

# **Bylaws of the Council of Academic Professionals and Administrators**

*Approved November 17, 2000*

*Revised March 27, 2009*

## **ARTICLE I. COUNCIL OF ACADEMIC PROFESSIONALS AND ADMINISTRATORS (CAPA) ORGANIZATION**

A representative body shall be elected by academic staff professionals and administrators (P&A) in each college, administrative unit and coordinate campus of the University of Minnesota, to participate in the development and implementation of University policies and procedures for academic professional and administrative staff. The name of this body shall be the Council of Academic Professionals and Administrators (CAPA). Representative terms shall be three years, staggered so that not more than half of the representatives are newly elected in any given year. There shall be no limits on the number of terms representatives may serve.

## **ARTICLE II. CAPA REPRESENTATIVES**

### **1. Voting Units and Number of Representatives**

- a. P&A staff within each college, administrative unit and coordinate campus recognized as a representative unit (hereafter referred to collectively in the Bylaws as "units") will have the right to elect at least one representative and alternate representative to CAPA.
- b. An initial list of representative units and numbers of representatives from each unit will be approved by CAPA in accord with these Bylaws and specified in the Appendix. This list will be reviewed annually and, if necessary, altered as designated in the Policies and Procedures Manual.
- c. Changes in the allocation of representatives to any unit or addition of new representative units will be put into effect by a simple majority vote by CAPA. Any recommendation for deletion or merger of representative units must pass by a two-thirds vote. No P&A staff may be left without representation by such an action.

### **2. CAPA Representative Elections**

Representatives to CAPA shall be elected in accordance with the following procedures, and as designated in the Policies and Procedures Manual:

Between the end of the April CAPA meeting and June 1 of each year, each eligible unit as determined in Article II, Section 1 of the Bylaws shall conduct an election for expired or vacant CAPA representative and alternate positions, if any. Each unit shall establish its own procedures, in accordance with the Constitution and Bylaws, for conducting its elections. The results of the elections shall be sent to the CAPA Chair and clerk no later than June 30.

### **3. CAPA Representatives in Restructured Units**

CAPA representatives and alternates in units that are restructured shall be designated according to the Policies and Procedures Manual.

### **4. Non-Affiliation with a Voting Unit**

Any person eligible to vote for members of CAPA under the provisions of Article II, Section 4, of the CAPA Constitution, but not attached to any voting unit designated in Section 1 of this Article, may apply in writing to the Chair of the Representation and Governance Committee for a determination of his or her status to vote for members of CAPA. It shall be a duty of the Representation and Governance Committee to assign such a person to one of the voting units as specified in Article II, Section 1.b. and the Appendix of these Bylaws.

### **5. Vacancies and Leaves**

CAPA representative seats that are permanently vacated between annual elections shall be filled for the remainder of that year by processes designated in the Policies and Procedures Manual.

### **6. Structure**

In accordance with its Constitution and Bylaws, CAPA may determine its own organizational structure, appoint committees, working groups and task forces, whose membership need not be limited to members of CAPA, and adopt procedural rules for the conduct of its business.

## **ARTICLE III. CAPA OFFICERS**

The officers of CAPA will include a Chair, a Vice Chair and the Chairs of the standing committees. Duties are delineated in the Policies and Procedures Manual, and may be delegated as necessary.

### **1. CAPA Officer Elections**

Elected CAPA representatives and elected alternates are eligible to run for CAPA Officer positions.

a. The Representation and Governance Committee shall distribute a call for nominations for the offices of Chair, Vice Chair, and standing committee Chairs at the February CAPA meeting each year, and via email to the entire CAPA membership within 3 business days after the February meeting. Nominations shall conform to a template provided by the R&G Committee.

b. Nominations shall remain open from the February CAPA meeting until they are closed at the April meeting.

c. The Chair, Vice Chair and Chairs of standing committees shall be elected at large at the April general CAPA meeting, in the order herein stated, for a term of one year.

d. If there is a contested election for any office, subsequent runoff ballots shall be held among the candidates receiving at least 25% of the votes cast, until one candidate receives a majority of votes cast. In the case of a tie between two or more of the leading candidates, another ballot shall be taken.

- e. Voting shall be by secret paper ballot if at least one member requests it.
- f. If the election of any individual office is uncontested, a call for a voice vote of acclamation is in order.
- g. If the CAPA Chair, Vice Chair, or Committee Chair is not re-elected by his or her unit constituency, or if that unit's representation on CAPA is changed, the member may continue to serve as a CAPA officer for a one-year term, if their chair term limit has not expired and if elected to that position by the CAPA members.
- h. Terms of office for each of these positions shall be July 1 to June 30, and the persons holding these offices may serve no more than three consecutive annual terms.

## **2. Executive Committee**

The Chair, Vice Chair and Chairs of each standing committee shall serve as the Executive Committee of CAPA. The immediate past CAPA Chair may also serve on the committee as an ex officio member. The Executive Committee is empowered to appoint representatives (CAPA members and /or P&A staff) to University committees external to CAPA, including the Senate Committee on Committees, as well as to organizations external to the University according to a process that the Executive Committee shall designate.

## **ARTICLE IV. CAPA COMMITTEES**

### **1. Definitions and Authority**

#### **a. Standing Committees**

A standing committee is a group to which CAPA delegates responsibilities in broad areas of University P&A concern and whose reports are made directly to CAPA. The standing committees of CAPA shall be established as needed by a two-thirds vote of members.

#### **b. Working Groups of Standing Committees**

CAPA standing committees may appoint working groups as necessary to assist with their responsibilities. Membership of working groups need not be limited to members of the standing committee or of CAPA and shall include ex officio representation as appropriate.

#### **c. Special Task Forces**

Special task forces may be created to study and make recommendations directly to CAPA on topics within the areas of concern to CAPA and may also include persons who are not CAPA members. Task forces may be created by the Chair or majority vote of CAPA or terminated by majority vote of the members.

### **2. Committee Structure**

The committees of CAPA shall be: (1) Executive Committee, (2) standing committees, (3) task forces, as needed and approved by a majority vote of CAPA representatives, and (4) working groups, established by majority vote of the members of a standing committee. The standing committees include, but are not limited to:

- \* Communication
- \* Benefits and Compensation
- \* Professional Development and Recognition
- \* Representation and Governance.

### **3. Ex Officio Participants of Committees**

Ex officio participants, including P&A staff, will be appointed either by the committee Chair or by a majority vote of the CAPA members serving on the committee. All committee members, including CAPA alternates and Ex officio participants who are not elected CAPA representatives, have a vote on recommendations of the committee.

### **4. Terms of Membership, Chairing of Committees, and Removal for Neglect of Meetings or Duties**

- a. Appointments of CAPA members to committees of CAPA shall be made for terms of one year, and may continue for as many years as the member holds a CAPA representative seat or committee Chair position.
- b. Each CAPA representative is required to serve on at least one CAPA standing committee and may ordinarily choose that committee voluntarily by request to the CAPA Chair. There is no limit to the number of people serving on any CAPA committee, including ex officio members.
- c. Duly designated CAPA alternates are required to serve on at least one standing committee. Other P&As also may join CAPA committees.
- d. Service as a CAPA Senator may be used to fulfill the committee service requirement stated in b. and c. above, but does not preclude CAPA Senators from serving on one CAPA standing committee as well.
- e. No CAPA member is eligible to serve concurrently on more than two CAPA standing committees, or more than one standing committee if also a CAPA Senator.
- f. An individual may Chair only one committee of CAPA at a time.
- g. The definition of neglect of meetings and removal of members for unexcused absence from committee meetings shall be the same as for neglect of general meetings under Article II, Section 5 of the Constitution.
- h. The Executive Committee Chair may be removed from office by CAPA, if he or she is deemed unable or unwilling to carry out the duties of the Chair. Neglect of Chair duties is defined as failure to

fulfill the duties outlined in the CAPA Bylaws. Removal of the CAPA Chair may be initiated by either a majority of Executive Committee members, or by a majority of CAPA members. In either case, a written request to begin the process shall be submitted to the Chair of the Representation and Governance (R&G) Committee. The written request must include a description of the Chair's specific neglect of duties. Upon receipt of such a request, the R&G Chair shall facilitate the following process:

(i) The R&G Chair shall circulate the request to all Executive Committee members, shall solicit written reviews of the CAPA Chair's performance from each Executive Committee member, and shall place the review on the agenda of the next regular Executive Committee meeting. The R&G Chair shall distribute copies of all reviews to all Executive Committee members, and request a response from the CAPA Chair. At the subsequent meeting, the Executive Committee shall discuss the content of the reviews and response, and vote either to forward the recommendation for removal to CAPA, or to end the removal process. The action shall be reported to CAPA at its next regular meeting. A 3/4 vote of all members present at CAPA is sufficient to override the Executive Committee's decision to end the removal process.

(ii) If the Executive Committee forwards the recommendation to remove the CAPA Chair to CAPA, the item shall be placed on the agenda of the next regular CAPA meeting, along with a summary of the issues in question, the Executive Committee discussion, and the CAPA Chair's response, prepared by the R&G Chair.

(iii) Removal of the CAPA Chair shall require a 2/3 vote of all members present. In the case of a vote for removal, the CAPA Vice Chair shall assume the duties of the CAPA Chair until the next regular election. A special election will be held to fill the Vice Chair position, until the next regular election.

i. The CAPA Vice Chair may be removed by the same process as the Chair. In the event that the Vice Chair is removed, a special election will be held to fill the position of Vice Chair for the remainder of the term.

j. A Chair of any other CAPA committee or task force may be removed from office by action of the Executive Committee if he or she is deemed unable or unwilling to carry out the duties of the Chair. Neglect of Chair duties is defined as failure to fulfill the duties outlined in the CAPA Bylaws. Removal of a committee or task force Chair can be initiated by either of the following processes:

(i) A majority of the committee or task force in question may request, in writing, that the Executive Committee remove the Chair. The written request must include a description of the Chair's neglect of duties.

(ii) A majority of the Executive Committee may vote to initiate removal of a Chair.

k. If the Executive Committee initiates removal of a committee or task force Chair, the individual must be notified in writing of the action, and the rationale for the action, and be given one week to respond. If the individual does not contest the action after one week of notification, the Executive Committee may exercise its authority to remove the individual and begin a process to replace that person. If the individual contests the removal action, the Executive Committee must vote to either continue the removal process, or, with the individual's consent, to refer the matter to CAPA for a vote, at its next regular meeting or a special meeting. The removal is finalized with either an Executive Committee vote or a vote of CAPA.

1. The Executive Committee shall initiate a process to replace any committee or task force Chair who has been removed, in accordance with the Bylaws.

## **5. Procedures for Committees of CAPA**

a. A quorum shall be a majority of the voting members.

b. Any committee, working group, or task force of CAPA may be required, upon a majority vote of the members of CAPA present and voting or by the CAPA Chair, to report to CAPA at its next meeting.

c. Committees of CAPA shall have a policy of open meetings, as designated in the Policies and Procedures Manual.

d. Alternates may attend and vote at committee meetings but proxy or absentee voting is not permitted.

## **ARTICLE V. CAPA SENATORS**

**1. CAPA shall designate representatives to the University Senate, consistent with Senate governing documents.**

### **2. Composition**

a. The CAPA Representatives to the University Senate shall consist of Senators and Senator alternates designated by CAPA (not to include P&A members and alternates of the Faculty Senate or the Student Senate), CAPA representatives to the Senate Consultative Committee (SCC), and CAPA representatives with ex officio status in the Senate.

b. The CAPA Chair and Vice Chair shall represent CAPA on the SCC, which, among other duties, sets the University Senate agenda.

### **3. CAPA Senator Duties**

a. The duties of CAPA Senators will include:

\* to review the published Senate agenda in advance of each University Senate meeting

\* to attend all meetings of the University Senate, or to arrange for an official alternate in the event that the Senator cannot attend a Senate meeting

\* to attend all CAPA meetings

### **4. Eligibility**

a. Any current elected CAPA member or current elected CAPA alternate is eligible to run to serve as a CAPA representative to the University Senate.

b. If the CAPA term of a serving CAPA Senator expires during that person's Senate term, that person is eligible to complete the Senate term and shall continue to attend CAPA meetings.

- c. No person is eligible to serve as a CAPA Senator who is not a P&A employee of the University at the time of service.
- d. Duly elected CAPA Senators are subject to term limits as stated in the University Senate Constitution.
- e. Any of the CAPA Officers may run for CAPA senator in the spring of his/her final term on the Executive Committee.
- f. Questions on eligibility to run for CAPA Senator shall be determined by the Representation and Governance Committee.

### **5. CAPA Senator Elections**

- a. Elections of CAPA Senators shall be held in accordance with the Policies and Procedures Manual.
- b. The CAPA representatives to the University Senate shall be elected at large at the April general CAPA meeting for a term of 3 years.
- c. All duly elected CAPA representatives and alternates shall be eligible to vote on the election of CAPA Senators.
- d. In the event that a CAPA Senator leaves office before the end of term, a special election will be held to fill the position for the remainder of the term.

### **6. Removal for neglect of duties:**

- a. CAPA Senators may be removed from the University Senate by CAPA, consistent with Senate rules and under the same terms and process by which CAPA representatives may be removed, as specified in the CAPA Constitution, Bylaws, and Policies and Procedures Manual.

### **7. CAPA Senator Alternates**

The pool of CAPA Senator alternates shall consist of all CAPA representatives and CAPA alternates who are not currently serving as CAPA Senators.

### **8. CAPA-University Senate Governance Dispute Resolution**

- a. The Executive Committee, with the advice and counsel of the Representation and Governance Committee, shall have the power to resolve any disputes regarding CAPA involvement in the University Senate, in conformity with the University Senate Constitution, Bylaws, and Rules, subject to approval by CAPA.
- b. The issues and proposed resolution must be raised for discussion at the next CAPA meeting and CAPA must either affirm or reject the actions within three meetings.

## **9. Monitoring of CAPA Senator Elections**

The CAPA R&G Committee will monitor the election of CAPA Senators to ensure that the terms are staggered so that there is no year where more than one half of the Senators are elected.

## **ARTICLE VI. GENERAL MEETING PROCEDURES AND RULES**

### **1. Meeting Times**

CAPA meetings shall be held monthly from September through June, as designated in the Policies and Procedures Manual.

### **2. Agenda**

The Executive Committee shall plan the agenda for any meeting of CAPA, as designated in the Policies and Procedures Manual.

### **3. Quorum**

A majority of the CAPA Members shall constitute a quorum.

### **4. CAPA Decision-Making Policy**

The members of CAPA shall strive to make decisions by consensus, providing as much opportunity as possible for all members to speak to issues and to take many views into account. However, some issues may not achieve complete agreement from all members. In cases where CAPA is forwarding a policy position to the University administration or other bodies, a definitive, timely decision must be made. When a formal written decision is required, CAPA will follow the voting procedures listed in the Policies and Procedures Manual.

## **ARTICLE VII. SUPPORT**

### **1. CAPA Support and Service**

- a. Staff support for CAPA shall be provided by the University Senate Office.
- b. The staff support functions are listed in the Policies and Procedures Manual.

## **ARTICLE VIII. AMENDMENTS TO THE BYLAWS**

Amendments to the Bylaws shall be made by a two-thirds vote of the members of CAPA present and voting at any meeting for matters pertaining to CAPA. However, the Bylaws cannot be amended to contravene the Constitution. If such a situation presents itself, a constitutional amendment motion must be undertaken.

## **ARTICLE IX. POLICIES AND PROCEDURES MANUAL.**

There shall be a Policies and Procedures Manual of CAPA. Inclusion/revision/deletion of policies and procedures in the manual requires inclusion in the agenda for a regular or special meeting, and a majority vote of approval by the CAPA members, present at the meeting as delineated in the Policies and Procedures Manual.

Documents in the Appendix of the Policies and Procedures manual shall be updated with non-policy administrative details as appropriate and as needed by the R&G committee.

### **APPENDIX: CAPA Units and Representatives**

Each unit has one CAPA representative and may have one alternate, unless otherwise indicated  
*(some CAPA units are composed of more than one University budgetary unit, as indicated)*

#### **Academic Health Center**

- Academic Health Center-Shared
- Health Sciences

#### **Athletics**

#### **Carlson School of Management**

#### **College of Biological Sciences**

#### **College of Continuing Education**

#### **College of Design**

#### **College of Education and Human Development (2 seats)**

#### **College of Food, Agriculture and Natural Resources**

#### **College of Liberal Arts (2 seats)**

#### **College of Pharmacy**

#### **College of Veterinary Medicine**

#### **Graduate School**

#### **Human Resources**

#### **Humphrey Institute of Public Affairs**

#### **Institute of Technology (2 seats)**

#### **Law School**

#### **Medical School**

#### **Office of the President**

- Audits
- Board of Regents
- Budget & Finance
- Controller's Office
- General Counsel
- Office of the President
- Scholarly and Cultural Affairs

#### **Research**

#### **School of Dentistry**

#### **School of Nursing**

#### **School of Public Health**

**Senior Vice President for Academic Affairs and Provost**

- Agricultural Experiment Station
- Senior Vice President for Academic Affairs

**Senior Vice President for System Academic Administration**

- Information Technology
- Office of International Programs
- Senior Vice President for System Academic Administration
- Vice President/Provost for Equity and Diversity

**Student Affairs**

- Boynton Health Service
- Office of Student Affairs

**University Libraries**

**University of Minnesota Extension (2 seats)**

**University of Minnesota, Crookston**

- All units beginning with UMC (5)

**University of Minnesota, Duluth (3 seats)**

- All units beginning with UMD (19)
- Duluth School of Medicine

**University of Minnesota, Morris**

- All units beginning with UMM (9)

**University of Minnesota, Rochester**

**University Relations**

**University Services**

- Auxiliary Services
- Capital Planning/Project Management
- Facilities Management
- Public Safety
- University Health and Safety
- Vice President for University Services