
PLAN OF GOVERNANCE
OF
BRYN MAWR COLLEGE

As Amended June 7, 2025

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PLAN OF GOVERNANCE OF BRYN MAWR COLLEGE

ARTICLE I GENERAL STATEMENT

Section 1. Preamble. Bryn Mawr College (the “**College**”) requires a Plan of Governance (the “**Plan**”) that will enable the College to achieve its mission and that is consistent with the College's philosophy expressed in its mission. The College's vitality depends on shared governance among the Board of Trustees (the “**Board**”), the Faculty, and the Administration in matters concerning the College's welfare, including the preservation and protection of academic freedom. Although efficient government requires that allocation of decision-making authority to various bodies be as clear as possible, the principle of shared governance requires that each body that exercises authority do so, to the extent practicable, through regularized practices of consultation. It is highly desirable that there be cooperation, consensus and mutual understanding about all important decisions affecting the College community, and it is crucial that there be consultation to promote and effect these ends. The governance of institutions of higher learning in the United States has become increasingly shared, less centralized and more complex. A system of shared governance will therefore inevitably involve overlapping authority. For example, although the Faculty has general curricular authority, its practical authority over curricular decisions with budgetary implications must be limited by the Administration's budgetary responsibilities. Conversely, the Administration's budgetary authority includes the responsibility to respect the Faculty's considered judgment on academic matters. This Plan recognizes that such overlapping concerns are an inevitable feature of shared governance and that their constructive resolution requires the continuing development of formal and informal processes of consultation beyond those specifically outlined in this Plan. The aim of this Plan is to delineate authority and to establish decision-making processes that reflect the College's commitment to effective shared governance. This Plan also recognizes the importance of maintaining close cooperation, consultation and communication with the Students, the Staff, the Alumnae/i and the other members of the College community. The relationships among the Board, the Faculty and the Administration and their relationships with the Students, the Staff, the Alumnae/i and the other members of the College community are the subject of this Plan.

Section 2. Schools. The College consists of three schools (the “**Schools**”): the Undergraduate College, the Graduate School of Arts and Sciences (“**GSAS**”) and the Graduate School of Social Work and Social Research (“**GSSWSR**”). The governance of each School will be guided by the principles set forth in Article I, Section 1 of this Plan. The Undergraduate College shall have a Dean and such Associate and Assistant Deans as may be appropriate. There shall be a Dean of the Graduate School of Arts and Sciences and a Dean of the Graduate School of Social Work and Social Research. The Faculty will have the rights, responsibilities, and obligations described in Article III of this Plan with respect to each School.

Section 3. Consultation with Regard to Appointments and Reviews. In appointing persons to the following offices the following appointing body or person will consult with the following consulted body (or a committee containing, among its members, persons appointed by that body) and person:

Office	Appointing Body or Person	Consulted Body and Person
President	Board	Faculty, Students and Staff
Provost	President	Faculty
Dean of the Undergraduate College	President	Faculty, Provost and Students
Dean of the Graduate School of Arts and Sciences	President	Faculty, Provost and Students
Dean of the GSSWSR	President	Members of the Faculty affiliated with GSSWSR, Provost and Students

During the President's 5-year review of other members of the Senior Administration whose positions are provided for in this Plan, the Faculty committee with jurisdiction and authority as described in Article III, Section 3(b) ("**appointments committee**") shall be responsible for soliciting comments from the Faculty and for communicating these comments either individually (in which case the comments may be anonymous at the request of the individual Faculty member) or in a summary report to the President. Individual members of the Faculty may also submit comments directly to the President. The comments transmitted by the appointments committee and by individual Faculty members will be considered in the course of the review.

Section 4. Representation and Responsibility of Representatives. Except and to the extent otherwise specified in this Plan, each body has the authority to determine those who shall represent it. Persons who are consulted are responsible for accurately reflecting, to the best of their ability, the views of their constituents and for reporting in a timely manner to their constituents. The College's policy is to promote consultation among the Board, the Faculty, the Administration, the Students, the Staff, the Alumnae/i and the other members of the College community to the greatest extent practicable. However, in limited circumstances, confidentiality is necessary to a fair and efficient decision-making process and will be established by the interested parties. Following the adoption of this Plan and from time to time thereafter, representatives of the Faculty and of the Administration will meet to discuss the principles of confidentiality.

ARTICLE II THE BOARD OF TRUSTEES

Section 1. Authority and Responsibility. The ultimate responsibility for the College rests in the Board. The Board has full authority to determine the College's mission and to establish its strategic direction, in consultation with and under the advice of the President and the Faculty, and to establish general policies, including, but not limited to, financial and budgetary policies and practices. The Board has ultimate fiduciary responsibility for the College's financial condition. The Board is responsible for appointment and review of the performance of the President of the College, the ratification of the recommendations of the President and the Faculty (acting through the appointments committee) for Faculty appointments, promotions and

removals; and the ratification of the President's recommendations, made in accordance with the procedures set forth in this Plan, of appointments to the Senior Administrative positions provided for in this Plan.

Section 2. Conduct of Affairs. The Board will conduct its affairs in accordance with the College's by-laws, as they may be amended or supplemented from time to time in accordance with the procedures set forth in the by-laws, and will work toward achieving a consensus or an understanding on the part of the College community concerning the College's strategic direction. In its efforts to promote the College's achievement of its mission, the Board will reach informed decisions and, with that objective in mind, will consult with the Faculty, the Administration, the Students, the Staff, the Alumnae/i and other members of the College community when, and to the extent that, the Board deems it appropriate. The Board will afford the Faculty, the Administration, the Students, the Staff, the Alumnae/i and other members of the College community, in accordance with procedures that the Board may establish, the opportunity to present their views. The Board recognizes the Faculty's right to lay its views before the Board on regular occasions, in writing and in person, and the Faculty's right to appoint its own representatives to communicate with the Board and to determine the responsibilities of Faculty representatives to consult with, and report to, the Faculty. The Board will communicate all of its actions and decisions to all persons affected and, to the extent that it deems appropriate with respect to any particular action or decision, to the entire College community.

ARTICLE III THE FACULTY

Section 1. Authority and Responsibility.

(a) Faculty.

(i) Within policies established by the Board, and consistent with the provisions of this Plan, the Faculty has authority over all academic matters, including, but not limited to, curriculum (including the content and structure of courses), instruction (including attendance, examinations and recommendation of candidates for degrees), the awarding of student prizes, awards and research fellowships (to the extent authorized by the Board), the determination of what degrees may be awarded in the various schools (subject to approval by the Board), research, institutional service, the maintenance of professional standards among its members, and the promotion and protection of academic freedom. The Faculty has joint authority with the Administration over general policies concerning admission to the Undergraduate College and has authority over admission standards in the graduate schools.

(ii) Consistent with the general division of authority otherwise provided for in this Plan, the Faculty and the Administration shall have the mutual responsibility for consulting on program innovations and developing academic priorities. The Faculty has joint authority with the President for establishing new academic Administrative positions not provided for in this Plan.

(iii) The Faculty shall report all of its important actions and decisions in writing to the Board reasonably promptly after any such action or decision is taken or made.

Section 2. Membership and Attendance at Faculty Meetings. The Faculty consists of the President, the Provost, the Dean of the Undergraduate College, the Dean of the Graduate School of Arts and Sciences, the Dean of the GSSWSR, the Director of Athletics and Physical Education, and all officers of instruction. The Faculty may establish for itself, within its by-laws, additional classes of membership and may invite others to attend its meetings.

Section 3. Academic and Institutional Priorities; Appointments; Other Committees; Conduct of Affairs; Officers.

(a) Academic and Institutional Priorities. The Faculty shall establish a committee with responsibility for recommending academic priorities (including priorities concerning staffing allocations, department and program facilities and resources, and restructuring or terminating existing departments and programs) in accordance with Article III, Section 1(a)(ii) and Article IV, Section 1, and with the authority to advise the President on institutional priorities and on the College budget, to the extent that it affects institutional priorities. The Faculty may, to the extent that it deems it appropriate, assign additional responsibilities within the jurisdiction of the Faculty to this committee.

(b) Appointments. The Faculty shall establish a committee that will be familiar with the Faculty's teaching, scholarly work and service and will make recommendations to the President with regard to the appointment, promotion and reappointment of all ranked Faculty and the appointment and review of Continuing Non-Tenure-Track Faculty, and will review cause for removal of tenured Faculty in accordance with Article III, Section 9. The appointments committee will consult with members of the Faculty and with members of the department, program or other duly constituted body of the Faculty member under review. The appointments committee may, in addition, establish policies for consulting with other persons as well (including persons outside the College community). In each case, the appointments committee shall report its recommendations in writing to the Board when the President makes her or his recommendations to the Board. If the President fails to accept a recommendation of the appointments committee, a representative of the appointments committee may appear before the Board at the same time as the President makes her or his recommendation to present the basis for the appointments committee's recommendation. The Faculty may, to the extent that it deems appropriate, assign additional responsibilities within the jurisdiction of the Faculty to the appointments committee.

(c) Admissions. The Faculty shall establish a committee whose responsibilities will include (i) advising the Vice President for Enrollment on policies and standards respecting undergraduate admissions and financial aid, (ii) developing (in consultation with the Vice President for Enrollment and the Dean of the Undergraduate College) standards for admissions consistent with the general policies adopted by joint action of the Faculty and the Administration and (iii) making recommendations to the Faculty for changes to undergraduate admissions policies and standards. The Faculty may combine the responsibilities of this committee with other responsibilities within the jurisdiction of the Faculty. Procedures for including students in the work of this committee, where appropriate, will be established in the by-laws of the Faculty.

(d) Representatives to Board of Trustees. The Faculty will have 3 representatives to the Board. The representatives may attend all meetings of the Board (other than executive

sessions) and may participate in all discussions, but without any right to vote. The representatives will have the right to present the Faculty's views to the Board on any matter concerning the College's welfare and may report at any meeting of the Board about any such matter in accordance with procedures that the Board may establish at any time or from time to time.

(e) Additional Committees and Councils. The Faculty may constitute such additional standing or ad hoc committees as each may find useful. The Faculty may, with the cooperation and consent of the Administration, establish joint Faculty-Administration committees and councils and shall select representatives to serve on such committees and councils. The Faculty members of such committees and councils shall be responsible to the Faculty.

(f) Relationship between the Faculty and its Committees. The Faculty shall determine its relationship with its committees and councils.

(g) Officers. Except as otherwise provided in this Plan, the Faculty will, pursuant to the Faculty by-laws, as they may be amended or supplemented from time to time, establish offices of the Faculty and provide for the election of officers of the Faculty as it deems appropriate. The Faculty shall establish procedures for the selection of committee members and representatives, and determine qualifications and terms of office of committee members for the committees of the Faculty and of representatives; and the Faculty shall provide for conducting its meetings and taking action, including the voting rights of various classifications of Faculty. The Faculty and the committees established by the Faculty have the right to receive the information that will enable them to discharge their functions. Each committee will, subject to the Faculty by-laws and the provisions of this Plan, establish procedures for conducting its meetings and taking action.

Section 4. Board and Administrative Committees and Task Forces; Search Committees, and Appointment of Certain Administrative Officers.

(a) Board and Administrative Committees and Task Forces.

(i) When the Board or the Administration wishes Faculty members to serve on ad hoc committees or task forces as representatives of the Faculty, and where there is no standing committee of the Faculty with specific jurisdiction over the subject matter to be considered by the ad hoc committee or task force, or representative of the Faculty whose jurisdiction of office specifically extends to that subject matter, the Board (directly or acting through the Administration) or the Administration (for Administrative committees) shall describe the nature of the committee or the task force to the Faculty committee charged with the responsibility for making nominations, and shall request that committee to nominate an appropriate slate of Faculty. The relevant Faculty body shall select the required number of representatives from the slate submitted by the nominations committee. If there is a dispute as to whether the subject matter falls within the jurisdiction of an existing committee or officer, the relevant Faculty body will resolve the dispute.

(ii) In lieu of the procedures specified in Article III, Section 4(a)(i), the Faculty may authorize an existing officer or representative of the Faculty to assume the

additional responsibility of representing the Faculty on the Board or Administrative committee or task force.

(iii) The Faculty members of such committees or task forces serving in a representative capacity shall be responsible to the Faculty and are responsible for accurately reflecting, to the best of their ability, the views of their constituents and for reporting in a timely manner to their constituents. Faculty members who serve on Board or administrative committees or task forces who have not been selected or authorized by the Faculty to represent it for that purpose shall not be considered to be acting as representatives of the Faculty.

(b) Search Committees and Appointment of Members of Senior Administration.

(i) When a President is to be appointed, other than on a temporary acting basis, the Board shall establish a search committee consisting of members of the Board, members of the Faculty and, if the Board so determines, students and others to recommend the appointment. The Faculty shall select representatives to serve on the search committee. The Board shall appoint the President.

(ii) When a Provost is to be appointed, other than on a temporary acting basis, the Faculty shall elect a committee in accordance with the provisions of the Faculty by-laws, or, if the Faculty has not so provided within its by-laws, on an ad hoc basis. The committee shall propose a slate of from 3 to 5 persons from whom the President shall choose. It is expected that the President shall choose the Provost from a slate composed of members of the Faculty who hold appointment with tenure. If the committee appointed to propose the slate believes, however, that in the circumstances it is appropriate, it may propose a person who is not a member of the Faculty. If, after consultation with the committee, the appointments committee and the Board, the President finds none of the persons proposed acceptable, the committee shall propose another slate. The President shall appoint the Provost, subject to ratification by the Board.

(iii) When other members of the Senior Administration whose functions are specifically described in Article IV are to be appointed, other than on a temporary acting basis, the President shall establish a search committee consisting of members of the Board, members of the Faculty and, if the President so determines, students and others to recommend the appointment. The Faculty shall select representatives to serve on the search committee. The President shall appoint the other members of the Senior Administration, subject, in each case, to ratification by the Board.

Section 5. Councils. The Faculty shall establish a separate council for each of the Undergraduate College and Graduate Schools. Each council will make recommendations to the Faculty and will have authority to act on matters delegated to it by the Faculty. In particular, each council has the sole authority to impose serious penalties for academic failure or deficiencies of the students in its School, including separation or exclusion from its School. All decisions by a council providing for separation or exclusion from the College are subject to review by the President, and no such decision will be implemented unless and until the President approves it.

Section 6. Departments and Programs. The College constitutes academic departments and programs corresponding to fields of academic and scholarly endeavor. Each department or program has authority over its membership and authority over and responsibility for academic matters affecting that department or program (including constructing and supervising programs of study leading to recognition by degree from the College), subject to the supervision of the Faculty, the Provost, and the President, according to the jurisdictions of each as described in this Plan.

(a) Each department or program shall select or elect a Chair from among its members, subject to approval by the Provost in consultation with the President. In extraordinary circumstances, the Provost, in consultation with the President and with the members of the department or program, and, to the extent the Provost deems it appropriate, with other members of the Faculty, may remove the Chair so selected or elected. If a department or program does not have a Chair for more than 3 months, the Provost will appoint a Chair for that department or program. A Chair of a department or program will be appointed for a term that normally shall be 3 years, which term may be renewed only in accordance with the procedures set forth in this Article III, Section 6(a).

(b) Department or program Chairs are responsible for the administration of department or program policies. They will consult and hold meetings with the members of their respective departments or programs to formulate department or program policies and to discuss and act on other important department or program matters. Decisions on all important matters will be made only after full discussion by all members of the department or program who are voting members, as specified in the Faculty by-laws. Any member of the department or program may call for a department or program meeting.

(c) On matters of reappointment and promotion, the Chair of the department, program or other duly constituted body shall consult all those full-time and part-time members of the department, program or other duly constituted body senior in rank to the Faculty member under consideration. The Chair shall transmit to the appointments committee a summary of the views of the department, program or other duly constituted body. The Chair and any member of the department, program or other duly constituted body may also submit his or her own recommendations directly to the appointments committee.

Section 7. Officers of Instruction.

(a) The order of ranked Faculty is as follows:

- (i) Professors
- (ii) Associate Professors
- (iii) Assistant Professors

(b) Additional Officers of Instruction

(i) Continuing Non-Tenure-Track Faculty (who, along with ranked Faculty, are referred to as “**continuing**”); and

(ii) Additional categories of officers of instruction as the Faculty may establish in its by-laws.

Section 8. Appointments; Tenure.

(a) All of the following officers of instruction who hold full-time or part-time appointments at the College hold office with tenure:

(i) Professors (other than Visiting Professors);

(ii) Associate and Assistant Professors, with tenure-track appointments who have served on the Faculty for more than 7 years of full-time service, in either or both of those ranks;

(iii) Associate Professors who have served for fewer than 7 years, but who have been granted tenure; and

(iv) Associate Professors, who, with the approval of the appointments committee, the President and the Board, have been appointed with tenure.

(b) Members of the Faculty who have tenure have appointments of unlimited duration, except as otherwise provided in Article III, Section 9, below.

(c) All other members of the Faculty will be appointed for specified terms, not to exceed 6 years, in accordance with established policies. These policies may be changed with the joint approval of the Provost and the Faculty. In individual cases, exceptions may be made by joint approval of the Provost and the appointments committee.

(d) In the case of untenured Associate Professors and Assistant Professors, whether full-time or part-time, promotion to a higher rank will be effective at the beginning of the academic year following the promotion.

(e) The Provost and the Faculty member may modify the length of the terms of appointment specified in Article III, Section 8(c) above, during the course of an appointment, by written agreement. Modifications that result in the extension or diminution of a term of more than 1 year are subject to the prior approval of the appointments committee.

(f) No full-time, consecutive appointment to the Faculty of the same person as Instructor, Lecturer, Laboratory Coordinator, or Visiting Professor at any rank will continue for more than 3 years except in the case of a Continuing Non-Tenure-Track appointment or in unusual circumstances. In all events, such an appointment shall not continue for more than 6 years, except in the case of Continuing Non-Tenure-Track appointments or persons who, at the time when this Plan takes effect, have been employed by the College for 6 years or more. This provision shall not be construed to alter the terms of any contract in force and effect on May 31, 2005.

(g) Appointments, reappointments, promotions, and termination of appointments shall be made in accordance with established procedures consistent with this Plan. The

Administration shall not change such procedures without the consent of the appointments committee, which will refer substantial changes to the Faculty for approval.

Section 9. Removal of Tenured Faculty; Review Procedures.

(a) A member of the Faculty with tenure may be removed for physical or mental incapacity (that cannot be remediated through reasonable measures), evident incompetence in the performance of his or her academic duties, or gross misconduct. Ordinarily, when the President or Provost believes that a tenured Faculty member's performance or conduct has fallen below minimum standards, the first course of action will be for the President or Provost to meet with the Faculty member in order to attempt to correct the problem. If the problem is not corrected, the appointments committee shall informally inquire into the situation, to effect a correction, if possible.

(b) Where such attempts fail to correct the problem, or where the particular circumstances make such a course of action impracticable, a tenured Faculty member may be removed under the standards of this Article III, Section 9, on the recommendation of the President and the affirmative vote of not less than four-fifths of the entire membership of the appointments committee. Prior to making its decision, the appointments committee shall meet with the Faculty member under review and shall receive any documents or other information that the Faculty member under review shall submit to it. The appointments committee shall issue a report of its decision.

(c) After any member of the Faculty who holds office with tenure has been notified that the President and the appointments committee have decided, in accordance with this Article III, Section 9, to recommend to the Board that the member of the Faculty be removed for cause, the Faculty member may request a hearing before an ad hoc committee whose composition shall be determined in accordance with the Faculty by-laws. The Faculty member shall be entitled to have counsel, who may or may not be a member of the Faculty, present at such a hearing, to represent and advise him or her. If the Faculty member chooses to be represented by legal counsel, the College may also be represented by legal counsel. The ad hoc committee shall decide whether to accept or reject the recommendation of the President and the appointments committee that the member of the Faculty should be removed for cause by a majority vote of its entire membership. The ad hoc committee shall issue a report of its decision.

(d) If, after the hearing referred to in Article III, Section 9(c) of this Plan, the ad hoc committee rejects the recommendation of the President and the appointments committee that the member of the Faculty should be removed for cause, the recommendation of the President and the appointments committee shall not go forward to the Board. If, after the hearing, the ad hoc committee agrees with the recommendation of the President and the appointments committee that the member of the Faculty should be removed for cause, the reports of the appointments committee and of the ad hoc committee shall be transmitted to the Board. The Faculty member shall be notified of the actions of both committees and may appeal to the Board which shall give the Faculty member the opportunity to state his or her case to the entire Board, or to an appropriate committee of the Board, before it takes final action.

(e) Notwithstanding the provisions of Article III, Section 9(d) of this Plan, the President may appeal to the Board a decision of the ad hoc committee rejecting the recommendation of the President and the appointments committee that the member of the Faculty should be removed for cause, upon the following conditions and only after meeting with the ad hoc committee and reviewing its report:

(i) (A) that the ad hoc committee decided against removal for cause despite finding that the Faculty member had engaged in the conduct complained of, or (B) that the ad hoc committee's factual findings were arbitrary and capricious in light of the evidence; and

(ii) that the ad hoc committee's decision evidences a clear failure to give substantial consideration to the Board's fiduciary obligations that the President submitted to the ad hoc committee as among the considerations justifying removal.

When conditions (i) and (ii) have both been met and the President appeals the decision of the ad hoc committee, the report of the ad hoc committee will be transmitted to the Board together with the President's written recommendation setting forth her or his reasons for concluding that conditions (i) and (ii) have been met, and a copy of the President's recommendation shall be provided to the ad hoc committee. During any meeting or meetings at which the President discusses the matter with the Board, a representative of the appointments committee and a representative of the ad hoc committee (in each case, chosen by the respective committee) will also be invited to discuss the matter with the Board.

(f) If any member of the appointments committee or the ad hoc committee, acting on his/her own or in response to a request from the Faculty member under review, believes that he or she should be considered disqualified in a particular case, or if, following a request from the Faculty member under review, a majority of the committee on appointments or the ad hoc committee (providing, as to each committee, that there is a committee quorum composed of at least $\frac{2}{3}$ of the membership of the committee) believes that the interests, or appearance, of impartiality would be better served by appointing a substitute member, the other members of the committee shall choose a member of the Faculty to replace that Faculty member at the hearing and in preparing the subsequent report. For the appointments committee the replacement member(s) shall be the person(s) who most recently served on the appointments committee who is (are) not then serving and who is (are) not disqualified. For the ad hoc committee, the replacement member shall be a tenured member of the Faculty.

(g) If the Board decides, in accordance with, and following the completion of, the procedures outlined in this Article III, Section 9, to remove a member of the Faculty with tenure, the Faculty member shall be notified in writing, stating the reasons for the action, at least 1 year in advance of the effective date of the action, except in the event of gross misconduct. The Board may, at its discretion, grant leave of absence with full salary in lieu of the 1-year notice.

(h) Nothing contained in this Article III, Section 9 shall affect the College's right to terminate the employment of a Faculty member with tenure on account of financial exigency as specified in the guidelines of the American Association of University Professors.

ARTICLE IV THE ADMINISTRATION

Section 1. Authority and Responsibility; Membership; Terms of Service. The Administration, within policies established by the Board and except as otherwise provided in this Plan, has primary authority over and responsibility for the College's administration and management and for budgeting; non-academic and interim academic staffing; maintenance, improvement and use of the College's physical facilities, admissions (consistent with the Faculty's authority as described in Article III), financial aid, student retention; student life; and information services (including the libraries), institutional assessment and advancement (as referred to in Article IV, Section 9). The Administration shall exercise these responsibilities with due respect for the Faculty's authority over academic matters and shall consult with the Faculty on policies that substantially affect the Faculty. As described in this Plan, the Administration also has responsibilities regarding non-interim academic appointments. Consistent with the general division of authority otherwise provided for in this Plan, the Administration and the Faculty shall have the mutual responsibility for consulting on program innovations and developing academic priorities. All persons employed by the College to render executive or administrative services, other than members of the Faculty (but including the President, the Provost, the Dean of the Undergraduate College, the Dean of the Graduate School of Arts and Sciences, the Dean of the GSSWSR, the Vice President for Enrollment, and the Vice President and Chief Information Officer, even if they are also members of the Faculty), are members of the Administration. Certain members of the Administration whose functions are specifically described in this Article IV, and such other persons with similar levels of authority and responsibility as the President may appoint, at any time or from time to time and with the Board's approval, to perform executive or administrative services, are sometimes referred to as members of the Senior Administration. The members of the Senior Administration, except to the extent otherwise provided by agreement, serve at the pleasure of the Board, and the members of the Senior Administration other than the President, except to the extent otherwise provided by agreement, serve at the pleasure of the President. However, no member of the Senior Administration shall continue in office for more than 5 years without a major review. All other members of the Administration, except to the extent otherwise provided by agreement, serve in their administrative capacities at the pleasure of the Senior Administrative officer to whom they report.

Section 2. President.

(a) The President is the College's Chief Executive Officer and has authority and responsibility regarding the general and active management of the College's affairs and general and active supervision and direction of the College's property and affairs, consistent with the Faculty's authority, and over its several officers. The President reports to the Board and will perform all duties incident to the office of the Chief Executive Officer and such other duties, consistent with this Plan, as the Board may from time to time assign. The President is the primary spokesperson of the College's mission and represents, or designates a person to represent, the College on public occasions.

(b) The President may, consistent with this Plan, appoint officers, agents or employees other than those appointed by the Board and will be a member of all committees of the Board other than committees appointed or constituted for the sole purpose of selecting or

evaluating the President. The President, with the Board's approval, and in consultation with the Faculty, as provided in Article IV, Section 2(c), will appoint, reappoint and/or review the performance of, the Provost, the Dean of the Undergraduate College, the College's Vice President for Finance and Administration, the College's Vice President for Alumnae/i Relations and Development, the College's Vice President for Enrollment, the College's Vice President and Chief Information Officer, and other members of the Senior Administration provided for in accordance with Article IV, Section 1, and, in addition, will select the Dean of the Graduate School of Arts and Sciences and the Dean of the GSSWSR, with the Board's approval and after consulting with the Provost, with the Faculty as provided in Article IV, Section 2(c) and with the Students.

(c) In making appointments to the Senior Administrative positions described in this Article IV, the President will consult with a search committee as described in this Plan. In reviewing and, if applicable, reappointing the members of the Senior Administration described in this Article IV, the President will adhere to the consultation process provided for in Article I, Section 3.

(d) In consultation with and with the advice of the appointments committee, the President makes recommendations to the Board concerning appointment, reappointment, and promotion of ranked Faculty. The President (or the Provost if the President delegates authority), in consultation with the Chair of the affected department or program, makes interim appointments and, in consultation with and with the advice of the appointments committee, makes continuing Non-Tenure-Track appointments.

(e) The President may, in accordance with this Article IV, determine the authority, responsibility and organization of administrative offices.

Section 3. Provost. The Provost is the College's Chief Academic Officer and is responsible for administering the College's academic programs. Consistent with this Plan and the Faculty's authority, the Provost is responsible for the quality and support of the College's academic programs and the development and welfare of its Faculty. The Provost, to the extent authorized by the President, administers the College's instructional budget and reviews the performance of the Dean of the Graduate School of Arts and Sciences and the Dean of GSSWSR. The Provost reports to the President, and will assume executive authority if the President is absent or unable to act.

Section 4. Dean of the Undergraduate College. The Dean of the Undergraduate College reports to the Provost insofar as the Dean is involved in academic matters and curricular development and to the President insofar as the Dean is involved in matters related to student life or other matters. The Dean is also responsible for overseeing the Honor Board and Dean's Panels in disciplinary cases in the Undergraduate College

Section 5. Dean of the Graduate School of Arts and Sciences. The Dean of the Graduate School of Arts and Sciences reports to the Provost. The Dean has specific oversight of the admission of students, financial aid, academic policies and rules and student records and for promoting program development within the GSAS.

Section 6. Dean of the GSSWSR. The Dean of the GSSWSR reports to the Provost. The Dean has specific oversight of the admission of students, financial aid, academic policies and rules and student records and for promoting program development for the GSSWSR.

Section 7. Vice President for Finance and Administration. The Vice President for Finance and Administration reports to the President and is responsible for managing the College's financial resources and for directing the College's budgetary activities. The Vice President for Finance and Administration is also responsible for the administration and supervision of the College's administrative offices that are not included within the oversight responsibilities of any of the other members of the Senior Administration whose positions are described in this Article IV, as may now or at any time hereafter be provided.

Section 8. Vice President for Alumnae/i Relations and Development. The Vice President for Alumnae/i Relations and Development reports to the President and is responsible for directing the College's fundraising and alumnae/i relations.

Section 9. Vice President for Enrollment. The Vice President for Enrollment reports to the President is responsible for general oversight of admission of students, financial aid, and student retention in the Undergraduate College, and for consulting with the Faculty, Provost, Dean of the Undergraduate College, Dean of the Graduate School of Arts and Sciences, and Dean of the GSSWSR in the development of proposals with respect to undergraduate and graduate admissions policies.

Section 10. Vice President and Chief Information Officer. The Vice President and Chief Information Officer reports to the President and is responsible for the integration of all components of the College that are directly involved in libraries or information technology services.

ARTICLE V THE STUDENTS

Section 1. Consultation of Students. The education of Students is the core of the College's mission. Students have a unique and valuable viewpoint on the College's affairs and should be encouraged to continue their association with the College long after their time at the College ends. Therefore, in accordance with, and subject to, the policies set forth in Article I, the Board, the Faculty and the Administration should consult the Students about all matters that affect student life and the student experience at the College.

Section 2. Representatives to Board of Trustees. The Students of the Undergraduate College will have 3 representatives to the Board, the Students of the GSAS will have 1 representative to the Board, and the Students of the GSSWSR will have 1 representative to the Board. The representatives may attend all meetings of the Board (other than executive sessions) and may participate in all discussions, but without any right to vote. The representatives will have the right to present the Students' views to the Board on any matter concerning the College's

welfare and may report at any meeting of the Board about any such matter in accordance with procedures that the Board may establish at any time or from time to time.

Section 3. Self-Government Association and Honor Code. When the College's Students formed the Self-Government Association in 1892, the College became the first institution of higher education in the United States to give Students responsibility for enforcing rules of behavior upon themselves. The two primary institutions of Student self-government are the Self-Government Association, to which every Student belongs, and the Honor Code, a set of principles stressing personal integrity and mutual respect to which all Students agree to adhere. The Honor Code has both academic and social components. The Faculty, the Administration and the Students share authority over the academic honor code. The Students have authority over the social honor code. All decisions providing for separation or exclusion from the College for violation of either the academic honor code or the social honor code are subject to review by the President, and no such decision will be implemented unless and until the President approves it.

Section 4. Dean's Panel. A Dean's Panel will be convened to address circumstances in which the well-being or safety of undergraduate students is in jeopardy or College resources or property have been abused. All decisions by a Dean's Panel providing for separation or exclusion from the College are subject to review by the President, and no such decision will be implemented unless and until the President approves it.

ARTICLE VI THE STAFF

Section 1. Composition and Consultation of Staff. The Staff consists of all persons employed by the College who are not members of the Faculty, the Administration or Students. The Staff has a vital role in making it possible for the College to function in a manner that enables it to fulfill its mission, and members of the Staff have a unique and valuable viewpoint on the College's affairs. Therefore, in accordance with, and subject to, the policies set forth in Article I, the Board and the Administration should consult the Staff about matters that affect the Staff.

Section 2. Representatives to Board of Trustees. The Staff will have 2 representatives to the Board. The representatives may attend all meetings of the Board (other than executive sessions) and may participate in all discussions, but without any right to vote. The representatives will have the right to present the Staff's views to the Board on any matter concerning the College's welfare and may report at any meeting of the Board about any such matter in accordance with procedures that the Board may establish at any time or from time to time.

ARTICLE VII AMENDMENTS AND GOVERNING DOCUMENT

Section 1. Amendment. This Plan may be amended, supplemented or repealed or a new plan of governance may be adopted by joint consent of the Board and the Faculty, or by a vote of a majority of the Board provided that:

(a) notice of intention to amend, supplement, repeal or adopt is delivered to all members of the Board at least 10 days before the meeting at which action is to be taken;

(b) notice of intention to amend, supplement, repeal or adopt is delivered to all members of the Faculty at least 30 days before the next regularly scheduled meeting of the Faculty;

(c) a copy of the notice referred to in Article VII, Sections (1)(a) and (1)(b), is simultaneously delivered to the President, the Provost, the other members of the Senior Administration, the representatives of the Students referred to in Article V, Section 2, and the representatives of the Staff referred to in Article VI, Section 2;

(d) the notice referred to in Article VII, Sections (1)(a) and (1)(b), includes a summary in general terms of the proposed action; and

(e) after the meeting of the Faculty referred to in Article VII, Section 1(b) and before this Plan is amended, supplemented or repealed or a new plan of governance is adopted by vote of a majority of the Board, the Faculty has been given an opportunity for a conference between the members of the appropriate committee of the Board and the representatives of the Faculty to consider the proposed amendment, supplement, repeal or new plan.

In recognition of the principle that the “structure and procedures for faculty participation should be designed, approved, and established by joint action of the components of the institution” (AAUP 1966 Statement on Government of Colleges and Universities), the first procedure described above should be used where changes to the Plan would affect the Faculty’s authority.

The Board shall consider proposed amendments or supplements offered by the Faculty and shall afford representatives chosen by the Faculty the opportunity to present its views on the need for changes to the Board or to the appropriate committee of the Board. The terms of this Plan shall not be amended, supplemented or repealed nor shall a new plan of governance be adopted except in accordance with the procedure set forth in this Article VII, Section 1.

Section 2. Governing Document. This Plan is the foundation from which procedures specified in the Faculty by-laws, the Faculty Handbook and the Student organizational documents are derived. If there is any conflict or inconsistency between any of such other documents and this Plan, this Plan will control. If there is any conflict or inconsistency between the College’s by-laws and this Plan, the College’s by-laws will control. However, the terms of this Plan shall not be amended, supplemented or repealed nor shall a new plan of governance be adopted without following the procedure specified in this Article VII.