



CAPILANO UNIVERSITY

Business and Professional Studies Bylaws (BPS Bylaws)

Approved by the Faculty on May 23, 2024

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PREAMBLE

The Faculty of Business and Professional Studies (“**BPS Faculty**”) will conduct business according to these Bylaws. The Faculty includes faculty and staff in the following schools: School of Business, School of Communication, and School of Legal Studies (Collectively, “BPS Schools” or “BPS”).

The structure, composition, and powers and duties of the Faculty are established by Sections 39-42 of the *University Act* (the “*Act*”).

1. DEFINITIONS

- 1.1. Key terms in these bylaws follow definitions in the *Act*.
- 1.2. Other clarifications:
 - 1.2.1. **Ad hoc committee** refers to a temporary committee that reports to the Faculty Council. *Ad hoc* committees have written mandates and scopes.
 - 1.2.2. **Confidential** means information that could unfairly damage the University’s, BPS’s, or a person’s reputation, constitute an unjustified invasion of personal or institutional privacy or lead to lawsuits.
 - 1.2.3. **Eligible Voting Members** means faculty as defined in 1.2.6 of these BPS Bylaws.
 - 1.2.4. **Extraordinary Faculty Meetings** refers to an emergency meeting of the Members of the Faculty, taking place between Regular Faculty Meetings.
 - 1.2.5. **Faculty** (upper-case “F”) refers to the Faculty of Business and Professional Studies or BPS Faculty.
 - 1.2.6. **faculty** (lowercase “f”) refers to members of the bargaining unit who are appointed in any of the BPS Schools or who are assigned work in that year. The faculty may vote regardless of the nature and quantity of instructional or non-instructional work. For the purposes of these Bylaws, faculty excludes auxiliary hires in BPS.
 - 1.2.7. **Faculty Council** is the working academic governance body for BPS and is responsible for the Faculty’s academic governance, planning, and management and for making recommendations to the Faculty, the Senate, and the University administration where appropriate. Members of Faculty Council are appointed or elected to represent BPS Faculty.
 - 1.2.8. **Faculty Council Voting Members** refers to Members who are appointed or elected to represent BPS Faculty who may vote on resolutions or motions at Faculty Council Meetings.
 - 1.2.9. **Member(s)** refers to persons within the Faculty as defined in section 1.2.5 these BPS Bylaws.

- 1.2.10. **Quorum** refers to the number or percentage required to be present to conduct a meeting.
- 1.2.11. **Regular Faculty Meeting** refers to a regularly scheduled meeting of the Members of the Faculty. For clarity, a Regular Faculty Meeting is the same as an All-Faculty Meeting.
- 1.2.12. **School** refers to each separate school in BPS: the School of Business, the School of Legal Studies and the School of Communication. Functional area decisions reside with each School.
- 1.2.13. **Staff** refers to administrative support employees of the Faculty. For clarity, staff are non-voting Members of the Faculty.
- 1.2.14. **Student** refers to a person enrolled in credit course(s) and registered in one or more programs within BPS.
- 1.2.15. **Sub-committee** refers to a standing committee that reports to Faculty Council. Sub-committees have written Terms of Reference.
- 1.2.16. **University** means Capilano University.
- 1.2.17. **University community** means employees, students, and board members.

2. COMPOSITION OF THE BPS FACULTY

- 2.1. For the purposes of Regular Faculty Meetings, the Faculty will be composed of the following:
 - 2.1.1. The Dean of BPS;
 - 2.1.2. The Associate Dean of BPS;
 - 2.1.3. The President (or delegate) of the University;
 - 2.1.4. All faculty appointed in the Faculty, including but not limited to instructors, lab supervisors, special appointees, librarians, and instructional associates;
 - 2.1.5. Such other Members of the teaching or administrative staff of the BPS Faculty or University that the Faculty appoint in conformity with rules determined by the Faculty and approved by the Senate. Staff are non-voting Members of the Faculty;
 - 2.1.6. Four students as non-voting representatives (two from the School of Business and one from each of the School of Communication and School of Legal Studies); and
 - 2.1.7. The Registrar, as a non-voting Member.

3. POWERS AND DUTIES OF THE BPS FACULTY

- 3.1. The powers and duties of the Faculty are set out in Section 40 of the *Act* (see the excerpt of the *Act* in APPENDIX A). The Faculty may only effect or enforce general rules once the Senate receives and approves them, as per section 41 of the *Act*.

4. CHAIR, ASSOCIATE VICE-CHAIR AND VICE-CHAIR-ELECT OF THE BPS FACULTY

- 4.1. The Dean is the Chair of the Faculty.
- 4.2. The Associate Dean may be the Associate Vice-Chair of the Faculty if the Associate Dean is also faculty within BPS.
- 4.3. The Vice-Chair-Elect for BPS is a Faculty Council member elected for a two-year term. The Vice-Chair-Elect serves as the Chair in the absence of the Dean (or subject to section 4.2, in the absence of the Associate Dean) or when the Dean (or subject to section 4.2, the Associate Dean) steps outside their role in a Regular Faculty meeting.

5. REGULAR FACULTY MEETINGS

- 5.1. The Faculty will hold a minimum of two Regular Faculty Meetings per year, normally in the spring and the fall terms. A minimum of fourteen (14) days' notice will be given prior to these meetings.
 - 5.1.1. To remove barriers, BPS Faculty may attend Regular Faculty Meetings either face-to-face or remotely through a University-approved video conferencing tool.
 - 5.1.2. In extenuating circumstances, such as adverse weather conditions, face-to-face attendance may not be feasible; in such cases, Regular Faculty Meetings may continue remotely using a University-approved video conferencing tool.
- 5.2. Agendas are prepared by the Chair and published and distributed to all faculty at least seven (7) working days before the scheduled meeting.
- 5.3. Minutes of all Regular Faculty Meetings are taken and circulated at the subsequent Regular Faculty Meeting, and archived by the Chair's Office.
- 5.4. The Chair's Office will prepare and circulate approved Regular Faculty Meeting Minutes to the Faculty in electronic format in a timely manner before the subsequent Regular Faculty Meeting. The Chair's Office will make Regular Faculty Meeting Minutes available to the University community, except for any portions held *in camera*.
- 5.5. Quorum of Regular Faculty Meetings consists of twenty-five percent (25%) or thirty (30) BPS Faculty Members, whichever is the lower number.

6. EXTRAORDINARY FACULTY MEETINGS

- 6.1. In matters of urgency, an Extraordinary Faculty Meeting may be called by:
 - 6.1.1. The Chair;
 - 6.1.2. The Associate Vice-Chair;
 - 6.1.3. The Vice-Chair-Elect in conjunction with the School Chairs/Coordinatorsor,
 - 6.1.4. written petition of at least fifty percent (50%) of Eligible Voting Members.

- 6.2. Notice of Extraordinary Faculty Meetings will be given at least seven (7) working days prior to the meeting.
- 6.3. Minutes of every Extraordinary Faculty Meeting will be taken and circulated at the subsequent Regular Faculty Meeting.
- 6.4. Quorum of Extraordinary Faculty Meetings consists of twenty-five percent (25%) or thirty (30) BPS Faculty Members, whichever is the lower number.
- 6.5. Extraordinary Faculty Meetings will normally be closed to the University community.

7. CONDUCT OF BUSINESS

- 7.1. All Regular Faculty Meetings will normally be open to members of the University community. The Chair will recognise any non-BPS Faculty.
- 7.2. A meeting, or part thereof, may be held *in camera* subject to a majority vote by Eligible Voting Members present (See section 7.4 for what constitutes a majority).
- 7.3. Robert's Rules of Order will govern the conduct of Regular Faculty Meetings and Extraordinary Faculty Meetings.
- 7.4. A normal resolution or motion requires approval by a simple majority of votes cast by Eligible Voting Members present (that is, not less than 50% +1 votes out of all votes cast). Amendments to the BPS Bylaws require approval by a two-third majority of votes cast by Eligible Voting Members present.
- 7.5. The powers and duties of Faculty Council and sub-committees are delegated to them by the Faculty but will not include matters on which the Senate requires a decision of the whole Faculty.

8. BPS FACULTY COUNCIL

- 8.1. The Faculty Council is the working academic governance body for BPS and is responsible for the Faculty's academic governance, planning, and management and for making recommendations to the Faculty, the Senate, and the University administration where appropriate.
- 8.2. Faculty Council's Composition:
 - 8.2.1. The Dean of the BPS;
 - 8.2.2. The Associate Dean of the BPS;
 - 8.2.3. The Vice-Chair-Elect of BPS;
 - 8.2.4. The Chairs of the BPS Schools;
 - 8.2.5. The coordinators and convenors of Faculty functional areas, to a maximum of Two (2) per school as determined by each BPS School; and
 - 8.2.6. Two divisional supervisors employed within BPS.
- 8.3. Chair, Associate Vice-Chair (subject to section 4.2) and Vice-Chair-Elect:
 - 8.3.1. The Chair of the Faculty Council is the Dean of BPS.

- 8.3.2. The Associate Vice-Chair of Faculty Council is the Associate Dean of BPS, subject to section 4.2.
 - 8.3.3. The Vice-Chair-Elect of Faculty Council is the Vice-Chair-Elect of BPS.
 - 8.3.4. The Associate Vice-Chair (subject to section 4.2) or the Vice-Chair-Elect will serve as Chair of Faculty Council in the absence of the Dean.
- 8.4. Meetings of the Faculty Council and Conduct of Business
- 8.4.1. Robert's Rules of Order will govern the conduct of Faculty Council Meetings and its decision-making.
 - 8.4.2. Faculty Council will meet at least once monthly between August 15th and June 15th.
 - 8.4.3. A schedule of meetings will be distributed at the beginning of the fall term.
 - 8.4.4. Agendas are prepared by the Chair with the help of the Chair's Office, and distributed to the Faculty at least five (5) working days before the scheduled meeting. Any Faculty Council member can submit appropriate agenda items that are consistent with the scope, function, and duties of Faculty Council.
 - 8.4.5. The Chair's Office will prepare and circulate Faculty Council agendas with unapproved draft Faculty Council Meeting Minutes and any other attachments to Faculty Council at least five (5) working days before the scheduled meeting.
 - 8.4.6. Minutes are taken, produced, and archived by the Chair's Office.
 - 8.4.7. Faculty Council may decide at any time, by two-thirds of Faculty Council Voting Members present, that a whole meeting or any part of a Faculty Council meeting be held *in camera*.
 - 8.4.8. Except for documents presented during or relating to all or part of a Faculty Council Meeting held *in camera*, all documents presented to the Faculty Council will be made available to the University community. Notwithstanding these Bylaws, the Chair may declare a document Confidential, in which case the document will only be available to Faculty Council and, if appropriate, the Senate.
 - 8.4.9. Quorum for Faculty Council Meetings is set at 50% of Faculty Council Voting Members (set annually at the August Faculty Council Meeting) and must include the Chair or, in the absence of the Chair, the Associate Vice-Chair (subject to section 4.2) or Vice-Chair-Elect.
 - 8.4.10. Faculty Council Meetings are normally held face-to-face, with online options available to maximize participation. Electronic voting may be conducted as deemed necessary or appropriate by the Chair, Associate Vice-Chair (subject to section 4.2) and/or Vice-Chair-Elect.

- 8.4.11. Faculty Council resolutions or motions require approval of a simple majority of votes cast by Faculty Council Voting Members (that is, not less than 50% +1 votes out of all votes cast).
 - 8.4.12. Faculty Council may establish sub-committees or *ad hoc* committees as it determines necessary and may delegate authority to these subsidiaries. See sections 8.5.1.9 and 9.
 - 8.4.13. Faculty Council Members are expected to act in the interests of the entire BPS Faculty and to avoid conflicts of interest in accordance with University Policy B.506.
- 8.5. Powers and Duties of the Faculty Council:
- 8.5.1. The BPS Faculty delegate their powers and duties to the Faculty Council. Unless otherwise addressed in these Bylaws, the Faculty Council will have all the powers and duties ascribed to the faculty by the *Act*. In general, Faculty Council may:
 - 8.5.1.1. Develop and maintain a set of Faculty rules and procedures for the governance of the Faculty (in accordance with the *Act*, and subject to the approval of the Faculty and subsequent ratification by the Senate);
 - 8.5.1.2. Make recommendations to the Senate on relevant academic matters, including the addition of new courses and programs, discontinuance of existing courses, and revisions to existing courses and programs;
 - 8.5.1.3. Make recommendations to the Faculty regarding joint-curricular initiatives with other Faculties;
 - 8.5.1.4. Make recommendations to the Senate, Board, and University administration on relevant matters;
 - 8.5.1.5. Facilitate information sharing within the Faculty and both to and from other Faculties and the University;
 - 8.5.1.6. Provide advice and recommendations to the Dean and/or Associate Dean on annual integrated planning initiatives and priorities or on other strategic plans of the University (*i.e.*, Academic Plan).
 - 8.5.1.7. Provide input and advice on University policies, procedures and processes relating to academic matters, such as creative activity, research, and scholarship.
 - 8.5.1.8. Consider matters related to the governance, strategic direction and operations of the Faculty as may be referred to it by the Dean, Associate Dean, Provost and Vice-President (Academic) or other senior administrator, or be identified by the Faculty Council, including, but not limited to strategic plans and priorities, goals and

objectives, budget planning, policies and procedures, establishment and discontinuance of departments, centres and institutes.

8.5.1.9. Faculty Council may establish:

8.5.1.9.1. Sub-committees to facilitate efficient execution of Faculty Council's responsibilities. Each sub-committee will be endowed with specific authorities, contingent upon the Faculty Council's approval of the sub-committee's Terms of Reference. Compliance with these Terms of Reference is mandatory in the conduct of the sub-committee's affairs.

8.5.1.9.2. *Ad hoc* committees to further the Faculty's business and/or initiatives on the understanding that Faculty Council approve each *ad hoc* committee's mandate and scope and each *ad hoc* committee operates within its defined purpose.

9. COMMITTEES OF THE FACULTY COUNCIL

9.1. Extended Powers

9.1.1. As set out in section 8.4.12 above, Faculty Council may by resolution, establish sub- or *ad hoc* committees with such responsibilities, authorities, membership, and operational rules, as it considers appropriate.

9.1.2. Faculty Council may also dissolve an *ad hoc* or sub-committee as appropriate.

9.2. Rules and Procedures

9.2.1. Sub-committees

9.2.1.1. The responsibilities, authorities, membership and operation of any sub-committee will be set out in written Terms of Reference approved by Faculty Council or its delegate.

9.2.1.2. Sub-committees will report their activities and decisions to Faculty Council at such times and in such manner as required by the Faculty Council.

9.2.2. *Ad hoc* committees

9.2.2.1. *Ad hoc* committees are temporary committees that aim to carry out business and/or initiatives of the Faculty Council.

9.2.2.2. The responsibilities, authorities, membership and operation of any *ad hoc* committee will be set out in a written mandate along with scope of work approved by Faculty Council or its delegate.

9.2.2.3. *Ad hoc* committees will report their activities and decisions to Faculty Council at such times and in such manner as required by Faculty Council.

9.2.2.4. If at any point, an *ad hoc* committee's mandate requires a more permanent structure, members may seek approval from Faculty Council to transition to a sub-committee and comply with the requirements set out in sections 9.2.1.1 and 9.2.1.2.

9.3. Existing sub-committees

Curriculum and Academic Planning Committee (CAPCOM)

- 9.3.1. CAPCOM meets monthly during the Fall and Spring Terms or as needed.
- 9.3.2. The meeting schedule is set by CAPCOM's Chair and distributed by the Dean's Office.
- 9.3.3. Duties and responsibilities are subject to CAPCOM's Terms of Reference.

Integrated Planning Committee (IPC)

- 9.3.4. IPC meets in the Fall and Spring Terms or as needed. The meeting schedule is set by IPC's Chair and distributed by the Dean's Office.
- 9.3.5. Duties and responsibilities are subject to IPC's Terms of Reference.

10. REVIEW

- 10.1. These Bylaws will be reviewed one year after initial approval by the Senate and subsequently every five years.

11. AMENDMENTS

- 11.1. The Faculty may request amendments to these Bylaws by adding a proposed motion to any Regular or Extraordinary Faculty Meeting agenda and by providing a redline copy of suggested changes. As stated in 7.4, a motion for proposed amendments to these Bylaws requires approval by a two-thirds majority of votes cast by Eligible Voting Members present.

Version date: May 23, 2024

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APPENDIX A

Excerpt from the *University Act*

Part 8 — Faculties

39 (1) The faculties of each university may be constituted by the board, on the recommendation of the senate.

(2) A dean of a faculty is the chair of the faculty of which he or she is the dean.

Powers and duties of faculty

40 A faculty has the following powers and duties:

- a) to make rules governing its proceedings, including the determining of the quorum necessary for the transaction of business;
- b) to provide for student representation in the meetings and proceedings of the [F]aculty;
- c) subject to this *Act* and to the approval of the senate, to make rules for the government, direction and management of the [F]aculty and its affairs and business;
- d) to determine, subject to the approval of the senate, the courses of instruction in the faculty;
- e) subject to an order of the president to the contrary, to prohibit lecturing and teaching in the faculty by persons other than appointed members of the teaching staff of the faculty and persons authorized by the faculty, and to prevent lecturing or teaching so prohibited;
- f) subject to the approval of the senate, to appoint for the examinations in each faculty examiners, who, subject to an appeal to the senate, must conduct examinations and determine the results;
- g) to deal with and, subject to an appeal to the senate, to decide on all applications and memorials by students and others in connection with their respective faculties;
- h) generally, to deal with all matters assigned to it by the board or the senate.

Approval of rules

41 A general rule made by a faculty is not effective or enforceable until a copy has been sent to the senate and the senate has given its approval.

Advice to president

42 Any of the faculties may advise the president in any matter affecting the interests of the university, whether academic or disciplinary, but that advice does not limit the powers and authority of the president.

University Act: https://www.bclaws.gov.bc.ca/civix/document/id/complete/statreg/96468_01#part8¹

¹ Note: In this section of *The University Act*, references to faculty and/or Faculty have been intentionally modified to reflect the definitions used in these Bylaws.

