

Charter for the Creation of a University Faculty Council

The University Faculty Committee recommends to the faculties of the various schools of Pepperdine University and to the university administration that the following Charter for a University Faculty Council be approved and put into effect:

Creation and Composition of the UFC

1. There shall be a University Faculty Council (“UFC”), consisting of members of the faculty, who will be voting members, and of the President and Provost of the University, who will be nonvoting, ex officio members. The faculty of each school of Pepperdine University (acting pursuant to procedures adopted by each school's faculty) shall elect the voting members of the UFC promptly after approval of this Charter and then ensure that UFC positions remain filled so that the UFC can function properly. The number elected by each school’s faculty shall be as follows:

Seaver College	4
The Graziadio School of Business and Management	3
The Graduate School of Education and Psychology	2
The School of Law	2
The School of Public Policy	1

Each school’s faculty shall have the power to decide (pursuant to procedures adopted by each school’s faculty) (1) whether to elect one or more alternates to attend UFC meetings in the event a regular member cannot attend, (2) the length of service of the UFC members elected by the school’s faculty, (3) whether members may serve multiple terms, (4) grounds and procedures for removal and replacement of its elected UFC members, and (5) other similar matters relating to its elected UFC members.

Presiding Officers and Scheduling of Meetings

2. At the beginning of each academic year, the voting members of the UFC shall elect one of their number to be chair of the UFC and another of their number to be vice-chair. A simple majority vote of the voting members present will be required to elect the chair and separately to elect the vice-chair. Eight voting members shall constitute a quorum for purposes of election of the chair and vice-chair. The chair and vice-chair shall be from different schools. The vice-chair will act in all respects in place of the chair if the chair is unavailable or unable to act. The UFC ordinarily will meet two or three times during the Fall semester, and two or three times during

the Spring semester. The chair will be responsible for scheduling and calling the meetings each semester. The chair may in his or her discretion schedule and call additional meetings. The chair must promptly schedule and call a meeting on written request of six voting members of the UFC. The chair and vice-chair each shall serve until his or her successor is elected or until he or she is removed from the position of chair or vice-chair by the affirmative vote of at least 8 voting members of the UFC. A recording secretary also shall be selected to record and distribute the minutes of each UFC meeting.

Purposes and Manner of Conducting Meetings

3. The primary purpose of the UFC is to establish a formal relationship between and among the faculties of the five schools of the University and the University administration, in furtherance of the University's collaborative consensus approach to shared governance. For purposes of the UFC's role in shared governance, faculty are those who have primary responsibilities that include teaching or scholarly research and with respect to whom the faculty have substantial influence on both hiring and retention (including but not limited to all tenured and tenure-track faculty) and not holding primarily administrative positions.

UFC meetings ordinarily will consist of discussion of issues of university-wide concern suggested by the voting and nonvoting members of the UFC. The UFC shall consider the concerns not only of the faculty but of the whole university community. The UFC should avoid discussion of issues that concern the internal affairs of any school except on request of one or more of that school's faculty members who are members of the UFC. (Internal affairs of a school are defined as any matter whose principal effect is solely upon the faculty members, staff, or students of a specific school. Examples of internal affairs include but are not limited to topics such as faculty's teaching loads and salaries, whether or not such matters are raised for direct discussion or for purposes of comparison with other Pepperdine schools.) UFC meetings will serve to

- a. provide a channel for communication between faculty and university administration (or other constituencies of the university);
- b. provide a channel for the university administration to consult with the faculty;
- c. provide a channel for information and concerns to be communicated effectively between and among the university administration and the faculties of the various schools; and
- d. exercise decision-making powers developed through a process of consensus among the faculty body, the university administration, and the faculties of the schools.

When necessary, the UFC may create committees to study specific issues of university-wide concern and to report back to the UFC. In addition, the individual members of the UFC may serve in a liaison role to the President and Provost on behalf of their respective faculties. However, this shall not be construed to limit the ability of the President and Provost to communicate directly with the faculties or of faculty members who are not members of the UFC to communicate directly with the President and Provost.

The UFC shall select one of its voting members to serve as a liaison between the UFC and (a) the UAC, (b) the UMC, (c) the UPC, (d) the UTC, (e) the UDC, (f) the ASLC, and any other University committees as agreed between the UFC and the University administration. If a member of the UFC is a member of such a committee, then that member shall serve as the liaison.

4. It shall be an important duty and responsibility of all members of the UFC, both voting and nonvoting, to attend the meetings of the UFC. For the sake of continuity in discussion, regular voting members rather than alternates should attend. (Nevertheless, where an alternate attends in place of a regular voting member, the alternate shall be considered a full voting member of the UFC.) The chair may schedule and call special "executive session" meetings for only the voting members of the UFC. In addition, at any time during a meeting the voting members of the UFC by simple majority vote may choose to go into an "executive session" attended only by the voting members for a portion of or for all of the remainder of the meeting.

5. The UFC shall determine how decision-making will be exercised. This may be accomplished by simple majority vote of voting members of the UFC, by more than a simple majority, by consensus, or through some other process. If a member of the UFC determines that a formal resolution is required, or the UFC identifies the need for such, a member may submit to the chair or to the vice-chair a request that the UFC vote to adopt a resolution. The request shall include the proposed resolution. Upon receipt of such a request, the chair shall place the proposed resolution on the UFC agenda. If the chair is the member who submits the request, then the vice-chair will act in place of the chair and place the resolution on the agenda.

6. When such a proposed resolution is placed on the UFC agenda, the chair shall send a copy of the proposed resolution to each member of the UFC as reasonably requested by the member. No vote may be held on such a resolution until at least 72 hours after the resolution is sent to each member. No meeting at which a vote on such a resolution is taken may be held on less than 72 hours notice (by means reasonably requested by each member) of the date, time and place of the meeting. A proposed resolution will be adopted by the UFC only on the affirmative vote of at least 9 voting members of the UFC. No voting by proxy will be permitted, but where a member or members (and their alternates, if any) are unable to attend in person a meeting at which a vote is to be taken, every effort should be made to permit the member or members (or their alternates) to attend and to vote telephonically (by conference call if necessary and with a speaker phone in the meeting room). Each faculty member on the UFC is entitled to vote (including chair and vice-chair), even if the faculty member is presiding over the meeting. The hours of midnight to midnight on any weekend day or university holiday shall not count toward the 72 hours required by various provisions of this paragraph 6 and the following paragraph 7.

7. A proposed resolution may be amended by the affirmative vote of seven voting members of the UFC. If the amended resolution differs in any substantial way from the original proposed resolution or on request of four or more voting members, 72 hours' notice of the amended resolution and of the date, time and place at which the meeting will reconvene for voting must be given, as provided in paragraph 6.

8. No resolution may be adopted by the UFC dealing with the internal affairs of a school, unless that school's faculty (voting under procedures adopted by that school's faculty) requests the UFC to consider adopting such a resolution.

9. Due to the communicative function of the UFC, its discussions will not generally be considered confidential. University administrators may, however, identify particular information given by them at UFC meetings as confidential. In the event a formal resolution is adopted by the UFC, the contents of the resolution shall not be considered confidential except to the extent, if any, that the resolution provides for confidentiality.

Initial Faculty Membership of the UFC

10. Faculty members chosen to serve on the existing University Faculty Committee for 2000-2001 shall serve as members of the University Faculty Council until their school elects faculty members to serve on the University Faculty Council. The UFC may begin to function before each school has elected all of the faculty members which it is entitled to elect. During this interim period, UFC representation for each school will be limited in accordance with the member allocation described in paragraph 1 of the Charter.

Termination by Vote of Faculties

11. The faculties of the schools may vote at any time (under procedures adopted by the faculties of each school) to terminate the UFC. The UFC will terminate on the date on which a majority of the schools shall have adopted (and not rescinded) faculty resolutions calling for its termination.

Amendment of Charter of UFC

12. Amendments to the Charter that define or alter the decision making powers of the UFC shall go into effect upon approval by the faculties of all five schools (under procedures adopted by the faculties of each school) and by the President of the University. Amendments to the Charter that pertain solely to the procedures followed in conducting UFC business will not require Presidential approval and shall go into effect upon approval by the faculties of all five schools (under procedures adopted by the faculties of each school).

Approvals Necessary for Charter to Go into Effect

13. This Charter shall go into effect upon approval by the faculties of all five schools (under procedures adopted by the faculty of each school) and by the President of the University.

Historical Note: Approved by the University Faculty Committee for review by President Benton on March 13, 2001. Recommended for adoption to the various schools of the University and to the University administration on March 26, 2001 by the 2001 University Faculty Committee. Approved by the faculties of all five schools and by President Benton in 2001. Renewed for a term of five years by the faculties of all five schools in the spring of 2005. Renewed in 2010 without a new sunset date by each of the five schools on the following dates: April 13 (School of Law); April 22 (Seaver College); June 12 (Graduate School of Education and Psychology); June 22 (The Graziadio School of Business and Management); July 15 (The School of Public Policy). The original charter (2001) included a Sunset Clause calling for a continuation resolution in 2005. As described in this note, a resolution adopted by each faculty in 2005 added five years to the council and a second resolution adopted by each faculty in 2010 removed the Sunset Clause. Upon this revision of the Charter, the Sunset Clause has been deleted and the University Faculty Council will continue unless and until the "Termination by Vote of Faculties" is exercised in which a majority of the five schools of Pepperdine vote to terminate its existence. The Charter represented here was approved by the University Faculty Council on November 11, 2012, and submitted to the five schools in January-March, 2013, at which time it received the approval of all schools.[10/8/2014]