



# **PennState**

## University Staff Advisory Council

Bylaws Ratified 6.18.24

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The Pennsylvania State University

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### Article I. Name and Definitions

#### Section 1. Name

The name of this organization shall be the University Staff Advisory Council of The Pennsylvania State University, herein referred to as “Council” or “USAC.”

#### Section 2. Definitions

In these Bylaws, the following words shall be defined as follows:

- A. “USAC,” “Council,” and “General Council” refers to the full body of members of the University Staff Advisory Council (USAC).
- B. “Ex-officio” is a member of the General Council by virtue of their position within the University but does not have voting rights.
- C. “Officer” refers to elected positions of Chair, Chair-Elect, Immediate Past Chair, Secretary, and Secretary-Elect.
- D. “Officers and Chairs” refers to the Officers (Chair, Immediate Past Chair, Chair-Elect, Secretary, Secretary-Elect) and the Chairs/Co-Chairs of every standing and ad hoc committee.
- E. “Parliamentarian” means expert in rules of order and the proper procedures for the conduct of meetings.
- F. “Present” at meetings means in person or via technology.

### Article II. Mission, Vision, and Goals

#### Section 1. Mission

USAC strives to elevate the role of staff, promote staff general welfare, enhance work environments, increase staff representation in decision-making, and drive improvements that further the institution’s ability to accomplish its mission and goals.

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### Section 2. Vision

USAC will be a vital advocacy and consultative body that works alongside University leadership and stakeholders to strengthen Penn State's position as a model employer that supports, values, and recognizes the contributions of all staff.

### Section 3. About USAC

Guided by the principles of shared governance, our purpose is to work alongside University leadership to establish an environment that supports Penn State staff and the University's overall success. We act as a liaison, conveying staff insights, lived experiences, and perspectives to the administration while actively seeking and listening to feedback from administrators and staff.

- A. As a representative staff body, we work to ensure all staff voices are heard, empowered, and valued. Our role is to:
  - a. Actively solicit and listen to staff insights and lived experiences.
  - b. Convey staff ideas and opinions to University leadership.
  - c. Engage in a regular exchange with administration on staff-related issues.
  - d. Advise administration on policy matters and concerns, suggesting solutions to challenges and offering constructive input in the formulation of policies.
  - e. Inform employees of the progress of strategic University initiatives.
  - f. Perform additional duties to create and sustain a supportive operational environment.
  - g. Remain responsive to the needs of the University and staff.

## Article III. Organization

### Section 1. Representation

USAC membership consists of one member elected from each unit, campus, or college; 15 At-large members drawn from the overall University community; ex-officio members; and active alumni members, as defined by USAC General Council. Changes to membership classifications or to the delineation of units, campuses, and colleges must be voted on and approved by USAC. During the period July 1, 2024 through June 30, 2027, this representation will fluctuate as each of the designated units, campuses, and colleges elect their representative to begin serving terms on July 1, 2025, and as At-large members appointed under the old membership structure complete their terms.

### Section 2. Membership

- A. Eligibility
  - a. Non-union, full-time exempt or non-exempt staff employees are eligible for USAC membership (exceptions described under Section c).
  - b. Prior to being offered membership, all members must be verified by Human Resources to be in good standing at the University.
  - c. Ineligible staff include Office of Human Resources Strategic Partners, Hershey Medical Center employees (except for those affiliated with the College of Medicine), and University Administrators whose title contain the phrases Associate Vice Provost, Associate Vice-President, Assistant Vice-President, Chief, Chancellor, Vice Chancellor, Deputy, Director, President, Special Assistant, General Counsel, or University.

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- i. The Officers reserve the right to assess the eligibility of staff employees who fall into the above titles based on responsibilities and other factors to overcome inconsistencies in organizational titles and “interim” positions.
- B. Membership Types
- a. At-large Members
    - i. Have voting privileges.
    - ii. Are eligible to hold Officer and Committee Chair positions.
    - iii. Are selected based on their commitment to the Council's mission and ability to contribute effectively while being mindful of the University's commitment to diversity, equity, inclusion, and belonging.
    - iv. Are not to exceed 15 members with the following exception: The number of At-large members is permitted to exceed 15 members as USAC members under the previous membership model complete their three-year terms. This includes members whose three-year term began on August 1, 2021 through July 1, 2024 (see Procedural Guidelines).
  - b. Elected Members from campus/college/unit
    - i. Have voting privileges.
    - ii. Are eligible to hold Officer and Committee Chair positions.
    - iii. Are elected by the staff members within their respective unit, campus, or college in a manner determined by the unit, campus, or college, with guidance from USAC.
    - iv. Members elected by their unit, campus, or college during the period of July 1, 2024 through June 30, 2025 will begin their service on USAC on July 1, 2025.
  - c. Ex-officio Members
    - i. Do not have voting privileges.
    - ii. Are not eligible to hold elected office or committee Chair positions.
    - iii. Are appointed by an external University organization or unit as outlined in the USAC Procedural Guidelines.
    - iv. May be granted a seat if voted on and approved by the Council.
    - v. May be replaced at the discretion of the USAC officers in coordination with the external organization’s leadership.
  - d. Active Alumni Members
    - i. As members complete their USAC term of service, under exceptional circumstances they may be asked by an external organization or by USAC Officers to maintain USAC’s seat within that organization.
    - ii. Do not attend General Council meetings, except by invitation, and do not vote on Council matters. They are authorized to act on USAC’s behalf on the external committee.
    - iii. May be replaced at the discretion of the USAC officers in coordination with the external committee’s leadership.
- C. Terms of At-large and elected membership
- a. All At-large and elected members serve a 3-year term.
  - b. Membership terms begin July 1 and end June 30.

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- c. A member may serve an additional membership term only after a one-year hiatus following completion of their first Council term, and according to standard election/selection procedures as outlined in the USAC Procedural Guidelines.
  - i. Exception: Officers whose elected term of service exceeds their remaining membership term are automatically granted an extension not to exceed their term as an elected officer.
- D. Responsibilities of At-large and elected members are as follows, but not limited to:
  - a. Attend monthly Council meetings.
  - b. Participate in at least one committee within USAC and meet the expectations for committee involvement as outlined in USAC Procedural Guidelines.
  - c. Share with their respective units what is discussed during General Council meetings or materials distributed by the council, unless confidentiality is explicitly requested.
- E. Attendance Policy
  - a. Members are expected to attend monthly USAC meetings, committee meetings as required, and special meetings as needed.
  - b. An absence is considered excused if a member who is unable to attend a meeting notifies the Chair or Secretary in advance of the meeting. All other absences are considered unexcused.
  - c. Each member is permitted four excused absences from monthly General Council meetings per academic year.
  - d. The Secretary shall notify the Chair in writing of any Member(s) not meeting attendance requirements.

### Section 3. Officers

- A. The Officers are as follows:
  - a. Chair
  - b. Chair-Elect
  - c. Immediate Past Chair
  - d. Secretary
  - e. Secretary-Elect
- B. The Officers shall:
  - a. Represent and act on behalf of USAC at University meetings.
  - b. Ensure all standing and ad hoc committees have the support to function.
  - c. Finalize agendas for each USAC meeting.
  - d. Oversee the budget allocated through the Vice President of Human Resources.
  - e. Serve a one-year term beginning on July 1 and ending on June 30 of the following year.
  - f. Be able to complete their term of office within their term limits (see Article III Section 2.C).
  - g. Design and facilitate a strategic planning session, to be held during each new term's first General Council meeting.
- C. Duties of Officers are as follows:
  - a. Chair shall
    - i. Preside over all USAC meetings.

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- ii. Actively manages the business and budget of the Council.
  - iii. Perform all duties and exercise all authority associated with the office of Chair or prescribed by the Council or Officers as outlined in USAC Procedural Guidelines.
- b. Chair-Elect shall
  - i. Serve as USAC Parliamentarian.
  - ii. Perform all duties associated with the office of Chair-Elect or prescribed by Council or Officers as outlined in USAC Procedural Guidelines.
  - iii. The Chair-Elect may be excused from serving on a Committee but shall support Committee work as necessary.
- c. Immediate Past Chair shall
  - i. Assist the new Chair in transitioning to the role.
  - ii. Serve as a resource for USAC.
  - iii. Chair the Membership and Elections Committee.
  - iv. Represent USAC on external committees as requested or invited with the approval of Chair.
  - v. Perform all duties associated with the office of Immediate Past Chair or prescribed by Council or Officers as outlined in USAC Procedural Guidelines.
- d. Secretary shall
  - i. Perform all duties associated with the office of Secretary or prescribed by the Council or Officers as outlined in USAC Procedural Guidelines.
  - ii. It is permissible for this position to be shared by Co-secretaries if duly elected.
  - iii. The Secretary may be excused from serving on a Committee but shall support Committee work as necessary.
- e. Secretary-Elect shall
  - i. In the Secretary's absence, assume the role and duties appropriate to that office.
  - ii. Perform all duties associated with the office of Secretary-Elect or prescribed by Council or Officers as outlined in USAC Procedural Guidelines.
  - iii. It is permissible for this position to be shared by Co-secretaries.

### Section 4. Committee Chairs

- A. Committee Chairs shall:
  - a. Lead individual committee efforts.
  - b. Schedule and facilitate committee meetings.
  - c. Ensure effective communication within and between Committees and Officers.
  - d. Attend all meetings of Officers and Chairs.

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### Article IV. Committees

#### Section 1. Standing Committees

- A. Each Committee shall maintain a record of their activities, associated tasks, and processes to support continuity.
- B. Are responsible for reporting their activities to the General Council during monthly meetings.
- C. Meet as needed outside of General Council meetings.
- D. The Officers shall make every effort to ensure that each Standing Committee has at least two members with one or more years of USAC experience (See USAC Procedural Guidelines).

#### Section 2. Duties of Standing Committees (see USAC Procedural Guidelines for additional details)

- A. Awards and Recognition – Coordinates the USAC staff awards and recognition programs.
- B. Communications – Coordinates the creation and distribution of official USAC information externally.
- C. Diversity, Equity, Inclusion and Belonging – Ensures USAC maintains focus on diversity, equity, inclusion, and belonging, embraces the diverse nature of the University staff body, and complies with University policy.
- D. Logistics and Events – Coordinates USAC events and meetings in collaboration with officers and committee chairs, to include serving as primary contact for accessibility requests and ensuring all USAC events meet accessibility guidelines.
- E. Membership and Elections—Coordinates and oversees all USAC elections as well as the membership election/selection processes.
- F. Outreach and Engagement – Forges connections with staff and Staff Advisory Councils (SACs) or similar staff organizations at locations throughout the Penn State system.

#### Section 3. Ad Hoc Committees

- A. Are formed to meet defined short-term goals of USAC.
- B. May be proposed by any Council member and must be discussed and approved by the Council.

#### Section 4. External Committees

- A. USAC may by granted permission or invited to hold positions on committees external to USAC.
- B. The General Council will be notified of all available external committee/working group positions. All members are eligible to apply to the Chair to serve.
- C. USAC Chair will select a member for the available role using criteria defined in the USAC Procedural Guidelines.
  - a. An external committee may request a USAC Officer or a specific member occupy USAC seat on their committee. Whenever possible, such requests are honored.
  - b. If no current USAC member has interest in serving or the expertise required to serve on an external committee, the USAC Chair reserves the right to appoint the responsibility to an officer or Alumni Member.



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### Article V: Meetings

#### Section 1. General Council Meetings

- A. Are held monthly.
- B. Take place during normal University hours and are considered official University Business.
- C. Are offered as both in-person and virtual whenever possible.

#### Section 2. Special Meetings of the General Council

Special Meetings may be called at any time by the Chair or by a majority of USAC voting members to discuss matters related to the Council's business.

#### Section 3. Committee Meetings

Committee meetings will occur at least once a month, based on the availability of the members. Activities will be reported at General Council meetings.

### Article VI. Parliamentary Procedure

#### Section 1. Governing Rules

All business of USAC will be governed by these bylaws and any special rules of order USAC may adopt. All other procedures will follow Robert's Rules of Order, newly revised edition.

#### Section 2. Quorum for General Council Meetings

For official Council business to take place during a General Council meeting or Special Meeting, including but not limited to a meeting in which voting will occur, a quorum of half of the voting members plus one must be present, whether in-person, electronically, or a combination.

### Article VII. Voting Procedure

#### Section 1. Voting

- A. A quorum of elected and At-large members must be present, by in-person or electronic means, for voting on Council business to occur. The Secretary will enter the presence of a quorum and the final vote tally in the official General Council minutes.
- B. A voting member excused from a meeting at which a vote will be called may submit their vote and/or comments to the Secretary in a written format at least two days before the meeting at which voting will occur.
- C. Under the rare circumstance that voting must occur outside of an official meeting, members must be given at least seven days to place their vote. In order to pass, an affirmative vote is required by a simple majority of voting members.
- D. The amendment and revision of any Bylaws of the University Staff Advisory Council requires a two-thirds affirmative vote of all eligible voting members.
- E. The removal of a USAC member requires a three-quarters affirmative vote by all eligible voting members.

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### Article VIII: Proposals and Resolutions

#### Section 1. Proposals and Resolutions

- A. A proposal pertains to the official business of USAC.
- B. A resolution's purpose is to provide the University with the position of the Council on relevant staff issues. It is advisory and consultative, and therefore non-binding for the Pennsylvania State University.
- C. All Council Members shall have the authority to draft and sponsor a proposal or resolution for consideration by the Council. To introduce a proposal or resolution, the following conditions must be met:
  - a. A proposal or resolution requires a minimum of two sponsors.
  - b. A written proposal or resolution should then be sent to the Chair.
  - c. The Chair shall distribute the proposal or resolution to voting members before the next General Council meeting.
  - d. The matter will be given enough time on the General Council meeting agenda to adequately discuss the proposal or resolution.
  - e. The proposal or resolution, having been properly distributed and subject to open comment and fair discussion, shall be moved to a vote.

### Article IX: Vacancy and Removal

#### Section 1. Officer Vacancies

- A. If an Officer is unable to complete their term of office, the incoming officer for that position will assume those responsibilities. This will occur as soon as the incoming officer is notified and membership is informed of the change.
- B. If no incoming officer is available to fill the vacated position, the Officers and Committee Chairs will call for nominations and hold an election to fill it for the duration of the current USAC year.
- C. If a Chair-elect or Secretary-elect is called to fill the position of Chair or Secretary, respectively, outside of the normal election cycle, at the end of that USAC year, they will have the option to complete a full term as that officer the following year. They must decide before the election cycle begins.
- D. If the Chair-elect or Secretary-elect position becomes vacant, a special election is to be held to fill the position.
- E. If the Immediate Past Chair position becomes vacant, the Membership and Election Committee, which the Immediate Past Chair leads, will nominate a new chair for that committee, subject to the approval of the Officers and Committee Chairs, to serve as the Membership and Elections Committee Chair until the next regular election.

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### Section 2. Officer Removal

- A. The Council reserves the right to address actions by an officer that violate these Bylaws or that otherwise endanger the mission of USAC and its functioning. This includes repeated absences from Council Meetings and other Council business for which the officer holds responsibility.
- B. The Chair holds responsibility for discussing these issues with the officer directly and confidentially before any official remedial action is taken. In the event the officer in question is the Chair, the responsibility for discussing these issues will fall to the Immediate Past Chair.
- C. An officer is permitted to resign from their position without further action or explanation to the Council.
- D. If official remedial action is advised by the Chair (or Immediate Past Chair if pertaining to the Chair), the officer under caution must be informed through two emails sent to the officer three days apart. The email must specify the reasons for the remedial action and the form that may take. The officer must be given ten business days from the date of the second email to respond.
- E. An officer facing remedial action may address the Council prior to any decision.
- F. Official removal of an officer from their USAC officer position requires a three-quarter affirmative vote by membership where a quorum is present. The removal is effective immediately following an affirmative vote.
- G. It is possible that an officer would be removed from their position but maintain membership on the Council.

### Section 3. Membership Resignations

- A. Resignations from USAC shall be submitted to the Chair.
- B. Vacancies caused by resignation may be filled before the first General Council meeting of the new membership year. The Membership and Election Committee will backfill positions following accepted procedures outlined in the USAC Procedural Guidelines.

### Section 4. Leave of Absence

- A. Requests for a temporary leave of absence from USAC shall be submitted to the Chair.
  - a. Such requests shall be granted whenever possible.
  - b. During temporary leave of absence, a member's status is inactive and at the end of the leave of absence, the member may return to active membership and serve the remainder of their original term.

### Section 5. Removal of a Member

- A. The Council reserves the right to address actions by a member that violate these Bylaws or that otherwise endanger the mission of USAC and its functioning. This includes repeated absences from Council Meetings and other Council business for which the member holds responsibility.
- B. The Chair holds responsibility for discussing these issues with the member directly and confidentially before any official remedial action is taken. The member may be placed under

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caution, granted a leave of absence, or be at risk of losing membership privileges (see Procedural Guidelines).

- C. A member under caution is permitted to resign without further action or explanation to the Council.
- D. If official remedial action is advised by the Chair, the member under caution must be informed by the Secretary through two emails sent to the member three days apart. The email must specify the reasons for the remedial action and the form that may take. The member must be given ten business days from the date of the second email to respond.
- E. A member facing remedial action may address the Council prior to any decision.
- F. Official removal of a member from USAC requires a three-quarter affirmative vote by membership where a quorum is present. The removal is effective immediately following an affirmative vote.

### Article X: Amendments and Revision

#### Section 1. Procedure

- A. These bylaws may be amended at any time through formal proposal to and voting by the General Council.
  - a. Small changes in punctuation, format, or language that do not change the meaning or intent of these bylaws are permitted without a vote by the Council.
- B. Amendments shall be presented to all Members of the Council in writing at least one week before the regularly scheduled General Council meeting where they will be discussed.
- C. Amendments to these bylaws, having been adequately distributed and discussed, shall be adopted by a two-thirds affirmative vote of all eligible voting USAC Members.
- D. A voting member excused from the meeting where an amendment will be voted on may submit their vote and/or comments to the officers in a written format at least two days before the meeting at which voting will occur.
- E. The chair shall share any absentee votes and/or comments with USAC.
- F. The Secretary shall record votes during the meeting.
- G. The Secretary, with the support of the Communications Committee, will make changes to the bylaws in all places where they are located within three days of being approved.

#### Section 2. Biennial Review

- A. These bylaws shall be reviewed by an ad hoc committee at least every two years, on the odd numbered years.