

CONSTITUTIONS



Melvin University
Kenya Africa

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The Constitution includes amendments adopted by the Board of Directors through September 19, 2023.

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Note)
Amendments adopted by the Board of Directors through September 19, 2023

PREAMBLE

Believing that a society establishes institutions of higher learning, particularly universities, because such institutions serve the higher ends of that society;

Believing that a university serves these higher ends by being a beacon of learning, a fountainhead of dedicated and unselfish service, a focus for research and creative scholarship, a means for the transmittal and extension of old knowledge and the creating of new, a vehicle for that society's improvement by providing for that society the capacity for enlightened and responsible self-criticism which will prevent that society from losing its dynamic character and falling victim to intellectual and moral decay;

Believing that a university, like all complex human institutions, functions best to serve its assigned purposes under orderly processes of organization and government;

We, the Board of Directors of the Melvin University of Kenya, do hereby enact this Constitution. September 19, 2023.

This Constitution includes amendments adopted by the Faculty Senate through September 19, 2023

Amendments adopted by the Board of Directors through September 19, 2023.

Article I

THE GOVERNANCE OF THE UNIVERSITY

The Melvin University is an educational institution of the Kenya Africa. The provisions of this Constitution are governed by and subordinate to Kenya law, the policies and directives of the Melvin University Board of Directors, Melvin University of Kenya regulations and the Collective Bargaining Agreement for those faculty and staff in the bargaining unit.

Where, in this Constitution, power to act is recognized as vested in the Board of Directors, of the Melvin University of Kenya, such power shall normally be exercised only after reasonable notice of such proposed action to the faculty, unit, department, school, or agency affected and an opportunity to be heard thereunto. Governance shall be shared between the administration of the University and the faculty as represented in the Faculty Senate.

Such shared governance is a system of dual authority and responsibility, constitutionally created, in which administrators and faculty participate in the decision and policy making process. The purpose of shared governance is to provide avenues to University improvement and productivity through the creation of a partnership based on mutual respect and collaboration. Faculty and administrators at all organizational levels of the university shall facilitate the implementation of shared governance.

Article II

ADMINISTRATION OF THE UNIVERSITY

Section 1. THE CHAIRMAN The Chairman of the Board of Directors (COB) is the leader of the board of directors whose role is to ensure that there is accountability among the officers and is equally accountable for the management of the officers.

The Chairman is responsible for leading the Board and focusing it on strategic matters, overseeing the Group's business and setting high governance standards. He plays a pivotal role in fostering the effectiveness of the Board and individual Directors, both inside and outside the board room.

The role of Chairman is recognized as a primary leadership position. In performing the duties of the position, it is assumed that Chairman will exercise considerable discretion while complying with University policies and procedures and operating within the limitations imposed by the availability of resources. While considerable diversity may exist in the operation of various departments, there is a common core of duties to be performed by Chairman.

Using such tools as the board agenda and parliamentary procedure, the chairman of the board works with the President or CEO in defining the board's responsibilities and setting the strategic direction for the institution. The board expects the board chair to know and understand the bylaws and policies and to make sure that the board operates on a policy level.

The board chair serves as the liaison between the board and college managers, so it's important that the person who fills this role has many skills, such as leadership, interpersonal and communication skills. The CEO and managers are responsible for carrying out the strategic plans of the board. The board chair, in collaboration with the full board, oversees their work.

The board chair sets the tone and culture for the entire board, with the expectation that trustees will arrive at board meetings fully prepared and ready to participate actively in board discussions.

An effective board chair will draw out varied perspectives from trustees, and not allow any one board trustee to monopolize discussions. The board chair also takes on responsibility for mentoring board trustees and building awareness of educational

opportunities for building better boards. As in most governance structures, much of the board's work happens in committees. To that end, the board chair serves as ex-officio member of all committees.

Note)

The term of office of the Chairman of the Melvin University shall be five years, but he may be reappointed one more time.

Section 2. THE BOARD OF DIRECTORS The roles and responsibilities for the Board of Directors have governance structures much like other organizations. As it pertains to public and private schools, where matters are differentiated a bit is to whom the board of directors and others in leadership roles give their accountability. In private university, the governing body is accountable to the shareholders and other stakeholders, particularly the students and their parents.

The basic governance structure of university boards includes the basic positions of board chair, board directors, secretary, treasurer, CEO, attorneys and managers. Board directors often accept other positions as part of their board duties.

Note)

The term of office of the Board of Directors of the Melvin University shall be seven years, but they may be reappointed one more time.

Section 3. THE PRESIDENT The President shall be the chief executive officer of the University and shall exercise general supervision over all its activities. The President shall be appointed by the Board of Directors. Upon the resignation, retirement, or death of the President, the Board of Directors Steering Committee shall be available to the Board of Directors for the purpose of consulting in the selection of a nominee for President. The President shall have a veto power over all actions of committees, college faculties and the councils of the Faculty Senate, which power shall be exercised by sending a written executive order to the body concerned. In all matters not otherwise provided for in the Constitution and Bylaws, the President shall, under the Board of Trustees, have plenary power.

Note)

The term of office of the President of the Melvin University shall be five years, but he may be reappointed one more time.

Section 4. THE VICE-PRESIDENT The Vice President shall be the principal executive officer under the President and shall exercise the functions of the President in the President's absence. In the case of death or incapacitating illness of the President, the Vice President shall exercise such functions until formal provisions are made by the Board of Directors. The Vice President shall assist the President in such ways as the latter may designate. The Vice President shall be appointed by the President after approval of Board of Directors.

Section 5. OTHER ADMINISTRATIVE OFFICERS There shall be such other administrative officers as the President may designate. They shall have such duties as the President may assign them. In the case of the absence, death, or incapacitating illness of the Amendments adopted by the Faculty Committee through September 19, 2023.

President and the vice President, the senior administrative officer, previously designated by the President and recorded with the office of the Board of Directors, shall assume all the authority and responsibility of the President until formal provisions are made by the Board of Directors.

Section 6. PRESIDENTIAL DELEGATION The President shall have the power to delegate any authority of the President as set forth in this Constitution to an appropriate administrative officer or officers of the University.

Section 7. PRESIDENTIAL COMMITTEES The President shall have the authority to appoint such committees and other groups as are deemed necessary to aid in the performance of presidential duties.

Section 8. ACADEMIC AND PROFESSIONAL ASSEMBLY The Academic and Professional Assembly (APA) shall be the organizational representative of the University's academic and professional staff not represented in the Faculty Committee. The APA shall have the authority to define its membership, to approve its own bylaws, to appoint committees and other groups as are deemed necessary to aid in the performance of its mission, and to serve in an advisory capacity to the President and the Faculty Committee.

Article III

THE FACULTY

Section 1. FACULTY DEFINED The faculty of the Melvin University are those persons employed by the University during the regular academic year whose primary assignment is to carry out the academic mission of the University, namely, teaching, research and academic service. Titles of these persons shall be set forth in the Bylaws. Questions about the faculty status of an individual shall be resolved by a Faculty committee charged with evaluating academic qualifications in the university in which the individual is appointed. The committee shall determine status based on whether the primary assignment is the carrying out of the academic mission of the University.

Section 2. ACADEMIC FREEDOM The policy of academic freedom and responsibilities governing the University is as set forth in the University's policy statement reprinted in full in Melvin University regulations. The following principles are quoted therefrom: "The University believes that academic freedom and responsibility are essential to the full development of a true university and apply to teaching, research and creativity. In the development of knowledge, research endeavors and creative activities, a university faculty and student body must be free to cultivate a spirit of inquiry and scholarly criticism and to examine ideas in an atmosphere of freedom and confidence. A similar atmosphere is required for university teaching. Consistent with the exercise of academic responsibility, a teacher must have freedom in the classroom in discussing academic subjects, selecting instructional materials and determining grades. The university student must likewise have the opportunity to study a full spectrum of ideas, opinions and beliefs, so that the student may acquire maturity for analysis and judgment. Objective and skillful exposition of such matters is the duty of every instructor."

The established policy of the University continues to be that the faculty member must fulfill his/her responsibility to society and to his/her profession by manifesting academic competence, scholarly discretion and good citizenship. The university instructor is a citizen, a member of a learned profession and an academic officer of an educational institution. The instructor should be constantly mindful that these roles may be inseparable in the public view, and should therefore at all times exercise appropriate restraint and good judgment."

A faculty member who believes that he/she does not enjoy the academic freedom that it is the policy of the University to maintain and encourage shall be entitled on written request to a hearing before the Academic Freedom, Tenure, Professional Relations and

Standards Committee or utilize other procedures available.

Section 3. ACADEMIC RANKS Ranks shall include assistant professor, associate professor, professor or above, and other ranks prescribed by University regulations. Appropriate academic rank and title, with the rights and privileges pertaining thereto, may be accorded to persons engaged in instruction, administration, research and extension.

Section 4. APPOINTMENT OF FACULTY MEMBERS Nominations for the appointment of faculty members shall be made by the chair of the department or, in units of the University not organized in departments, by the officers in charge of the work concerned, and shall be submitted to the appropriate administrative officers for approval or rejection and, in the event of approval, for transmission to the President or designee. Appointments to the faculty shall be made by the President or designee.

Section 5. PROMOTION OF FACULTY MEMBERS Recommendations for the promotion of faculty members shall be based upon criteria specified by the University. Only those faculty holding rank superior to that of the candidate may participate in the assessment. Promotion review shall originate in academic departments or units. The department chair or administrator of the academic department or unit concerned shall obtain the votes of the individual faculty members of the department or unit holding rank superior to that of the candidate for promotion. Nominations for the title of distinguished professor shall be made by the department chair or unit administrator, and accompanied by the votes of the individual faculty members of the department or unit in the ranks of full professor or above, or the equivalent in academic ranks. The President shall make the final decision to approve or disapprove promotion.

Section 6. TENURE

(A) Definition of Tenure. A faculty member who has been granted tenure by the Board of Trustees shall have the status of permanent member of the faculty and be in the continuing employment of the institution until the:

1. faculty member voluntarily leaves the employment of the institution;
2. faculty member voluntarily retires;
3. faculty member is dismissed for cause by the President; or
4. faculty member's position is discontinued pursuant to the layoff provision of the Board of Trustees.

(B) Granting of Tenure. Upon nomination of the President and approval by the Board of Directors, tenure will be granted. Each nomination for tenure shall be acted upon with careful consideration being given to the qualifications of the faculty member, including evaluations by colleagues and immediate superior. When one of the duties of the

faculty member being nominated is teaching, the quality of teaching shall be gauged through appropriate devices and may include evaluations by present and former students. Nomination of a faculty member for tenure shall signify the President is satisfied that a high degree of competence has been demonstrated and continuing employment of the faculty member will serve the best interests of the institution and the University System.

(C) Eligibility for Tenure.

1. Eligibility for tenure for faculty members in the ranks of assistant professor, associate professor, professor or above, or the equivalent in academic ranks, shall normally begin on the faculty member's hire date in a tenure-eligible appointment. The length of the probationary period for those in tenure-accruing positions is set forth in University policies.
2. The decision to recommend a faculty member for tenure must be made by the end of probationary period, including, any approved extension thereof.
3. Instructional and research faculty at the University appointed to administrative positions shall retain tenure in the faculty classification, but not in the administrative position.
4. County extension faculty normally shall be eligible to receive permanent status at the end of the seventh year of employment.

(D) Transfer of Tenure. Tenure is granted by the Board of Directors and is an obligation of the University as a whole. While no department or other budgetary unit of the University is obliged to accept the transfer of a faculty member from another unit or units, if a department or other unit accepts such a transfer, it must recognize the tenure status already attained by the transferring faculty member.

(E) Procedure for Granting Tenure. The procedure to be followed when a faculty member applies for tenure shall be:

1. Tenure review should originate in academic departments or units. The department chair or administrator of the academic department or unit concerned, shall obtain the votes of the tenured members of the department or unit by a secret ballot, the results of which shall be forwarded with the tenure application to the appropriate college, and the President. The Board of Trustees grants tenure.
2. Only faculty with tenure may participate in the assessment.
3. The faculty member shall be notified immediately in writing by the President of the final action taken on the faculty member's application for tenure.

(F) Non renewal and Termination of Faculty Appointments. The President or the President's designee, in accordance with the institution's evaluation system, may choose not to renew the employment of a nontenured faculty member. The decision not to

renew a faculty member's appointment may not be based on constitutionally impermissible grounds. Notice of non-reappointment, or of intention not to reappoint, shall be given in writing in accordance with University policies.

(G) Termination of Faculty Appointments for Cause by Preferment of Charges.

1. Justifiable cause for termination of appointment is defined as incompetence or misconduct.
2. After considering charges or evidence against a faculty member, the President or the President's designee shall make a careful preliminary inquiry into the validity of the charges and evidence and shall make efforts to bring about a satisfactory adjustment of the matter, which efforts shall include informing the faculty member in writing of specific charges. At any stage of inquiry, the President or the President's designee may seek the assistance of the University staff or may employ such assistance from other sources.
3. If, in the view of the President, or the President's designee, there is a prima facie case against the faculty member, the President or the President's designee may refer the charges to the Senate Academic Freedom, Tenure, Professional Relations and Standards Committee, with instructions to investigate all charges and to submit a transcript of all proceedings and a written report of their findings and recommendations for appropriate action. This in no way precludes the President or the President's designee from taking any further investigative action deemed necessary.

(H) Suspension of Faculty Pending the Outcome of Investigation.

1. If it appears that a faculty member's actions would adversely affect the orderly conduct and processes of the University or jeopardize the safety and welfare of the faculty member, colleagues, or students, the President or designee may, after considering charges or evidence against the faculty member, regardless of tenure status, immediately suspend the faculty member with pay from the performance of duties pending investigation by the President, the President's designee and/or the Senate Academic Freedom, Tenure, Professional Relations and Standards Committee.
2. The faculty member shall have the opportunity to be provided a written statement of the reason for the proposed disciplinary action to be taken and shall be given at least ten working days in which to respond in writing and/or orally to the President or designee before any final determination regarding an action to be taken is effective.
3. The faculty member who is suspended from the performance of duties may exercise the right of appeal under the procedure elected in accordance with the rules of the University.
4. The President or the President's designee shall give the faculty member written notice

of any proposed suspension without pay or termination. The faculty member will be allowed 10 days, excluding Saturdays, Sundays and University holidays, following receipt of the notice to respond in writing to the President or the President's designee regarding the reasons set forth in the notice. Within the 10- day period, the faculty member may schedule a meeting with the President or the President's designee to present any matter that should be brought to the attention of the President or the President's designee regarding the proposed suspension or termination.

5. Termination or suspension without pay shall take effect on the date set forth in the notice of termination or suspension, except that if the faculty member timely files a grievance concerning the termination or suspension, the faculty member shall not be deprived of pay and benefits until the grievance process ends with an outcome that allows the discipline.

Section 7. RESIGNATIONS If a member of the faculty of the University desires to obtain release from a position, the faculty member must offer a resignation to the next superior administrative officer. The resignation shall be transmitted through the appropriate administrative officials to the President.

Section 8. THE GENERAL ASSEMBLY

(A) Membership. In order to permit general communication, there shall be a General Assembly, consisting of all members of the University faculty of the rank of lecturer and above. This assembly shall have no legislative or executive power.

(B) Officers. The presiding officer shall be the President or, in the President's absence, the Provost. The Registrar shall be the Secretary.

(C) Meetings. Meetings shall be held at the call of the President.

Article IV

THE FACULTY COMMITTEE

Section 1. FUNCTIONS The Faculty Committee shall be the legislative body of the University thereby providing a forum for mutual exchange of ideas between senior officers and faculty. In this capacity, the Committee shall take cognizance of, and may legislate with respect to matters that concern more than one college, school, or other major academic unit, or that are otherwise of general university interest. In exercising its legislative function, the Senate shall make such rules, regulations, and Bylaws as it may deem advisable for the fulfillment of its duties.

Committee Bylaws may be proposed on the committee floor and referred to an appropriate committee. Proposed Bylaws shall be reported out by appropriate committees, with the content submitted in writing to the Senate at least two weeks prior to the meeting. Bylaws adoption requires a favorable majority of those present and voting.

The Committee agenda prepared by the Committee Steering Committee shall consist of three parts: (a) reports of the President, Provost, and Faculty Committee Chair (b) information items, such as reports of general decisions or summaries from committees or others as appropriate; and (c) action items containing matters to be decided at current meetings and proposals for action at subsequent meetings.

Section 2. MEMBERSHIP The Committee shall consist of elected voting members, ex officio on voting members, and student non-voting members. The elected voting membership of the Faculty Committee shall be apportioned equitably among the Academic Units based on a memberships. The number of elected members of the Committee will be apportioned among the Academic Units based on the number of faculty in each unit with each Academic Unit having at least two elected voting members. The remaining seats shall be apportioned among the Academic Units based on the number of faculty members in each unit, with the restriction that no Academic Unit will have a number of voting elected members larger than one-sixth of the elected voting membership of the Faculty Senate. The specific quotas shall be computed as set forth in the Senate Bylaws.

Section 3. OFFICERS AND ADVISORS

The Faculty Committee officers shall be the Chair, the Chair Elect, and the Past Chair.

1. Chair. The duties and functions of the Chair are: to preside at Faculty committee

meetings; to serve as Chair of the Steering Committee; to represent the Faculty Committee on any matter within the Committee's jurisdiction or as requested by the Board of Directors or President; to serve as a full voting member of the Advisory Council of Faculty Committee; to serve as an ex-officio voting member of the Board of Directors; and to perform such other duties as may be directed by the Committee.

Article V

ORGANIZATIONAL UNITS OF THE UNIVERSITY

Section 1. ACADEMIC ORGANIZATION OF THE UNIVERSITY

(A) There shall be established such academic and administrative units as are necessary for administering the academic programs of the University.

(B) The basic degree-granting unit of the University shall be the college. A college may be a fundamental organizational unit or may consist of schools or departments or both.

(C) Colleges and schools may be established or abolished by the initiative of the Faculty Senate with the approval of the President of the University and the Board of Trustees. The initiative for establishment or abolition of such units may also be exercised by the Board of Trustees.

(D) Organizational units may have bylaws (or similar governing documents) that implement the principles of shared governance. Such bylaws (or similar governing documents) shall be governed by and subordinate to the Florida law, the policies and directives of the Florida Board of Governors, and the University of Florida Board of Trustees, University of Florida Regulations, the provisions of this Constitution and the Senate Bylaws, and the Collective Bargaining Agreement for those faculty in the bargaining unit.

(E) Faculty shall have a shared governance role in determining any changes to the structure and character, including but not limited to forming, consolidating, transferring, closing and renaming, of the colleges, schools and departments in which they are appointed. Such changes shall require the approval of the Faculty Senate. Procedures for this process are set forth in the Bylaws.

(F) Periodic evaluations of academic units shall be conducted in accordance with procedures adopted by the Senate.

Section 2. THE SCHOOLS

(A) A school, except for the Graduate School, shall be a unit subordinate to a college organized for a special program of studies. A school may consist of two or more departments or may consist of no departments.

(B) The members of a school shall consist of all faculty members i) who are appointed to the department or ii) who teach or do research in the department and who are accepted by vote of the faculty.

(C) The program of a school shall be conducted by the school faculty through a director, who shall have general responsibility for the activities of the school.

(D) The director shall be nominated by the dean of the college and approved by the President. In making this nomination, the dean shall give consideration to the opinion of the faculty of the school concerned by consultation with a special committee of at least three faculty members elected by the faculty of the school. The director shall be subject to the administrative supervision of the dean of the college in which the school is located. The director may also serve as chair of one or more departments in the school. In those instances where the special committee does not concur in the nominee of the dean(s) of the college(s), the committee's report should be forwarded to the President along with the nomination made by the dean(s).

Section 3. THE DEPARTMENTS

(A) A department shall be a unit of academic and administrative organization to one or more colleges and organized for an academic discipline or field of study.

(B) The members of a department shall consist of all faculty members i) who are appointed to the department or ii) who teach or do research in the department and who are accepted by the vote of the faculty.

(C) The program of a department shall be conducted by the departmental faculty through a chair or a school director, who shall have general responsibility for the activities of the department.

(D) The chair shall be nominated by the dean(s) of the college(s) after formal consultation with a committee of the department selected by its tenured members and after consultation with others in related fields outside the department. The nominations shall be forwarded to the President for approval. In those instances where the departmental committee does not concur in the nominee of the dean(s) of the college(s), the committee's report should be forwarded to the President along with the nomination made by the dean(s).

Section 4. GENERAL EDUCATION

The University shall require a program of general education for all students receiving bachelor's degrees, which program shall be under the supervision of the College of Liberal Arts and Sciences. The courses that constitute the general education portion of the baccalaureate degree must be approved by a General Education Council, which shall be composed of representatives from the majority of baccalaureate degree-granting colleges within the University.

Section 5. THE GRADUATE SCHOOL

(A) The Graduate School shall exercise general supervision over graduate programs within the University, including the establishment of minimum standards of admission and performance; the recommendation of approval by the Faculty Senate for new graduate education programs or changes to existing graduate education programs; the recommendation of candidates for graduate degrees to the President; the encouragement, financial and other support of graduate study and research where these functions are not otherwise assigned. Responsibility for the operation of the graduate programs shall be vested in the individual colleges, divisions, departments and institutes.

(B) General policies and standards of the Graduate School shall be established by the Graduate Faculty, through the Graduate Council.

(C) Acting as agent of the Graduate Faculty, the Graduate Council assists the dean of the Graduate School in the execution of policy related to graduate study and associated research.

(D) Melvin University faculty members with tenure or in tenure accruing positions shall be considered members of the graduate faculty, effective at the time of their appointment to the faculty. All other appointments to the Graduate Faculty shall be made by the Dean of the Graduate School upon the approval by a two-thirds vote of all eligible Graduate Faculty in the appointing department and endorsement of the department chair and the dean of the college. Privileges regarding the level of involvement of Graduate Faculty members in supervising students are granted by the dean of the appointing college or other designated officials in consultation with the faculty member and in accordance with criteria established by the appointing unit.

Article VI

AMENDMENTS

Amendments adopted by the Board of Directors through September 19, 2023

This Constitution may be amended by a two-thirds vote of the voting members present and voting at any regular meeting of the Board of Directors held during the regular academic year, provided that the text of the proposed amendment has been submitted in writing to members of the Board of Directors at least 30 days prior to the meeting and the notice of its intended consideration has appeared on the agenda circulated with the call to the meeting.

Then End