chair and vice chair will serve as ex officio members of the committee for one year following their term. [2003] [2006] The Chair of the Senate shall consult with the Executive Committee prior to discharging the Chair's responsibilities under the Promotion and Tenure Grievance Procedure. [2000]” and
4. Be it further resolved that Article II. E. of the Constitution as revised on 4/5/2018 be amended by addition to read: “. . . The Consultative Committee shall meet with the Chancellor upon his request, or upon request of a majority of the Committee, or by direction of the Senate. [A meeting of the Consultative Committee may be called as a face-to-face meeting or as an electronic meeting as long as the electronic meeting provides for simultaneous aural communication among all participating members of the Consultative Committee equivalent to those of meetings held in one room or area.](#) [2020] No formal votes shall be taken at such consultations, nor shall the Consultative Committee take any action that might commit the Senate against its will. ([1982].” and
5. Be it further resolved that upon the passage of this motion, the Faculty Senate endorses the circulation of these proposed amendments to the Faculty Assembly as prescribed by the Faculty Senate’s Constitution, Article III, Amendments; and
6. Be it further resolved that the proposed amendments will be placed before the Faculty Assembly and will be adopted and effective if and when approved by two-thirds of those present and voting at the Faculty Assembly’s next face-to-face meeting.

Motions having been stated by the chair and seeing no one rise to comment or offer debate, the Chair asked each Faculty Assembly attendee to vote using a paper ballot.

The ballots were collected by Vice Chair Ben Harris and Administrative Coordinator Stacey McCarty and placed into the envelope for proper counting after collecting.

Vice Chair Ben Harris announced that there was a total of 30 Ayes/Yes and 0 Nays/No.

Chair McTamanev declared that the Motion before the Assembly regarding the authorization for electronic meetings passed and the Vanderbilt University Faculty Senate's Constitution will be immediately amended as prescribed by the motion.

Adjournment

Catherine McTamanev moved that the meeting be adjourned, and this was agreed upon at 4:40pm by Ben Harris.



Ben Harris, Secretary
Vanderbilt University

Dec. 3, 2020

Date of Approval