

Bylaws of the Raymond and Ruth Perelman School of Medicine Faculty Senate

Last Revised 9/23/2025

Section 1. Function

The Raymond and Ruth Perelman School of Medicine Faculty Senate (hereinafter, “Senate”) shall be an open forum of the faculty for discussion of all issues affecting the operation and development of the Raymond and Ruth Perelman School of Medicine (“School” or “PSOM”). The meetings of the Senate shall provide an opportunity for its members to discuss and express their views upon any matter relevant to the School and to make recommendations or pass resolutions with respect thereto. In addition, the Senate shall have the power to make recommendations concerning any such matter to the Dean of the School of Medicine, to solicit reports from administration of the PSOM, and otherwise to carry out the responsibilities of a faculty as outlined in the Statutes of The Trustees of the University of Pennsylvania¹ and the Penn Medicine Bylaws.

Section 2. Membership

The Senate shall consist of all members of the standing faculty (tenure and clinician educator tracks) and all members of the academic clinician and research tracks of the associated faculty of the University of Pennsylvania School of Medicine, regardless of rank. Other members of the associated faculty of professorial ranks may attend regular meetings of the Senate as non-voting members. Retired members of the faculty may also attend as non-voting members.

Section 3. Officers

The officers of the Senate shall consist of a Chair, a Chair-elect, and the immediate past-Chair (collectively, the “tri-Chairs”). Each year, a Chair-elect shall be chosen from the voting members of the Senate other than those holding either departmental chairmanships in the School of Medicine or administrative positions in the University at the level of Associate Dean or above.

Section 4. Duties of the Chair

The Chair shall be the principal officer and shall have such powers as are appropriate to the office. The Chair shall call meetings, prepare the agenda, and preside at the meetings. The Chair shall be a member of the Steering Committee and act as its Chair, and shall consult the Steering Committee in all matters of concern to the Faculty. The Chair shall appoint members of ad hoc committees, as charged by the Steering Committee or the Senate. The Chair shall be an (ex officio) member of all Senate Committees, excepting the Nominating Committee.

¹ See Article 10, “The Faculties and Schools and Colleges.”

Section 5. Duties of the Chair-elect

The Chair-elect, in the absence of the Chair or at the Chair's request, shall substitute for the Chair, and shall be an ex-officio a member of the Steering Committee.

Section 6. Duties of the Immediate Past-Chair

The immediate past-Chair shall perform the usual functions of a Secretary and shall be a member and Secretary of the Steering Committee. References hereinafter to the function of the "Secretary" shall be performed by the immediate past-Chair.

Section 7. Standing Committees

- a. The Steering Committee. There shall be a Steering Committee, consisting of the officers of the Senate for the current year, and twelve additional members of the faculty not serving as academic administrators in the PSOM. These twelve members shall be elected for two-year terms as hereafter prescribed. The elected representatives to the Steering Committee shall consist of four members of preclinical departments, four members of clinical departments, and four at-large representatives. Reasonable efforts should be made to have as many departments represented as possible. The Steering Committee shall meet at regular intervals and conduct the normal business of the faculty with respect to educational affairs. On matters of substantial importance to the faculty, or when new policies are involved, the Steering Committee will present the issue at the regular meetings of the Senate or will poll the entire voting membership by mail, e-mail, or other form of correspondence, either electronic or non-electronic. The Dean of the School of Medicine may be invited to meetings of the Steering Committee as well as other academic administrators whose interests may be involved. The minutes of the meetings of the Steering Committee shall be made available to all members of the Senate.
- b. The Committee on Academic Freedom and Responsibility. There shall be a PSOM Committee on Academic Freedom and Responsibility (CAFR) consisting of three standing faculty members elected annually by the standing faculty, to no more than ten one-year terms, and one alternate standing faculty member to serve in the event of the resignation or disqualification of a CAFR member, none of whom may be a member of the University administration. Members of the committee shall elect a Chair.

Section 8. Other Committees

- a. There shall be a Nominating Committee appointed by the Chair with the advice and consent of the Steering Committee. This committee will be appointed annually, to serve until the Senate elections are completed. The committee shall consist of three members of the Steering Committee and three additional members from the Senate.
- b. The Steering Committee and the Committee on Academic Freedom and Responsibility shall be the only committees constituted by the elections. Ad hoc committees of the Steering Committee or of the Faculty shall be appointed by the Chair upon authorization by the Steering Committee or by the Faculty, and with the advice and consent of the Steering Committee.
- c. In the normal course of the administration of the medical school, various committees dealing with educational affairs shall be appointed by the Dean. These committees shall function in accordance with the Bylaws of the Senate and shall perform their duties under the guidance of the faculty, as represented by the Senate and the Steering Committee.

Section 9. Meetings

- a. Regular meetings of the Senate shall be held at least once in each academic semester. Special meetings may be called by the Chair, or whenever requested in writing by twenty voting members of the Senate, or by the Dean, in which case the Dean or Dean's designee shall preside. An agenda or statement of purpose outlining the reason for the special meeting shall be distributed in advance of the meeting to the voting members of the Senate. The special meeting shall be restricted to the consideration of such agenda or purpose for which the meeting was called.
- b. A quorum for the Senate shall be 50 voting members. The minutes of each meeting shall contain a record of the number in attendance, and a summary of the business transacted. The minutes shall be distributed to all voting members of the Senate and made available to non-voting members.
- c. The Chair, in consultation with the Steering Committee, shall prepare the agenda for the Senate meetings. Except in unusual circumstances, notice of the time and place of each regular meeting shall be sent to each member at least thirty days prior to the meetings, along with the agenda, and any Committee reports to be considered by the Senate or draft resolutions to be debated. Any matter requested in writing by five or more voting members within one week subsequent to the sending of notices of a regular meeting shall be added to the agenda.
- d. Resolutions germane to any subject set forth in the agenda may be decided by a majority vote of members present and voting. Other matters may be brought up for discussion by any member at any regular meeting. Senate action upon such matters, however, shall require a three-quarters majority of those present and voting. Proposed amendments to these bylaws may be offered only in accordance with the provisions set forth in Section 13.
- e. The Steering Committee, by a majority vote, may determine prior to or during a meeting whether a matter appearing on the agenda for the meeting may be decided by poll of the full faculty senate rather than at the meeting. Such a poll shall be made of the entire voting membership using a method determined by the Steering Committee to be reasonably accessible to all voting members. The matter made the subject of the poll shall not be decided unless at least 100 voting members of the Senate vote in favor or against the proposal.
- f. A poll of the entire voting membership by mail, e-mail, or other form of correspondence, either electronic or nonelectronic, may also be initiated by an appropriate resolution passed at a meeting of the Senate or by petition signed by ten percent of the voting members of the Senate. Furthermore, if a substantive motion has been decided at a meeting of the Senate or by poll initiated pursuant to subsection (e) above with less than 40% of the voting membership participating in the vote, a poll as described in this subsection may be initiated within 30 days thereafter. Provided that such a poll is decided by (i) at least two times the number of voting members of the Senate voting on the motion at the previous meeting and (ii) such poll participants constitute at least 10% of the voting members of the Senate, the outcome of this poll shall determine the issue under consideration.

Section 10. Elections

1. Succession of officers. The Chair-elect shall automatically succeed to the office of Chair, except when elected by the Steering Committee as provided in Section 12.

2. Nominations

- a. At least forty-five days in advance of the Spring meeting, the immediate past-Chair shall circulate to the Chair of each department of the School of Medicine a notice of the positions to be filled by election. Each department shall be invited to choose by departmental election one candidate for Chair-elect. Members of the faculty may propose additional candidates for Chair-elect by submitting petitions containing at least 10 signatures of voting members of the Senate. The nominating committee has the power to propose additional candidates.
- b. Each department may also propose one candidate for the Steering Committee, regardless of the number of voting members of the Senate in the department. If the number of voting members of the Senate in a department exceeds 50, two candidates may be proposed. Additional candidates may be proposed by petition containing at least ten signatures of voting members of the Senate. No member may sign more than one such petition.
- c. The immediate past-Chair shall transmit all replies to the Nominating Committee. For officers of the Senate, and members of the Steering Committee, the Nominating Committee shall select, and secure acceptance of nomination of, two or more candidates for each position to be filled. The list of candidates shall include all names proposed by petition. This means there should be at least four candidates for preclinical, clinical and at-large categories.
- d. When the Chair-elect has been elected by the Steering Committee as provided in Section 12, the Nominating Committee will select and secure acceptance of nomination of two candidates for the office of Chair. Candidates for the office of Chair shall be drawn from those persons who have served on the Steering Committee during the preceding five years.

3. Voting

- a. Each eligible member of the Senate shall vote for Chair-elect. They shall vote for no more than six nominees for full terms to the Steering Committee, two from each of the following categories: preclinical, clinical and at-large. The two candidates for membership on the Steering Committee receiving the greatest number of votes, irrespective of whether such number of votes is a majority, shall be declared at-large members. The two candidates from each of the preclinical, clinical and at-large areas receiving the highest number of votes shall be declared elected. Ties shall be resolved by lot. These elections are subject to the restrictions set forth in Section 7.a.
- b. Each eligible member of the Senate shall vote for no more than three tenured faculty and two clinician educators for full terms on the Committee on Academic Freedom and Responsibility. The three tenured candidates and the two clinician educator candidates receiving the greatest number of votes shall be declared elected irrespective of whether such number of votes is a majority of those voting. Ties shall be resolved by lot.
- c. Electors may only vote once for a candidate.

Section 11. Terms of Office

- a. Officers. Each officer shall hold office starting in the month of September following election or succession to office, and shall remain in office until his/her successor takes office the following

year. Incoming and outgoing officers shall arrange for the transition to be effected conveniently; if no such arrangements are made, the newly elected officers shall take office the first of September.

- b. Steering Committee. Members of the Steering Committee who do not serve ex officio shall hold office for a term of 24 months, beginning the first of September following their election. No person shall hold Steering Committee membership for more than two consecutive terms, but may be elected after a lapse of one year. This shall not prevent an officer from serving ex officio.
- c. Committee on Academic Freedom and Responsibility. Members of this committee shall not succeed themselves more than once, i.e., they may serve two consecutive terms. If elected to a second term, the first year of that term shall be as an alternate and the second year shall be as a member.
- d. All other committees shall serve for terms designated by the chair-person or by the Steering Committee.

Section 12. Vacancies

- a. Chair. Whenever a vacancy shall occur in the office of Chair, the Chair-elect shall serve as Chair for the unexpired term. He/she shall thereafter remain in office of Chair for the following term.
- b. Chair-elect. Whenever a vacancy shall occur, the Steering Committee shall appoint a successor for the unexpired term, selected from among members of the Steering Committee. Upon completion of the unexpired term, the Steering Committee member shall not automatically succeed to the office of Chair, but resume his/her position on the Steering Committee provided his/her elected term has not expired. In this instance the ballot for elective offices will include candidates for Chair and Chair-elect.
- c. Whenever a vacancy shall occur among the members of the Steering Committee who do not serve ex officio, the Steering Committee shall appoint a successor, who shall serve for the balance of the unexpired term.
- d. If a member of the Committee on Academic Freedom and Responsibility resigns or recuses himself, then the Senate shall select from among the alternates a faculty member who shall serve as a member of the Committee for the balance of the unexpired term or for the period of recusal. That member shall continue as a member for the next year.

Section 13. Amendments

These bylaws may be amended by a two-thirds vote of the eligible members of the Senate present and voting at any meeting if the proposed changes have been presented in writing at least one month in advance of that meeting. Proposed amendments which have been acted on at any meeting are subject to a poll as stipulated in Section 9.e. In this case a majority vote will decide the issue under consideration.

Section 14. Rules of Order

Robert's Rules of Order Newly Revised shall govern the Senate in all cases to which they are applicable, and in which they are not inconsistent with the bylaws or rules of order of the Senate, the Statutes of the Trustees, the Articles of Incorporation of the University, the Penn Medicine Bylaws or the Laws of the Commonwealth of Pennsylvania.