

## By-Laws (2018)

Bylaws of the Council of 3M National Teaching Fellows for Teaching and Learning in Higher Education of the Society for Teaching and Learning in Higher Education.

(Approved August 2018)

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### 1. **Definitions and Operations**

- 1.1 The name of the organization shall be the 3M National Fellows for Teaching and Learning in Higher Education, hereinafter referred to as “the 3M Council”, members of the 3M Council (4.2) are hereinafter referred to as “Fellows”, and the Executive of the 3M Council is hereinafter referred to as the “Executive”.
- 1.2 In accordance with Section 9.01: “Affiliated Groups: Constituencies” of the STLHE bylaws. The Council of 3M National Fellows for Teaching and Learning in Higher Education is a constituency of the Society for Teaching and Learning in Higher Education, hereinafter referred to as “STLHE”.
- 1.3 The 3M Council will be represented on the STLHE Board of Directors by the Chair of the 3M Council or designate.
- 1.4 As a constituent group within the STLHE, the 3M Council will receive administrative support (STLHE Policy 6.2 Affiliated Groups: Administrative Support) and may receive financial support (STLHE Policy 6.2 Affiliated Groups: Administrative Support) from the STLHE Board of Directors.”
- 1.5 The 3M Council shall report annually on its activities and financial affairs to the STLHE Board of Directors as required by (STLHE 6.1 Affiliated Groups: Rules and Regulations).

### 2. **Defining and interpreting the bylaws**

- 2.1 This document regulates the transactions of business and affairs of the 3M Council and its Executive. Where there is a conflict between these bylaws and the Constitution and Bylaws of the STLHE, the latter shall take precedence.

### 3. **Mission and Aims of the Council of 3M Council**

- 3.1 The mission of the 3M Council is to inspire and engage all Fellows, harnessing their experience, wisdom, and passion to celebrate and promote teaching excellence and educational leadership in its many forms, and to support, develop and encourage post-secondary teachers and students in Canada in building capacities for excellence in the classroom and beyond.
- 3.2 The aims and goals of the 3M Council are:
  - 3.2.1 To promote the Fellowship, its members and activities to outside constituencies and with strategic partners.
  - 3.2.2 To celebrate projects spearheaded by the Fellows and disseminate news about 3M Fellows' initiatives, impact and accomplishments.
  - 3.2.3 To create communities of practice both regionally and nationally amongst 3M Fellows to discuss important issues in Higher Education teaching, learning and educational leadership.
  - 3.2.4 To design and implement projects that enhance teaching and learning excellence and educational leadership in Canadian Higher Education.
  - 3.2.5 To develop relationships and build collaborative opportunities with award-winning teachers and award-winning students internationally.
  - 3.2.6 To support and advise in the coordination and adjudication of the 3M National Teaching Fellowship and the 3M National Student Fellowship.
  - 3.2.7 To participate in public debates and discussions as advocates for valuing teaching and learning in Higher Education in policy making in provincial and national contexts.

#### **4. Membership**

- 4.1 There is only one class of Membership in the 3M Council. The Council includes all recipients of the 3M National Teaching Fellowship (or 3M Teaching Fellowship as it was previously known), the 3M National Student Fellowship, and the 2012- 2016 recipients of the College Sector Educator's Award. All recipients are lifetime members of the 3M Council and are also lifetime members of STLHE.
- 4.2 Membership in the 3M Council is free. However Members can choose to pay voluntary contributions to support 3M Council activities and initiatives.

#### **5. Meetings**

- 5.1 There shall be one scheduled Annual General Meeting of the 3M Council to be held at the STLHE Annual Conference (usually in June of each calendar year).

- 5.1.1 The Chair of the 3M Council shall inform the Fellows at least fourteen days in advance of the meeting the place, date, time of the meeting and any business to be considered at the meeting.
- 5.2 A Special meeting may be called at any time on a written request of at least either one third of the Fellows. The request must state the reason for the Special meeting and the motion or motions to be presented at such meeting.
  - 5.2.1 No business shall be transacted at any Special Meeting of the 3M Council save that for which the Special Meeting has been called.
  - 5.2.2 Fellows must be given at least a 30-day notice of a Special Meeting.
  - 5.2.3 Special Meetings may be held with Fellows attending through the use of synchronous and/or asynchronous electronic communication
- 5.3 Quorum will not be met if there are fewer than twenty Fellows at any meeting, Special Meeting or in any online ballot or vote.
- 5.4 The Executive may fix a day or days in any month or months for regular meetings of the Executive at a place and hour to be named, and without limiting the generality of the foregoing, the Board shall meet at least once per year. A copy of any resolution of the Executive fixing the place and time of those regular meetings will be sent to each Executive members promptly after being passed, but no other notice will be required for any regular meeting except where the Act requires the purpose of, or the business to be transacted at, that meeting to be specified.
  - 5.4.1 Subject to any resolution of the Executive, in addition to any regular meetings of the Executive, any Executive member may, at any time, call a meeting of the Executive for the transaction of any business.
  - 5.4.2 A majority of the number Executive members at the time the meeting is held constitutes a quorum at any meeting of the Executive.
  - 5.4.3 Each Director is authorized to exercise one (1) vote at each meeting of the Executive. Unless otherwise required by the Act, at all meetings of the Executive, every question will be decided by a majority of the votes cast on the question. In case of an equality of votes, the chair of the meeting will not be entitled to a second or casting vote.

## **6. Governance**

- 6.1 The Executive shall work within the aims and structures of the STLHE to govern and manage the affairs of the 3M Council
- 6.2 Powers and duties of the Executive include:
  - 6.2.1 Promote the aims of the 3M Council

- 6.2.2 Prepare an annual budget for the coming year and to maintain all accounts and financial records of the 3M Council, except where such accounts and records are maintained by the STLHE head office.
- 6.2.3 With the approval of the STLHE Board of Directors, seek funds from external sources to finance the operations or special projects of the 3M Council.
- 6.2.4 Pay all expenses for operating and managing the 3M Council.
- 6.2.5 When given the authority to do so by the STLHE Board of Directors, approve all contracts for the 3M Council.
- 6.2.6 The Executive consists of both elected and appointed members. The Executive consists of 5-7 Fellows-at-large who are elected and may serve as Fellows-at-large or, as either Chair, Vice-Chair/(Chair elect), Communications Officer, or Finance Officer. The positions of Chair, Vice-Chair/Chair Elect, Communication Officer and Finance Officer are filled by election from within the Executive.

### 6.3 Roles of Elected members

- 6.3.1 Fellows-at-large. The Fellows -at-large are responsible for participating in meetings of the Executive and contributing to the goals of the 3M Council. Fellows-at-large are also elected to hold the positions of Chair, Vice-Chair, Communications Officer and Finance Officer by the Executive. The terms of office as Fellows-at-large, shall be two years with a maximum of two consecutive terms, after which the Fellow must step away from the executive for four years before seeking election again.
- 6.3.2 Chair is responsible for representing the 3M Council at the STLHE Board of Directors' meeting. The term of office shall coincide with their elected term as a Fellow-at-large.
- 6.3.3 Vice-Chair is responsible for representing the 3M Council and the Chair at Board meetings, when designated. The term of office shall coincide with their elected term as a Fellow-at-large.
- 6.3.4 Communication Officer is responsible for keeping up-to-date records of the 3M Council, and for acting as recording secretary, when required. The term of office shall coincide with their elected term as a Fellow-at-large.
- 6.3.5 Finance Officer is responsible for liaising with the STLHE Treasurer, and, in consultation with the Executive and the STLHE Treasurer for preparing the annual budgets of the 3M Council. The term of office shall coincide with their elected term as a Fellow-at-large.
- 6.3.6 Both the Communications Officer and Finance Officer will co-ordinate with STLHE for the use of any services and infrastructure: such as the administrator and secretariat.

- 6.4 Appointed (ex-officio) members of the Executive include:
  - 6.4.1 The 3M National Teaching Fellowship Coordinator, his/her designate or the designated Co-Coordinator appointed by the STLHE Board in accordance with STLHE Policy 2.1 Standing Committees: Awards Standing Committee.
  - 6.4.2 The 3M National Student Fellowship Coordinator, his/her designate or the designated Co-Coordinator appointed by the STLHE Board in accordance with STLHE Policy 2.1 Standing Committees: Awards Standing Committee.
- 6.5 On or before Dec 31 of the second year of their election, elected Fellows on the Executive must declare whether they will be renewing their term for a second term of two years. This is a one-time automatic renewal, which then caps their involvement on the Executive at 4 years. Fellows must wait 4 years before seeking election on the Executive again. The deadline of Dec. 31 allows the Executive to identify the number of Fellows-at-large to be elected in any upcoming election that would take place between the following January 1 and April 31, so as to announce the new Council for the start of their terms at the June AGM/STLHE conference.
- 6.6 Election of Fellows-at-large
  - 6.6.1 All Fellows Fellows-at-large and may cast the number of votes corresponding to the number of positions that are to be elected. Multiple votes for a candidate are not permitted. (If two positions are vacant, each Fellow and Supporting Fellow can cast a vote for two different candidates.)
  - 6.6.2 Election of Fellows-at-large will take place after Dec 31 and prior to April 30 and new Fellows-at-large will assume their positions on the date of the Annual General Meeting.
  - 6.6.3 In January of each year a Nomination Committee will be formed to fill the positions on the Executive that will be vacant prior to the Annual General Meeting.
  - 6.6.4 The nominating committee shall:
    - 6.6.4.1 Consist of one member of the Executive and two Fellows of the 3M Council. Members of the nomination committee shall not be candidates for election to Executive.
    - 6.6.4.2 Prepare and circulate an announcement of the positions to be filled and invite nominations from the Council membership.
    - 6.6.4.3 Actively seek out nominations where no candidates are forthcoming from the membership.
    - 6.6.4.4 Confirm the eligibility of nominations and their willingness to run for office and obtain from them the information required for the purposes of

the election. This information shall include a brief statement to be circulated to the Fellows with the candidate's reasons for seeking a position on the Executive.

6.6.4.5 Organize an election using electronic means.

6.6.4.6 Confirm the results of the election by notifying the Chair of the Executive. Confirm the results of the election to the Council membership and notify the candidates of the outcome.

6.7 Candidates will be ranked in descending order by the number of votes they have received and this descending order will be used to fill the number of positions available. Candidates receiving the highest number of votes shall be considered elected. In the event of a tied vote for the last position, a run-off vote will be held and the two tied candidates' names will stand in the run-off vote.

## **7. Remuneration of Executive**

7.1 The Executive shall receive no remuneration for acting as such and shall neither directly nor indirectly receive any profit from their positions. Where possible, the Executive may receive reasonable compensation for expenses incurred by them in the normal course of their duties.

## **8. Amending the Bylaws**

8.1 These Bylaws may be cancelled, altered, or amended by a Special Resolution at any General or Special Meeting of the 3M Council or by an electronic vote of the Fellows subject to the quorum threat defined in 5.3.

8.2 Proposals to change the Bylaws may be made by the Executive or by at least ten (10) Fellows.

8.3 Written notice of motion informing 3M Council of the details of the proposed changes or amendments to the Bylaws must be circulated by the Chair using email to current members at least 30 days prior to a vote on the acceptance of changes.

8.4 Amendments or changes to the bylaws shall be approved by either an electronic vote of the Fellows arranged by the Executive, or at the annual meeting of the 3M Council.

8.5 The 3M Council shall provide the STLHE Board of Directors a copy of the amended Bylaws.