



BYLAWS

COOPER MEDICAL SCHOOL OF ROWAN UNIVERSITY

September 2012

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I. Preamble

These bylaws shall promote the vitality of Cooper Medical School of Rowan University (CMSRU) as an academic learning community through which the mission, purposes and specific goals of the institution may be accomplished. These bylaws and all amendments adopted as hereinafter provided shall henceforth constitute the rules and regulations governing the conduct and procedures of the Faculty of CMSRU in the performance of its duties and in the exercise of its authorized powers.

II. Our Mission:

Cooper Medical School of Rowan University is committed to providing humanistic education in the art and science of medicine within a scientific and scholarly community in which inclusivity, excellence in patient care, innovative teaching, research, and service to our community are valued.

Our core values include a commitment to:

- Diversity
- Personal mentorship
- Professionalism
- Collaboration and mutual respect
- Civic responsibility
- Patient advocacy
- Life-long learning

III. Our Vision:

Cooper Medical School of Rowan University will distinguish itself as a leader in medical education with a programmatic emphasis on patient-centered care, patient safety, innovative healthcare delivery systems, research, and preventive health programs that meet the needs and challenges of patient care in the 21st century.

IV. Diversity Statement

Cooper Medical School of Rowan University is committed to providing an academic and work environment that respects the contributions, talent, and diverse experiences of all of our students, faculty, and staff. Our core values include a commitment to diversity and equity and collaboration and mutual respect. We embrace the philosophy that excellence in medical education, research, and clinical practice is best achieved through promoting diversity in its broadest definition and maintaining an academic and work environment free of discrimination. We pledge to build and sustain a learning community where diversity is celebrated, and to foster access to medical education to learners from all segments of society. We consider inclusivity as a responsibility of everyone in our learning environment.

V. Prevailing Authority of University Policies

The term “University Policies” shall refer to (1) any action, resolution, or policy of the Rowan University (RU) Board of Trustees, or (2) any action or policy of the President of Rowan University taken within his (her) authority, or (3) any administrative policy or procedure that may be adopted pursuant to the authority granted by the Board of Trustees or by the President.

In the event of any conflict or contradiction between these bylaws or any action taken under the authority of these bylaws, on the one hand, and any University Policy now in effect or adopted in the future, on the other hand, then the pertinent provision or provision of these bylaws or the action taken pursuant thereto shall be superseded by the pertinent University Policy.

VI. The Medical School

The Cooper Medical School of Rowan University is authorized by a New Jersey Executive Branch government Reorganization Plan, known as Executive Order No. 002-2009. The duties, privileges and responsibilities of the faculty of the medical school, as stated or implied in these bylaws, shall be exercised in accordance with the regulations, policies and procedures of the university, the Rowan Board of Trustees, and the provisions of any relevant New Jersey Statutes.

VII. The Dean

7.1 Responsibilities of the Dean of the Cooper Medical School of Rowan University

The Dean of the Medical School (the principal academic and administrative officer of the Medical School), reporting directly to the President of Rowan, is the principal manager of the School, with broad responsibility to provide leadership in medical education and scholarly activity. The Dean shall be responsible for all aspects of academic affairs of the Medical School and shall have supervisory authority over the departmental chairs and faculty with respect to academic and Medical School related matters. He or she will maintain all Medical School faculty files, including all recommendations regarding faculty actions, teaching, research and other professional responsibilities related to undergraduate medical education. The Dean shall evaluate and make recommendations regarding space and equipment needs of the Medical School; and shall supervise any and all interdisciplinary academic endeavors between discreet medical disciplines and/or between discreet medical disciplines and non-medical but related disciplines at Rowan or other institutions. He or she shall recommend the hiring of Basic Science Faculty members and shall participate in the manner specified herein with respect to the hiring of Clinical Faculty; supervise the faculty and Medical School administrative staff; collaborate with the faculty as they develop the curriculum; exercise managerial supervision over the implementation of the educational and faculty research programs; prepare and submit for approval by the President and Board of Trustees of Rowan and then administer the Medical School capital and operational budgets; supervise the advertising/marketing/recruitment campaigns; provide stewardship over the assets of the Medical School and provide such other functions and undertake such responsibilities normally associated with a medical school Dean, as well as those functions and responsibilities set forth in the Affiliation Agreement between Rowan University and the Cooper Health System. With respect to Clinical Faculty employed by Cooper who provide educational services to the Medical School, the Dean shall consult with the Chief Medical Officer of Cooper in the making of Clinical Faculty assignments and shall review and undertake evaluations of the Clinical Faculty member's academic performance related to undergraduate medical education. He or she shall have ready access to the President of Rowan and the President and CEO of Cooper and to other officers of Rowan and Cooper as is necessary to fulfill his or her on-going and/or emergent responsibilities.

VIII. The Departments

8.1 Academic Departments

In order to fulfill the mission and goals of CMSRU, academic departments of the Medical School shall be established or abolished by the Board of Trustees upon recommendation of the Dean with the approval of the President of Rowan. The Medical School Board (MSB), Executive Council, and Faculty Assembly shall advise the Dean regarding such recommendations prior to referral to the President of the University. The results of a mail ballot or electronic mail ballot of the Faculty shall be reported to the Dean and then submitted along with the recommendation of the Dean and the President to the Board of Trustees.

8.2 Departmental Chairs

Chair of the Department of Biomedical Sciences

A. Recruitment of the Chair of the Department of Biomedical Sciences.

The Chair of the Department of Biomedical Sciences shall be recruited through a search process conducted by Rowan according to policies and procedures in effect at Rowan. A search committee shall be appointed by the Dean, and shall have representation from both Cooper and Rowan. The search committee shall make a recommendation to the Dean and the President of Rowan, and the President of Rowan shall make a recommendation for appointment to the Board of Trustees of Rowan, which recommendation may or may not follow the recommendation of the search committee, but shall give due regard to the search committee's recommendations. The chair shall be appointed by the Board of Trustees of Rowan. The Department of Biomedical Sciences Chair(s) shall report directly to the Dean.

B. Evaluation of Performance of the Chair of the Department of Biomedical Sciences. There will be an annual evaluation of performance performed by the Dean and the Vice Dean. Review of performance of the Chair shall be performed prior to consideration for renewal of the appointment by a committee appointed by the Dean and having representation from both Cooper and Rowan with the intention that the review will be conducted sufficiently far in advance of the renewal date so that the individual being reviewed has at least one year prior notice that he or she will not be reappointed for an additional term. The chair may be reappointed without limitation, upon the advice of the Dean to the President of Rowan, followed by reappointment action by the Board of Trustees of Rowan, upon the affirmative recommendation of the President of Rowan.

8.3 Clinical Departmental Chairs

Initially, the Chiefs of Service for each of the clinical departments at Cooper shall also serve as the Clinical Departmental Chairs of parallel disciplines at the Medical School after review and approval of the Dean. Such persons holding dual initial appointment as Chief of Service/Departmental Chair shall continue to be employees of Cooper. Thereafter, whenever a vacancy in a Chief of Service/Clinical Departmental Chair position occurs (either through termination, retirement, resignation or otherwise), the Parties shall jointly search for a replacement, and upon the affirmative recommendation of the Dean, the President and CEO of Cooper and the President of Rowan, the Board of Trustees of Rowan shall appoint a successor Clinical Departmental Chair and Cooper shall appoint the same person as Chief of Service.

A. Recruitment for Clinical Departmental Chairs/Chiefs of Service. A search committee for a Clinical Departmental Chair/Chief of Service shall have representation by Rowan and Cooper. The Dean of the Medical School, after having received the advice of the Chief Medical Officer of Cooper, or his or her designee, shall appoint the members and chairs of search committees. The term of each appointment as Clinical Departmental Chair shall be recommended to the President of Rowan and then to the Board of Trustees by the Dean of the Medical School, after having received the advice of the Chief Medical Officer of Cooper, except that if the Dean and the Chief Medical Officer of Cooper. The recommended term of appointment shall be five years. The term of the Clinical Departmental Chair shall be coterminous with the term of the Chair's employment with Cooper as Chief of Service. Appointment of Chiefs of Service shall be made by Cooper in accordance with its established policies and procedures.

B. Evaluation of Performance of Clinical Departmental Chair/Chief of Service. There will be an annual evaluation of performance with respect to medical school activities performed by the Dean and the Vice Dean. Review of performance of the Clinical Departmental Chairs/Chiefs of Service shall be performed prior to consideration for renewal of the appointment by a committee having representation from Rowan and Cooper and the members of which are appointed by the Dean of the Medical School and the Chief Medical Officer of Cooper or their designees, with the intention that the review will be conducted sufficiently far in advance of the renewal date so that the individual being reviewed has at least one year prior notice that he or she will not be reappointed for an additional term. A Clinical Department Chair may be reappointed without limitation, upon the advice of the Dean to the President of Rowan followed by reappointment action by the Board of Trustees of Rowan, upon the affirmative recommendation of the President of Rowan and concurrence of the Cooper Board of Trustees. The chair shall have a dual reporting relationship. The Department Chair shall report directly to the Dean with respect to all of his or her responsibilities related to service as an Academic Department Chair and to the Chief Medical Officer of Cooper with regard to matters related to medical service and patient care. The Dean and Chief Medical Officer shall collaborate with regard to the overall evaluation, and make joint recommendations for appropriate personnel action.

8.4 Responsibilities of the Departments

Each academic department within the Medical School, reporting to the Dean through the Departmental Chair, shall be responsible for recommending an academic plan for research, teaching, and service, for developing a formal system of evaluation of professional competence of each member of the Departmental faculty and establishing departmental committees regarding appointment, reappointment, tenure (if applicable) and promotion. The Departmental Appointments and Promotions Committee shall review the credentials of each candidate for appointment, reappointment and/or promotion and recommend to the Chair a specific personnel action. If the departmental Appointments and Promotions Committee recommends a faculty member for appointment or promotion, the faculty member will then be evaluated by the Medical School Appointments and Promotions Committee.

IX. The Faculty

A. The Medical School Faculty shall consist of all individuals appointed by the Board of Trustees of RU as faculty members of CMSRU. In these bylaws, faculty members are classified as basic science (biomedical science) or clinical. For purposes of these bylaws, Clinical Faculty includes those faculty members whose degree or primary teaching assignment is in clinical aspects of the medical education programs and who have responsibility for the clinical care of patients. All other faculty members are designated as Basic Science Faculty. This includes

faculty members with degrees or teaching responsibilities in basic science or medical humanities disciplines (e.g., epidemiology, statistics, and ethics).

B. Basic Science Faculty

The Dean shall make a recommendation to appoint Basic Science Faculty to the President of Rowan. The Board of Trustees of Rowan shall act upon the nomination of the President of Rowan to appoint the Basic Science Faculty. All appointments and reappointments shall be in writing and signed by the President of Rowan and the Dean.

C. Contract Terms for Members of the Basic Sciences Faculty

Initial appointments of full-time members of the Basic Science Faculty shall be made by the Trustees of Rowan, upon the nomination of the President of Rowan, for one, two or three years. Reappointments for one, two or three years may be made without limitation. Appointments and reappointments to the part-time Basic Science Faculty shall be for one year only.

D. Clinical Faculty

Appointments to the Clinical Faculty shall be made by the Board of Trustees of Rowan upon the nomination of the President of Rowan, after receiving the advice of the Dean. Appointments shall be for a one, two or three year term and reappointments for one, two or three year terms shall be without limitation. All appointments to the Cooper Medical Staff shall be made by Cooper in accordance with its procedures. All appointments and reappointments to the Clinical Faculty made by the Rowan Board of Trustees shall be in writing and signed by the President of Rowan and the Dean of the Medical School.

X. Faculty Responsibilities

Duties and Powers of the Faculty

The Faculty may transmit through the Dean, its views on Medical School issues affecting the academic programs at CMSRU to the President and to the Board of Trustees of the University. Ordinarily, communication between the Faculty and the President regarding issues of importance to the Faculty or the School shall be through the Dean. However, when appropriate and necessary, faculty members may communicate directly with the President with the Dean's prior knowledge. Under the Dean, the President, and the Board of Trustees, the Faculty shall have duties and powers with regard to academic matters, including but not limited to the following:

- A. Design, approval, implementation, evaluation and revision of the curriculum;
- B. Establishment and promulgation of the academic calendar;
- C. Establishment of requirements for admission; development of criteria and procedures for selection of students; and via a committee of the Faculty, recommendation of students for admission;
- D. Establishment of standards for attendance, examinations, grading, academic standing, honors in courses, promotion and graduation of students;
- E. Establishment of requirements for degrees and certificates;

- F. Recommendations through the Dean and the President to the Board of Trustees of those candidates who have fulfilled the requirements for promotion and for the awarding of the medical degree;
- G. Establishment of regulations and procedures under which the faculty operates;
- H. Review of the actions of the standing committees;
- I. Encouragement of research, educational, clinical, and community service activities of faculty members and of students;
- J. Award of membership in the Faculty to those faculty who would not otherwise qualify by a simple majority vote of those present at a Faculty meeting. This membership may be conditional, including limited term. Proposed membership may be made only from those recommended by the Dean. The Dean may recommend only those who have been previously recommended by the Rules of Procedure Committee or, in those cases in which the decision of the Rules of Procedure Committee is reversed, by the Executive Council.

XI. Organization Structure

11.1 Medical School Board (MSB)

The Rowan Board of Trustees will create a Medical School Board (MSB) which will serve as the general oversight body of the Medical School, and which shall report to and act at all times subject to the reserved powers of the Rowan Board of Trustees. The MSB shall receive, consider and advise the Dean.

The MSB shall consist of up to 25 members, ten of whom shall be selected from candidates nominated by the President and CEO of Cooper and selected by the Board of Trustees of Cooper, ten of whom shall be selected from candidates nominated and selected by the Board of Trustees of Rowan and four members shall be leaders in healthcare or medical education who are not associated with Rowan or Cooper. The Dean shall be a member with vote. There shall be no fewer than two Clinical Faculty members and two Basic Science Faculty members as members of the MSB. The term of office for each member of the MSB shall be three years (the normal appointment), except that approximately one-third of the initial Board members shall be appointed for one year; approximately one-third for two years and approximately one-third for three years. All reappointments shall be for three years. No member shall serve more than two consecutive terms. The MSB shall select its Chair annually. All formal votes taken by the MSB shall be reported to the President of Rowan and the President and CEO of Cooper, and then reported to the Board of Trustees of Rowan by the President of Rowan, together with any recommendation separate from that of the MSB provided by the Dean and/or President of Rowan and/or President and CEO of Cooper. All formal votes taken by the MSB shall be by open roll call and the total vote tally, as well as each member's vote shall be reported as set forth in this paragraph.

The MSB shall meet at least quarterly in accordance with a schedule set forth annually by the MSB, which schedule shall set forth the location of the meetings. It may invite such other persons (including but not limited to members of the faculty) to meetings to provide information and/or advice.

The MSB shall be responsible for: reviewing and advising upon the annual budget for the

Medical School prepared by the Dean, submitting its comments to the Rowan Board of Trustees, through the Dean and President of Rowan, for approval of the Rowan Board of Trustees; monitoring the operations of the Medical School; reviewing strategic and business plans; monitoring the execution of the educational curriculum developed through collaboration of the Medical School faculty and the Dean reviewing policies for the organization, administration and development of the Medical School for approval, where appropriate or required, by the Rowan Board of Trustees and; performing such other functions as may be delegated to it from time to time by the Rowan Board of Trustees

11.2 CMSRU Administration

A. The Dean is the chief academic and administrative officer of the school and is responsible for the development, approval, and implementation of its policies. The Dean may appoint associate and assistant deans to assist in discharging these duties.

B. The school is composed of administration, a Department of Biomedical Sciences, and clinical departments. Each department reports directly to the Dean or his designee. A chair is responsible for the organization and implementation of its programs.

11.3 Executive Council

A. The Executive Council shall consist of the Dean, the Vice Dean, the Chief Medical Officer of the Cooper Health System, the Departmental Chairs, and the President of the Faculty Assembly. The associate and assistant deans may be invited to report at and/or participate in meetings at the request of the Dean or Vice Dean.

The Executive Council shall advise the Dean on matters affecting the operation and policies of the Medical School. Subject to approval by a majority vote of the Faculty, the Executive Council shall act for the faculty with regard to the duties and powers of the faculty. However, the right of the faculty to review and to accept or reject recommendations of the Executive Council shall not be abridged. The Executive Council may, upon request or upon its own initiative, express faculty concerns directly to the Dean. If so requested by the Executive Council, the Dean shall take these concerns forward to the President and the Board of Trustees. The Executive Council shall receive information including but not limited to the requirements for admission as applied by the Admissions Committee; the guidelines for appointments and promotions as prepared by the Advisory Committee on Appointments and Promotions; the Academic Rules and Regulations as formulated by the Academic Standing Committee; the policies related to research as presented by the Research Committee; and other related matters relevant to the Medical School. The Executive Council shall hear appeals of decisions of the Rules of Procedure Committee. They may approve or reject such appeals.

B. The Executive Council shall be chaired by the Dean and ordinarily shall meet on a monthly basis to discuss all matters brought before it by any of its members, standing committees of the Medical School, or the Faculty Assembly.

C. The Executive Council shall, by majority vote, make recommendations to or advise the Dean. Members of the Executive Council unable to attend a meeting shall designate, in writing to the Dean, alternates from the faculty to represent them and vote on their behalf at that meeting, or designate a proxy from the Executive Council to vote on their behalf.

D. Special meetings of the Executive Council may be called by the Dean or by written request to the Dean by five of its members.

E. A quorum of the Executive Council shall be a majority of its members, or designated alternates.

F. The executive committee of the Executive Council will be composed of five members elected by the Executive Council and will act on its behalf between meetings.

11.4 The Executive Cabinet

A. The Executive Cabinet shall be composed of the Dean, the vice/associate/assistant deans, and the directors of the Medical School.

B. The Executive Cabinet shall be chaired by the Dean or Vice Dean (in the absence of the Dean) and ordinarily shall meet on a weekly basis to discuss all matters of administrative importance to the Medical School.

C. The Executive Cabinet has primary responsibility for assisting the Dean with the day to day operations of the Medical School.

11.5 The Faculty Assembly

A. The faculty shall meet at least twice annually to discuss and establish medical school policies and practices as a Faculty Assembly, to advise the Dean on matters related to teaching and research, and to review the objectives of the educational program. Such advice shall be made to the Dean in writing, with copies sent to the President of Rowan and the President and CEO of Cooper. The faculty shall work together in a cooperative effort to maintain the highest standards of educational methodology and practice. In the Faculty Assembly, each member of the teaching faculty shall have one vote in any matter coming before the Assembly for a vote. Specific procedures for the conduct of business of the Faculty Assembly not inconsistent with the provisions of this Section shall be adopted by the Faculty Assembly and approved by the Dean.

B. The Faculty Assembly shall be chaired by the President of the Faculty and shall discuss all matters brought before it by any of its members, the Dean, standing committees of the school or the Executive Council.

C. Special meetings of the Faculty Assembly may be called by its president or by the written request to the president of five of its members.

XII. The Faculty Officers

12.1 Officers

A. The officers of the Faculty Assembly shall consist of a President, a Vice President, and a Secretary. They shall be elected by a simple majority vote of the Faculty Assembly.

12.2 The President

A. The President of the Faculty Assembly shall preside at all meetings of the Faculty Assembly except as noted below.

B. The President may attend any medical school committee meeting as a non-voting member but may vote to break a tie.

C. The President may appoint ad hoc committees of the Faculty Assembly, subject to approval by the Dean.

D. The President shall serve for a term of two years. If the president is unable to complete the term, the vice president shall assume the office and remain in that office for the subsequent term.

12.3 The Vice President

A. The Vice President of the Faculty Assembly shall preside at meetings of the Faculty Assembly in the president's absence.

B. The Vice President shall serve for a term of 2 years and automatically succeed to the presidency. A vacancy in the office of Vice President shall be filled through a special election of the Faculty Assembly held within 90 days of the vacancy.

12.4 The Secretary

A. The Secretary shall keep the minutes of all meetings of the Faculty Assembly and conduct the correspondence and keep the records of the Faculty Assembly.

B. The Secretary shall notify the faculty of each meeting, give all notices required by these bylaws or by order of the Faculty Assembly, and perform such other duties as the President of the Faculty Assembly may assign.

C. The Secretary shall solicit items for the agenda of Faculty Assembly meetings, prepare the agenda for these meetings in consultation with the president, and distribute the agenda prior to these meetings.

D. The Secretary shall serve as parliamentarian, consistent with Robert's Rules of Order, Latest Edition. He/she shall supervise voting and other administrative procedures at all meetings of the Faculty Assembly.

E. In the absence of the President and Vice President, the Secretary shall preside at meetings of the Faculty Assembly.

F. The Secretary shall serve for a term of two years and may succeed him or herself in the same office. A vacancy in the office of secretary shall be filled through a special election held within 90 days.

12.5 Election of Officers

The Nominations and Elections Committee (see below under Committees) shall have the responsibility of preparing a slate of candidates from among the faculty for the offices of President, Vice President, and Secretary.

XIII. Committees

The standing committees named below shall have responsibilities in the areas designated. These committees shall be permanent. Except where otherwise specified, resolutions may be passed by a majority of those present at meetings. Policies of any committee are open to review and approval by a majority vote of the Faculty Assembly. Actions of standing committees shall, at all times, be governed by modified Robert's Rules of Order, Latest Edition, except as otherwise specified in this document.

A. The Dean shall appoint chairs of all Medical School committees annually, except where the chair is elected by the committee.

B. Members of committees shall serve as stipulated for each committee. Terms shall begin at the annual meeting of the faculty in July and end at the annual meeting of the faculty of the appropriate year.

C. Committee chairs shall submit annual reports of committee activities to the Faculty Assembly prior to the annual meeting of the faculty.

13.1 Membership

In general, half of the members of each committee shall be elected by the faculty and half shall be appointed by the Dean. All elections and appointments to the standing committees, unless otherwise specified, will become effective on July 1 of each year. Ex-officio members shall serve without departmental designation. Members may not be represented by alternates unless specifically stipulated within the description of the committee. The replacement of any elected member of a standing committee shall be by special election called specifically to elect a replacement using the process currently in place for electing members of standing committees. In the case of committees having the requirement that all members must come from different departments, no nominee may be elected whose qualifications do not conform to the committee membership requirements stated in these Bylaws. A member of a standing committee who is absent for four consecutive meetings or who fails to attend over one-half of the scheduled meetings of the committee within an academic year may be replaced on the recommendation of the committee chair after discussion of the matter with that member and the Dean.

A. No person, with the exception of the Dean, shall serve as chair of more than one standing committee at any one time. In the case of committees having the requirement that all members must come from different departments, a faculty member holding joint appointments may serve as the representative of the secondary department with the approval of the Chair of that department.

B. Other ad hoc committees may be added by the Dean, the Faculty Assembly, or the various standing committees. None of such committees shall have powers exceeding those of its parent body, and they may be dissolved or reconstituted at any time by the parent body.

13.2 Academic Standing Committee

A. The Academic Standing Committee shall be established to consider matters of academic standing of medical students. This Committee shall have the responsibility of monitoring and designating the academic status of all students in the M.D. curriculum of CMSRU, and of formulating and publishing, on behalf of the faculty, the Academic Rules and Regulations which provide the guidelines under which the Committee functions.

B. The Academic Standing Committee shall have the responsibility to determine that students have satisfactorily met the requirements of each academic year in the M.D. curriculum; recommend to the faculty the candidates for the M.D. degree; consider individual requests for exceptions to the existing Grading and Promotions Policy; determine whether students are to be placed on academic warning or academic suspension and the conditions for removal. The Committee may recommend the dismissal of a medical student to the Dean.

C. The Academic Standing Committee shall consist of 8 faculty plus the Chair. The Dean shall appoint the Chair who will serve without vote except in case of a tie. The term of office of members shall be four years, with staggered terms. The Associate Dean for Academic Affairs shall serve ex-officio without vote.

D. Meetings shall be scheduled quarterly throughout the academic year with additional meetings called by the Chair when necessary.

13.3 Admissions Committee

A. The Admissions Committee shall have the responsibility of setting the requirements for admission to the M.D. program of CMSRU subject to review by the faculty. The Committee shall decide which of the candidates meeting these requirements shall be admitted. An annual report shall be presented to the faculty at a regularly scheduled meeting of the faculty. The Admissions Committee will be made up of 20 faculty members, 2 community members and 4 student members (after the inaugural year). The Associate Dean for Student Affairs and Admissions and the Associate Dean for Multicultural and Community Affairs shall be members, ex-officio without vote. The length of the term will be three years for faculty members. Members may serve multiple terms. Each CMSRU Advisory College may nominate one student to serve on the Admissions Committee. Final approval of the elected students will be at the discretion of the Associate Dean for Student Affairs and Admissions, and the Associate Dean for Academic Affairs based on good academic and professional standing. The length of the student term is one year and students may be reelected to serve one additional term. Community members may be appointed to serve as voluntary members at the discretion of the Dean and shall not exceed two members.

B. Meetings shall be convened by the Chair.

13.4 Advisory Committee on Appointments and Promotions

The Advisory Committee on Appointments and Promotions shall have the responsibility of advising the Dean as to appointments, promotions, reappointments, leaves or academic awards including tenure. The Dean shall obtain the advice of this Committee in these matters. Appointment to or promotion of the faculty to full academic rank above the rank of instructor must be reviewed by this Committee with no delegation of its responsibility. The Committee shall also review and make recommendations for the designations of emeritus faculty. A subcommittee of this committee shall address tenure. The Committee shall establish written guidelines for the award of each academic rank with the approval of a majority of the membership of the Faculty. The Committee may, on its own initiative, make suggestions as to personnel matters to the Dean.

A. The Advisory Committee on Appointments and Promotions shall consist of 12 members. The Senior Associate Dean for Faculty Affairs shall serve ex-officio without vote except when required to break a tie. All members must be professors or associate professors. The term of office shall be three years, with staggered terms. No member shall serve more than two consecutive terms.

B. Meetings shall be convened by the Dean or by the Chair.

C. All departmental actions presented to the Advisory Committee on Appointments and Promotions must include a report of the results of the deliberations.

13.5 Committee of Review

The Committee of Review shall have the responsibility of counseling and advising any member of the faculty who seeks such advice with respect to any problem affecting the individual's status as a member of the Medical School. This Committee shall have advisory powers only. It shall report to the Dean and may make reports to the Executive Council or the Faculty Assembly. The Committee may also, on its own initiative, make suggestions as to personnel matters to the Executive Council and to the Dean.

A. The Committee of Review shall consist of a Faculty member from each department to be elected by the Faculty members of that department. The term of office shall be three years, with staggered terms. Members cannot serve concurrently on this committee and the Advisory Committee on Appointments and Promotions.

B. Meetings shall be convened by the Dean or by the Chair within a reasonable period of the initial request by the faculty member.

13.6 Continuing Medical Education Committee

A. The Continuing Medical Education Committee of the Cooper Health System shall serve as the CME Committee for CMSRU. In addition to its responsibilities to the Department of CME and Medical Affairs of CUH, it shall have the responsibility of advising the Dean as to Medical School programs for continuing education for graduate physicians. This shall include the regular review of programs in relation to their compliance with institutional policies, relevance to the mission of the School and requirements of the relevant accrediting agencies.

B. The Continuing Medical Education Committee shall include a representative of the Office of the Dean of CMSRU.

13.7 Curriculum Committee

A. The Curriculum Committee shall develop, review and make policy recommendations regarding the curriculum for the M.D. degree and shall develop standards for the evaluation of that educational program for CMSRU.

B. The Curriculum Committee shall have the responsibility of advising the faculty in the following areas: establishment of requirements for the M.D. degree, educational goals and objectives, content of courses, methodology of teaching, establishment of an academic calendar, and evaluation of courses and the curriculum as a whole. The faculty shall approve proposed

changes in the curriculum. Upon the written request of three members of the Curriculum Committee, a recommendation of the Committee shall be reported to the Executive Council for approval then to the Faculty Assembly for approval. Acceptance of such recommendations requires ratification by a simple majority of the Faculty Assembly who vote.

C. The Curriculum Committee shall consist of ten elected faculty members, eight appointed faculty who are course or clerkship directors, and two students with one from each phase of the curriculum. All students shall be elected by their classmates. The deans for Academic Affairs shall be *ex-officio* members without vote. The term of office for faculty members shall be three years with staggered terms. Elected faculty may serve a maximum of three consecutive terms. Students shall serve one-year terms and may be reelected for a total of four years.

D. The Curriculum Committee shall meet at least eight times during the academic year. The Dean shall be invited to attend at least one meeting. A review of each individual course must be conducted at least every two years (until the charter class is graduated, review will occur annually). On an annual basis, if other campuses are established, the Committee shall review the grading policies used on all campuses and will ensure the consistency of instruction and grading policies used on all campuses.

E. The subcommittees of the Curriculum Committee include: Phase I Subcommittee Foundation and Integration; Phase II Subcommittee Application Exploration and Advancement; Innovations in Curriculum; and Assessment.

13.8 Hearing Body for Student Rights

A. The Hearing Body for Student Rights shall have the responsibility for hearing allegations of misconduct by students and for ensuring the due process rights of students. The Hearing Body shall make determinations of fact and make recommendations to the Dean for disciplinary action regarding infractions of rules, regulations and standards except for those matters that are under the jurisdiction of the Academic Rules and Regulations.

B. The Hearing Body for Student Rights shall consist of six members. Two members shall be elected from the faculty; two members shall be elected by the students; the president of student government shall serve as a member; and one member of the administration shall be appointed by the Dean. The term of office shall be two years with staggered terms.

C. Meetings shall be convened by the Chair or on request of the Dean or any member of the Committee.

D. The Hearing Body shall conduct all hearings and all deliberations in accordance with the policies of CMSRU.

13.9 Nominations and Elections Committee

A. The Nominations and Elections Committee shall have the responsibility of developing a slate of candidates, numbering at least two candidates more than the number of existing vacancies for all faculty elections. The slate of candidates must be distributed to the faculty at least one calendar month prior to a meeting of the faculty at which additional nominations may be made from the floor. The Committee shall conduct elections for all standing committees.

B. The Nominations and Elections Committee shall consist of 6 members. All members shall hold full academic rank. The Secretary of the Faculty shall be a member ex-officio with vote. The term of office shall be three years, with staggered terms. No elected member may serve more than two consecutive terms.

C. The Committee shall meet at least once in each academic year with additional meetings convened by the Chair.

13.10 Research Committee

A. The Research Committee shall have the responsibility of encouraging research activities by faculty and students and of advising the Dean on matters of general policy related to research.

B. The Research Committee shall consist of ten members, including the Associate Dean for Research who shall serve ex-officio without vote. The term of office of elected members shall be three years with staggered terms. The Chair shall be selected by the Dean. The Committee shall meet at least twice a year and additional meetings may be convened by the Dean or Chair.

C. To achieve its objectives, the Research Committee shall establish subcommittees as appropriate. The chair of each subcommittee shall be a member of the Research Committee and the members of the subcommittee shall be appointed by the Associate Dean for Research. The subcommittees shall report to the Research Committee through the Associate Dean for Research.

13.11 Rules of Procedure Committee

A. The Rules of Procedure Committee shall have the responsibility of insuring that the procedures of CMSRU are in accordance with the Rowan University Constitution and these Bylaws. In addition, this Committee shall have the responsibility of framing any formal statements of amendments to the Bylaws as specified in Article XV. The Committee shall define guidelines and procedures for the review of departments and Chairs and may recommend changes or new measures to the Dean and the faculty. The Committee shall receive appeals from those faculty who do not qualify for, but desire, membership as faculty. By a simple majority vote, the Committee shall select those from among the applicants and recommend them for membership as faculty members to the Dean who, in turn, may recommend them to the faculty. Negative decisions of the Committee may be appealed to the Executive Council.

B. The Rules of Procedure Committee shall consist of six (6) members. The Secretary of the Faculty and the Vice Dean shall be members ex-officio with vote. A person may serve as Chair of this committee a maximum of six consecutive years. The term of office shall be three years with staggered terms. Meetings shall be convened by the Chair or on request of any member including the Secretary.

13.12 Strategic Planning Committee

The Strategic Planning Committee shall facilitate the strategic planning process for CMSRU and help define the strategic direction with regard to teaching, research, and other activities of the medical school. It shall be responsible for directing and analyzing environmental assessments, organizational direction, strategy formulation, and implementation planning. It shall solicit the opinion of the broader community of stakeholders in the school including the medical school faculty at large, the community, and representatives from RU and CUH, so that ultimately faculty, students, staff, community physicians, and community representatives shall be involved

in the development of a five-year strategic plan. CMSRU will align all institutional priorities with the school's strategic plan. The CMSRU strategic plan will be aligned with the RU strategic plan and the Cooper strategic plan.

A. The strategic planning committee shall consist of the Dean of CMSRU, the Vice Dean of CMSRU, the associate deans of CMSRU, a representative from administration of the Cooper Health System, a representative of Rowan University's administrative leadership, the President of the Faculty Assembly, two clinical departmental chairs elected by the departmental chairs, the chair of the basic science department, and a member of the MSB appointed by the MSB.

B. The term of office shall be five years with staggered terms, except where the member serves in an ex-officio capacity which involves a shorter term or the representative is a student. The Dean or his designee shall chair this committee.

C. Meetings shall be held at least three times each academic year to document fulfillment of the school's strategic goals and to affirm those goals. At the beginning of the third year of a five year strategic plan, formal review will be conducted by the Strategic Planning Committee and all medical school faculty.

13.13 Committee on Diversity and the Learning Environment

The Committee on Diversity and the Learning Environment is charged with the responsibility of advising, assessing, and monitoring the progress of programs aimed at fostering diversity initiatives of CMSRU.

A. The committee shall be composed of ten members including a dean from academic affairs, the Associate Dean for Students Affairs and Admissions, the Associate Dean for Multicultural and Community Affairs, the Rowan Director of Equity and Diversity, a student representative, a community representative, and 4 faculty members. The term of office shall be three years with staggered terms.

B. The Chair shall be the Associate Dean for Multicultural and Community Affairs. Meetings shall be convened quarterly.

13.14 Conflict of Interest Committee

A. The Conflict of Interest (COI) Committee shall develop, review, and make policy recommendations regarding conflicts of interest. It shall be responsible for the oversight and management of potential conflicts of interest of CMSRU faculty, staff, students and the institution itself. The committee shall review referred conflict of interest cases including, but not limited to, human or animal subject research, patient care at CMSRU sponsored clinical care sites as well as potential conflicts surrounding education, consulting, purchasing, external relationships and industry relations.

B. The Conflict of Interest Committee shall consist of twelve members. The membership shall consist of a member of the legal department, a member of the pastoral care department of CUH, a member chosen by the Institutional Review Board, an ethicist, a student elected by the students, a non-medical school community member and faculty. The Associate Dean for Research, the Vice Dean, and the Associate Dean of Program and Business Development will serve as members in an ex officio capacity. The COI Committee reports, through the appointed Chair of the Committee, to the Dean. The term of office shall be three years with staggered terms, except

where the member serves in an ex-officio capacity which involves a shorter term or the representative is a student.

C. Meetings shall be held at least twice per year to review policies and procedures surrounding COI as well as to review any current conflict of interest issues. In addition, the Committee will meet more frequently, on an as needed basis, to address cases of possible conflict of interest as they arise.

13.15 Research Ethics Committee

A. The Research Ethics Committee of the Cooper Health System shall serve as the Research Ethics Committee for CMSRU ("REC"). The REC shall meet on an ad hoc basis prior to the initiation of a research study by an investigator whenever such investigator has reported a financial interest in excess of the de minimis amount as defined by the Investigator Financial Disclosure and Conflict of Interest Policy. The REC shall determine whether a reportable financial interest exists, which reasonably appears to affect the design, conduct or reporting of the research, service or educational activities. In the case of human subjects research the REC shall determine whether in the event of a reportable financial interest, there are nonetheless compelling circumstances for allowing the research to proceed pursuant to such conditions as may be imposed by the REC. The REC will recommend what conditions or restrictions should be imposed upon the investigator to manage, reduce or eliminate such conflicts of interest.

B. The Research Ethics Committee shall include CMSRU faculty and a representative of the Office of the Dean of CMSRU.

13.16 Library and Information Technology Committee

A. The Library and Information Technology Committee shall be a joint committee of CMSRU and the Cooper Health System (CHS). It shall make recommendations to the Dean and the Chief Medical Officer (CMO) of CHS concerning library policies including ensuring balanced services across the areas of teaching, research, and patient care; and addressing potential new library initiatives. It shall advise the Dean and make recommendations concerning information technology services including academic technology research and support; software and media research and support; and support for effective pedagogy.

B. The Library and Information Technology Committee shall consist of 14 members including two medical student members elected by the medical students (one representing Phase I of the curriculum and one representing Phase II of the curriculum), two residents/fellows elected by their peers, four faculty members (two elected by the faculty, one appointed by the CMO, and one appointed by the dean), and six *Ex officio* members including the Director of the Library, the Director of Informatics, and one representative from each of the following: one from the CME Department, one from Nursing and Allied Health, one from Performance Improvement, and one applications analyst from the IT Department. All members will be voting members. The term of office shall be three years with staggered terms, except where the member serves in an *Ex officio* capacity, which may involve a shorter term, or the representative is a student.

C. Meetings shall be held at least four times a year.

13.17 Committee for a Positive Learning Environment

A. The Committee for a Positive Learning Environment will provide education about creating a learning environment conducive to education and professionalism for faculty, staff, nursing, residents and students in a variety of venues as a means of prevention of mistreatment of students and other trainees. It shall advise the Dean on programs and systems to address and prevent mistreatment of students.

B. The Committee shall consist of 11 members including four faculty members, two medical student members elected by the students (one representing first and second year students, and one representing third and fourth year students), a representative of CHS Patient Care Services, a resident physician or fellow elected by peers, and the CHS Designated Institutional Official (DIO) representing Graduate Medical Education. The Vice Dean and the Associate Dean for Student Affairs and Admissions shall serve as *Ex officio* members. The term of office shall be three years with staggered terms, except where the member serves in an *Ex officio* capacity, which may involve a shorter term, or the representative is a student.

C. Meetings shall be held at least four times each academic year.

13.18 Ad Hoc Committees

The President of the Faculty Assembly, with the approval of the Dean, may appoint ad hoc faculty committees, as appropriate, and shall inform the Faculty Assembly of committee membership and purpose at or before the time of the committee's appointment.

14 Faculty Meetings

14.1 Annual Faculty Meeting

A. The annual meeting of the faculty shall be held in July on a weekday evening. Written notice of the annual meeting shall be sent to the faculty by the secretary before the meeting. Such notice shall include the time and place of the meeting and a tentative agenda.

B. The annual meeting of the faculty shall include a summary of faculty assembly and special faculty meetings held throughout the year, reports from the officers of the faculty, reports from standing committees of the medical school, and reports from the administration, which may include the Dean and the Vice/Associate Deans as appropriate. Agenda items can be put forth by faculty-at-large.

14.2 Other Meetings

A general meeting of the faculty shall be held in January. Special faculty meetings may be called by the President of the Faculty Assembly or the Dean. In addition, a special faculty meeting may be called by the Faculty Assembly upon the request, in writing, of 15 faculty members. Notice of a special meeting, specifying its purpose, shall be sent by the secretary to all faculty members and to the Dean not less than 15 days before such meeting.

14.3 Proxy Votes

Any member of the faculty, if unable to attend a faculty meeting, may vote by proxy on specific motions identified in the agenda for which a "vote by division" is required. The absent faculty member must request, in writing, that his or her vote be by proxy, stating on which motion the proxy vote is to be used and whether the proxy vote is for or against the motion. The written

request must be submitted to and verified by the secretary of the faculty prior to the meeting at which the proxy vote is to be used. The secretary shall hold all proxy votes at faculty meetings.

15 Rules of Order

Proceedings of all committees and the faculty assembly shall be governed by provisions of Robert's Rules of Order Latest Edition (as modified), unless otherwise provided in these bylaws.

16 Amendment Procedures

Subject to approval by the Dean of CMSRU and the Medical School Board, any portion of these Bylaws may be amended by a resolution approved by a majority of the faculty who return a ballot within a time specified on the ballot, which shall not be less than two (2) weeks. Any proposal for amendment shall be presented initially to the faculty by any five members for discussion. With approval of a majority of the faculty, the proposal shall then be referred to the Rules of Procedure Committee, which shall have the responsibility of framing a formal statement for the approval of the faculty. Minor changes may be accomplished by a majority vote of the Executive Council acting within its scope on behalf of the faculty.