
**BY-LAWS OF THE SENATE
OF
NORTHERN ONTARIO SCHOOL OF MEDICINE UNIVERSITY / UNIVERSITÉ DE L'ÉCOLE
DE MÉDECINE DU NORD DE L'ONTARIO**

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**NORTHERN ONTARIO SCHOOL OF MEDICINE UNIVERSITY /
UNIVERSITÉ DE L'ÉCOLE DE MÉDECINE DU NORD DE L'ONTARIO**

SENATE BY-LAWS

being a by-law relating generally to the conduct of the affairs of the Senate

BE IT ENACTED as a by-law of the Senate as follows:

PART I – INTERPRETATION

SECTION 1 – INTERPRETATION

1.1 In this By-law and in all other by-laws and resolutions of the Senate, unless the context otherwise requires:

- (1) “**Act**” means the *Northern Ontario School of Medicine University Act, 2021* (Ontario), and where the context requires, includes the Regulations and any statute that may be substituted therefor, as amended from time to time.
- (2) “**Board**” means the board of governors of the University.
- (3) “**By-law**” means this Senate by-law.
- (4) “**Chancellor**” means the chancellor of the University, if one is appointed.
- (5) “**Deputy Speaker**” means the deputy speaker of the Senate, a Senator elected by the Senate from among the elected Senators to fulfill the responsibilities of the Speaker or Secretary whenever such Officer is unable or unavailable to fulfill their duties responsibilities.
- (6) “**ex-officio**” means membership “by virtue of office” and includes all rights, responsibilities, and power to vote, unless otherwise provided.
- (7) “**Officer**” means an officer described in Section 7.
- (8) “**President**” means the president of the University.
- (9) “**Registrar**” means the registrar of the University.
- (10) “**Regulations**” means the regulations made under the *Act*.
- (11) “**Secretary**” means the secretary of the Senate, who is responsible for preparing and distributing Senate agenda and minutes and for maintaining the official Senate records in the manner described in this By-law.
- (12) “**Senate**” means the senate of the University.
- (13) “**Senator**” means a member of the Senate.
- (14) “**Senate Committees**” means the committees established by the Senate.

- (15) **“Speaker”** means the speaker of the Senate, a Senator elected by the Senate from among the elected Senators to conduct Senate meetings.
 - (16) **“Students”** means all learners registered at the University.
 - (17) **“Teaching Staff”** means professors, associate professors, assistant professors, lecturers, instructors, and all others employed or contracted to do the work of teaching or giving instruction at the University.
 - (18) **“University”** means the Northern Ontario School of Medicine University / Université de l'école de médecine du nord de l'Ontario.
 - (19) **“Vice-President”** means the vice-president of the University, if one is appointed.
- 1.2 In this By-law and in all other by-laws and resolutions of the Senate hereafter passed, unless the context otherwise requires, words importing the singular number include the plural number and vice-versa; words importing one gender include all genders; and headings are used for convenience of reference and do not affect the interpretation of the by-law or resolution.

PART II – UNIVERSITY OBJECTS AND SPECIAL MISSIONS

SECTION 2 – OBJECTS AND SPECIAL MISSIONS

- 2.1 **Objects.** The objects of the University are:
- (1) to provide undergraduate and post-graduate medical health education and other programs and, in doing so, advance the highest quality of learning, teaching, research and professionalism;
 - (2) to shape the medical profession and allied health services in a way that improves their responsiveness to the distinct needs of rural, remote, Indigenous and Francophone communities; and
 - (3) to contribute to the advancement of healthcare in northern Ontario by facilitating student appreciation of the opportunities for quality educational and professional careers in northern Ontario.
- 2.2 **Special Mission.** It is the special mission of the University to provide programs that are innovative and responsive to the needs of individual students and to the unique healthcare needs of the people of northern Ontario and other northern regions of Canada, which includes people living in rural, remote, Indigenous and Francophone communities.

PART III – SENATE

SECTION 3 – SENATE AUTHORITY, POWERS, DUTIES, AND COMPOSITION

- 3.1 **Authority.** The Senate was established in 2022 by the Legislature of the Province of Ontario by virtue of the *Act*.
- 3.2 **Powers and Duties.** In accordance with the Regulations, the Senate has, subject to the approval of the Board with respect to the expenditure of funds, the power to determine

and regulate the educational policy of the University and, without limiting the generality of the foregoing, has the power:

- (1) to make recommendations to the Board with respect to the establishment, change, or termination of programs and courses of study, schools, faculties, divisions, and portfolios;
- (2) to make recommendations to the Board or the President on the allocation or use of University resources for academic purposes;
- (3) to advise the President on staffing needs for academic purposes;
- (4) to appoint the associate deans of academic portfolios and the heads of academic divisions, as may be required from time to time;
- (5) to determine the curricula of all programs and courses of study, the standards of admission to the University and continued registration therein, and the qualifications for degrees, honorary degrees, certificates, and diplomas of the University;
- (6) to oversee the accreditation of programs and courses of study;
- (7) to conduct examinations, appoint examiners, and decide all matters relating thereto;
- (8) to hear and determine appeals from the decisions of the faculty councils on examinations and on applications for admission;
- (9) to award fellowships, scholarships, bursaries, medals, prizes, and other marks of academic achievement;
- (10) to authorize the chancellor, the vice-chancellor, or such other person as may be determined by the Senate, to confer degrees, honorary degrees, certificates, and diplomas on behalf of the University;
- (11) to create councils and committees to exercise its powers; and
- (12) to make by-laws regulating its proceedings and generally for the conduct and management of its activities, including in respect of any matters referred to in the Regulations as being set out in the Senate's by-laws.

3.3 **Composition.** In accordance with Section 7 of the Act, the Senate shall be composed of:

- (1) the following *ex-officio* Senators:
 - (a) the President;
 - (b) the Chancellor, if one is appointed;
 - (c) the Vice-President, if one is appointed;
 - (d) the Registrar;

- (e) the vice dean or associate dean of each academic portfolio;
 - (f) the senior associate dean;
 - (g) the head of each academic division of the University, or the person designated by the head from within the teaching staff of each division;
 - (h) the assistant dean of admissions;
 - (i) the assistant dean of graduate studies;
 - (j) the assistant dean of research;
 - (k) the director of research and health sciences library;
 - (l) the chair of each standing committee of the Senate, or the person designated by the chair from within each standing committee; and
- (2) the following elected Senators:
- (a) such number of individuals, not exceeding eight, elected by the Students from among themselves;
 - (b) such number of individuals elected by the Teaching Staff Senators from among themselves, which number shall be at least twice the total number of all other Senators; and
- (3) two individuals appointed by the Senate who:
- (a) are members of the teaching staff of a university in Ontario, but not members of the Teaching Staff of the University; and
 - (b) are not engaged in the teaching of medicine or health sciences.

- 3.4 In order that the Senate membership is as broadly representative of the University's academic community as possible, the various constituencies shall be expected to consider, and strive to reflect, gender balance, and the diversity of academic and cultural traditions when choosing or electing their Senate representatives.
- 3.5 Membership on the Senate cannot be delegated, except according to explicit provisions in this By-law.
- 3.6 Nominations for the election of Senators shall be made in accordance with this By-law and any nominating and election procedure(s) adopted by the Senate from time to time.

SECTION 4 – TERM

- 4.1 The Senate year shall commence on July 1 and end on June 30 of the following year.
- 4.2 In accordance with the Regulation, the term of office for a Senator who is a Student shall be one year. Each such Student Senator shall be eligible for re-election for one further

term of one year. If a Student Senator graduates during their term of office, they may continue to sit as a Senator for the remainder of their one-year term.

- 4.3 The Senate shall fix the term of office for the first slate of Senators who are not Students. Thereafter, the Senators to be elected pursuant to Section 3.3(2) or appointed pursuant to Section 3.3(3) shall be elected or appointed for a term of three years.
- 4.4 Each Senator shall be eligible for re-election or re-appointment provided that the Senator shall not be elected or appointed for a term that will result in the Senator serving more than two consecutive terms. A Senator who has served their maximum term of office is eligible for re-election or re-appointment after one year's absence from the Senate. An individual elected or appointed to the Senate to fill a vacancy may be re-elected or reappointed upon the expiry of the term that they were elected or appointed to complete and are eligible for further re-election or re-appointment.

SECTION 5 – VACANCY

- 5.1 A vacancy on the Senate occurs if:
 - (1) a Senator's term expires;
 - (2) a Senator, by notice in writing to the University resigns, which resignation shall be effective at the time it is received by the Secretary or at the time specified in the notice, whichever is later;
 - (3) a Senator ceases to be eligible for election or appointment to the Senate before the end of the Senator's term;
 - (4) a Senator is incapable of continuing to act as a Senator and the Senate by resolution declares the membership to be vacated; or
 - (5) the Senate by resolution declares a Senator's membership on the Senate to be vacated when the Senate determines that a Senator has failed to comply with Section 6.1.
- 5.2 If a Senator, who has not been granted a leave of absence, fails to attend three regular Senate meetings in one Senate year, the Senate may by resolution declare such membership vacant.
- 5.3 If a vacancy occurs on the Senate:
 - (1) the remaining Senators may exercise all the powers of the Senate;
 - (2) prior to three months before the completion of the term, the Senate shall fill the vacancy in accordance with the procedures described in this By-law (i.e., through a request to the representative body for election or appointment of a Senator); and
 - (3) if the vacancy is for a remaining term that is three months or less, the vacancy may be left unfilled or it may be filled by a qualified person for the remainder of the vacated term in accordance with Senate policy.

- 5.4 If the Senator who fills a vacancy on the Senate is reappointed or re-elected upon the expiry of their term, the Senator is subsequently eligible for further reappointment or re-election only after one year's absence from the Senate.

SECTION 6 – CONDUCT AND ATTENDANCE

- 6.1 Senators shall conduct themselves in an ethical and professional manner and shall make decisions in the best interests of the University. A Senator shall have the duty to: act in good faith in the best interests of the University; respect the principles of collegiality and fairness; become and stay informed as to the guidelines, policies, and affairs of the Senate and the University; ensure that information designated as confidential is held in confidence and disclosed only when appropriate; make themselves available to their constituencies and keep their peers informed of major issues before the Senate.
- 6.2 Senators have an obligation to represent their constituents by attending Senate meetings; therefore, regular attendance and advance preparation is a requirement. The Secretary shall remind Senators of the attendance requirement prior to the beginning of the Senate year. Once a Senator has failed to attend three regular Senate meetings, without leave from the Speaker, the Senate Executive Committee will recommend to the Senate that the Senator's seat be declared vacant. The responsibility of informing the Senator will be that of the Secretary.
- 6.3 Senators who find they have an occasional scheduling conflict with Senate meetings such as teaching/laboratory or any other University-related commitment should appeal to the Secretary for attendance relief from the Senate. Such absences should be communicated in advance to the Secretary.
- 6.4 Teaching Staff members who are on authorized leaves of any kind shall not be obligated to serve on the Senate while on leave.

SECTION 7 – OFFICERS

- 7.1 The Senate shall appoint the following Officers:
- (1) Speaker; and
 - (2) Deputy Speaker.
- 7.2 The Speaker shall, when present, preside at all Senate meetings and shall represent the Senate as may be required or appropriate.
- 7.3 In the absence of the Speaker, the Deputy Speaker shall fulfill the duties and responsibilities of the Speaker. In the absence of the Secretary, the Deputy Speaker shall record minutes of a Senate meeting.
- 7.4 The Speaker and Deputy Speaker shall be elected at a June Senate meeting from among the Teaching Staff members of the Senate, and shall hold office for two academic years, renewable once for a further term of two academic years.
- 7.5 The President shall appoint the Secretary.

- 7.6 The Secretary shall be responsible for recording the minutes of each Senate meeting, and for such other duties set out in this By-law.

SECTION 8 – COMMITTEES

- 8.1 The Senate may establish, merge, and dissolve committees from time to time.
- 8.2 The Senate Committees shall be:
- (1) the Senate Executive Committee;
 - (2) other standing committees, being those committees whose duties are normally continuous; and
 - (3) *ad hoc* committees, being those committees appointed for specific duties and whose mandate shall expire with the completion of the tasks assigned.
- 8.3 The functions, duties, responsibilities, and powers of the Senate Committees shall be provided in the Senate resolution by which a Senate Committee is established or in terms of reference or a committee charter adopted by the Senate.
- 8.4 Unless otherwise provided by a Senate by-law or resolution, the Senate shall appoint the chair, the vice-chair (if any), and the members of each Senate Committee.
- 8.5 Elections and appointments to the Senate and all Senate Committees shall be made on or before the June Senate meeting of each year. All Senate Committee members shall serve for a one-year term, commencing July 1; however, the Senate may remove a Senate Committee member.
- 8.6 Membership on Senate Committees (other than the Senate Executive Committee) may include non-members of Senate; however, only Senators may serve as the chair of a Senate Committee.

SECTION 9 – PROCEDURES FOR MEETINGS

- 9.1 Unless decided otherwise by the Senate:
- (1) the Senate shall meet at least four times during each academic year; and
 - (2) the Senate and each Senate Committee, respectively, shall fix the date, time, and place of its meetings.
- 9.2 The Speaker may call special Senate meetings. If 50% of the Senators so request in writing, the Speaker shall call a special Senate meeting. At such a meeting, the Senators shall only consider business that is specified in the notice calling the meeting, except that new business may be introduced by the unanimous consent of the Senators present.
- 9.3 Notice of regular meetings shall be given to the Senators through electronic communication and shall be included in the academic calendar, which shall be made available to the public on the University's website. Notice of special meetings shall be given to the Senators through electronic communication with 72 hours' notice (excluding

Saturdays, Sundays, and statutory holidays) to be given to each Senator and to be posted on the University's website.

- 9.4 The Senate Executive Committee shall prepare the agenda for each regular Senate meeting. Any Senator(s) requesting that business be considered by the Senate shall submit all items and supporting documentation proposed for the inclusion in the agenda to the Secretary at least two weeks prior to the regularly scheduled Senate meeting. The Secretary shall provide each Senator with, and post on the University's website, a meeting agenda not fewer than 72 hours prior to each meeting. No motion introducing a matter other than that listed in the agenda shall be taken into consideration at any regular Senate meeting except when accepted for consideration by at least a two-thirds majority of the Senators present.
- 9.5 All Senate meetings shall be open to the public, subject to Section 9.7.
- 9.6 All Senate Committee meetings shall be closed to the public, subject to this By-law, a Senate resolution, the terms of reference for the Senate Committee, or any Senate-approved general committee policy.
- 9.7 Where deemed appropriate by the Speaker or a majority of the Senators, the Senate may consider any matter in an *in-camera* session. Individuals present at a Senate meeting other than members of Senate shall not be permitted to participate in an *in camera* session unless otherwise permitted by the Speaker or a majority of the Senators. The Speaker may at any time during a Senate meeting, declare the meeting, or any part of it, *in camera*. For greater certainty, but without limiting the foregoing, it generally will be appropriate for the Senate to meet *in camera* to discuss matters of a personal nature concerning an individual, including matters concerning individual Students, Teaching Staff, or non-academic employees, or to discuss a confidential matter or any other matter the disclosure of which might be prejudicial to the University or an individual (unless the consent of that individual to the discussion of such matters in an open forum is first obtained).
- 9.8 The Speaker shall, when present, preside at all Senate meetings. If the Speaker is absent or otherwise unavailable, the Deputy Speaker shall preside at a Senate meeting. If the Speaker and Deputy Speaker are both absent or otherwise unavailable, the Senate shall appoint any elected Senator to preside at the meeting.
- 9.9 In accordance with the Regulations, a quorum of the Senate consists of a majority of the members of the Senate.
- 9.10 Senate Committee meetings may be called as provided in their terms of reference.
- 9.11 The Senate and any Senate Committee may hold meetings by such telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting. A Senator or Senate Committee member so participating in the meeting is deemed to be present at the meeting.
- 9.12 In exceptional circumstances where time is of the essence and there is no reasonable possibility of convening a meeting, electronic voting is permissible at a Senate meeting. The use of electronic voting is to be determined by the Senate Executive Committee, or when this is not possible, the Speaker. In circumstances where electronic voting is necessary, the wording of the motion and any background material shall be circulated to

the Senators and posted on the University's website prior to the date scheduled for the vote. Normally, a period of no less than 48 hours (excluding Saturdays, Sundays, and statutory holidays) will be provided for Senators to electronically post comments and/or questions about the motion, with this electronic discussion accessible to all Senators and posted on the University's website. Immediately following this period, Senators will be asked to vote on the motion and their votes must be recorded with the Secretary on or before a specific date and time. Voting will be on the motion as presented. The result of the electronic vote shall be transmitted to the Senate and the number of votes shall be reported in the minutes. Senators may request that their own vote be reported in the minutes. Where secret ballots are necessary, the Senate Executive Committee will consult with the information technology department to ensure the anonymity of the responses.

- 9.13 A record of the proceedings of each Senate and Senate Committee meeting shall be kept. The minutes of meetings shall be submitted for approval at the next meeting of the Senate or Senate Committee, as applicable. After adoption by the Senate or Senate Committee, the minutes of meetings of open sessions are public documents.
- 9.14 Any questions of procedure at or for any Senate or Senate Committee meetings that have not been provided for in the *Act* or Regulations, this By-law, by Senate resolution, or in the terms of reference for a Senate Committee, or by Senate-approved general committee policy shall be determined by the Speaker or other presiding officer of the meeting in accordance with *Bourinot's Rules of Order*.
- 9.15 Each Senator and each Senate Committee member entitled to vote at a Senate or Senate Committee meeting, respectively, shall be entitled to one vote on each matter. Voting may not be by proxy.
- 9.16 Unless otherwise specified in the *Act*, business arising at any Senate or Senate Committee meeting shall be decided by a majority of votes, provided that:
- (1) subject to Sections 9.12, 9.16(3) and PART V11.3, votes shall be taken in the usual way by show of hands or voice vote among all Senators or voting Senate Committee members (as applicable) present;
 - (2) the Speaker will only vote to break a tie;
 - (3) votes shall be taken by written ballot if so demanded by the Speaker or presiding officer of the meeting or any Senator present; and
 - (4) a declaration by the Speaker or presiding officer of the meeting that a resolution, vote, or motion has been carried and an entry to that effect in the minutes shall be admissible in evidence as *prima facie* proof of that fact without proof of the number or proportion of the votes recorded in favour of or against such resolution, vote or motion.

PART IV – OTHER MATTERS

SECTION 10 – NOTICE

- 10.1 In computing the date when notice must be given under any provision of this By-law requiring a specified number of days' notice of any meeting or other event, the date of

giving the notice shall be excluded and the date of the meeting or other event shall be included.

- 10.2 The accidental omission to give notice of any Senate or Senate Committee meeting, or the non-receipt of any notice by any Senator or Senate Committee member, or any error in any notice not affecting its substance, does not invalidate any resolution passed or any proceedings taken at the meeting. For the purpose of sending notice to any Senator or Senate Committee member for any meeting or otherwise, the address of the Senator or Senate Committee member shall be their last address, e-mail address, or fax number recorded on the books of the University. Any Senator or Senate Committee member may at any time waive notice of any meeting and may ratify and approve any or all proceedings taken thereat.

PART V – AMENDMENTS TO BY-LAWS

SECTION 11 – AMENDMENTS TO BY-LAWS

- 11.1 Subject to the *Act* and Regulations, the Senate may make, amend, or repeal any by-law that regulates the affairs of the Senate.
- 11.2 Notwithstanding any other provision of this By-law, a notice of motion to make, amend, or repeal any by-law of the Senate, together with the draft of the proposed by-law or amendment, shall be given at least 10 calendar days before the meeting at which it is presented for approval.
- 11.3 Any such enactment, amendment, or repeal of the by-laws of the Senate must be approved at a Senate meeting by an affirmative vote of at least two-thirds of the voting members of the Senate. Unless otherwise provided, a by-law, amendment, or repeal passed by the Senate is effective from the date of the Senate resolution.

SECTION 12 – EFFECTIVE DATE AND REPEAL

- 12.1 This By-law shall be effective immediately following approval by the Senate.
- 12.2 The Constitution of the Academic Council in effect prior to the University's continuance under the *Act* is repealed as of the effective date of this By-law.

ENACTED by the Transition Senate on April 7, 2022.

Chair _____

Secretary _____