



Johns Hopkins University Council Bylaws

April 5, 2022

Article I – Purpose of the JHUC

1.1 The Johns Hopkins University Council (JHUC) is a University-wide shared governance body that serves as a collegial forum for faculty to exchange information, guidance, and views regarding Johns Hopkins University's educational, research, translational, and service missions, and to freely deliberate on matters of broad interest to the University community. It also provides a formal channel for faculty to provide, and the University administration to solicit, advice and counsel on the University's missions and for communication between and among the faculty and Deans of the nine Schools, and the University administration.

1.2 The JHUC complements and builds upon the work of the School-level governance bodies. Faculty members of the JHUC shall be full voting members of and effective liaisons with their Schools' governance bodies, as well as with other committees on which faculty sit that have jurisdiction across School boundaries, to ensure that the JHUC's deliberations are informed by the knowledge and opinions of those bodies and committees.

1.3 As an advisory body, the JHUC shall seek to build and achieve consensus through informed, collegial deliberation. However, from time to time and on matters of particular import, as determined by the JHUC members with voting rights, resolutions may be used as a mechanism for registering the assenting and dissenting views of those members.

1.4 If a standing University-wide policy-making committee is created on which faculty will sit, the JHUC shall be consulted with regard to the faculty representation on that committee.

1.5 The President and Provost shall endeavor to timely share with the JHUC all major proposed policies affecting the University's academic mission and shall solicit the views of the JHUC on those proposed policies prior to enactment. If such proposed policies must be submitted to the Board of Trustees for approval, the views expressed by the JHUC, including a summary of any dissenting views, shall be transmitted to the Board of Trustees' Academic Policy Committee concurrently with the administration's proposed policies.

1.5(a) If an emergency or compliance with applicable laws, regulations, and government guidance, as determined by the President or Provost in their sole discretion, necessitates the enactment of a proposed policy prior to sharing that proposed policy with the JHUC or the conveyance of that proposed policy to the Board of Trustees without a concurrent transmission of the JHUC's views, the President and Provost shall endeavor to share that policy with the JHUC as soon as practicable. Further, the JHUC may later transmit its views on that policy to the Board of Trustees in the form of a resolution, accompanied by a summary of any dissenting views.

1.6 The JHUC shall annually, at a date and time determined by the Chair of the Board of Trustees' Academic Policy Committee in the Chair's sole discretion, deliver a written report to the Academic Policy Committee regarding JHUC proceedings, deliberations, and resolutions.

1.6(a) Upon request of the Chair of the Academic Policy Committee, one of the co-chairs of the JHUC Faculty Committee shall present such report in person at a meeting of the Academic Policy Committee. In addition, the Chair of the Academic Policy Committee may request that the Chair of the Board of Trustees invite a co-chair of the JHUC Faculty Committee to present such report in person at a meeting of a different Board of Trustees committee or at a meeting of the full Board of Trustees.

1.6(b) The Chair of the Academic Policy Committee may request a report from the JHUC more frequently than once per year.

Article II: Membership of the JHUC

2.1 Composition.

2.1(a) Faculty. The JHUC shall comprise seventeen (17) full-time, non-adjunct faculty who have served on the Johns Hopkins full-time faculty for a minimum of three (3) years and who possess the breadth of competencies necessary to effectively represent their respective Schools' constituents, as well as their respective Schools' core educational, research, clinical, and service missions. Faculty members of the JHUC shall have voting rights on the JHUC.

2.1(a)(i) Four (4) faculty members shall be from the School of Medicine ("SOM"); two (2) shall be from the Bloomberg School of Public Health ("BSPH"); two (2) shall be from the Krieger School of Arts and Sciences ("KSAS"); two (2) shall be from the Whiting School of Engineering ("WSE"); one (1) shall be from the Carey Business School ("CBS"); one (1) shall be from the Peabody Institute; one (1) shall be from the School of Advanced International Studies ("SAIS"); one (1) shall be from the School of Education ("SOE"); one (1) shall be from the School of Nursing ("SON"); one (1) shall be from the Diversity Leadership Council ("DLC"); and one (1) shall be from the Faculty Budget Advisory Committee ("FBAC").

2.1(a)(ii) A School's designated elected governing body or bodies and its Dean shall jointly define the competencies referenced above in Article 2.1(a) for that School and, where a School has more than one JHUC representative, shall jointly establish the requirements for the composition of the School's JHUC representation in toto.

2.1(b) Deans. The Dean of each of the nine (9) Schools shall serve ex officio on the JHUC and shall have voting rights on the JHUC.

2.1(b)(i) Deans, as well as faculty who are appointed to a senior-level administrative position in a Dean's Office, in the Office of the Provost, or the Office of the President, shall not serve as elected or appointed faculty representatives to the JHUC while they hold a deanship or such an administrative position. If an elected or appointed faculty representative to the JHUC is appointed to such an administrative position during their term as a member of the JHUC, another eligible representative shall be elected or appointed, in accordance with Article 2.5(c) below, to serve the remainder of their term.

2.1(c) University Administration. The President, Provost, Vice Provost for Faculty Affairs, Senior Vice President for Finance and Administration, and the Chief Diversity Officer shall serve ex officio with no voting rights on the JHUC.

2.2 Reapportionment. Recognizing that the size and distribution of the Johns Hopkins faculty may change over time, every five (5) years the JHUC shall review and, if necessary, make recommendations to the President and Provost regarding adjustments to faculty representation across the Schools.

2.3 Elections and Appointments.

2.3(a) In July 2022, each of the School governance bodies designated below shall elect its inaugural representative(s) to the JHUC, in accordance with Article 2.1(a) above, from among its members who have full voting rights.

- School of Medicine: SOM Faculty Senate (2 representatives) & SOM Advisory Board of the Medical Faculty (2 representatives)
- Bloomberg School of Public Health: BSPH Faculty Senate
- Krieger Schools of Arts & Sciences: KSAS Faculty Senate
- Whiting School of Engineering: WSE Faculty Senate
- School of Nursing: SON Faculty Assembly
- School of Education: SOE Faculty Senate
- Carey Business School: CBS Faculty Senate
- Peabody Institute: Peabody Dean's Advisory Committee
- School of Advanced International Studies: SAIS Academic Board

2.3(a)(i) If a School does not have a University-recognized elected governance body and subsequently establishes one, that School's new elected governance body and that School's Dean shall jointly submit a written request to the JHUC for designation as the governance body that shall send representatives to the JHUC from that School. Requests for such designation shall be granted upon the vote of two-thirds (2/3) of JHUC members with voting rights present at the next plenary meeting of the JHUC.

2.3(b) Beginning in June 2023, except as provided below in Article 2.4(c), whenever an elected JHUC representative's term is due to expire, the relevant School's designated elected governance body or bodies shall elect a new representative to the JHUC, in accordance with Article 2.1(a) above, from among their members who have full voting rights.

2.3(c) Each School's designated elected body or bodies shall establish their own procedures for election of their JHUC representative(s) in accordance with Articles 2.3(a) and 2.3(b) above.

2.3(d) In July 2022, the DLC and the FBAC shall nominate one of their faculty members, in accordance with Article 2.1(a) above, to serve as their inaugural representatives to the JHUC. The President shall then appoint such faculty member to the JHUC.

2.3(e) Beginning in June 2023, except as provided below in Article 2.4(c), whenever a DLC or FBAC representative's term on the JHUC is due to expire, the DLC or the FBAC shall nominate a new representative to the JHUC, in accordance with Article 2.1(a) above. The President shall appoint that nominee, unless the President objects to the DLC's or the FBAC's nominee and asks the DLC or the FBAC to nominate a different eligible faculty member. In the event of a deadlock between the President and the DLC or the FBAC regarding the nominee, the JHUC shall by simple majority of JHUC members with voting rights present at that year's June plenary meeting of the JHUC choose the DLC or the FBAC faculty member to be appointed to the JHUC.

2.4 Terms.

2.4(a) In general, the term of office of elected and appointed members shall be three (3) academic years (as defined below in Section 4.1), beginning on July 1 and continuing for thirty-six (36) months unless the member vacates their seat or is recalled in accordance with Articles 2.5 or 2.6 below.

However, for inaugural members of the JHUC, the first year of their term shall begin on August 1, 2022 and continue for eleven (11) months until July 1, 2023.

2.4(b) Except as provided below in Article 2.4(c), no elected or appointed member shall serve consecutive terms and three (3) years must elapse before an elected or appointed member is again eligible for election or appointment to the JHUC. In addition, no elected or appointed member shall serve more than two (2) terms in total, provided, however, that a faculty member who serves the remainder of a vacating or recalled member's term, in accordance with Articles 2.5 or 2.6 below, shall be eligible for immediate election or appointment to serve a full term on the JHUC, unless that faculty member previously served two (2) terms on the JHUC, whether as an elected or appointed member.

2.4(c) To ensure continuity of School experience on the JHUC, elected and appointed members of the inaugural JHUC shall serve staggered one (1)-, two (2)-, or three (3)-year terms. Regardless of whether an inaugural member of the JHUC rotates off in Year 1, 2, or 3, an inaugural member shall be deemed to have served one (1) full term for purposes of eligibility for subsequent re-election or re-appointment to the JHUC.

2.4(c)(i) The staggered terms shall proceed as follows:

July 2023 ("Year 1"):

- Member from Peabody turns over;
- Member from SAIS turns over;
- One (1) member from KSAS turns over;
- One (1) member from BSPH turns over; and
- One (1) member from SOM turns over.

July 2024 ("Year 2"):

- Member from CBS turns over;
- One (1) member from WSE turns over;
- Member from KSAS remaining from Year 1 turns over;
- Member from BSPH remaining from Year 1 turns over;
- Two (2) members from SOM remaining from Year 1 turn over; and

July 2025 ("Year 3"):

- Member from DLC turns over;
- Member from FBAC turns over;
- Member from SOE turns over;
- Member from SON turns over;
- Member from WSE remaining from Year 2 turns over; and
- Member from SOM remaining from Year 2 turn over.

2.4(c)(ii) When electing their inaugural JHUC representatives in August 2022, Schools with multiple representatives shall determine which of their representatives will rotate off according to the above schedule.

2.4(d) The Schools' designated elected governance bodies shall make provision in their bylaws or equivalent constitutive documents to ensure that their JHUC representatives can continue to serve as full voting members of the Schools' designated elected governance bodies for the duration of JHUC terms.

2.4(e) A faculty member elected to the JHUC may previously or subsequently be appointed to a term on the JHUC as a member of the DLC or the FBAC. Likewise, a faculty member appointed to a term on the JHUC as a member of the DLC or the FBAC may previously or subsequently be elected by their School's designated elected governance body to a term on the JHUC. However, a faculty member may not simultaneously serve as an elected and appointed member of the JHUC and in no event shall a faculty member serve more than two (2) terms in total, whether as an elected or appointed member.

2.5 Vacancies.

2.5(a) When the Schools and their Deans jointly define criteria for their JHUC representatives, in accordance with Article 2.1(a)(ii) above, they shall assess whether or not a leave of absence or a sabbatical coincident with a term on the JHUC would permit full service on the JHUC.

2.5(b) A vacancy shall be recognized when an elected or appointed member of the JHUC resigns, when an elected or appointed member has been absent from three (3) successive plenary meetings of the JHUC without prior notice to the Administrative Secretary, when a School representative ceases to be a full voting member of their School's designated elected governance body, or when a DLC or FBAC representative ceases to be a full member of the DLC or the FBAC. After the Administrative Secretary accepts the resignation or notifies the repeatedly absent member that their membership has lapsed due to absences, the Administrative Secretary shall notify the president or leader of the relevant School's designated elected governance body or the DLC or the FBAC, and the relevant body shall then promptly elect or nominate, as applicable, another eligible representative to serve the remainder of the vacating member's term.

2.5(c) As necessary, the Schools' designated elected governance bodies shall make provision in their bylaws or equivalent constitutive documents to fill elected JHUC member vacancies in accordance with Article 2.5(b).

2.5(d) If a Dean leaves the position of Dean, the Interim Dean of that School shall serve on the JHUC until a new Dean is appointed.

2.6 Recall.

2.6(a) Recall of an elected or appointed member of the JHUC may be initiated by a petition signed by at least one-third (1/3) of the members of the relevant School's designated elected governance body or by at least one-third (1/3) of the DLC or the FBAC. Recall shall follow upon the vote of two-thirds (2/3) of that School's designated elected governance body or two-thirds (2/3) of the DLC or the FBAC.

2.6(b) Recall of an elected or appointed member of the JHUC also may be initiated by petition signed by at least two-thirds (2/3) the Faculty Committee that is timely submitted to the Membership Committee. The Membership Committee shall convey that petition to the relevant School's designated elected governance body or to the DLC or the FBAC, and shall request a written response from that body. Upon receiving such response, the Membership Committee shall convey the Faculty Committee's petition for recall and the written response to the full JHUC, which shall consider the petition. Recall shall follow upon the vote of two-thirds (2/3) of JHUC members with voting rights present at the next plenary meeting of the JHUC.

2.6(c) If an elected or appointed member of the JHUC is recalled in accordance with Article 2.6(a) or 2.6(b) above, the relevant School's designated elected governance body shall promptly elect or the DLC or the FBAC shall promptly nominate another eligible representative to serve the remainder of the recalled member's term.

2.6(d) If necessary, each School's designated elected governance body or bodies shall make provision in their bylaws or equivalent constitutive documents to recall and replace elected JHUC members in accordance with Articles 2.6(a)-2.6(c) above.

2.6(e) All petitions for recall must clearly state good cause for requesting recall, including, but not limited to, failure to timely and collegially perform the duties of a JHUC representative; academic misconduct; professional or personal misconduct; or other conduct unbecoming a member of the University community.

Article III: Committees

3.1 Standing Committees.

3.1(a) The JHUC shall have a standing Faculty Committee, comprising all faculty members of the JHUC. The Faculty Committee shall have two (2) co-chairs who are elected representatives to the JHUC, one (1) of whom shall represent one of the four largest Schools (SOM; BSPH; KSAS; WSE) and one (1) of whom shall represent one of the five smaller Schools (SON; SOE; CBS; SAIS; Peabody). Except for members of the inaugural JHUC, co-chairs must be entering their second or third year of service on the JHUC.

3.1(a)(i) The Faculty Committee shall select its initial co-chairs in July 2022 and shall select its future co-chairs each July thereafter.

3.1(a)(ii) The Faculty Committee shall foster communication among the faculty of the Schools, identify matters of shared interest or concern to the faculty, and propose items to bring forward to the Agenda Committee for discussion during plenary JHUC meetings.

3.1(b) The JHUC shall have a standing Agenda Committee, comprising five (5) JHUC members, one (1) of whom shall be the current co-chair of the Faculty Committee who represents the five smaller Schools; one (1) of whom shall represent an East Baltimore School (SOM or BSPH); one (1) of whom shall represent a Homewood School (KSAS or WSE); one (1) of whom shall be selected by and represent the Deans; and one (1) of whom shall be the Administrative Secretary in their non-voting ex officio capacity.

3.1(b)(i) The Faculty Committee shall select its initial non-co-chair representatives to the Agenda Committee in July 2022 and shall select its future non-co-chair Agenda Committee representatives each July thereafter.

3.1(b)(ii) The Deans shall select their initial Agenda Committee representative in July 2022 and shall select their future Agenda Committee representative each July thereafter.

3.1(b)(iii) The Administrative Secretary, in their capacity as a non-voting ex officio member of the JHUC, shall sit on the Agenda Committee solely for purposes of convening the committee and providing administrative support in accordance with Article 4.3 below.

3.1(b)(iv) The Agenda Committee shall establish the JHUC's plenary meeting agendas, in accordance with Article 4.6 below, and shall ensure that topics brought forward to the full JHUC are informed by Faculty Committee discussions and deliberations and supported by requisite points of information, data, and other relevant secondary materials.

3.1(c) The JHUC shall have a standing Membership Committee, comprising five (5) JHUC members, two (2) of whom shall be elected faculty members (neither of whom shall be a co-chair of the Faculty Committee); one (1) of whom shall be the Diversity Leadership Council representative; one (1) of whom shall be selected by and represent the Deans; and one (1) of whom shall be the Chief Diversity Officer.

3.1(c)(i) The Faculty Committee and the Deans shall select their initial representatives to the Membership Committee in July 2022 and shall select their future Membership Committee representatives each July thereafter.

3.1(c)(ii) The Membership Committee shall proactively and systematically provide guidance to the Schools regarding criteria and key considerations for JHUC membership and service, including, but not limited to, diversity, equity, and inclusion; regular communication with a School's designated elected governance body or bodies; and expectations regarding active engagement and commitment of time for elected and appointed members of the JHUC. In addition, each year the Membership Committee shall provide an orientation for incoming JHUC members and shall continue to conduct outreach throughout the year to Schools' designated elected governance body or bodies and to other School governance bodies, as appropriate, to inform those bodies about the JHUC's purpose and processes.

3.1(d) Upon the vote of two-thirds (2/3) of JHUC members with voting rights present at a plenary meeting, the JHUC may appoint additional standing committees as required for the transaction of its business. When appointing a standing committee, the JHUC shall set forth the functions, membership, and procedures of such standing committee.

3.2 Ad Hoc Committees. Upon the vote of a simple majority of JHUC members with voting rights present at a plenary meeting, the JHUC may appoint ad hoc committees to accomplish specific tasks or to consider specific issues that do not fall under the regular purview of a standing committee. When appointing an ad hoc committee, the JHUC shall set forth the functions, membership, procedures, and projected duration of such ad hoc committee. The chair of an ad hoc committee must be a member of the JHUC Faculty Committee and each ad hoc committee must include at least one (1) voting ex officio member of the JHUC.

Article IV: Meetings and Procedures

4.1 The JHUC's academic year shall be defined as the twelve (12) months beginning July 1.

4.2 The Provost, in their capacity as a non-voting ex officio member of the JHUC, shall preside over each plenary JHUC meeting. If the Provost is unable to preside at a given meeting, the Vice Provost for Faculty Affairs shall preside.

4.3 The Vice Provost for Faculty Affairs, in their capacity as a non-voting ex officio member of the JHUC, shall serve as the Administrative Secretary of the JHUC and shall be responsible for providing the dates, times, places, agendas, and reports and other written materials for the JHUC's plenary meetings, as well as for the Agenda Committee's meetings, to the JHUC's members and supplying any budgetary resources necessary to carry out the JHUC's business.

4.3(a) In consultation with the President and Provost, the Administrative Secretary shall select a JHUC Coordinator, who must be a non-faculty staff member of the University and must be able to meet the responsibilities necessary to assist the JHUC members in the timely performance of their duties. The JHUC Coordinator shall provide general administrative support to the Administrative Secretary, and shall take the minutes of full JHUC meetings and serve as record keeper for the JHUC.

4.4 Each July, beginning in July 2022, the JHUC Agenda Committee shall, in consultation with the President and Provost, provide the full JHUC membership with a calendar setting forth the days and times of the monthly plenary meetings of the JHUC for the entirety of that academic year (as defined above in Article 4.1). The Agenda Committee shall exercise due care and effort to avoid scheduling meetings on any holidays, including widely observed religious holidays not recognized as University holidays. The JHUC may meet at other times at the call of the President or the Provost, upon request of the Agenda Committee, or upon request of one-third (1/3) of JHUC's membership. Except in exigent circumstances, as determined by the Administrative Secretary in their sole discretion, JHUC members shall be given not less than one (1) week's notice of any such interstitial meetings.

4.5 The Faculty Committee of the JHUC shall hold at least one meeting not less than two (2) weeks prior to each regularly scheduled monthly meeting of the JHUC. Before each Faculty Committee meeting, the co-chairs shall solicit from members proposed agenda items for discussion during that Faculty Committee meeting and then circulate an agenda to the Faculty Committee. The co-chairs of the Faculty Committee shall prepare written notes of each meeting to be shared with the Agenda Committee for the purpose of considering items for inclusion on the agenda of a plenary JHUC meeting. The Faculty Committee shall not meet on weekends or holidays, including widely observed religious holidays not recognized as University holidays.

4.5(a) The Faculty Committee may request that the President, Provost, Vice Provost for Faculty Affairs, Senior Vice President for Finance and Administration, Chief Diversity Office, one or more Deans, or others attend a Faculty Committee meeting to provide a report on or participate in a discussion of a particular matter of interest or concern to the Faculty Committee.

4.5(b) The Schools' designated elected governance bodies shall be the normal conduit of requests for matters to be considered by the JHUC. Nevertheless, in exceptional cases, the Faculty Committee may consider a written petition from any University faculty member(s) asking the Faculty Committee to elevate a particular matter of broad interest to the University to the full JHUC. The Faculty Committee shall refer any petition that does not address a matter of broad interest to the University to the appropriate School's designated elected governance body or to another University-wide committee.

4.6 The Agenda Committee shall convene not later than one (1) week before each regularly scheduled JHUC meeting to set the agenda for that meeting, determine whether or not an executive session is necessary during that meeting, and provide direction to the Administrative Secretary regarding any reports or other written materials that should be compiled for the meeting. An executive session shall only be called upon the vote of a simple majority of Agenda Committee members with voting rights. The Agenda Committee shall clearly denote in the meeting agenda if an executive session is called and/or if a resolution is anticipated with respect to a particular topic on the agenda.

4.6(a) As a rule, meetings of the JHUC shall not be open to non-JHUC members. However, the Agenda Committee may, upon the vote of a simple majority of Agenda Committee members with voting rights, invite a Johns Hopkins affiliate or a community member to attend a limited portion of a JHUC meeting to present on a particular matter or to provide a specific point of information that will contribute to JHUC deliberations.

4.7 If the Agenda Committee determines that no business is in need of immediate discussion or action, the Agenda Committee may, by unanimous vote of Agenda Committee members with voting rights, omit a regularly scheduled plenary meeting, provided, however, that the President and Provost each has the right to override a decision by the Agenda Committee to omit a regularly scheduled meeting.

4.8 It is the duty of all JHUC members to attend plenary meetings of the JHUC and perform their JHUC obligations, save for good cause. The Administrative Secretary shall ensure that all plenary JHUC meetings permit members to participate by videoconference or telephone. Elected or appointed members who will be absent from a plenary JHUC meeting shall notify the Administrative Secretary in advance. Ex officio members who cannot attend a plenary JHUC meeting may send a proxy to that meeting provided that timely notice is given to the Administrative Secretary.

4.9 A simple majority of JHUC members with voting rights shall constitute a quorum. Likewise, a simple majority of the members of any standing or ad hoc committee with voting rights shall constitute a quorum for that committee's meetings.

4.9(a) Unless otherwise provided in these bylaws, a simple majority of JHUC members with voting rights present at a meeting, including committee meetings, shall be sufficient to conduct ordinary JHUC business.

4.10 The latest edition of Robert's Rules of Order shall serve to govern the conduct of JHUC meetings, including committee meetings, unless otherwise provided in these bylaws.

4.11 A JHUC resolution shall carry upon the vote of two-thirds (2/3) of JHUC's members with voting rights present at a plenary meeting of the JHUC. A resolution, accompanied by a summary of any dissenting views, shall be recorded in full in the minutes of that meeting.

4.12 The minutes of each plenary JHUC meeting shall be approved upon the vote of a simple majority of JHUC members with voting rights present at the next regularly scheduled plenary JHUC meeting. Upon approval, the Administrative Secretary shall promptly make the previous meeting's agenda and minutes available on the Office of the Provost's website to all members of the University community with a valid JHED ID.

4.12(a) With the approval of the Agenda Committee, in consultation with the General Counsel, the Administrative Secretary shall exclude executive sessions from and otherwise redact JHUC agendas and minutes available to the full University community to protect information that is sensitive, confidential, or privileged. All redactions shall be limited to the extent that they are necessary and justifiable and, as a rule, resolutions and accompanying dissenting views shall not be redacted.

Article V: Amendments

5.1 A proposal to amend these bylaws may be initiated by a simple majority vote of the Faculty Committee or a simple majority vote of the Deans. An amendment shall follow upon a two-thirds (2/3) vote of the JHUC's members with voting rights, provided that the text of any proposed amendment, without significant deletion or addition, has been circulated to all JHUC members, including ex officio members with no voting rights, at least ten (10) days prior to the meeting at which the vote is taken. JHUC members who are not present at the meeting where the vote is taken shall submit their votes electronically to the Administrative Secretary no later than one week after the meeting where the vote is taken. Upon receipt of all votes, the Administrative Secretary shall promptly communicate the final vote tally, including any absences and abstentions, to the JHUC in writing, and shall record the amendment and final vote tally in the minutes of the subsequent month's JHUC meeting.

5.2 No amendment to these bylaws that affects (1) the JHUC's relationship to the Board of Trustees or (2) the composition of the membership of the JHUC shall be effective unless and until approved by the President and the Board of Trustees.