Dean’s Faculty Advisory Committee Bylaws

1. Section 1 Faculty Advisory Council Mission

The Faculty Advisory Council provides a forum for a diverse group of elected representatives to bring new ideas and concerns from a broad range of faculty to the Dean’s office. The FAC provides a forum for discussion of any and all issues of relevance to the School of Medicine faculty and seeks to advise the Dean on these issues, from a perspective external and complementary to the traditional administrative hierarchy. It also serves as a conduit for information from the faculty to the central administration, and from the administration to the faculty at large. The FAC operates as an advisory body and a venue for diverse voices to be heard.

The goals of these Bylaws are twofold:

- To establish a framework to ensure that the FAC is an effective voice that can advise the Dean on matters of concern to the faculty of the Medical School, and
- To make certain that the FAC effectively represents the concerns and views of the faculty they represent.

2. Section 2 FAC Membership

The FAC seeks to represent the diversity of the medical school faculty

A. A standing Membership Committee shall address issues of FAC membership as they arise, within the scope of these Bylaws.

- The Membership Committee shall consider exceptions to the usual qualifications and procedures for FAC representation on a case-by-case basis; this is intended to recognize that departments have
unique compositions and structures, and the overall goal of having the FAC be representative of the interests of the Yale School of Medicine faculty may be appropriately served in divergent ways in different departments.

- The composition and constitution of the Membership Committee is addressed below.

B. Representatives were initially elected for 2-year terms and limited to three consecutive terms. Starting in 2021 FAC members voted to move to 3-year terms, limited to two consecutive terms. Exceptions to this rule may be considered by the Membership Committee on a case-by-case basis, as (for example) when an alternative candidate is not available.

- 3-year terms will be staggered, such that one-third of the seats on the FAC are up for election each year.

- Where possible, when a department or section has multiple representatives on FAC, the terms of these representatives will be staggered.

C. Election of representatives will occur in the fall of each year. Elections will be coordinated by the Dean’s office, in consultation with the Membership Committee.

D. FAC representatives are elected by the faculty of each department.

- For purposes of FAC representation, ‘faculty’ shall be defined as: (i) ladder track faculty; (ii) Research Scientists and Senior Research Scientists (but not Associate Research Scientists, who are addressed below); and (iii) Instructors.

- Each department will elect at least one representative.

- Members of the faculty of a department may self-nominate or be nominated by their peers within that department. Chairs, vice-chairs, deputy chairs, associate chairs, section leaders, and faculty members with a formal role within the central School of Medicine administration are not eligible to serve as the representative for the group in which they have an administrative role (although such individuals may serve as representatives for special groups, as detailed below in section 2.f). Cases in which eligibility is unclear will be addressed on a case-by-case basis by the Membership Committee.

- Members who accept a new administrative role that renders them ineligible to run for FAC, as enumerated above, may finish the term for which they were elected but may not run for re-election. There is one exception: if a member becomes Chair of a department, in which case they shall step down from FAC immediately, and the election of a replacement be conducted as soon as practicable.
• Larger departments will elect multiple representatives, with the general guideline that there will be one representative for every ~50 faculty members. Division of the faculty within such large departments into these groups will be conducted by the Dean’s office in consultation with the departmental leadership, guided by the principle that faculty with similar roles or interests should be grouped together wherever possible. Each faculty member will vote for a single FAC representative, except as explicitly detailed below under section 2.g.

• Sitting FAC members may run for re-election, up to a maximum of 2 consecutive terms (6 years in total).

• FAC representatives will under normal circumstances be members of the groups enumerated above under section 2.d.i. All faculty members with these groups will be eligible to vote for their FAC representative. Exceptions to these norms may be considered on a case-by-case basis by the Membership Committee.

E. In addition, there shall be three (3) elected representatives from the Associate Research Scientists (ARS) in the School of Medicine, to ensure that their concerns are represented on the FAC.

• All ARS will vote for one FAC representative.

• Election of ARS representatives to the FAC will be coordinated by the Dean’s office, in consultation with the Membership Committee.

• ARS representatives were initially elected for 2-year terms and limited to three consecutive terms. Starting in 2021 FAC members voted to move to 3-year terms, limited to two consecutive terms.

• Where possible, the terms of these representatives will be staggered.

F. Certain organizations that represent the issues of particular groups of faculty, such as the Committee on the Status of Women in Medicine (SWIM) and the Minority Organization for Retention and Expansion (MORE), may seek representation on the FAC.

• It is acknowledged that representation of these organizations on FAC means that the associated members of the faculty will be doubly represented on FAC, once through their departments and once through these organizations. This being the case, such organizations will be invited to join FAC only when there is a clear institutional or cultural need for their concerns to have an additional voice. This judgment will be made on a case-by-case basis by a vote of the FAC membership.

• These representatives will be elected through a vote of the membership of these organizations, designed to be as inclusive and democratic as is practicable. The process for nominations and
elections will be determined by their leadership, in consultation with the Membership Committee, and approved by the Membership Committee prior to any such election.

- If it is not practicable for members of these groups to be elected in a representative fashion by their constituents, then these FAC members will serve in a liaison capacity and will be non-voting. This judgment will be made by the Membership Committee.

- Representatives of such groups will serve three-year terms. Sitting members may stand for re-election, up to a limit of two consecutive terms.

G. Certain faculty beyond the School of Medicine, such as the faculty of the School of Nursing or the School of Public Health, may have an interest in matters discussed by the FAC.

- These faculty may petition the FAC for representation.

- Acceptance of representatives from beyond the School of Medicine faculty will be considered by the FAC on a case-by-case basis.

- Representatives from beyond the School of Medicine faculty may participate fully in all FAC discussions but do not vote.

- Selection of these representatives will be by the faculty or school that they represent. As these are non-voting members, they may be appointed rather than elected, and will serve in liaison capacity.

- These representatives will serve three-year appointments but may be re-elected or reappointed, up to a limit of two consecutive terms.

H. It is recognized that the constituency represented by a member of FAC may change over the course of their term, as new faculty join the School or current faculty leave. The Dean’s office, in consultation with departmental leadership, will update the lists of each FAC representative’s constituency at least annually, in the fall of the year, and always prior to election of a new FAC member.

I. From time to time a FAC member may wish to step down, if for example they leave Yale, determine that they do not have time to discharge the duties of membership, or accept an administrative position that is not compatible with FAC membership.

- The decision to step down from membership in FAC will be made by the individual representative and communicated to the Chair of the FAC and to the Dean’s office.

- If a vacancy occurs more than 6 months before the end of the member’s term, a new election will be coordinated by the Dean’s office to fill the vacated seat. In the interests of not leaving the
member’s constituency unrepresented, this will occur not more than 2 months after the vacancy.

- In exceptional cases, such as an ethical violation, it may become necessary for a member of the FAC to be asked to step down. In the interest of privacy that may arise in such an event, this process will be addressed by the Chair and the Executive Committee. In the unlikely event that the Executive Committee feels that a member of FAC needs to be removed for cause and that member declines to step down, the matter will be addressed by the entire FAC in private session; removal shall require a 2/3 vote of the attendees at this session, with a vote taken after discussion.

J. If a FAC member is unable to serve during a leave of absence (e.g. parental or medical leave), that FAC member may ask a colleague from the same department to stand in for them for the duration of this leave, for a period not to exceed 6 months, subject to approval by the Membership Committee. If a leave of absence is expected to extend for longer than 6 months, then the FAC member shall step down and an election be held for a permanent replacement.

3. Section 3 FAC Leadership

A. The FAC shall be led by a Chair and Vice Chair/Chair Elect

B. The Chair and Vice Chair are elected by all voting FAC members.

- At the beginning of the initial session of the FAC, in 2015, the Chair and Vice-Chair were elected simultaneously.

- Henceforth, at the end of each Chair’s term, he/she shall step down, and the Vice Chair shall become Chair.

- At this time, a new Vice Chair shall be elected by all voting members of FAC. This election will be coordinated by the Dean’s office and will be by secret ballot, typically organized by email so as to maximize participation. The winner of a plurality of all votes cast shall be seated as Vice Chair at the next FAC meeting.

- All voting members of FAC are eligible to run for the position of Vice Chair, with two exceptions. (1) A member may not run for the position of Vice Chair in the last year of their final term. (2) A member who currently has an administrative position that renders them ineligible to run for re-election but who is completing their term under the proviso in section 2.d.iv may not run for the position of Vice Chair. Candidates may self-nominate or may be nominated by a peer.

C. The Chair shall serve for a period of 1 year.

- Election of the new Vice Chair shall occur by email, before the first FAC meeting in March.
• The Chair shall step down, the Vice Chair become the new Chair, and the new Vice Chair be seated as the first order of business at the first FAC meeting in March each year.

• In such case as the Chair’s regular term as a FAC member expires before the end of their term as Chair, and they choose not to run for another term as a FAC member, has become ineligible to run for re-election, or is not re-elected by their constituents, they shall remain in place as Chair until the seating of a new Chair (i.e. March), and then will leave FAC.

  1. In such case their constituents may elect a new member on the usual schedule, and that member may be seated as usual. It is acknowledged that this means that constituency will have two seats on the FAC for a period of ~6 months.

• The Chair may not serve as Vice Chair immediately following the end of his/her term as Chair. The Chair may, however, run for the position of Vice Chair in a subsequent year, and thus may serve more than one (non-consecutive) term as Chair.

D. Duties of the Chair include:

• Scheduling, convening, and leading all FAC meetings, or delegating such duties as appropriate;

• Managing the agenda of FAC meetings, as further detailed below;

• Coordinating with the Dean’s office regarding the Dean’s (and other administrators’) attendance at FAC meetings, topics to be covered, requests for research or background to be presented to the FAC, and follow-up on matters previously discussed;

• Appointment of membership of the Executive Committee, Bylaws Committee, Membership Committee, and any other standing committees, as further detailed below;

• Convening and appointing membership of ad hoc committees, as the FAC membership deems appropriate, as further detailed below; and dissolution of such ad hoc committees if and when their function is completed;

• Interfacing with other members of the School’s leadership and other constituencies.

E. The Chair shall have no formal authority in the School outside of meetings of the FAC; in interactions with the Administration and other entities at the School in an official capacity, the Chair shall strive to represent the interests and views of the FAC as a body, rather than his/her individual interests and concerns.
F. In the Chair’s absence, the Vice Chair (or other individual so delegated by the Chair) shall convene meetings and attend to other such business of the Chair as cannot be deferred until her/his return.

G. If the Chair steps down from his/her position, or from FAC entirely, the Vice Chair shall immediately become Chair and shall serve both the remainder of the current term and the full subsequent term.

- In such case a new Vice Chair shall be elected as soon as practicable.

H. If the Vice Chair steps down from her/his position, or from FAC entirely, a new Vice Chair shall be elected as soon as practicable.

- If the Vice Chair’s term expires during their term as Vice Chair and they have become ineligible to run or decline to run for re-election, their term shall be extended and the election for their replacement delayed by a year. The election of their successor shall thus occur in the middle of their term as Chair, as described above under Section 3.c.iii.

I. In the interest of broadening representation in the leadership of FAC, the Chair shall convene an Executive Committee.

- The Executive Committee shall consist of the Chair, the Vice Chair, and 1-4 additional voting members of FAC who the Chair shall appoint, in consultation with the Vice Chair.

- The Chair’s appointments to the Executive Committee shall be individually ratified by majority vote of the full FAC, as for other committees (see below). If the proposed membership of the Executive Committee is rejected by the full FAC, the Chair (in consultation with the Vice Chair) shall present an alternative proposal at the next FAC-only meeting.

- The Executive Committee shall work with the Chair to determine meeting agendas, interface with the Dean’s office, and support other functions of the Chair.

- In cases where substantive disagreement arises within the Executive Committee, the Chair shall make determinative judgments as to how to proceed (within the scope of his/her responsibilities); the other members of the Executive Committee shall, however, retain the right to bring the substance of such disagreement before the full FAC.

- Appointment to the Executive Committee shall end with the term of the Chair. Members may be re-appointed by the new Chair.

- Should a member of the Executive Committee step down, become unavailable for an extended period of time, choose not to run for re-election, or not be re-elected, the Chair may appoint a replacement
member of the Executive Committee. Such a replacement appointment is subject to approval by vote of the FAC.

4. Section 4 FAC Meetings and Operations

A. The FAC shall meet at least monthly, and twice monthly when possible. Meetings are scheduled by the Chair.

- Typically, one meeting each month shall be attended by the Dean, together with members of his/her staff whose presences the Dean and the Chair of the FAC agree are most cogent to the agenda being considered.
  1. Agendas for these meetings shall be distributed at least 48 hours in advance.
  2. Minutes for these meetings will be recorded by or under the direction of the Executive Committee.

- Typically, a second meeting each month shall be held without attendance of the Dean and his staff, with rare exceptions as specifically identified by the Chair (e.g. when a presentation of factual information by a member of the Administration is apropos to topics under discussion).
  1. Discussions during these FAC-only meetings will be confidential
  2. The Chair may wish to inform the FAC membership in advance of specific topics to be discussed during these FAC-only meetings; however, a formal agenda need not be distributed.
  3. Minutes will not be kept for these FAC-only meetings.

- A quorum of at least 50% of FAC members must be present at a meeting for any in-person votes to be taken. An informal or informational meeting and discussion may proceed in the absence of a quorum.
  1. Votes may be taken at either a FAC-only meeting or a meeting attended by the Dean.

B. Meeting agendas

- Agendas for meetings with the Dean shall be set in advance by the Chair, in consultation with the Executive Committee, and distributed to all FAC members at least 48 hours before the meeting.

- The Chair shall seek regular input from the FAC membership regarding topics for discussion at future meetings and prioritization of existing topics. Agendas for future meetings shall be regularly discussed at FAC meetings and/or in emails from the Chair, to keep
members apprised of upcoming agenda items and to provide opportunities for input.

- Any member who wishes to add an item to the agenda of a future meeting shall make this request of the Chair.
- In the event that a Member wishes to bring a matter before the FAC, and the Chair is not in agreement, that Member may bring the matter to the attention of the full membership of the FAC by email or at a scheduled meeting, and may request that the matter be added to the Agenda of a future regular meeting, which shall be done by a majority vote of those voting members present.

C. Meeting minutes

- Minutes will be kept for all FAC meetings with the Dean, by or under the direction of the Executive Committee.
- Minutes will be suitably edited and formatted, reviewed by the Chair, and then distributed to the FAC membership.
- Draft minutes will be provided to the full FAC, typically over email, and members will be given an opportunity to review and emend. After a suitable time for feedback (at least 1 week), the Minutes will be considered finalized. If any disagreements arise as to the content of the Minutes during this process, they will be brought to a FAC meeting for review and discussion, and approved by vote.
- Approved minutes, with any modifications, will be posted on the FAC website by the Dean’s office not more than 2 weeks following their approval.

D. Voting

- Many aspects of FAC’s advisory functions and its value as a forum for discussion and communication do not require formal voting; but some issues do require approval by a vote. These include (but may not be limited to):
  1. Election of the Vice Chair;
  2. Approval of minutes of meetings held together with the Dean;
  3. Ratification of the Chair’s appointments to the Executive Committee and other standing and ad hoc committees;
  4. Approval of these Bylaws, and of changes or revisions thereto.
- Only voting members of the FAC may participate in votes, though other members (e.g. representatives of other schools) may be involved in discussions.
• Votes may be taken either at a scheduled FAC meeting at which a quorum (≥ 50%) of voting FAC members are physically in attendance, or virtually by way of email. The mechanics of voting in particular cases shall be determined by the Chair, in consultation with the Executive Committee.

• Passage of a vote shall require an absolute majority the voting members present (or of all members who respond within a pre-specified time window, in the case of an email vote).

• Votes shall in general be open (i.e. not secret ballot), with the exception of votes for the Vice Chair, as detailed above.

  1. The Chair may propose to hold other votes by secret ballot (in person or via email) in exceptional circumstances, when this seems necessary to ensure the integrity of the vote. Such a change must be agreed upon in advance by the full FAC.

  2. When votes that are not by secret ballot are taken by email, a list of all votes shall be made available to any FAC member upon request.

• The outcome of votes taken at meetings with the Dean shall be included in the meeting Minutes. The outcome of votes taken at FAC-only meetings, or between meetings by email, shall be maintained in a formal record by the Chair, and may be reflected in meeting minutes, when a vote is apropos to topics discussed at the meeting that the Minutes reflect and is discussed at said meeting.

• For most matters a precise tally of votes may not be necessary, and the Chair may call for a voice vote or a show of hands, after allowing appropriate time for discussion.

  1. Any FAC member may request that actual votes be tabulated.

  2. In cases where votes are tabulated, the votes of each member shall be maintained as a matter of record, and made available to any FAC member upon request.

5. Section 5 Expectations of FAC Membership

A. While it is understood that FAC members are busy professionals and that conflicts may arise, it is expected that all members will make a sincere effort to attend all meetings and will attend at least 12 meetings each year.

• Members who cannot meet this expectation are expected to reconsider their membership in FAC and may wish to step down.
B. FAC members are expected to be actively engaged in matters under discussion, and to educate themselves as needed on these matters.

C. FAC members shall communicate regularly with their constituents to update them on FAC discussions and activities.

D. FAC members shall regularly solicit topics of concern to their constituents that may fruitfully be discussed by FAC, and shall communicate these to the Chair as potential agenda items for a future meeting.

E. From time to time the Chair or the Dean may request feedback from constituencies regarding topics under discussion; FAC members shall reach out to their constituents in such cases to solicit the requested input.

F. FAC members shall communicate regularly with their department or section leadership regarding issues under discussion by FAC and shall thereby serve as a conduit for bidirectional communication between FAC and departmental leadership.

G. FAC members in the second year of their term shall mentor newly elected members of FAC with regard to FAC operations, bylaws, and functions.

6. Section 6 Bylaws
   A. These Bylaws shall serve as a binding framework for FAC operations.

   B. The Bylaws shall be reviewed at least twice annually by the Bylaws Committee (see below) for any revisions that may be necessary.

   C. Initial adoption and subsequent revision of these Bylaws shall follow the same process:
      - The Bylaws Committee shall formulate proposed Bylaws, or revisions thereof.
      - These Bylaws or revisions shall be presented to the FAC at a full meeting for discussion. Revisions approved by a majority of voting members at that meeting shall be incorporated into the proposed Bylaws.
      - The Bylaws (or revisions) may be approved at the meeting at which they are presented, with revisions as appropriate, by a majority vote of those voting members present.
      - If Bylaws cannot be approved as presented (with revisions), or if proposed revisions require more extensive discussion and/or research than can be accomplished within the structure of a regular FAC meeting, the Bylaws may be returned to the Bylaws Committee for further work, with instructions from the FAC, and then be presented for further discussion and approval at a future meeting.
D. Any member of FAC may communicate proposed amendments or revisions to the Bylaws to any member of the Bylaws Committee for consideration.
   • Such amendments or revisions shall be acted upon by the Bylaws Committee (either to bring forward to the full FAC as a recommended change or to explicitly decline to do so) within two months.
   • Any Member who feels that a proposed change that was rejected by the Bylaws Committee merits fuller discussion retains the right to bring the proposal to the full FAC at a regular meeting, as scheduled by the Chair.

7. Section 7 Committees
A. Committee appointments shall be made by the Chair and ratified by the FAC.
   • For all Committee appointments, the Chair, in consultation with the Executive Committee, shall solicit nominations, including self-nominations, from the FAC membership, at least 1 week before proposing appointments.
   • In the interest allowing committees to begin their work expeditiously, and for vacancies to be filled without delay, the Chair may then make appointments between FAC meetings, in consultation with the Executive Committee.
   • Appointments must then be individually ratified by vote of the FAC membership, either in person at a meeting or by email, as soon as is practical. If an appointment is not ratified by the FAC membership, the Chair shall, in consultation with the Executive Committee, propose alternative appointments, following the same procedure.

B. The Executive Committee shall assist the Chair in setting agendas and managing other aspects of FAC business, as detailed above.

C. The Bylaws Committee shall be appointed by the Chair and ratified by vote of the FAC at a regular meeting.
   • The Bylaws Committee shall consist of 3 voting FAC members from at least two departments.
   • The Bylaws Committee shall meet at least twice annually, and more frequently when proposed revisions to the Bylaws so require, as detailed above.
   • Members of the Bylaws Committee shall serve for 1 year, concurrent with the term of the Chair. Members may be re-appointed by the new Chair.
   • Should a member of the Bylaws Committee step down (from the Committee or from FAC entirely), their position shall be filled by appointment by the Chair, confirmed by vote of the FAC at the next full meeting.

D. The Membership Committee shall be appointed by the Chair and ratified by vote of the FAC.
• The Membership Committee shall consist of 3 voting FAC members from at least two departments.
• The Membership Committee shall meet when issues arise that require its attention, and at least twice annually.
• The Membership Committee shall consider issues related to FAC membership, terms, and voting rights. These may include (but are not limited to):
  1. Specific departmental requests to waive the usual term limits (as when an appropriate replacement candidate is not available).
  2. Specific departmental requests to name a FAC representative who is not a member of the ladder faculty, a Research Scientist, or a Senior Research Scientist (which may be appropriate when an individual with a different rank align with those of the ladder faculty, and when such an individual is seen by their constituents as being an appropriate representative).
  3. Review of departmental nomination and voting procedures.
  4. Review of procedures established by groups such as SWIM and MORE to ensure that their representatives are elected and representative of their constituents, and validation that such representative are, by merit of having been elected, appropriately seated a voting rather than liaison members of FAC.
• Members of the Membership Committee shall serve for 1 year, concurrent with the term of the Chair. Members may be re-appointed by the new Chair.
• Should a member of the Membership Committee step down (from the Committee or from FAC entirely), their position shall be filled by appointment by the Chair, confirmed by vote of the FAC at the next full meeting.

E. Ad hoc committees may be constituted to address specific issue of interest to the FAC.
• Ad hoc committees shall consist of 3-5 voting or nonvoting FAC members, with no more than two members from an individual department.
• Members of ad hoc committees shall be proposed by the Chair and confirmed by vote of the full FAC, following the procedure outlined above for standing committees.
• Ad hoc committees may determine their own internal structure (e.g. committee chairs).
• Ad hoc committees shall report at intervals to the FAC on the topics within their purview, as scheduled by the Chair.
• Terms of ad hoc committee members shall co-terminate with the term of the Chair. Committee members may be re-appointed by the incoming Chair.
• Should a member of an ad hoc committee step down (from the Committee or from FAC entirely), their position may be filled by appointment by the Chair, confirmed by vote of the FAC at the next full meeting. It is not necessary to fill a vacant slot on an Ad hoc committee, as long as the remaining membership consists of 3-5 voting FAC members from at least 2 departments.
• In some cases it may be desirable to invite one or more members of the medical school community who are not elected members of FAC but who have particular knowledge or expertise of relevance to join an ad hoc committee. Chairs, vice-chairs, deputy chairs, associate chairs, section leaders, and faculty members with a formal role within the central School of Medicine administration are not eligible to participate in the ad hoc FAC committees. Ad hoc committees may petition the FAC Chair to invite such non-FAC members to join; this shall be permitted upon approval by the FAC Chair. Non-FAC members may be invited to attend FAC meetings at which the topics to which they have contributed are being discussed and may present and/or participate in discussion at such meetings, but they may not vote. If the ex-FAC member had been the ad hoc committee Chair when their FAC term ended, they may continue to serve as committee Chair. To do so, a Co-Chair who is an active FAC member must be appointed. This will ensure both continuity and consistent ad hoc committee leadership representation at FAC meetings.

F. Committees are not required to maintain minutes of their discussions, to post meeting times in advance, or to make their meetings open to the public; however, they may wish to do so, depending on the topics under discussion.

Contact Information

• YSM Dean’s Office

Revision History

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