



The following Motions and Documents were considered by the GFC Executive Committee at its Monday, June 14, 2021 meeting:

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Agenda Title: **Executive ad hoc Governance and Procedural Review Committee**

CARRIED MOTION:

THAT the GFC Executive Committee discharges, with thanks, the Executive ad hoc Governance and Procedural Review Committee.

FINAL Item 5

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**Governance Executive Summary  
Action and Discussion Item**

<b>Agenda Title</b>	<b>Executive <i>ad hoc</i> Governance and Procedural Review Committee</b>
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**Motion**

THAT the GFC Executive Committee discharges, with thanks, the Executive ad hoc Governance and Procedural Review Committee.
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**Item**

Proposed by	University Governance
Presenter(s)	Brad Hamdon, General Counsel and University Secretary Moin Yahya, Professor, Faculty of Law, Elected Member, General Faculties Council

**Details**

Office of Administrative Responsibility	General Faculties Council
The Purpose of the Proposal is ( <i>please be specific</i> )	The proposal is before General Faculties Council (GFC) to inform on the work of the Executive <i>ad hoc</i> Governance and Procedural Review Committee on the GFC guiding documents. In addition, the Committee recommends the creation of a new standing sub-committee of GFC Executive to support their responsibility over governance and procedural oversight. The proposed draft Terms of Reference are included for review. Finally, the GFC Executive Committee is asked to disband the Executive ad hoc Governance and Procedural Review Committee.
Executive Summary ( <i>outline the specific item – and remember your audience</i> )	<p><b>Committee Mandate</b></p> <p>On April 21, 2017, GFC endorsed the recommendations of the <i>Ad Hoc</i> Committee on Academic Governance including Delegated Authority and approved four guiding documents:</p> <ul style="list-style-type: none"> <li>• Principles for GFC Delegation of Authority</li> <li>• Principles for GFC Standing Committee Composition</li> <li>• Roles and Responsibilities of Members</li> <li>• Meeting Procedural Rules</li> </ul> <p>In accordance with good governance principles, that <i>ad hoc</i> committee agreed that the guiding documents, delegations of authority, and terms of reference should be reviewed at least every three years.</p> <p>The review of these documents falls under GFC Executive Committee's responsibility related to governance rules and procedural oversight. To meet this responsibility, GFC Executive Committee struck the GFC Executive <i>ad hoc</i> Governance and Procedural Review Committee (Exec <i>ad hoc</i> Review Committee) to review the GFC Guiding Documents and to provide advice on a process for the review of GFC Standing Committee Terms of Reference on February 10, 2021.</p>

Item No.5

In addition to the Review of the GFC Guiding Documents, at their March 8, 2021 meeting, the GFC Executive Committee tasked the Exec *ad hoc* Review Committee with discussing the [Report of the Committee of the Whole](#) and advising GFC Executive Committee on recommendation #3, concerning consultation; and recommendation #4, concerning decision-making on academic restructuring.

**GFC Principles Documents**

The Exec *ad hoc* Review Committee reviewed the Principles for GFC Delegation of Authority and the GFC Principles for GFC Standing Committee Composition at their May 3 and June 3 meetings. The Committee discussed:

- The role of the Principles for GFC Standing Committee Composition in ensuring that committee compositions are reflective of the membership of GFC and appropriate to the role and mandate of those committees.
- The use of the Principles for GFC Delegation of Authority to ensure that GFC delegations were appropriate, accountable, properly recorded, and regularly reviewed.
- Recourse to the Principles to determine when exercising delegated authority is necessary and when referring a matter to GFC is more appropriate to respect its authority over significant strategic and policy issues related to academic affairs.
- How well these documents have served GFC in the past four years; and.
- A consideration that the order of Principles of Committee Composition could be revised to reflect the institutional strategic priority on equity, diversity and inclusion.

The Committee recommended that the documents come forward for review an approval without recommending changes to content.

**Creation of a new standing sub-committee of GFC Executive Committee**

The Exec *ad hoc* Review Committee discussed the creation of a new standing sub-committee of GFC Executive at their May 3 and June 3 meetings. They reviewed a draft Terms of Reference and discussed:

- The need for regular review of GFC standing committee terms of reference as set out in the 2017 *ad hoc* Report
- How delegations of authority could be reviewed regularly as a part of this work;
- The frequency of meetings of the standing sub-committee and the membership;
- Replenishment of members and the possibility of cross appointed members;

The Committee advised that the Executive Committee should be consulted on the draft terms of reference.

**Summary of the Work on the GFC Meeting Procedural Rules and the Roles and Responsibilities Document**

Item No.5

	<p>The Exec <i>ad hoc</i> Review Committee reviewed the GFC Meeting Procedural Rules, the GFC Roles and Responsibilities Document, and the GFC Question Period Procedure, at their March 29th meeting. At their April 15th meeting, they reviewed draft revisions and provided advice on consultation of GFC. On May 3rd, they reviewed the feedback from GFC and made additional proposed changes. At their June 3rd meeting, they advised on the timelines for further discussion and approval at GFC.</p> <p><b>Summary of the Work on the Committee of the Whole Recommendations #3 &amp; #4</b></p> <p>The Exec <i>ad hoc</i> Review Committee provided advice on strategies to improve consultation at GF for Recommendation #3 and on a draft Terms of Reference for a GFC <i>ad hoc</i> Committee for the Formal Review of the Consultations and Action Processes for Academic Restructuring in the Fall of 2020 in response to Recommendation #4 of the Committee of the Whole. GFC approved the creation of the Review Committee at their June 7, 2021 meeting.</p> <p><b>Disbanding with thanks, the Exec <i>ad hoc</i> Governance &amp; Procedural Review Committee</b></p> <p>The Committee reviewed their Terms of Reference and workplan and determined that they had completed their mandate as set out by the GFC Executive Committee on February 10, 2021.</p>
Supplementary Notes and context	

**Engagement and Routing**

<p>Consultation and Stakeholder Participation (parties who have seen the proposal and in what capacity)</p>	<p><u><i>Those who are actively participating:</i></u></p> <ul style="list-style-type: none"> <li>● GFC Executive Committee</li> <li>● General Faculties Council</li> <li>● The Executive <i>ad hoc</i> Review Committee (meeting dates March 29, 2021, April 15, 2021; May 3, 2021, and June 3, 2021)</li> </ul>
<p>Approval Route (Governance) (including meeting dates)</p>	<p>GFC Executive Committee, February 10, 2021 (for approval of Terms of Reference)</p> <p>GFC Executive Committee, March 8, 2021 (for discussion of Committee of the Whole recommendations 3 &amp; 4 being referred to the Exec <i>ad hoc</i> committee.</p> <p>General Faculties Council, March 22, 2021 (to inform GFC that the Executive <i>ad hoc</i> Review Committee would discuss recommendations 3 &amp;4)</p> <p>GFC Executive Committee, April 12, 2021 (to receive the work plan and the revised Terms of Reference and to be consulted on the Meeting Procedural Rules and the GFC Question Period Procedure)</p> <p>General Faculties Council, April 26, 2021 - Update on the work of the committee to date and workplan.</p> <p>GFC Executive Committee, May 10, 2021 - for discussion on the Meeting Procedural Rules, the Roles and Responsibilities Document, the</p>

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	<p>Question Period Procedure and the Recommendations of the Committee of the Whole General Faculties Council. June 7, 2021 - for information GFC Executive Committee, June 14, 2021 – for discussion on the GFC Principles Documents, the draft Terms of Reference for a new GFC Executive Standing Sub-Committee on Governance and Procedural Oversight and the disbanding of the Exec <i>ad hoc</i> Committee. GFC, September 20, 2021 - for discussion on the GFC Guiding Documents (Meeting Procedural Rules, Roles and Responsibilities document, and the GFC Principles documents)</p>
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**Strategic Alignment**

Alignment with <i>For the Public Good</i>	Objective 21: Encourage continuous improvement in administrative, governance, planning and stewardship systems, procedures, and policies that enable students, faculty, staff, and the institution as a whole to achieve shared strategic goals	
Alignment with Core Risk Area	Please note below the specific institutional risk(s) this proposal is addressing.	
	<input type="checkbox"/> Enrolment Management <input type="checkbox"/> Faculty and Staff <input type="checkbox"/> Funding and Resource Management <input type="checkbox"/> IT Services, Software and Hardware <input checked="" type="checkbox"/> Leadership and Change <input type="checkbox"/> Physical Infrastructure	<input checked="" type="checkbox"/> Relationship with Stakeholders <input checked="" type="checkbox"/> Reputation <input type="checkbox"/> Research Enterprise <input type="checkbox"/> Safety <input type="checkbox"/> Student Success
Legislative Compliance and jurisdiction	<i>Post-Secondary Learning Act</i> General Faculties Council GFC Executive Committee	

Attachments

1. Principles for GFC Delegation of Authority
2. Principles for GFC Standing Committee Composition
3. Draft Terms of Reference for the GFC Executive Sub-Committee on Governance and Procedural Oversight
4. Revised Exec *ad hoc* Review Committee Terms of Reference
5. Proposed draft revisions to the GFC Meeting Procedural Rules
6. Proposed draft revisions to the GFC Member Roles and Responsibilities Document
7. Advice on Recommendation #3 of the Committee of the Whole
8. Final approved Terms of Reference for the GFC *ad hoc* Committee for the Formal Review of the Consultations and Action Processes for Academic Restructuring in the Fall of 2020 in response to Recommendation #4 of the Committee of the Whole.
9. Revised Exec *ad hoc* Review Committee Work Plan

*Prepared by:* University Governance



## **Principles for General Faculties Council Delegation of Authority**

### **Introduction**

Governance is understood as the process through which an organization defines and achieves its mandate, which includes making decisions with regard to the structures, policies, and practices of decision-making; the exercise of authority; and the mechanisms of accountability. General Faculties Council (GFC) has employed a structure that relies upon the delegation of its provincially-mandated authorities to its standing committees, individuals on campus and other campus bodies. Delegation is essential to ensure timely and efficient decision-making in smaller forums with access to appropriate resource people, while allowing GFC to focus on substantive and strategic issues of broad relevance to the university community. The following offers guidance to this delegation structure and helps maintain accountability, transparency, and collegiality in the academic governance system at the University of Alberta.

### **Retained Authority**

General Faculties Council shall pursue major policy and strategic issues that include:

- significant strategic and policy issues related to the academic affairs of the university;
- any matter involving the alteration of the mandate, terms of reference, membership, or structure of a GFC standing committee; and
- those matters that a standing committee, body, or officer holding delegated authority from GFC considers to be of major strategic significance or long-term impact on the university.

### **Principles**

1. Delegations of authority must be reasonable in scope and appropriate to the character and capacity of the body (e.g. council or committee) or officer receiving the delegated authority.
2. An officer or body acting with delegated authority is accountable to the body which delegated the authority and must report to that body in a timely and sufficiently detailed fashion on actions taken under the delegated authority.
3. An officer or body is responsible to be alert to situations where, for example, there is uncertainty as to whether an item falls within the intended delegation or the significance of an issue and the division of opinion on the issue suggest it is prudent to refer the issue or decision to the delegating body for consideration. When there is uncertainty as to whether an item falls within the intended delegated authority, or if there is clear division of opinion, the officer or body with delegated authority will refer the item to the body that delegated the authority along with a recommendation.
4. Delegations should be recorded in written form and curated in a transparent manner.

5. A body delegating authority may impose restrictions on that authority -- including restrictions on the authority to sub-delegate -- so long as the restrictions allow sufficient authority for the delegation to be meaningful.
6. All delegations of authority should be reviewed at regular intervals (ideally once every three years) to ensure they remain appropriate.
7. Withdrawal of delegated authority should be considered judiciously based on the best interest of the institution and cannot be done retroactively.
8. An officer or body is not compelled to exercise delegations. The fact that a delegation is held does not oblige the officer or body to exercise the delegation if, in the opinion of the delegate, some special or unusual circumstances are involved which make it sensible that the issue should receive consideration at a more senior level.

Approved by General Faculties Council: <insert date>



## **Principles for General Faculties Council Standing Committee Composition**

### **Introduction**

Governance at the University of Alberta relies upon a structure wherein the General Faculties Council has delegated many of its provincially-mandated authorities to its standing committees. As such, the composition of those standing committees is crucial to ensuring that decisions are made in an informed manner that takes into account the breadth of issues, perspectives and opinions on campus. The following principles provide a framework to create committee compositions which are reflective of the membership of GFC and appropriate to the role and mandate of those committees.

### **Principles**

- 1.** Standing Committees should be populated with a commitment to diversity and broad representation from across the university.
- 4.2.** Wherever possible, the majority of elected members of each standing committee should be drawn from the membership of GFC to provide tangible links between GFC and its standing committees and increase engagement of the greater GFC community.
- 2.3.** Wherever possible, the number of elected members of a standing committee should exceed the number of ex-officio members.
- 3.4.** The voting status of ex-officio members of standing committees should be consistent with their voting status on GFC and should extend to their delegates.
- 4.5.** Ex-officio members should be included in the membership of a standing committee only when their portfolio is directly relevant to the mandate and role of the standing committee.
- 5.6.** Wherever possible, the Vice-Chair of a standing committee should be elected by the committee from its elected academic staff members and ideally be a member of GFC.
- 6.7.** When cross-appointment of members on standing committees is appropriate, this should be outlined in the terms of reference of each committee and such members shall have voting status on both committees.





**1. Mandate and Role of the Committee** – The General Faculties Council Sub-Committee on Governance and Procedural Oversight (Exec GPO) is a standing sub-committee of GFC Executive charged with Governance Procedural Oversight including regular 3-year reviews of GFC delegations, terms of reference for GFC and GFC Standing Committees, GFC Guiding Documents and issues that arise in the Meeting Procedural Rules.

**2. Areas of Responsibility**

Review and recommend changes to GFC Executive Committee on:

- GFC and Standing Committee Terms of Reference
- Principles for GFC Standing Committee Composition
- Principles of GFC Delegation of Authority
- GFC Meeting Procedural Rules
- GFC Roles and Responsibilities of Members

**3. Composition**

**Voting Members (13)**

***Ex-officio (4)***

- President and Vice-Chancellor, or delegate, Chair
- Vice-Provost and University Registrar
- President, Students' Union
- President, Graduate Students' Association

***Up to four (4) Cross Appointed Members from GFC Standing Committees, appointed by the Committee Chair***

- *1 academic staff member of the GFC Executive Committee, appointed by the Committee Chair*
- *1 academic staff member of the GFC Academic Planning Committee, appointed by the Committee Chair*
- *1 academic staff member of the GFC Programs Committee, appointed by the Committee Chair*
- *1 academic staff member of the GFC Nominating Committee, appointed by the Committee Chair*

***Elected by GFC (5)***

- 3 academic staff elected by GFC (A1.1, 1.5, 1.6, 1.7), at least two of which are members of GFC. One member, ideally a member of GFC, will be elected by the committee to serve as Vice-Chair.
- 1 undergraduate student from GFC
- 1 graduate student from GFC

**Non-voting Members (2)**

- University Secretary
- GFC Secretary

**4. Delegated Authority from General Faculties Council**

None.

## **5. Responsibilities Additional to Delegated Authority**

- 5.1 To recommend to GFC Executive Committee on proposals for substantive changes to:
- a. GFC and Standing Committee Terms of Reference
  - b. Principles for GFC Standing Committee Composition
  - c. Principles of GFC Delegation of Authority
  - d. GFC Meeting Procedural Rules
  - e. GFC Roles and Responsibilities of Members

## **6. Sub-delegations**

*Should be reviewed at least every three years and reported to GFC.*

None

## **7. Limitations to Authority**

*The following further refines or places limitations on authorities held by or delegated to the Exec GPO:*

None

## **8. Reporting to GFC**

The Committee should regularly report to GFC with respect to its activities and decisions.

## **9. Definitions**

Editorial Amendments - Simple clarifications or corrections that do not change the meaning of the item.

## **10. Links**

[GFC Delegations of Authority](#)

[Principles of GFC Delegation of Authority](#)

[Principles for GFC Standing Committee Composition](#)

[GFC Meeting Procedural Rules](#)

[GFC Roles and Responsibilities of Members](#)

Approved by General Faculties Council Executive Committee: [date]

## **TERMS OF REFERENCE**

### **Purpose:**

The Committee will have the responsibility to review GFC's Guiding Documents and Question Period Procedure.

This review is in accordance with the recommendations of the [ad hoc Committee on Academic Governance including Delegated Authority](#) and GFC's commitment to regular review of its processes.

In addition, the committee will review recommendations 3 & 4 of the [GFC Report of the Committee of the Whole](#) to advise GFC Executive Committee on recommendation #3, concerning consultation; and recommendation #4, concerning decision-making on academic restructuring.

### **Membership:**

President or delegate, Chair  
Two members of the GFC Executive Committee  
One SU student representative  
One GSA student representative  
Four elected GFC faculty members, of whom one shall be the co-chair  
One GFC student member at the time of election

Resource members: University Governance staff and others as required

The *ad hoc* committee may add to its membership as it deems necessary.

### **Meetings:**

The *ad hoc* committee will meet once or twice a month until their recommendations have been submitted to GFC Executive Committee.

Guests will be invited to attend as required. The *ad hoc* committee will determine if other consultation activities are needed.

Members may break out into groups to tackle individual documents or principles.

University Governance will provide administrative support to the committee and its working groups.

### **Terms of Reference:**

1. To recommend revisions for review by GFC Executive Committee to the following documents:
  - [Meeting Procedural rules](#)
  - [Roles and Responsibilities of Members](#)
  - [GFC Question Period Procedure](#)
  - [Principles for GFC Delegation of Authority](#)

- [Principles for GFC Standing Committee Composition](#)
- 2. To recommend a process for the required three-year review of GFC subcommittee terms of reference.
- 3. To review the [Delegations of Authority](#) and recommend any areas requiring further review and action.
- 4. To discuss the [Report of the Committee of the Whole](#) and advise GFC Executive Committee on recommendation #3, concerning consultation; and recommendation #4, concerning decision-making on academic restructuring.
- 5. To report regularly to GFC Executive Committee and GFC, and to consult members of GFC as required.

### **Roles and Responsibilities:**

The Exec *ad hoc* Review Committee will be responsible for making recommendations to the GFC Executive Committee who holds delegated authority over Governance Procedural Oversight. Final decisions on documents will be made by GFC.

University Governance will be responsible for gathering data, researching and identifying options and making suggestions for the Exec *ad hoc* Review Committee.

### **Timeline:**

To be confirmed in consultation with the Chair and GFC Executive. The Committee shall review the scope of work and submit a workplan to GFC Executive Committee for review no later than April 12, 2021.

Priority shall be given to a review of the [Meeting Procedural rules](#).



## Meeting Procedural Rules

### Introduction

General Faculties Council (GFC) has on many occasions confirmed its commitment to having a set of rules that assist rather than impede the conduct of business. GFC rules are not meant to unduly restrict debate or limit opportunities for participation. Their purpose is to facilitate inclusive and respectful dialogue, while ensuring efficient decision-making. It is the responsibility of the Chair, with the support of GFC, to employ the rules governing general meetings in a manner consistent with these principles. Substantive motions should be handled with considerable formality, but whenever possible the Chair should deal with matters of procedure by general agreement.

The following rules and procedures are based on a number of fundamental principles that encourage participation and engagement of members. These principles include:

- A commitment to inclusive and participatory decision-making.
- A commitment to openness, transparency and respectful communication.

In addition, members of GFC will adhere to the principles of collegial academic governance as set out in the [GFC Member Roles and Responsibilities Document](#).

### 1. Procedural Rules

- 1.1 GFC and its standing committees are governed by the procedural rules set out below. For matters not covered by these rules, or by the *Post Secondary Learning Act* (PSLA) reference shall be made to the current edition of *Robert's Rules of Order*. If this does not provide clear direction regarding a point in question, then the Chair shall decide how to proceed. However, such rulings by the Chair may be overruled via a motion supported by a [vote of the majority of those present voting, majority of votes cast](#).
- 1.2 The chairs of GFC and its standing committees will be responsible for guiding meetings of GFC and its standing committees, enforcing rules, and deciding questions pertaining to those rules. Any decisions of the chair are subject to challenge (see 10.3).
- 1.3 The Chair will not participate actively in debate regarding a motion before GFC without passing the role of the Chair to the Vice-Chair for the duration of the debate and the subsequent vote.

### 2. Meetings

- 2.1 GFC and its standing committees shall meet regularly during the academic year, the schedule of which will be published on the governance website at least one month before the beginning of each academic year. GFC meetings will not be scheduled during the period [S](#) set aside for final examinations or Reading Week [S](#), however committee meetings may occur during this time.
- 2.2 Cancellation - GFC Executive Committee may cancel a meeting of GFC if it determines that the number and nature of the agenda items make it reasonable to defer consideration, and provided that notice of such cancellation is given to members at least one week prior to the date of the meeting. The Chair of a GFC standing

committee may cancel a meeting if the agenda items make it reasonable to defer consideration, and provided that notice of such cancellation is given to members as early as possible.

- 2.3 From time to time, the Chair of GFC may call special meetings of GFC, provided that notice of such meetings is given to members at least one month in advance. If required, an two-thirds majority electronic vote may be used to waive the one-month notice- if approved by a two-thirds majority of votes cast.
- 2.4 GFC meetings shall normally be scheduled and planned to end two hours after being called to order. Meetings may be extended by a majority of those voting votes cast.
- 2.5 Debate on new items of business will not be entertained after GFC has been sitting for three hours.
- 2.6 No audio or video recording of meetings shall be permitted unless by express authority of the Chair.

### **3. Open Sessions**

- 3.1 Meetings of GFC and its standing committees are normally held in open session, with the exception of those dealing with nominations and adjudication which are always held in closed session.
- 3.2 Subject to the limitations of space and orderly conduct as determined by the chair, members of the university community and the general public may attend open meetings as observers. Observers may only speak if expressly invited to do so by the Chair.

### **4. Closed Sessions**

- 4.1 From time to time, GFC or its committees may hold meetings or portions of meetings as closed meetings; at that point, proceedings will be confidential and all non-members, except those specifically invited, will be asked to withdraw.

### **5. Questions**

- 5.1 If more information than is provided as part of the meeting agenda is required, information requests may be made of the University Governance office.
- 5.2 Questions on an issue within GFC's jurisdiction may be submitted in writing to the GFC Secretary up to six working days before the next GFC meeting to receive a written response by the appropriate officer(s) of the University. If the recipient considers that a question is not factual, contains argument or opinion or facts other than those necessary for explanation of the question, or is outside the scope of GFC responsibilities, or that an excessive amount of time, effort, expenditure and/or resources will be required to provide an answer, the recipient shall return the question to the questioner and work with the questioner to narrow the scope of the question.
- 5.3 Every GFC meeting has Question Period as a standing item wherein members may raise a question during the time set aside for this item (see 6.5). Procedures for Question Period are available at [ualberta.ca/governance](http://ualberta.ca/governance)

5.4 Questions with regard to a specific item on an agenda ~~may~~ shall should be raised during consideration of that item at the GFC meeting.

## 6. Agendas

6.1 The agenda of each GFC meeting will be proposed by the GFC Executive Committee and approved by GFC. The GFC Executive Committee will ensure that items put before GFC are complete and ready for discussion and published in advance of the meeting.

6.2 If GFC members want to have an issue debated, they are asked to submit the issue to the GFC Executive Committee. ~~Whenever possible, m~~Members wishing to add items to the agenda should contact the Chair or GFC Secretary ~~two weeks~~ five working days in advance of the GFC Executive Committee meeting to allow ~~time~~ for discussion on whether the item is complete and ready to be added to the agenda.

6.3 Should a member wish to add an item to the agenda at a meeting of GFC, a two-thirds majority of votes ~~cast of those present~~ is required; the Chair will then determine where the item appears on the agenda. In cases where the Chair or GFC Secretary has been informed in advance of a planned request to add a new item, but after the agenda has been published, the proposal shall be circulated to members through the normal means.

6.4 When the Agenda is being approved, the Chair will entertain a request to change the order of items, for specified reasons.

6.5 Each agenda of GFC and its standing committees will include Question Period ~~of one half hour in length that may be extended with the approval of members.~~

a. Question period is comprised of both written questions and, time permitting, questions from the floor.

b. The Chair will rule on whether a question from the floor can be answered expeditiously; if not, it will be referred to the appropriate officer for response at the next meeting.

c. No debate is to be permitted of either the question or the response. Members who have submitted questions will be permitted to ask one or more supplementary questions, after which, members will have the same opportunity.

6.6 Reports from standing committees are included on the GFC agenda for information only. Questions may be asked for clarification, but no debate may take place on such items.

6.7 Reports for Information may be moved to the discussion part of the agenda if a member gives two working days notice to the GFC Secretary to ensure that an appropriate person is present to answer questions that may arise during discussion.

6.8 Agendas and materials for open session meetings are posted at [ualberta.ca/governance](http://ualberta.ca/governance)

## 7. Quorum

- 7.1 General Faculties Council - The quorum for a GFC meeting is one-third of the total membership, except in the months of May through August when the quorum shall be one-quarter of the total membership.
- 7.2 GFC Standing Committees – The quorum for standing committee meetings is one-half of the voting members or, in the case where this is an even number, one-half plus 1 member.
- 7.3 Vacancies on GFC and on committees are not included when establishing quorum.
- 7.4 Maintaining quorum - A duly-called meeting which starts with a quorum present shall be deemed to have a continuing quorum, notwithstanding the departure of voting members, unless the quorum is challenged by a voting member. In the event of a challenge, the remaining members may choose to adjourn or continue the meeting. In the event of a decision to continue a meeting without quorum, the minutes shall record this fact and any decisions taken must be ratified at the next meeting.

## 8. Motions

- 8.1 Normally, all motions concerning substantive matters shall be published in the agenda materials.
- 8.2 All motions must be moved and seconded by members of GFC. Motions to appoint new members may only be moved and seconded by statutory members of GFC.
- 8.3 Motions pass with a majority vote of votes cast, except for the following: (1) motions to add an item to the agenda and to call the question require a two-thirds majority of those present votes cast; (2) motions to rescind a motion require a two-thirds majority of total members.
- 8.4 To make a motion, a member must be recognized by the Chair. (In the interest of clarity and to expedite business, it is advisable to provide a written motion to the GFC Secretary). A two-thirds majority of votes cast will be required to add a motion concerning substantive matters to the agenda as per 8.1 and 8.3. The person making a motion will be invited by the Chair to speak first in any ensuing debate.
- 8.5 ***Amendments to Motions*** - A member may make a motion to amend the wording – and within certain limits the meaning – of a pending motion before the pending motion itself is voted upon. The amendment must be germane and cannot be used to introduce a new subject. An amendment is debatable.
- 8.6 ***Motion to Adjourn*** - A motion to adjourn is a motion to close the meeting. It must be seconded, is not debatable or amendable, and typically requires a simple majority vote of votes cast. During the months of March and April, motions to adjourn require a two-thirds majority of votes cast if substantive items of business remain on the agenda.
- 8.7 During the course of a GFC meeting, members may make a Notice of Motion for debate at the next GFC meeting. In such cases GFC Executive will be responsible for placement of the motion on the next GFC agenda.

## 9. Motions for Specific Purposes



- 9.1 **Motion to Table** – Enables the pending question to be laid aside until some future time. The motion cannot be debated. The mover may make a statement regarding what information they believe would be required to remove the item from the table, and the proposer of the item may make a brief comment on the impact of tabling the motion.
- 9.2 **Motion to Take From the Table** – Brings the motion back before GFC and cannot be debated.
- 9.3 **Motion to Reconsider** an item which was voted upon at the current or the last meeting. If passed, proceedings are restored to the point immediately prior to the vote to which it applies.
- 9.4 **Motion to Rescind a Motion** is only used when a Motion to Reconsider is out of time. Motions to Rescind require support of two-thirds of the total membership if no Notice of Motion was given in the meeting materials, but only a simple majority of votes cast if Notice was given.

## 10. Debate

- 10.1 A list of speakers will be kept by the Chair and/or Secretary. Normally, a member may not speak for a second time until the Chair is satisfied that all members wishing to speak for their first time have done so.
- 10.2 A member who has the floor may not normally be interrupted. However, the Chair may interrupt a speaker if the speaker is out of order by using unacceptable language, is abusive of other members, or is not speaking to the motion item. If the Chair does not do so, a member may raise this as a point of order. When there is a speakers list for an action item, the Chair may raise the speaker's attention to the time if they have had the floor for more than three minutes.
- 10.3 **Point of Order** - It is the right of any member who notices a breach of the rules of Council to insist on their enforcement. If the Chair fails to notice such a breach, any member may make the appropriate Point of Order, calling on the Chair for a ruling. A Point of Order does not require a seconder, it is not debatable or amendable, and cannot be reconsidered.
- 10.4 **Calling the Question** - Upon hearing a member call the question, the Chair will ask members if they are ready to vote on the motion being discussed. If there appears to be opposition to closing the debate, the Chair may ask for a motion to close debate. If seconded, members will then vote on this motion, which will require a two-thirds majority of votes cast, and proceed accordingly.

## 11. Debates without Motions

- 11.1 When discussion of an issue and the formal rules pertaining to making motions, debate, and voting seem to be a hindrance to thoughtful discussion, the GFC agenda can allow for a less structured discussion guided by the Chair and the consensus of the members in attendance.

## 12. Attendance-Delegates

12.1 Delegates – members who serve on GFC or its standing committees by virtue of their office may send a delegate; such delegates shall act with all the rights of membership. There shall be no alternates for other members.

~~12.2 GFC attendance – If a student GFC member misses two consecutive meetings or more than three meetings in an academic year, the Students' Union or the Graduate Students' Association may request that the Chair declare the position vacant after consultation with the member. If a faculty representative or a non-student appointed member misses two consecutive meetings or more than three meetings in one academic year without a reason satisfactory to the members of the GFC Executive Committee, the Executive Committee may declare the position vacant.~~

~~12.3 Standing committee attendance – If an elected member is absent from three consecutive meetings or is frequently absent without a reason satisfactory to the remaining members of the Committee, the Chair shall may declare the position vacant after consultation with the member.~~

### 13. Voting

13.1 All members of GFC are charged with the responsibility of examining issues before Council and voting as they judge fit on such issues. No member of GFC, regardless of how that person gains membership on Council, is an instructed delegate.

13.2 Motions shall normally be adopted on a simple majority of ~~members present~~ votes cast except to add items to the agenda, and to end debate/call the question which requires a two-thirds majority of ~~those present~~ votes cast, or for a Motion to Rescind which requires a two-thirds majority ~~vote~~ of total membership

13.3 An abstention is not considered to be a vote cast.

13.4 The Chair votes only in the instance of a tie. When there is a tie vote, the motion is lost if the Chair abstains.

13.5 All members may participate in discussions; only voting members may move, second and vote on motions.

13.6 Electronic Votes by Committees – In cases where extensive deliberation is not essential to determining a course of action and it is necessary for a business item to be decided before the next scheduled meeting, the Chair and Secretary of a GFC standing committee may hold an electronic vote. The motion will be duly moved and seconded and all normal procedures will be followed in conducting the e-mail ballot. ~~Majority will be calculated based on votes cast. Quorum must be met and motions will be adopted on a majority of votes cast.~~ However, upon receiving the item of business and ballot, any committee member may request that the matter be debated at the next meeting or at a special meeting and the vote delayed until after that debate, with the Chair determining the appropriate course of action.

13.7 Electronic Votes by GFC – In cases where GFC is the electing body to populate certain selection committees and other bodies, the election process may use e-vote mechanisms. When meetings are held remotely, members will vote on motions either by using a platform made available for this purpose, or by using the features within the remote platform.

13.8 Electronic Approval of Committee Reports by GFC – Reports from the Nominating and Replenishment Committees may be distributed electronically to GFC members and are considered approved by the deadlines indicated on the report subject to receipt of additional nominations.

**14. Records of Proceedings**

14.1 Official Record – The official record of meetings of GFC shall be the minutes taken by the Secretary and approved by GFC.

14.2 Minutes – The minutes shall reflect the decisions made and reasons for the decision.

**15. Amendment of these Rules and Procedures**

Rules and procedures governing meetings of General Faculties Council may be amended by a majority of votes of those present and voting cast at a duly constituted meeting of GFC, provided that notice of the proposed amendment has been given in the meeting materials and that a quorum is present at the time the vote is taken. Rules are reviewed every three years.

**16. Links**

[GFC terms of reference](#)

~~[Question period procedures](#)~~

Approved by General Faculties Council: April 21, 2017



## Roles and Responsibilities of Members

### Introduction

General Faculties Council (GFC) is the principal academic decision-making body of the university. It is established in the *Post-Secondary Learning Act (PSLA)* and given authority, subject to the Board of Governors, over the academic affairs of the university.

For GFC to be successful in fulfilling its terms of reference and meeting its responsibilities to the university it depends on the active engagement of its members. GFC has delegated much of its authority for routine matters to standing committees allowing GFC to engage in high level strategic and stewardship policy issues. GFC members have the opportunity to serve on the standing committees that approve matters with the delegated authority from GFC.

GFC operates under the principle of collegial academic governance including:

- A commitment to advancing equity, diversity and inclusion through dedicated resources, strong leadership and by ensuring the work is resourced and distributed fairly
- A commitment to supporting Indigenous Initiatives and the University of Alberta's response to the Truth and Reconciliation Commission's Calls to Action
- A commitment to equitable, inclusive and participatory governance decision-making
- A desire to facilitate meaningful individual-level engagement in governance processes
- A commitment to openness, transparency, and respectful communication
- A commitment to responsiveness, respect, and reciprocity between governing bodies and between governing bodies and university administration
- A commitment that, regardless of their membership category, all members of GFC are afforded the same rights to participate within the body
- A commitment to listening to, and being respectful of, a multiplicity of perspectives, lived experiences and the overall complexity of diversity within the University.

### Roles and Responsibilities of Members

#### 1. Understand GFC

1.1 Members should understand that not all matters under GFC jurisdiction will come before that body for approval. Some decisions are made at the standing committee level as GFC has delegated authority to approve and report on actions taken on certain matters.

1.2 The university operates in a bicameral governance system. Members should understand the distinction between the role and responsibilities of GFC and the Board of Governors.

#### 2. Meeting Attendance

2.1 Members have a responsibility to attend GFC meetings.

a. If a student member misses two consecutive meetings, or more than three meetings in one academic year, the Students' Union or the Graduate Students' Association

- may request that the Chair may declare the position vacant after consultation with the member.
- b. If a Faculty representative or a non-student member misses two consecutive meetings or more than three meetings in one academic year without a reason satisfactory to the members of the GFC Executive Committee, the Executive Committee shall declare the position vacant.
- 2.2 Members have a responsibility to serve on GFC committees as appropriate and attend committee meetings.
- a. If an elected member is absent from three consecutive meetings or is frequently absent without a reason satisfactory to the remaining members of the committee, the Chair shall may declare the position vacant.
- 2.3 Members should advise the GFC Secretary or committee coordinator if they are unable to attend a meeting.
- 3. Participate in GFC Business**
- 3.1 Members should prepare for meetings by reviewing agenda materials in advance that, for open sessions, are publicly available at [ualberta.ca/governance](http://ualberta.ca/governance).
- 3.2 Members should engage in candid and respectful discussion of matters which are brought before GFC and its various bodies. Recognition of the value of a multiplicity of perspectives, lived experiences and the overall complexity of diversity within the University shall inform actions of members.
- 3.3 When voting on motions:
- a. Members must act in good faith with the view to the best interests of the university as a whole. While members may be informed by matters raised by various constituencies, it is the duty of a member to ensure that all constituencies are fairly considered in the process of decision making.
  - b. When notified of an e-vote, members should vote in a timely manner in order to ensure that quorum requirements are met.
- 4. Manage Conflict of Interest and Act Ethically**
- 4.1 Comply with the university's policies and procedures regarding both [ethical conduct](#) and [conflict of interest](#). Members must declare conflicts when they arise.
- 4.2 Maintain confidentiality of all information included in closed session meetings.
- 5. Ask Questions**
- 5.1 Information requests may be made of the University Governance office, should members require more information than is provided with the meeting agenda.
- 5.2 If a member wishes to raise a question at GFC within the jurisdiction of the body, a question may be submitted in writing to the GFC Secretary up to six working days before the next GFC meeting to receive a written response.
- 5.3 Every GFC meeting has Question Period as a standing item wherein members may raise a question during the time set aside for this item. Procedures for Question Period are available at [ualberta.ca/governance](http://ualberta.ca/governance)

5.4 If a member has a question with regard to an item on the agenda, it ~~may~~ should be raised during consideration of that item at the GFC meeting.

5.5 If a member wishes to add an item to the agenda for debate, the member should contact the Chair or GFC Secretary for assistance.

**6. Communicate Information to Constituents**

6.1 Members should communicate with their Faculty or constituency regarding agenda items coming before GFC.

6.2 Members should communicate with their Faculty or constituency on matters which were discussed/approved at GFC in Open Session.

**7. Participation in Renewal of GFC**

7.1 Members of GFC shall support the renewal of membership by encouraging individuals to put their names forward for election in their respective constituencies, and being purposeful in reaching out to members of Indigenous and other equity-deserving groups.

Approved at General Faculties Council: April 21, 2017

**Advice from the General Faculties Council (GFC) Executive Committee - *ad hoc* Governance & Procedural Review Committee on the Committee of the Whole Recommendation #3**

The Exec *ad hoc* Committee was tasked with providing advice to GFC Executive Committee on the Committee of the Whole Report Recommendation 3, concerning procedures for consultation. They discussed the following potential paths forward under the responsibility of University Governance.

Text from the report	Potential Paths Forward	Reference materials
<p><i>That the Committee of the Whole recommends that the GFC:</i></p>		
<ul style="list-style-type: none"> <li>- <i>develop a set of procedures for enabling a meaningful consultation process</i></li> </ul>	<ul style="list-style-type: none"> <li>- Create advice document on meaningful consultation for proponents and members of GFC</li> </ul>	<ul style="list-style-type: none"> <li>- <a href="#">Student Participation Handbook</a> (see pages 7-8)</li> <li>- <a href="#">General Faculties Council and Committee Member Guidebook</a></li> </ul>
<ul style="list-style-type: none"> <li>- <i>further publicizing the meetings, agendas, and minutes of GFC and all its committees through the UoA mailing lists;</i></li> </ul>	<ul style="list-style-type: none"> <li>- Review website to improve visibility of information available</li> <li>- Training on how to access/interpret information</li> <li>- Training on how to communicate with constituents</li> <li>- Communicate more widely ways to get involved (joining FYI lists, observing committee meetings)</li> <li>- Quad post on joining GFC/GFC Committees</li> </ul>	<ul style="list-style-type: none"> <li>- Standing committee materials, minutes, approved motions, and past agendas are available on the <a href="#">University Governance website</a></li> <li>- Anyone may sign-up to join a database to receive <a href="#">FYI email updates</a> when materials are available</li> </ul>
<ul style="list-style-type: none"> <li>- <i>opening the meetings to the public through live-streaming;</i></li> </ul>	<ul style="list-style-type: none"> <li>- Post information on upcoming GFC meetings and the possibility to observe on Quad/Digest</li> </ul>	<ul style="list-style-type: none"> <li>- All GFC meetings (except those who deal with adjudication or private information such as UTAC and NC) are public. Anyone can request to be added to the Zoom invitation for committee meetings.</li> </ul>

		<ul style="list-style-type: none"> <li>- GFC meetings are live streamed and members of the public can observe by filling out a <a href="#">google form</a></li> </ul>
<ul style="list-style-type: none"> <li>- <i>and establishing a standard way for the community to provide input on all agendas and minutes.</i></li> </ul>	<ul style="list-style-type: none"> <li>- Members have the ability to propose amendments to the agenda, and make notice of motion.</li> <li>- The <a href="#">GFC Roles and Responsibilities</a> document (6) states they should liaise with their constituents on agendas.</li> <li>- The <a href="#">GFC Meeting Procedural Rules</a> note that the record of all GFC meetings are the minutes approved by GFC. Members may pull them to request changes.</li> </ul>	



## DRAFT FOR REVIEW

### **General Faculties Council (GFC) *ad hoc* Committee for the Formal Review of the consultations and action processes for academic restructuring in the Fall of 2020**

#### **Terms of Reference**

**Mandate:** As set out in the [Report of the Committee of the Whole](#) of February 8, 2021:

“That GFC Recommends there be a formal review of the consultations and action processes for academic restructuring in the Fall of 2020. The goal of the review would be to make recommendations to improve communication and decision-making processes of the GFC and the University going forward. The review should be conducted by a group elected by GFC and report to the GFC and the Board of Governors.”

The GFC *ad hoc* Committee for the Formal Review of Academic Restructuring will report on the consultations and action processes for academic restructuring in the Fall of 2020 and will make recommendations to improve communication and decision-making processes of the GFC going forward.

#### **Membership:**

- (a) The Committee will be made up of eight (8) members elected from/by GFC of whom at least two will be students (one graduate and one undergraduate). The Nominating Committee will receive applications to fill committee seats in accordance with the [Membership Replenishment Procedures](#) and will recommend 1 academic staff member (A1.1, A1.5, A1.6, A1.7) to serve as Chair;
- (b) Members shall act in good faith with the view to the best interests of the university as a whole. While members may be informed by matters raised by various constituencies, it is the duty of a member to ensure that all constituencies are fairly considered in the process of decision making

**Terms of reference:** To report to GFC on how to improve communication and decision-making processes of the GFC and the University going forward, the committee is given the following tasks:

- (a) To review the documentation from the Academic Restructuring process including all GFC and GFC Standing Committee minutes and consultation feedback from the University of Alberta for Tomorrow website.
- (b) Such other matters that arise during its investigations with respect to the enumerated tasks of the committee.

**Timeline:** The committee shall constitute itself as soon as possible, and report back to GFC with a preliminary report in November, 2021 and a final report by March, 2022.

**Support:** The committee shall have limited administrative support from University Governance.



**WORKPLAN**

Objective	Meeting #1 - March 30	Exec April 12, 2021 GFC April 26	Meeting #2 - April 15	Meeting #3 - May 3	Exec May 10, 2021	Meeting #4 June 3	GFC June 7, 2021	Meeting #5 June 9
1) <a href="#">GFC Meeting Procedural Rules</a>	For discussion	Consultation	Review draft changes	Review GFC Feedback	For Review	Debrief on discussion at Exec	Draft Proposed Changes for information	N/A
2) <a href="#">GFC Question Period Procedure</a>	For discussion	Consultation	Review draft changes	Review GFC Feedback				
3) <a href="#">GFC Roles and Responsibilities Document</a>	For discussion	Consultation	Review draft changes	Review GFC Feedback				
4) <a href="#">Report of the Committee of the Whole</a>	For information	N/A	For discussion (Recommendation 3)	Determine advice (Recommendation 4)	Discussion on advice (Recommendations 3 & 4)		<b>Discussion on advice</b> (Recommendation 3) Action to create new <i>ad hoc</i> committee (Recommendation 4)	N/A



5 <a href="#">Principles of GFC Delegation of Authority</a>	N/A	N/A	For information	N/A	N/A	Consultation	N/A	Consultation
6a) <a href="#">Principles for GFC Standing Committee Composition</a>	N/A	N/A	For information	N/A	N/A	Consultation	N/A	Consultation
6b) Recommend a process for review of GFC Standing Committee Terms of Reference	N/A	N/A	For information	N/A	N/A	Consultation	N/A	Consultation