1. **DUTIES AND FUNCTIONS**

1.1 The Bylaws of Cornell University state that the duties of the Medical College faculty shall be discharged ordinarily by an Executive Faculty Council, composed of the President of the University, the Provost for Medical Affairs and Dean, the Associate Deans, and the academic department chairmen, and such other persons as may be designated by the President, and a General Faculty Council consisting of representatives elected by various disciplines and constituent elements of the College as the Board of Trustees shall authorize and provide.

1.2 As stated in the Bylaws of Cornell University, it is the duty of the Medical College faculty to determine the entrance requirements for its students; to prescribe and define courses of study for them; to determine the requirements for such degrees as are offered to students under its jurisdiction; to recommend to the President such candidates for degrees as may have fulfilled the requirements thereof; to enact and enforce rules for the guidance and supervision of its students in their academic work; and, in general, to exercise jurisdiction over the academic interests of students and all other educational matters in the Medical College.

1.3 In addition, General Faculty Council members are responsible for investigating matters of interest and concern to the faculty and presenting these issues to the Administration; requesting and accepting from their constituencies suggestions for matters to be considered by the Council and opinions regarding matters of concern to the Faculty; maintaining effective faculty participation at the Medical College; reporting the activities of the Council to their constituencies, particularly those that will have a significant impact on the institution; receiving regular reports from the Dean of the Medical College and other members of the Administration on matters of relevance to the faculty; serving as a consultant to the Dean of the Medical College and ascertaining faculty opinion on matters that the Dean chooses to bring before it. These duties are facilitated by regular attendance at Council meetings and through regular consultation with constituencies.

2. **MEMBERSHIP**

2.1 The voting population of the Council shall consist of Departmental Representatives, At Large Representatives, Voluntary Faculty Representatives, Post-doctoral Fellows, and representatives of affiliated institutions and network hospitals.

2.1.1. Departmental Representatives shall be nominated and elected by and from among full-time faculty members holding primary appointments in the department they represent.
a) One Member from each of the following Clinical Departments: (14)

Anesthesiology  Obstetrics & Gynecology  Public Health
Cardiothoracic Surgery  Ophthalmology  Radiology
Dermatology  Orthopaedic Surgery  Surgery
Neurology & Neuroscience  Otolaryngology  Urology
Neurological Surgery  Pediatrics

b) One Member from each of the following Basic Science Departments: (7)

Biochemistry  Pathology & Laboratory Medicine
Cell & Developmental Biology  Pharmacology
Genetic Medicine  Physiology & Biophysics
Microbiology & Immunology

2.1.2. At Large Representatives shall be elected to represent special constituencies with eligibility and procedures as defined by these Bylaws.

a) Two Clinical Department Scientists At Large elected jointly by faculty members in the Clinical Departments named in 2.1.1. and 2.1.3, for whom research constitutes the major component of their Weill Cornell activities. (2)

b) Four Basic Science Department Scientists At Large elected jointly by faculty members in the Basic Science Departments named in 2.1.1. (4)

2.1.3. One Member elected from the full-time faculty and one Member from the voluntary faculty from each of the following departments: (4)

Medicine  Psychiatry

2.1.4. One Member shall be elected from the teaching faculty at each of the following affiliated hospitals: (2)

Memorial Hospital
Hospital for Special Surgery

2.1.5. Two Members shall be elected from the teaching faculties of Network affiliated hospitals. (2)

2.1.6. Two Members shall be elected by the Post-Doctoral Fellows: (2)

One from the Basic Science Departments
One from the Clinical Fellow population

2.2 Non-voting members shall include two representatives from the Executive Faculty Council, two representatives from the Medical Student Executive Council, and one student representative from the Graduate School of Medical Sciences. Additional non-voting members from affiliated institutions may be elected to the Council as determined by the GFC from time to time.
2.3 Non-voting *ex officio* members shall include the President, the Provost for Medical Affairs and Dean of the Medical College, the Dean of the Graduate School of Medical Sciences, the Associate Deans, the Full-Time Faculty Representative on the Medical College Board of Overseers and such other administrative officers as the Council may invite as non-voting *ex officio* members.

3. **SUFFRAGE AND QUALIFICATIONS FOR OFFICE**

3.1 Departmental Representatives

Full-time employed faculty with appointment at the rank of Instructor or above, except as noted in paragraph 3.4., shall be eligible to nominate, serve and vote for Departmental Representatives. Except as provided in paragraph 2.1.3., the full-time faculty representative from each department will serve as representative for the full-time and voluntary faculty in his/her department.

3.2. At Large Representatives

3.2.1. Faculty members eligible to nominate candidates, run for election and vote in the Clinical Department Scientist At Large elections will be those individuals with primary appointments in Clinical Departments for whom research constitutes the major component of their Weill Cornell activities. Eligible faculty members will be identified each year at the beginning of the annual election period through a procedure to be adopted by the Council.

3.2.2. Faculty members holding primary appointments in any of the Basic Science departments are eligible to nominate candidates, run for election and vote in the Basic Science At Large elections.

3.3. Voluntary faculty with appointment at the rank of Instructor or above shall be eligible to nominate, serve and vote for Voluntary faculty representatives.

3.4. Fellows are eligible to vote for or serve as the Representative of the Fellows. Individuals holding faculty appointments as Instructor, but enrolled in graduate training programs, will be considered Fellows for purposes of service and voting.

3.5 The Council is the sole judge of qualifications and eligibility of its members.

4. **ELECTION AND TENURE**

4.1 Members shall be elected by the faculty of their constituencies in May/June for a term of three years beginning the next first of July, except that the representatives of the Fellows shall be elected in September for a term beginning with the election and ending the earlier of: 1) the next election or 2) termination of the representative’s appointment at the institution.
4.2 No Member shall serve more than six years without an intervening period of at least one year, except that a Member may serve two full three-year terms after filling an unexpired term or a term of less than three years. If a Member is elected an Officer of the Council, membership on the Council may be extended for enough years to allow fulfillment of the term as an Officer.

4.3 When Members are selected separately from the full-time and the voluntary faculty of a single department, the full-time faculty of that department shall elect the full-time representative Member, and the voluntary faculty of that department shall elect the voluntary representative Member.

4.4 Regular election of Departmental and At Large Members shall be conducted under supervision of the Office of the Secretary no later than the second week of June prior to the end of the term of the Member. The election period shall extend for a period of seven (7) business days with the voting dates/times published on the election notice and the ballot.

The Office of the Secretary shall give notice of the election to, and request nominations from, all voting members of each constituency having Member openings by the first of April prior to the election. Nominations will be open for 30 days. If the number of candidates nominated equals the number of open positions at the close of the nomination period, those candidates will be deemed the winners of the election, and no ballot will be circulated.

It will be the responsibility of each constituency to ensure that contact information for eligible voters is kept current.

4.5 Election will be by written ballot by email, fax or electronic voting system approved by the Council and designed:
   a) to maintain confidentiality of each voter’s choice(s) and
   b) to preclude casting more than one vote.

4.5.1. The winner of the Departmental Representative elections will be the candidate who receives the majority of votes. If no candidate receives a majority in the first round of voting, a run-off election of the top two candidates will be held within 2 weeks, following the same voting procedures identified in 4.4 and 4.5.

4.5.2. The At Large elections may involve more than one open position. Winner(s) of the At Large elections shall be determined using the “ Ranked Ballot” (“Instant-Runoff”) voting system, whereby voters rank all candidates in order of preference. After votes for the first-choice candidates are tabulated, the candidate with the fewest votes is eliminated. The voters for that candidate have their second choice votes cast, and new totals are tabulated. This process continues until the number of open positions is filled.

4.6 If a Member is unable to attend to the duties of office, including regular attendance at meetings, the Council may determine that a vacancy exists. Absence from three
consecutive meetings within an academic year and without explanation or substitution will be sufficient reason for terminating a Member’s tenure on the Council to establish a vacancy.

4.7 The Steering Committee of the Council may request the Office of the Secretary to conduct an election in any constituency in event of a vacancy.

4.8 The Council shall resolve and decide any issues that arise regarding the conduct of elections.

5. **OFFICERS**

5.1 The Council shall have the following officers: Chair, Vice-Chair and Secretary.

5.2 Officers shall serve for a term of two years, beginning the first of July following their election. Officers will be elected at the May meeting of the Council. In the absence of a quorum, elections may be postponed to the June meeting. Election shall be by a majority of voting members present. The Council may make regulations concerning nominations of Officers.

5.3 At the end of his or her term, the Chair will remain as a non-voting Member of the Council for a period of six years. He or she will be designated as a Senior Councilor.

5.4 A Steering Committee shall consist of the Officers and the three past Chairs of the General Faculty Council.

5.5 The Council shall fill any mid-term vacancy among the Officers or Steering Committee at the next Regular Session, in accordance with the nominating regulations.

5.6 **Duties of Officers:**

A. The Chair and Vice-Chair during their term are Representatives of the General Faculty Council to the Executive Faculty Council.

B. The Chair presides at meetings; may call special meetings of the Council; may, after consultation with Council and Faculty Members, appoint and charge committees; may serve as an *ex officio* member of the committees of the Council, and shall perform other appropriate duties as determined by the Council.

C. The Vice-Chair shall perform the duties of the Chair in the Chair’s absence, may serve as an *ex officio* member of Committees of the Council and such other appropriate duties determined by the Council.

D. The Secretary shall arrange for the minutes of the Council to be recorded, for notices of meetings to be issued, and an agenda to be issued a week prior to Regular Sessions of the Council and perform other appropriate duties as determined by the Council.
E. The Steering Committee shall prepare an agenda for each Session of the Council.

6. STANDING COMMITTEES

6.1 Without prejudice to the Standing and ad hoc Committees of the Medical College appointed by the Officers of Administration, the Council may create committees for the discharge of any function within its jurisdiction and exercise jurisdiction over educational matters in the Medical College that have been delegated to the Council by the University Bylaws.

6.2 The standing committees of the General Faculty Council shall be the Basic Sciences Committee, the Benefits Committee and the Clinical Committee.

A. The Basic Sciences Committee shall be responsible for investigation of issues directly affecting the basic science faculty.

B. The Benefits Committee shall be responsible for investigation of issues affecting benefits of the GFC constituents.

C. The Clinical Committee shall be responsible for investigation of issues directly affecting the clinical faculty.

D. The Education Committee shall be responsible for investigation of issues related to educational matters.

The Council may establish and constitute special committees as it deems necessary and appropriate from time to time and shall specify their duties. The committees shall meet on an ad hoc basis to deliberate on issues that require greater consideration and review than might be permitted during the course of general meetings.

6.3 The Chair may appoint members to the committees of the Council (5.6.B), which may include Faculty or Students who are not Members of the Council. Council Members who have not been appointed to a committee, but are interested in the issue that is being examined by that committee will not be excluded from the committee’s review process.

7. MEETINGS

7.1 The Council shall meet in Regular Session monthly at a time and place determined by the Council.

7.2 Special Sessions of the Council may be called by the Chair or the Steering Committee or by request of five Members or by request of the President or the Dean.

7.3 A Quorum shall be half of the elected voting faculty Members.
7.4 Each elected Voting Member present shall have one vote.

7.5 The Council shall make provisions for the widest possible publicity of its proceedings to the Faculty.

8. **ACTION THROUGH WRITTEN CONSENT**

8.1 At the discretion of the Council Chair, the Council may take an action without a meeting when all voting members consent in writing to the adoption of a resolution authorizing such action. Actions by written consent may not include:

- amendments to the Bylaws,
- approvals of college-wide policies,
- election to tenure, or
- student disciplinary actions.

Such written consent may be solicited by email, fax, institutional mail service or any normally accepted postal delivery service, with instructions provided for method of response.

8.2 A written consent item may require ratification by the Council in a meeting, should any two voting Council members submit a request for discussion and ratification. Such request must be submitted in writing within 30 days of the closing date of the written consent voting period. Such requests for ratification of written consent actions should be directed to the attention of the Council Chair and submitted to the Office of the Secretary.

9. **AMENDMENTS**

Amendments to these Bylaws shall be by affirmative vote of two-thirds of the total voting Membership at a Regular Session following the Session at which the proposed Amendment is presented and debated.