

BYLAWS OF THE SCHOOL OF MEDICINE FACULTY VIRGINIA COMMONWEALTH UNIVERSITY

ARTICLE I: NAME

The name of this organization shall be the Faculty of the School of Medicine (SOM) of Virginia Commonwealth University

ARTICLE II: PURPOSE

The purpose shall be to establish, in conformity with the mandate of Article VI of the Bylaws of the Faculty of Virginia Commonwealth University, an orderly instrument whereby each member of the Faculty of the School of Medicine will be guaranteed the right to freely express opinions and concerns about any and all matters vital to the welfare of the University and to the proper function of this School, and through which the Faculty can effectively participate in the formation of policies for the School of Medicine. The Faculty of the School of Medicine Bylaws recognize and conform to University Policies and the University Council Shared Governance Statement.

ARTICLE III: MEMBERSHIP

Section 1: Membership in the Faculty of the School of Medicine

Membership in the Faculty of the School of Medicine shall include all full-time, part-time and emeritus University teaching and research and clinical Faculty who hold appointments in the School of Medicine. This membership includes the right to attend and participate in Faculty meetings.

Section 2: Affiliate Faculty

University affiliate Faculty hold "Faculty status" with separate appointment guidelines that are consistent with their mission to the VCU School of Medicine. Faculty status provides them voice in general Faculty meetings of the Medical College of Virginia campus, eligibility to serve on Faculty committees, and to serve as student advisors. Faculty status does not carry with it eligibility for tenure.

Section 3: Right to Express Opinions and Concerns

Each member of the Faculty is guaranteed the right to freely express opinions and concerns about any and all matters vital to the welfare of the University and to the proper function of the School, and through which the Faculty can effectively participate in the formation of policies for the School of Medicine.

Section 4: Voting Membership

- a. Voting membership in the Faculty of the School of Medicine shall include Faculty of the University who hold active tenured, tenure track, or term appointments in a School of Medicine department or the School of Medicine Dean's Office.
- b. University-designated affiliate Faculty who are employed at least 50% by the Veterans Administration may vote in matters that are relevant to the shared missions of the VA and VCU SOM.
- c. University-designated affiliate Faculty who are employed by MCV Physicians may vote in matters that are relevant to the clinical setting.

ARTICLE IV: RIGHTS AND RESPONSIBILITIES OF THE FACULTY

Section 1: Teaching, Research, and Service

The Faculty has the right and responsibility for teaching, conducting research and providing service in the professional and graduate programs of the School of Medicine. The Faculty, through established School-wide committees, has the advisory responsibility for development and participation in decisions for new degree programs, new course offerings, modifications of existing course, and degree requirements.

Section 2: Standard-setting and Governance

Faculty participate in a) setting standards for admission, retention, and graduation of students and determining which students are eligible for graduation, b) formal and informal decision-making processes concerned with educational functions and policies at various administrative levels, and c) committees and processes related to Faculty appointments, reappointments, promotions, and tenure.

Faculty are encouraged to be engaged in the governance of the School of Medicine. This includes individual faculty voicing concerns and suggestions directly to School of Medicine leadership, participating in department meetings, faculty meetings, faculty forums, all provider meetings and called meetings on particular topics. Faculty also are encouraged to participate in standing committees both by participating in nominations and in elections and serving on committees.

ARTICLE V: GENERAL FACULTY MEETINGS

Section 1: Purpose

- a. To promote the exchange of ideas among the Faculty and communication between the Faculty and the School of Medicine Administration.
- b. To act upon significant policy changes to the Bylaws or the School of Medicine Promotion and Tenure Policy that do not conflict with the responsibilities of the University

Administration or Board of Visitors.

Section 2: Meetings

a. At least two regular meetings, with two weeks' advance notice, shall be held during each year. The Dean has the authority to call special meetings with at least one week's advance notice. The Dean shall call a special Faculty meeting upon the written request of five (5) per cent of the voting eligible Faculty members. The Faculty Advisory Council may recommend to the Dean to call a special Faculty meeting.

b. Five (5) per cent of the voting eligible Faculty members constitute a quorum at all General Faculty Meetings.

ARTICLE VI: OFFICERS

Section 1: Dean / Executive Vice President for Medical Affairs

The Dean of the School of Medicine and Executive Vice President (EVP) of Medical Affairs, VCU Health System reports to the Senior Vice President of Health Sciences / CEO of VCU Health System and is the chief academic and administrative officer for the School of Medicine. The Dean / EVP is expected to develop a strategic vision for the future of the School of Medicine and serve as a prominent voice and advocate for the School of Medicine.

The Dean

1. Serves as chief academic officer with ultimate responsibility for the implementation and quality of medical education and graduate programs.
2. Implements the School of Medicine bylaws.
3. Develops and administers the School of Medicine budget. Manages School of Medicine budget and resources to ensure revenue, operating expenses, commitments and reserves are maintained and are used efficiently and effectively.
4. Assures the tripartite research, education, and clinical service missions of the School are respected and nurtured.
5. Is responsible, in concert with the Faculty, for the professional and graduate programs of the School of Medicine, the curricula of the School, and the educational progress of the students through their graduation.
6. Provides support and resources to the Curriculum Council in the execution of their charge to oversee the design and delivery of the undergraduate medical education curriculum
7. Is responsible for all other instructional programs of the School of Medicine, including postgraduate training and continuing medical education.
8. Is responsible for the research enterprise of the School of Medicine including basic health science and clinical research
9. Is responsible for the management and assignment of School space.
10. Leads MCV Physicians, the Faculty practice plan

11. Promotes diversity, equity, and inclusion throughout the missions of the medical School.
12. Fosters and ensures a professional culture across the School of Medicine.
13. Creates an environment of trust, integrity, and accountability while fostering a climate for learning and development of self and others.
14. Is available to engage with Faculty, students, and Staff.
15. Operates an office that functions as a service for the benefit of Faculty, Staff, and students and ensures this culture through senior associate dean and chief of Staff work units.
16. Builds outstanding programs through Faculty recruitment and securing necessary resources.
17. Transmits recommendations from departmental chairs for appointments and promotions of School of Medicine Faculty Members to the Senior Vice President for Health Sciences / CEO for VCU Health after consultation with the involved chair and the School of Medicine Promotions and Tenure committee.
18. Serves as the hiring authority for department chairs. Appoints a Search Committee for all Department Chair appointments that fairly represents School of Medicine stakeholders, including Department Faculty, and whose membership reflects our commitment to inclusion and diversity. Appoint interim department chairs as necessary.
19. Appoints senior academic and administrative personnel.
20. Appoints standing and temporary committees as may be desirable and gives notice of these appointments at a General Faculty Meeting.
21. Chairs meetings of the Executive Committee of the Faculty. Chairs General Faculty meetings. In conjunction with the School of Medicine Faculty Secretary, prepares and submits in advance an agenda for these meetings.
22. Authorizes the Vice Dean, a Senior Associate Dean, or the Chief of Staff to act on the Dean's behalf.
23. Circulates appropriate information to members of the Faculty at intervals throughout the year.
24. Leads the development, implementation, and achievement of the School's strategic plan.
25. Provides leadership for fundraising efforts for the School and serves as the School's chief liaison with the MCV Foundation.
26. Recommends to other University leaders the resources needed to support and foster excellence and innovation in the education, research, and service endeavors of the School of Medicine.
27. Collaborates with fellow Deans to advance institutional goals while also creating and communicating a compelling vision consistent with NIH objectives to accelerate research activity, particularly in the area of translational research.
28. Assures the appropriate input of the Deans of other VCU Schools in the appointment and promotion of medical School Faculty teaching or engaged

- in interdisciplinary research in their respective Schools.
29. Serves as the School of Medicine's leader in legislative efforts with the state legislature and executive branches.
 30. Cultivates strategic partnerships to advance education, research, and clinical missions.
 31. Engages with the Richmond and broader community and promotes community service across our missions.

EVP for Medical Affairs

1. Reports to the VCU Health System Chief Executive Officer.
2. Provides Health System level leadership of clinicians.
3. Provides leadership to the MCV Physicians Practice Plan (MCVP) by supervising the MCVP President and chairing the MCVP Board of Directors.
4. Represents the clinicians and clinical practice on Health System Committees including Health System Executive Committee, Senior Leadership Council, and other committees as appointed by the Health System CEO.
5. Supervises the clinical department chairs and holds them accountable for the clinical and financial performance of their departments.
6. Represents the clinical practice in health system strategic planning.
7. Facilitates execution of health system quality and safety goals within the clinical practice.

Section 2: Department Chair

The Department Chair serves as the chief representative of a department within the institution and reports to the Dean.

Clinical and BHS Chair Expectations

1. Lead by example.
2. Follow VCU and VCU Health Codes of Conduct, Procedures, and Policies.
3. Oversee research, teaching, and financial operations.
4. Work with dean's office, employee relations, practice plan, and clinic leadership to address department professionalism and work environment issues.
5. Manage your workforce including assignment of workload, resources, and the need for recruitment to backfill or create necessary positions.
6. Conduct regular departmental meetings.
7. Engage in individual meetings and coaching/mentoring with faculty on

- a regular basis as needed.
8. Support marketing and development growth.
 9. Provide leadership direction and communication with your department staff, trainees, and faculty.
 10. Participate with peer departmental chairs in institutional leadership activities.
 11. Partner with health system, university, and SOM leadership, to work on culture and teamwork.
 12. Advocate for your faculty, staff, and students for opportunities, recognition, and awards.
 13. Provide accurate, specific feedback annually in faculty evaluations.
 14. Assure compliance of departmental staff and faculty with required trainings, reporting, and procedures.
 15. Work with VAMC leadership, as needed, regarding research and/or training at the VAMC.
 16. Utilizing either an internal appointment or national search, appoint a Division Chair to serve in an interim or permanent role.

Clinical Chairs

17. Work with other services to strengthen clinical care, including operations, quality, safety, and growth.
18. Serve as content experts in respective fields and help develop strategy for clinical operations, safety and quality
19. Works across the health system in partnership with other departments for clinical programs, service lines growth and optimal function

Section 3: The Secretary of the Faculty

A Secretary of the Faculty shall be elected by a majority of the votes from eligible Faculty of the School of Medicine and shall hold office for three years, from July 1 to June 30 of each of the three years.

With assistance provided by the Dean's office, the Secretary shall:

1. Keep an accurate list of voting members of the Faculty.
2. In conjunction with the Dean, prepare and submit an agenda for the twice-yearly meetings.
3. Keep the summaries of all meetings of the School of Medicine Faculty.
4. Distribute a summary of the Faculty meetings to all voting Faculty members.
5. Handle/manage official correspondence from the Faculty to the Executive Committee and the Faculty Advisory Committee
6. Serve as a member of the Executive Committee and Faculty

- Advisory Counsel
7. Work with the members to elect a Chair of the Faculty Advisory Counsel

Section 4: Dean's Senior Leadership Team

The Dean's Senior Leadership Team is an operational team designed to represent the major areas of the School of Medicine's mission. The team fosters and assures alignment and collaboration to support the mission and its faculty, staff and students.

ARTICLE VII: MEDICAL SCHOOL STANDING COMMITTEES AND COUNCILS AND THEIR CHARGES

These bylaws hereby grant the following committees the authority to carry out the committee charges as set forth. Additional committees may be established by the Dean or their designee as needed on an ad hoc basis. Information regarding membership, terms of appointment, quorum, and meeting frequency are delineated in individual committee policies and procedures.

Section 1: Undergraduate Medical Education Curriculum Council

The Curriculum Council is charged with the design, management, integration, and evaluation of the curriculum to ensure a coherent and coordinated curriculum.

Section 2: Executive Committee

The charge of the Executive Committee is to share information across departments and Dean's Office units on the strategy and operation of the School of Medicine with representation from Faculty and Staff.

Section 3: Faculty Advisory Council

The charge of the Faculty Advisory Council is to guide and advise the Dean in matters related to the function of the School of Medicine and to participate in the formulation of operational policies.

Section 4: Graduate Education Executive Committee

The charge of the Graduate Executive Committee is to advise the Associate Dean for Graduate Education on all aspects of graduate training including current issues, student concerns, policies, guidelines, initiatives, student awards and requests to supplement individual Ph.D. students' stipends.

Section 5: Graduate Programs Committee

The charge of the Graduate Programs Committee (GPC) is to review changes to policies for graduate students and graduate Faculty members, guidelines for graduate education, and graduate courses and curricula and to provide feedback and advice to the Associate Dean for Graduate Education.

Section 6: Laboratory Research Space Committee

The charge of the LRSC will be to provide a peer review of the plans proposed by each chair and provide a determination whether to follow or modify each department's plan for the equitable and effective use of research laboratory space.

Section 7: Medical Student Admissions Committee

The charge of the Admissions Committee is to interview and select qualified students for the medical education program each year utilizing a holistic review process.

Section 8: Professionalism Committee

The charge of the Professionalism Committee is to recommend and participate in strategies to promote professional behavior in all members of the School of Medicine.

Section 9: Promotion and Advancement Committee (PAC) for Medical Students

The PAC is charged with reviewing the academic performance, including professional performance, of students in the VCU School of Medicine MD curriculum. The PAC is ultimately responsible for advancing students who demonstrate they have met competency requirements or rendering remediation requirements or sanctions for students who have failed to demonstrate these competencies. The PAC is responsible for approving students to graduate who have demonstrated competency and achievement of all requirements of the MD program.

Section 10: Faculty Promotion and Tenure Committee

The charge of the Faculty Promotion and Tenure Committee is to review all tenure and promotion recommendations for the School of Medicine, including all of the data submitted by each peer review committee, and make an independent recommendation to the Dean regarding tenure and promotion for each Faculty member it reviews.

Section 11: Research Bridge Funding Committee

The charge of this committee is to review and recommend decisions to the senior associate dean for research and research training and the dean on the applications of Faculty members who request funding during a lapse of federal support.

Section 12: Dean's Cabinet

The charge of the Dean's Cabinet is to review and approve non-curricular policies and recommend changes to the dean, including, but not limited to the organizational structure of the School of Medicine and approval of the strategic plan.

ARTICLE VIII: General Protocols for All Committees

For committees without standing policies or procedures these general procedures will be in place.

Section 1: Election of Members

The Office of Faculty Affairs will request nominations for all open positions on SOM and University Committees with elected Faculty from SOM. Nominees must meet the criteria for sitting the committee. Each committee organizer will supply the number of open seats on that committee. An electronic ballot will be presented to all voting Faculty members. If there is a tie for a position, a limited ballot will be prepared to select the member. A majority of Faculty that vote will be utilized for selection.

Section 2: Chair and Member Terms

Committee chair and member terms begin at the first meeting of the new academic year. Committees should have Faculty member elections / appointments such that, as much as possible, terms are staggered.

Section 3: Voting Member Requirement

Anytime a vote is taken on any issue, a majority of the voting members shall be required to approve the measure.

Section 4: Unfilled Terms

If a Faculty member, for whatever reason, cannot serve the entire committee term, the Dean may appoint another Faculty member to serve out the remainder of the unfilled term. Regardless of time served by the replacement Faculty, this would not count as a "full" term.

ARTICLE IX: Representation to University Committees and Faculty Senate

Section 1: University Committees

- a. Faculty members are eligible to serve on committees, commissions and/or other groups.
- b. Interested Faculty must meet the requirements of each university committee.

Section 2: Faculty Senate

- a. The purpose of the Faculty shall be the furtherance and dissemination of knowledge and professional skills through teaching, study, research, creativity, exhibition, performance, and provision of community engagement.
- b. An additional objective will be to help ensure through investigation, examination, comment, and recommendation the educational goals of the University are being realized by the policies and procedures employed in the University.
- c. The Faculty should have appropriate representation on University committees impacting Faculty functions.
- d. The Faculty values collaboration, representative voice, transparency, accountability, and the alignment of Board, Administration, and Faculty responsibilities in pursuit of the University's mission.
- e. The Faculty affirm their commitment to shared governance and seeks to act in accordance with the ideals of shared governance set out by the VCU University Council and the President of the University.
- f. Apportionment of SOM Senators is outlined in the Standing Rules of the University Faculty Senate, which state each Unit will be represented by one Senator for every forty Faculty members, or part thereof, with a minimum of two Senators and up to a maximum of twenty Senators.

ARTICLE X: PARLIAMENTARY AUTHORITY

Meetings shall be conducted according to the latest edition of Roberts Rules of Order Newly Revised insofar as they are not inconsistent with these Bylaws.

ARTICLE XI: RELATIONSHIP WITH OTHER DOCUMENTS

These Bylaws shall be read in conjunction with the School of Medicine Faculty policies and other University policies and procedures that apply to the Faculty. In the event of any conflict between these Bylaws and the School of Medicine Faculty policies, the School of Medicine Faculty policies shall control.

ARTICLE XII: AMENDMENT

These Bylaws may be amended provided that

1. The proposed amendment has been distributed to the Faculty at least two weeks before the General Faculty Meeting at which it will be introduced and,
2. The amendment is then introduced and discussed at a General Faculty Meeting and,
3. The amendment is then approved by two-thirds majority of those responding to an email ballot following the amendment's valid introduction.

ARTICLE XIII: REGULAR REVIEW

The School of Medicine Office of Faculty Affairs will have oversight of this document. These Bylaws shall be reviewed no less often than every five years.

Revised and approved: July, 1994

Revised and approved: December, 1998

Revised and approved: XXXXX, 2007

Revised and approved: March, 2015

Revised and approved May, 2019

Revised and approved May 15, 2023

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