RULES AND BYLAWS
COLLEGE OF SCIENCES
UNIVERSITY OF NEVADA, LAS VEGAS

Section 1: The College Faculty: Composition & Responsibility

1.1 The College Faculty shall consist of all persons that are: (1) classified by the UNLV Bylaws holding a full-time contract with the University of Nevada System for professional services as Lecturer, Instructor, Faculty-in-Residence, Assistant Professor, Associate Professor, or Professor; and (2) have 50% or more of their time assigned to the College as outlined in Title 5, Ch. 6 UNLV Bylaws, Ch. 1, Sec.4.

1.2 The College has the responsibility for teaching, research and service in the areas of Life Sciences, Earth Sciences, Mathematical Sciences, and Physical Sciences.

1.3 The President and the Executive Vice President and Provost of the University of Nevada, Las Vegas are members of the College Faculty ex officio. They may participate in the meetings of the College faculty without vote. Adjunct faculty assigned to the College shall be non-voting members of the faculty.

1.4 The College faculty, under the direction of the Dean, shall have authority over matters of internal education policy, including faculty welfare.

Section 2: Department/School Faculty: Composition & Responsibility

2.1 Each Department/School of the College shall have its own faculty consisting of those faculty who are appointed to that unit.

2.2 The faculty of each Department/School, under the direction of the Chair or equivalent administrator, shall have authority over all matters of internal educational policy of that Department/School. Acting in accordance with its Bylaws, each Department/School shall prescribe the rules under which it will act, formulate and pass upon the courses of study. All actions of a Department/School that may require consideration of the College faculty shall be presented to that body via appropriate channels by the Chair or equivalent administrator of the Department/School or a designate within the Department/School.

2.3 A faculty member splitting duties among two or more Departments/Schools have a vote in the Department/School wherein a majority of duties are assigned. If duties are equally divided among two or more Departments/School, the faculty member will have voting rights in the Department/School mutually agreed upon by the Chairs or equivalent administrators and faculty member concerned. No faculty members shall have a vote in
more than one Department/School. The voting status of such a member may be reviewed and changed only at the close of the academic year. In the event that mutual agreement cannot be reached, the final decision will rest with the Dean.

2.4 Each Department/School shall develop a set of bylaws to govern its internal operation.

Section 3: Purpose and Procedure of College Faculty Meetings

3.1 Purpose: The College faculty shall hold meetings for the purpose of receiving information, discussing and taking action on matters of general College educational policy or faculty interest.

3.2 Scope: The College faculty may recommend action to the appropriate authority on any matter of general College interest.

3.3 Quorum: A quorum shall consist of a simple majority of the College faculty. Action by the faculty will be through a motion approved by a majority of the faculty members present at a meeting where a quorum is constituted.

3.4 Presiding Officer: The Dean will be the presiding officer at meetings of the College faculty. In his or her absence the Dean will designate a faculty member of the College to preside.

3.5 Administrative Support: The Dean will be responsible for providing the administrative support for College faculty meetings. An individual identified by the Dean will maintain accurate records of the meeting deliberations.

3.6 Meetings: A regular meeting shall be called by the Dean at the beginning of each academic semester. A special meeting may be called at such other times as the Dean determines it to be warranted. The Dean will call a special meeting of the College faculty, in response to a written request signed by one-fourth of the voting members of the College faculty. This meeting must be held in a timely manner.

3.7 Agenda: The date, time, place, and agenda of each meeting of the College faculty shall be published by the Dean in a memorandum to the College faculty at least one week in advance of the meeting. The agenda shall allow opportunity for the introduction of new business by any member of the faculty. Faculty members proposing to introduce new business shall inform the Dean and other faculty members as to the nature of that business at least three (3) business days before the meeting.
3.8 **Minutes:** A copy of the minutes of each meeting of the College faculty shall be prominently placed on the College Web Site within one month after the meeting. Such minutes shall constitute official record and notice of the official actions of the College faculty. A paper copy of these minutes will be provided to members of the College upon request to the College administrative staff.

3.9 **Class A Actions.** Actions taken by the College faculty which substantially alter or affect College policy shall be designated as Class A actions. Such actions are exemplified by, although not exclusively limited to, matters of academic standards, and amendment of these bylaws.

    3.9.1 **Amendments to these bylaws are Class A actions.** On other matters the College Faculty shall determine by simple majority of those present and voting in a College faculty meeting whether any action shall be designated Class A.

    3.9.2 A Class A action shall be submitted in writing to the College faculty, along with a mail ballot to be returned within a specified time limit. Ballots shall be counted by the Executive Committee.

    3.9.3 Approval by a simple majority of the College faculty is required for the adoption of any Class A action, except as provided otherwise in these bylaws.

3.10 **Proxies:** Proxy votes will not be allowed in votes taken at College Faculty meetings.

3.11 **All proceedings in College faculty meetings are to be governed by Robert's Rules of Order.**

**Section 4: Committees and Councils:**

4.1 **Executive Committee:** This committee shall consist of the Dean, Associate Deans, Assistant Deans and Chairs or equivalent administrators or their proxies. The Executive Committee shall serve as an advisory board to the Dean and will annually review workloads assignments (see Section 5.1), budgets and make recommendations regarding personnel decisions facing the Dean.

4.2 **Personnel Committee.** The College of Sciences Personnel Committee shall review each tenure and/or promotion recommendation from the College’s Departments/Schools and make an advisory recommendation to the Dean. This committee shall consist of one tenured faculty member from each department/school, regardless of rank. Each Department’s/School’s representative, and an alternate, shall be elected by secret ballot in accordance with Department/School bylaws and shall serve for a three-year term. Terms of various committee members shall be staggered. The Dean, Associate/Assistant Deans, and Department Chairs (and equivalent administrators) may not serve on this
committee per In compliance with Title Ch. 6 UNLV Bylaws, Ch. III Sec. 6.1.B. Members of the College Personnel Committee may not simultaneously serve on the Faculty Senate Promotion and Tenure Committee. Voting members of the College Personnel Committee may participate in tenure and promotion deliberations within their respective Departments/Schools, but they may not vote on department/school tenure and promotion decisions, nor may they serve as an advocate for a candidate for tenure and/or promotion. The College Executive Committee will identify one Faculty In Residence (FIR) as needed from Department/School FIRs at the rank of Associate Faculty In Residence or higher to serve during the discussion of FIR promotion cases within the College. The FIR Personnel Committee member selected will not be from the home Department of the promotion candidate and will be a voting member only for cases of FIR promotion.

4.3 **Ad-Hoc Committees:** The Dean of the College shall appoint such ad-hoc committees as may be required from time to time.

4.4 **Standing Committees and Councils:** The following Standing Committees and Councils shall be created from among the members of the College faculty. These Committees and Councils shall report directly to the College faculty and/or Dean. The Chair of each Standing Committee and Council shall be prepared to report at College meetings when notified by the Dean in advance, as to the progress, actions and recommendations of the committee on matters under its responsibility:

- Academic Standards Committee
- Curriculum Committee
- Financial Aid Committee
- Faculty Review Committee
- Undergraduate Affairs Council
- Graduate Affairs Council
- Research Council
- Bylaws Committee
- Diversity, Equity and Inclusion (DEI) Committee

4.4.1 **Standing Committee and Council Membership:** The Academic Standards Committee shall consist of the College representative to the UNLV Faculty Senate Academic Standards Committee (*ex officio* and non-voting), one representative from each of the College Departments/Schools, and one undergraduate student appointed by the Dean.

The Curriculum Committee shall consist of a member from each Department/School chosen in accordance with its bylaws, the College representative to the University Curriculum Committee shall be an *ex officio*, non-voting member of the committee. Each Department/School having a graduate program shall be represented by a departmental/school member designated as a member of the Graduate Faculty.
The Financial Aid Committee shall consist of faculty members to be appointed by the Dean. The committee will be chaired by the College Associate Dean.

The Faculty Review Committee shall consist of a faculty member elected by the faculty of the college to serve a term of two years and to be the ex-officio and non-voting Chair and tenured faculty members, regardless of rank, excluding the Department Chair or equivalent administrator; one member elected from each Department/School of the College.

The Undergraduate Affairs Council shall consist of one representative chosen by each Department/School and be chaired by the Associate Dean for Academic Affairs.

The Graduate Affairs Council shall consist of one representative chosen by each Department/School and be chaired by a faculty member chosen by the Dean.

The Research Council shall consist of one representative chosen by each Department/School and be chaired by a faculty member chosen by the Dean.

The College Bylaws Committee shall consist of one representative chosen by each Department/School and will select its own chair.

The Diversity, Equity and Inclusion (DEI) Committee shall consist of a member from each Department/School chosen in accordance with their bylaws. The College representative to the Faculty Senate DEI Committee shall be an ex officio, non-voting member of the committee and the committee will select its own Chair.

**4. 4.2 Standing Committee and Council Duties:** All of the Committees and Councils will establish bylaws. Following the acceptance of the bylaws by the College Faculty and the Dean, these bylaws will guide the work and activities of the units.

**4.4.2.a:** The Academic Standards Committee shall periodically review policy, recommending revisions as warranted in current academic policy whenever desirable. It shall also be responsible for monitoring policy changes to ensure their implementation. The committee shall also help Departments/Schools reviewing decisions concerning issues of academic integrity when such issues are referred to the committee by those units.

**4.4.2.b:** The Curriculum Committee shall receive from the various Departments/Schools curricular changes and proposals as well as degree program
initiatives. The committee will act upon these requests as outlined in Section 6.

4.4.2.c: The Financial Aid Committee shall coordinate the scholarship award process between the University Scholarship Committee and the Departments/Schools within the College.

4.4.2.d: The Faculty Review Committee shall review annual evaluations of faculty on an as-needed basis in compliance with Title 5, Ch. 6 UNLV Bylaws, Ch. III, Sec. 8.

4.4.2.e: The Undergraduate Affairs Council shall coordinate the teaching activities and schedules of the Departments/Schools within the College and advise on matters pertaining to enhancing the quality of education within the College.

4.4.2.f: The Graduate Affairs Council shall coordinate graduate education policies and standards within the College and aid in the recruitment of graduate students.

4.4.2.g: The Research Council shall coordinate research efforts within the College in order to enhance research activities.

4.4.2.h: The Diversity, Equity and Inclusion (DEI) Committee shall develop and coordinate actionable plans to improve equity, diversity and inclusion at all levels within the college. These plans may include (but are not restricted to) conversations, policy and procedure development, funding schemes, and training. The committee shall also seek input from College community members in order to understand DEI issues and problems at all levels within the College.

4.4.3 Term of Service: The term of service of a member on any standing committee except the Faculty Review Committee and the Councils shall be for a period of approximately one year. The term of service of a member of the Faculty Review Committee and the Councils shall be three years with elections staggered by Departments/Schools. The terms begin at the date of appointment and ends at the time of appointment of a designated successor. Members of ad-hoc committees shall serve until discharged by the Dean.

4.4.4 Limitation of Service: No member shall serve at the same time on more than two College Standing Committees or Councils nor be chairperson of more than one College Committee or Council.
Section 5: Policies and Procedures Relating to Faculty

5.1 Workload Assignments for Academic Faculty: The workload for each academic faculty member will be determined in consultation with the Chair or Equivalent Administrator of the Department/School in accordance with Departmental/School bylaws and approved by the Dean according to Title 5, Ch. 6 UNLV Bylaws, Ch. III, Sec. 2. The Executive Committee will annually review workloads and maintain comparative data.

5.1.1 Office Hours: Each Department/School shall establish guidelines to ensure that all academic faculty maintain a predictable number of office hours during the regularly scheduled semesters. Office hours shall be posted and the faculty shall be available to students, colleagues, and others during these times according to Title 5, Ch. 6 UNLV Bylaws, Ch. III, Sec. 5.

5.2 Personnel Procedures

5.2.1 Recruitment Procedures: Policy and procedure for the College and Departments/Schools shall be as set forth in Title 5, Ch. 6, UNLV Bylaws, Ch. III, Sec. 15, and Departmental/School Bylaws.

5.2.1.1 When it is necessary to recruit a Dean [or Director], procedures must be followed as prescribed in Title 5, Ch. 6 UNLV Bylaws, Ch. II, Sec. 10.5.

5.2.2 Guidelines for Promotion, Tenure and/or Appointment to Academic Rank. Guidelines shall be consistent with Title 2 NSHE Code, Chs. 3 and 5, and Title 5, Ch. 6 UNLV Bylaws, Ch. III, Secs. 4.3, 6, 16 and 18.

5.2.2.1 As specified in the UNLV Bylaws, each Department/School shall establish criteria for personnel recommendations. They shall be consistent with the minimum requirements of Title 5, Ch. 6 UNLV Bylaws, Ch. III, Sec. 16, and with the higher expectations of this College, which follow.

5.2.2.2 The College requires excellence in all promotions and appointments: a level of excellence for Assistant Professor, higher for Associate, and yet higher for Full Professor. A level of excellence may be attained by highest quality in few areas of endeavor, or by good quality in more; similarly, it may be achieved by shorter periods of outstanding performance or longer periods of sustained quality. The College affirms that excellence may be more easily recognized than defined. It is required that excellence will be documented from outside the University as well as within. (Title 5, Ch. 6 UNLV Bylaws Ch. 3. Secs 16.4 and 16.5. At least four external letters with at least two coming from a list provided by the candidate and at least two coming from a list not submitted by the candidate).
The College expects an appropriate record of creative accomplishment in support of each promotion and appointment as described in Title 5, Ch. 6 UNLV Bylaws, Ch. III, Sec.16. It recognizes diverse forms of creative endeavor and rewards such accomplishments as they contribute to its primary role -- the generation, acquisition, transmission, and constructive utilization of knowledge. The College also requires demonstrated collegiality, Title 2, UCCSN Code, Secs. 3.4.2.a.3.B and D, for all promotions and appointments.

**5.2.2.4 Faculty in Residence:** As specified in the UNLV Bylaws, each Department/School shall establish criteria for personnel recommendations.

The College requires excellence in all promotions and appointments: a level of excellence for Assistant Professor in Residence, higher for Associate Professor in Residence, and yet higher for (Full) Professor in Residence. A level of excellence may be attained by highest quality in few areas of endeavor, or by good quality in more; similarly, it may be achieved by shorter periods of outstanding performance or longer periods of sustained quality. The College affirms that excellence may be more easily recognized than defined. As appropriate, an individual may be evaluated with respect to teaching, research, service or other creative activity. FIR responsibilities may vary by individual position and conditions of hiring; thus consideration of other activities may be required.

The College expects an appropriate record of accomplishment in support of each promotion and appointment. The College also requires demonstrated collegiality, Title 2, UCCSN Code, Secs. 3.4.2.a.3.B and D, for all promotions and appointments.

**Associate Professor in Residence.** The individual will meet all the following qualifications:

1. Possession of the appropriate terminal degree.

2. Demonstrated excellence as a university teacher. Review of such teaching excellence shall include the use of faculty referees. The use of faculty referees shall be governed by the following regulations. (a) For promotion to Associate Professor in Residence, the department/school will obtain not less than four letters from faculty within the department/school or external to the University as appropriate. At least two of these shall be from persons drawn from a list of up to four names suggested by the candidate, and at least two shall be from persons not suggested by the candidate. Candidates may request to exclude no more than two names from the pool of potential letter reviewers by submitting a request in writing to the Chair/Director prior to the solicitation of review letters. (b) All letters which departments solicit must be forwarded with the recommendation regarding
promotion.

3. The individual may be additionally evaluated with respect to the following criteria if they are included in their job responsibilities:

a. Demonstrated success as a counselor of students.

b. Continued evidence of professional commitment as demonstrated by membership and participation in professional or academic organizations.

c. A record of contributions to the university community through participation in various administrative, governance, and planning activities.

d. Collegiality, which is the demonstrated ability to work productively with colleagues, staff, and students. (B/R 10/98).

e. Progress in professional or scholarly development related to individual job responsibilities.

f. Other accomplishments of relevance to an evaluation of the individual's contribution to the university community including research or creative activity if appropriate.

Professor in Residence. The individual will meet all the following essential qualifications:

1. Possession of the appropriate terminal degree.

2. Demonstrated growth and continued excellence as a university teacher. Review of such teaching excellence shall include the use of faculty referees. The use of faculty referees shall be governed by the following regulations. (a) For promotion to Associate Professor in Residence, the department/school will obtain not less than four letters from faculty within the department/school or external to the University as appropriate. At least two of these shall be from persons drawn from a list of up to four names suggested by the candidate, and at least two shall be from persons not suggested by the candidate. Candidates may request to exclude no more than two names from the pool of potential letter reviewers by submitting a request in writing to the Chair/Director prior to the solicitation of review letters. (b) All letters which departments solicit must be forwarded with the recommendation regarding promotion.

3. The individual may be additionally evaluated with respect to the following criteria if they are included in their job responsibilities:

a. Demonstrated success as a wise counselor of students.
b. Evidence of professional commitment as demonstrated by leadership in professional or academic organizations.

c. A significant record of contributions to the university community through participation in various administrative, governance, and planning activities.

d. Collegiality, which is the continued maintenance of ability to work productively with colleagues, staff and students. (B/R 10/98).

e. Progress in professional or scholarly development related to individual job responsibilities.

f. Other significant accomplishments relevant to an evaluation of the individual's contribution to the university community including research or creative activity if appropriate.

Time Periods for Promotion Recommendations.

a. An Assistant Professor in Residence is normally considered for promotion in the sixth year but may be considered earlier in exceptional circumstances with Departmental/School approval. This six-year review is mandatory for all Faculty in Residence. Departments/Schools, or the College must also conduct an internal three-year progress review of all Faculty in Residence.

b. An Associate Professor in Residence is normally expected to be in rank for five years prior to applying for promotion to Professor in Residence. In exceptional circumstances an application for promotion may be considered earlier.

c. In the evaluation of a candidate's qualifications for any promotion, any accomplishments relevant to the criteria for promotion occurring any time during the period since the last promotion may be considered.

5.2.3 Personnel Recommendations: Policy and procedures for personnel recommendations shall be consistent with Title 2 NSHE, Secs. 3 and 5, and with Title 5, Ch. 6 UNLV Bylaws Ch. III, Secs. 6 and 8.

5.2.3.1 Promotion and tenure recommendations are made by the Department/School in accordance with Departmental/School bylaws. The Department Chair or equivalent administrator communicates the Departmental/School recommendation in writing to the Dean. The College Personnel Committee is given an opportunity to review the applicant's file prior
to a discussion at a meeting of the Personnel Committee. At a meeting of the Personnel Committee, the applicant's file is formally presented and discussed by a faculty member mutually acceptable to the Departmental/School Personnel Committee and the applicant. The Personnel Committee then makes an advisory recommendation to the Dean, who in turn makes a recommendation to the Executive Vice President and Provost. The applicant may, upon request, review all materials in his or her file at every step of the process.

5.2.4 Evaluation of College Faculty:

5.2.4.1: An evaluation report(s) shall be made annually regarding each professional staff member by his/her Chair or equivalent administrator, in accordance with Departmental/School Bylaws and in accordance with Title 5., Ch. 6 UNLV Bylaws, Ch. III, Sec. 8. Evaluation of Department Chairs/School Directors and equivalent administrators shall be made by the Dean of the College and Department/School faculty in accordance with Departmental/School Bylaws; Title 2 NSHE Code, Ch. 5, Secs. 5.11 and 5.12. Evaluation of Associate Deans shall be made by the Dean of this College.

5.2.4.2: Each Department/School shall set forth the criteria for evaluation in its bylaws.; Title 2. NSHE Code, Ch. 5, Secs. 5.11 and 5.12; Title 2, Ch. 6, UNLV Bylaws Ch. III, Sec. 8.)

5.2.5 Merit awards for faculty: The College shall establish and maintain a system for recommending merit awards for its faculty in accordance with the guidelines in Title 5, Ch. 6 UNLV Bylaws Ch. III, Sec. 10.2. This system shall include: the election of a merit committee in each Department/School consisting of not fewer than three faculty members chosen in accordance with Departmental/School procedures; the election of a College-wide merit committee consisting of at least one faculty member from each Departmental/School chosen in accordance with Departmental/school procedures. The College-wide merit committee shall elect its chair. A Department Chair/ or School Director or equivalent administrator shall not be a member of the College-wide committee.

5.2.6.1 Eligibility for merit award: Eligibility to be considered for a merit award shall include:

A) the application of College-wide standards of performance in the categories of teaching, scholarship, and service. Evidence of adherence to these standards shall include authentically documented, satisfactory levels of performance in each of the categories for which he or she has assigned duties. No faculty member whose performance is less than satisfactory in any one or more of the categories for which he or she has assigned duties shall be recommended by the Departmental/School or College-wide merit committees.

B) faculty members wishing to be considered for a merit award must apply and submit
the necessary documentation needed by the committee; and

c) Chairs or equivalent administrators may solicit merit applications from individual faculty members and refer these to their Departmental/School merit committees.

5.2.6.2 Merit Pool: The total merit pool for the College shall be divided into not fewer than three different pools, and include one each for teaching, research and service. The proportion of funds allocated to each such pool shall be determined by the Executive Committee with advice from the faculty. Candidates for merit shall be ranked separately for each category.

5.2.6.3 Merit Grievance Process: A faculty member may use the Merit Grievance Process if they have been denied merit or want to grieve the amount of merit awarded. This process begins with a written request to the Dean for the Reasons for the Denial/Amount. If the faculty member is not in agreement with the reasons, they may request a Reconsideration of the Merit Denial/Amount. This faculty member shall document the reasons, arguments and documentation supporting the Reconsideration request. Reconsideration requests shall be heard by the Executive Committee of the College. If the Reconsideration is denied, the faculty member may file a grievance with the Faculty Senate. Title 2 NSHE Code, Ch. 5, Sec. 5.2; Title 5, Ch. 6 UNLV Bylaws, Ch. III, Secs. 6 and 20.

5.2.6.4 Record keeping: The Dean's Office shall maintain complete and accurate records of merit applications, awards and grievance process records. Records shall be kept for three (3) years.

Section 6: Procedures for Approval of New and Revised Curricula and Programs

6.1 All curricular matters shall be directed by Departments to the College Curriculum Committee.

6.1.1 Changes of course title, prerequisites (except those that affect another Department/School), description, or number shall be a Departmental/School matter except that a change in description which essentially eliminates the existing course or a change in number which makes a course acceptable for graduate credit shall be referred to the College Curriculum Committee. In all cases, notification of pending changes will be given to the College Curriculum Committee and the Associate Dean for Academic Affairs.

6.1.2 The Curriculum Committee, as an agent of the College faculty shall approve curricular changes subject to the following conditions:

All proposed curricular changes must be circulated at least one week in advance of the meeting at which they are to be considered. One copy of each proposed change shall be
sent to each Curriculum Committee member (including ex officio, members), one copy shall be sent to each Department chair or equivalent administrator and a copy shall be placed in a prominent place on the College web site. All faculty shall be informed of pending changes via e-mail. The Departmental/School has the responsibility of also bringing these proposals to the attention of its members, either by circulation or by posting in a convenient location. Minutes of the Curriculum Committee shall be circulated in the same way and placed in a prominent place on the College web site. All Curriculum Committee meetings must be open to all faculty members.

A majority of the committee membership shall be necessary for the approval of undergraduate curricular and program proposals. All undergraduate proposals rejected by the Curriculum Committee shall be returned to the originating unit. The originating unit can appeal such a decision to the College Faculty.

All curricular and program matters of the College which are solely of Graduate concern must have the approval at the College level of a majority of the College Curriculum Committee who are on the graduate faculty and who are in Department/School offering graduate degrees. If the proposal is not approved at this level then it will be returned to the Department/School from which it originated. The originating Department/School can appeal this decision to those members of the College who are Graduate faculty and whose Department/School offers a graduate degree. If a majority of those voting approve this matter, then it is approved by the College.

6.2 Curricular revisions, when approved as described above, shall be sent by the College Curriculum Committee to the appropriate University body in accordance with Title 5, Ch. 6 UNLV Bylaws, Ch. I, Sec. 6. (University Undergraduate Curriculum Committee or Graduate Curriculum Committee).

Section 7: Budget Recommendation

7.1 Each Department/School shall make annual budget requests and recommendations which shall be forwarded to the Dean, who shall prepare the request to be forwarded to the Executive Vice President and Provost in accordance with Title 5, Ch. 6 UNLV Bylaws Ch. I, Sec. 7.

Section 8: Amendment of Bylaws and Suspension of Rules

8.1 Proposed amendments to these bylaws may be initiated by placing the proposed amendment on the agenda of a regular or special meeting of the College faculty. All such proposed amendments will be Class A actions.

8.2 Approval of two-thirds of those voting is required for the adoption of any amendment. More than one-half of the College faculty must have voted in any Class A
balloting in order for a proposed amendment to be adopted.

8.3 Suspension for a specific purpose of any procedural rule may be accomplished at any College faculty meeting at which there is a quorum by unanimous consent of all members present.

Bylaws as revised Sep 2022.