
Bylaws and Governance Working Group Recommendations:

Amendments to the Bylaws of the WPI Corporation and Additional Actions

Working Group :

Laurie Leshin (Pres., Chair)
Andy Aberdale (Trustee)
Jim Cocola (HUA)
Tanja Dominko (SOF, BBT)
Marni Hall (Trustee)
Steve Kmiotek (ChE)
Mark Richman (ME)
Wole Soboyejo (Provost)

April 11, 2019

Timeline Related to Updated Bylaws

- November 2:
 - Board approves new Bylaws, to go into effect November 12
- November 12:
 - Board agrees to delay implementation of Bylaws until Dec. 1
- November 15:
 - Special Faculty meeting expresses united concerns and determines a response
- November 26:
 - Trustees agree to work with Faculty Governance to establish a process to collaborate on the revision of the Bylaws
- November 30:
 - Meeting of a Trustee/Faculty/Administration Task Force to establish goals, working group membership and charge, process and timeline for revision of Bylaws
- December 7:
 - The Task Force forwards the goals, Bylaws and Governance Working Group (BGWG) membership and charge, process and timeline for revision of Bylaws to the Board of Trustees
 - Board agrees to delay implementation of revised Bylaws until May 15, 2019
- January 11 - today:
 - Bylaws and Governance Working Group works towards today's recommendations

Issue: Authority

- Article XI - Authority (pending, Nov, 2018):
 - Nothing herein shall limit the President’s authority to manage the University or to establish policies related thereto, subject to Board approval.
 - In the case of any conflict between these Bylaws and other University policies, manuals, of handbooks (e.g. Employee Benefits and Policies Manual; WPI Faculty Handbook) these Bylaws shall prevail.
 - In the event of any ambiguities in these Bylaws, the interpretations of the Board shall be controlling.
- Faculty concern expressed:
 - Motion (Nov. 15, 2018) – asked Board to rescind Article XI of pending Bylaws
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “Authority to override the Faculty Handbook”
 - Concern: “Board’s Interpretation ‘controls’ any ambiguities in the Bylaws”
- Working Group Recommendation (amended Bylaws – May 2019):
 - **Remove Article XI from the pending Bylaws.**

Issue: Academic Freedom

- Article IV, Section 2.A – Academic Freedom (pending, Nov, 2018):
 - Pending Bylaws *included* a statement of academic freedom at WPI
 - The statement of academic freedom *differed* from the statement in the Faculty Handbook
 - **Added:** “It is critically important that WPI Faculty members have freedom in carrying out their academic activities within the framework of WPI’s policies and *society’s norms*. *Consistent therewith*, the University is committed to academic freedom in teaching, in the conduct of research and publication, and in service activities.”
 - **Subtracted:** “Faculty members are entitled to full academic freedom in research and in the publication of the results, subject to adequate performance of their other academic duties; but research for pecuniary return should be in accordance with established WPI policy.”
- Faculty concern expressed:
 - Motion (Nov. 15, 2018) – asked Board to rescind Article IV, Section 2.A of pending Bylaws
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “Academic freedom placed in the Bylaws and within the framework of ‘society’s norms’ ”
 - Concern: “Inclusion in the Bylaws of academic matters: Academic Freedom”
- Working Group Recommendation (amended Bylaws – May 2019):
 - **Remove Article IV, Section 2.A from the pending Bylaws.**

Issue: Faculty

- Article IV, Section 1.E– The Faculty (pending, Nov, 2018):
 - The bylaws *included* a description of the faculty *with*:
 - *Designation of faculty members, by title.*
 - *Reporting lines for faculty members and Department Heads*
 - *Primary responsibilities and (partial) list of duties of the Faculty*
- Faculty concern expressed:
 - Motion (Nov. 15, 2018) – asked Board to rescind Article IV, Section 1.E of pending Bylaws
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “Inclusion in the Bylaws of academic matters: Faculty”
- Working Group Recommendation (amended Bylaws – May 2019):
 - *Rewrite* Article IV, Section 1.E of the pending Bylaws:
 - *“The faculty is understood to consist of such persons as shall be designated in the Faculty Constitution and Faculty Bylaws and approved by the Board of Trustees”*
 - Faculty members report to their respective Department Head and/or Program Director.
 - The WPI faculty are primarily responsible for advancing WPI’s academic mission through instruction and expanding the boundaries of knowledge through scholarship and research.
 - Faculty members also paly critical service roles within and outside the University.
 - *The roles, responsibilities, and rights of faculty are documents in the WPI Faculty Handbook*

Issue: Provost

- Article IV, Section 1.C – The Provost (pending, Nov, 2018):
 - Pending Bylaws *included* a description of the Provost
 - The description contained the following *broad* statements:
 - The Provost shall take *the* initiative in proposing plans and actions in academic matters, in reviewing and implementing educational programs and policies, and in meeting and consulting with Academic Deans, Department Heads, and members of the Faculty.
 - The Provost.....shall be *an ex officio member of every Faculty committee* and all committees (except joint tenure and promotion committees making recommendations to the Provost) or other bodies concerned with academic policy and appointments.
 - The Provost *creates, reviews, and approves academic policies*
- Faculty concern expressed:
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “*Inclusion* in the Bylaws of academic matters: Provost”
 - Concern: “Provost written in as *an ex officio member of all Faculty committees*”
 - Concern: “Provost *creates, reviews, and approves academic policies.*”

Issue: Provost (cont.)

- Working Group Recommendation (Amended Bylaws – May 2019):
 - Pending Bylaws *still include* a description of the Provost
 - The description is modified in the following ways:
 - *In consultation with Deans, Department Heads and members of the Faculty*, the Provost shall take ~~the~~ initiative in proposing plans and actions in academic matters, in reviewing and implementing educational programs and policies, ~~and in meeting and consulting with Academic Deans, Department Heads, and members of the Faculty.~~
 - ~~The Provost.....shall be *an ex officio member of every Faculty committee* and all committees (except joint tenure and promotion committees making recommendations to the Provost) or other bodies concerned with academic policy and appointments.~~
 - *The Provost collaborates with Deans, Department Heads and members of the faculty on academic matters*; ~~The Provost creates, reviews, and approves academic policies~~

Issue: Academic Deans

- Article IV, Section 1.D – The Academic Deans (pending, Nov, 2018):
 - Pending Bylaws *included* a description of the Academic Deans
 - The description contained the following *broad* statements of responsibilities:
 - *Setting* the strategic direction of teaching, scholarship, research, and new programs and initiatives;
 - Collaborating with the other Academic Deans to advance institutional goals;
 - *Evaluating faculty members...*
 - Making *recommendations* to the Provost regarding.....tenure and promotion
 - *Appointing*, supervising and evaluating Associate Deans, Department Heads, Program Directors, *Faculty....*
- Faculty concern expressed:
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “*Inclusion* in the Bylaws of academic matters: Deans”
- Working Group Recommendations (Amended Bylaws – May 2019):
 - Pending Bylaws *still include* a description of the Academic Deans
 - The description is modified in the following ways:
 - *Taking initiative in proposing Setting* the strategic direction of teaching, scholarship, research, and new programs and initiatives;
 - Collaborating with the other Academic Deans, *Department Heads, Program Directors, and members of the faculty on academic matters* to advance institutional goals;
 - ~~*Evaluating faculty members...*~~
 - *Consulting with* Making ~~*recommendations*~~ to the Provost regarding *recommendations* for.....tenure and promotion
 - ~~*Appointing*~~, Supervising and evaluating Associate Deans, Department Heads, Program Directors, *Faculty.....and making recommendations to the Provost on appointments to these roles.*

Issue: President

- Article IV, Section 1.B – The President (pending, Nov, 2018):
 - The description contained the following :
 - The President is.....*an ex officio member of all committees of the.....Faculty (except joint tenure and promotion making recommendations to the Provost and the President)*;
 - The President has the full authority to: *Set institutional policies*;
 - The President has the full authority to: Establish an *organizational* structure that will best enable the President to discharge the duties of office effectively;
- Faculty concern expressed:
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: “President written in as *an ex officio member of all faculty committees*”
 - *Additional Concern Raised (during Working Group deliberations)*
 - *Concern: “The language in the description of the President’s roles and responsibilities is unnecessarily specific”*
- Working Group Recommendations (Amended Bylaws – May 2019):
 - The description is modified in the following ways:
 - ~~The President is.....*an ex officio member of all committees of the.....Faculty (except joint tenure and promotion making recommendations to the Provost and the President)*;~~
 - The President has the full authority to: *Oversee Set institutional policies policy-making*;
 - The President has the full authority to: Establish an *administrative organizational* structure that will best enable the President to discharge the duties of office effectively;
 - Add (AAUP Language): *It is the duty of the President to see that the standards and procedures in operational use within the University conform to the policy established by the Board and to the standards of sound academic practice.*

Issue: Global School

- Article IV, Section 1.D - (pending, Nov, 2018):
 - ...WPI's four Schools: The School of Arts and Sciences; The School of Engineering; The Foisie School of Business; *and the Global School*.
- Faculty concern expressed:
 - Working Group Charter (Dec. 7, 2018) –
 - Concern: "Global School established without faculty approval"
- Working Group Recommendation (Amended Bylaws – May 2019):
 - **The Global School will be added to the academic structure after faculty endorsement and Board approval.**
 - Amended Bylaws, Article V, Section F – Academic Structure

Issue: Effective Collaboration

- Article IV, Section 2.B – Effective Collaboration (pending, Nov, 2018):
 - While the first half of the statement describes the principles, the second half goes beyond and specifies roles and responsibilities of different constituencies.

- Faculty concern expressed:
 - *Additional Concern Raised (during Working Group deliberations)*

- Working Group Recommendation (Amended Bylaws – May 2019):
 - **Remove the language dealing with roles and responsibilities**
 - **Rewrite slightly:**
 - Navigating the complex and dynamic requirements of sustaining a thriving university requires the focused and collaborative efforts of all members of the WPI community. Effective collaboration must be rooted in principles that reflect mutual respect, trust, integrity, academic freedom, creativity, flexibility, and agility.

Additional Recommendations for Action

- Ongoing Improved Communication and Collaboration Mechanisms
 - (New) Joint Coordinating Council:
 - President; Provost; Sec. of Faculty; Chair of COG; one Trustee
 - Monthly meetings – with reports to Trustees and to the Faculty for information, and required Board/Faculty Governance action
 - (Existing) Mechanisms for Interactions between the President and Faculty Governance
 - Invitations to Committee Chairs' Meetings; Governance Committee meetings
 - (New) Additional Opportunities for Faculty, Administration, Trustee interactions
 - At Board meetings; Informal meetings
- Process for Future Updates to the Bylaws that have Impact on the Academic Enterprise
 - Consultation with faculty and administration through JCC
 - Four-week comment period, when possible
- Addition of More Academic Expertise to the Board of Trustees
 - Two new trustees with deep academic experience to be added within two years.
- Revisit Process for Appointing Faculty Members to Board Committees
 - Collaboration between Board Chair, President, and Secretary of the Faculty

Additional Recommendations for Action

- Long-Term Commitments to and Greater Inclusion of NTT Faculty Members
 - Options for:
 - Longer-term commitments from the University
 - Representation through Faculty Governance
 - Support of the Task Force on the Status of NTT Faculty at WPI
 - Framework to be shared with the JCC for alignment and implementation in 2019-2020
- Role of Deans in the Appointment/Evaluation of Department Heads
 - Proposal from Provost to JCC to COAP and COG to the faculty for Faculty Handbook
 - Update in 2019-2020
- Mechanism for Required Board Approval of Certain Sections of the Faculty Handbook
 - Coordination between Secretary of the faculty, Provost, and Secretary of the Corporation
 - Board approval of changes to Faculty Constitution and University-wide policies in the faculty Handbook

Additional Recommendations for Action

- Revisit Approach to Ensure Worthwhile Faculty Review of Administrators
 - Proposal from Secretary of the Faculty working with JCC and COG by February 2020
- Support for Time and Training of Faculty Governance Leaders
 - Plan from Provost and Secretary of the Faculty for professional development and stipends for faculty governance leaders
- Regular Assessment of the State of Governance at WPI
 - Commitment from the Board and from faculty governance to assess their own effectiveness and identify opportunities for improvement
 - Commitment from the President (with input from JCC) to assess the health of shared governance every three years.

Discussion