THE GOVERNANCE

OF

VASSAR COLLEGE

2026/2027

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Introduction

The legal existence of Vassar College began with the passage of the law of January 18, 1861, referred to below as the charter. The charter has been five times amended. The trustees were constituted by the charter as an educational corporation known as Vassar College. The object and purpose of this corporation were declared to be to promote the education of young women in literature, science, and the arts. The charter designated twenty-nine persons and their successors, and the president, as trustees, and provided that nine trustees should be a quorum for the transaction of business, but that no real estate should be bought or sold, and no president or professor of the College should be appointed or removed, except by the affirmative vote of a majority of all the trustees.

On their own motion the trustees in November 1921 reduced their number to twenty-one, except in certain special circumstances. This number included the president and five representatives of the alumnae/i whose nomination by the Alumnae and Alumni of Vassar College the trustees have agreed to accept. No term of office was designated in the original charter, but on their own motion the trustees agreed to limit the term of their office generally to eight years, with the privilege of re-election after one year has elapsed.

In 1979, on their own motion the trustees adjusted the size of the board to range from a minimum of twenty-two to a maximum of twenty-nine. The maximum was increased to 35 in 2000. The trustees increased from five to six the trustees nominated by the Alumnae and Alumni of Vassar College. The regular term of a trustee was reduced to four years. Although trustees normally serve a single term, on the basis of the board's particular needs, a trustee elected to a regular term may be re-elected to a second consecutive term. In exceptional cases, such a trustee may be re-elected to a third consecutive term. No trustee elected to a regular term shall serve more than three consecutive regular terms.

As a chartered institution of higher education in the State of New York, the College is subject to visitation by the Board of Regents, to the regulations of such board, and to the requirements of the Education Law. Under this law (Section 226) the trustees are legally and financially responsible for the College and exercise all privileges of an educational corporation. They appoint all officers, grant degrees, and are the final authority within the College in all matters involving review and authorization. The board of trustees authorizes the annual budget, approves all contracts of appointment, receives all monies, executes deeds of gift, maintains the capital investments in plant and securities and, in general, executes all those duties which are proper to such a corporation.

The University of the State of New York establishes certain rules with respect to the length of the academic year, the course of instruction, and other matters of educational policy, with which the trustees are required to comply. Beyond these regulations the trustees have complete freedom with respect to the maintenance of the College.

This printing of the *Governance* of Vassar College includes, as separate parts, The Charter and Amendments; By-Laws of the Board of Trustees; Principles Underlying Relations of Trustees, Faculty and Students; The Educational Organization of the College; By-Laws of the Faculty; Joint Administration-Faculty Committees; and Joint Administration-Faculty-Student Committees. Together, they constitute the *Governance*. It constitutes a substantial revision of a similar publication in 1966, which in turn was the outgrowth, following a series of intermediate revisions of an original document entitled The Statute of Instruction published in 1923. By-Laws of the Board of Trustees and By-Laws of the Faculty are subject to amendment by the board of trustees and by the faculty, respectively, as and to the extent set forth therein. It is understood that no amendment of the By-Laws of the Faculty or of the Joint Administration-Faculty-Student Committees shall in any way have any effect on any other part of the *Governance*. Principles Underlying Relations of Trustees, Faculty and Students and The Educational Organization of the College are subject to amendment or repeal by the board of trustees after conference with the faculty or the students, as appropriate, or by the

faculty or the students, as appropriate, subject to approval by the trustees.

The *Governance* is a document of frequent reference in the administration of the College. Its history reflects the evolution of this administration and the consistent adherence to certain basic principles. Its future will reflect the evolution of the College itself. For all its formalities, it is a living document.

Part 1. The Charter and Amendments

An Act to Incorporate Vassar Female College
Passed January 18, 1861

The people of the State of New York, represented in Senate and Assembly, do enact as follows:

1. Matthew Vassar, Ira Harris, William Kelly, James Harper, Martin B. Anderson, John Thompson, Edward Lathrop, Charles W. Swift, E. L. Magoon, S. M. Buckingham, Milo P. Jewett, Nathan Bishop, Matthew Vassar, Jr., Benson J. Lossing, E. G. Robinson, Samuel F. B. Morse, S. S. Constant, John Guy Vassar, William Hague, Rufus Babcock, Cornelius Dubois, John H. Raymond, Morgan L. Smith, Cyrus Swan, George W. Sterling, George T. Pierce, Smith Sheldon, Joseph C. Doughty and A. L. Allen, are hereby constituted a body corporate, by the name of "Vassar Female College," to be located in Dutchess County near the city of Poughkeepsie. By that name the said corporation shall have perpetual succession, with power to fill vacancies as they may occur from time to time in their board, to sue and be sued, to contract and be contracted with, to make and use a common seal and to alter the same at pleasure, to purchase, take and hold, by gift, grant or devise, subject to "an act relating to wills," passed April 13, 1860, except in the case of Matthew Vassar herein named, and to dispose of any real and personal property, the yearly income or revenue of which shall not exceed the value of forty thousand dollars.

2. The object and purpose of said corporation are hereby declared to be to promote the education of young women in literature, science, and arts.

3. The College may grant to students under its charge diplomas or honorary testimonials, in such form as it may designate. It may also grant and confer such honors, degrees and diplomas as are granted by any university, college or seminary of learning in the United States.

4. Diplomas granted by the college shall entitle the possessors to the immunities and privileges allowed by usage or statute to the possessors of like diplomas from any university, college, or seminary of learning in this state.

5. The persons named in the first section of this act shall be the first trustees of the said corporation. The president of the college, while holding office, shall be a member of the board of trustees.

6. Nine trustees shall be a quorum for the transaction of business; but no real estate shall be bought or sold, and no president or professor of the college shall be appointed or removed, except by the affirmative vote of a majority of all the trustees.

7. The corporation shall have all such powers, and be subject to such duties and liabilities as are applicable to colleges and are specified or contained in the second and fifth articles of the first title of the fifteenth chapter of the first part of the revised statutes, and in title third, chapter eighteen of the same part of the revised statutes, except so far as the same are inconsistent with the provisions of this act.

8. Matthew Vassar, of Poughkeepsie, is hereby authorized and empowered to give, grant, devise and bequeath to the aforesaid corporation, by his last will and testament, or otherwise, any such portion of his estate as he may choose so to give, grant, devise or bequeath, any existing act or statute to the contrary notwithstanding.

This act shall take effect immediately.

Amendment I.
Passed February 1, 1867

1. The corporate name of "Vassar Female College," a college incorporated by Chapter 2 of Session Laws of 1861, is hereby changed to "Vassar College," by which name it shall hereafter be called and known.

2. This act shall in no wise affect said act of incorporation except in the name; nor shall if affect any rights or powers of the Vassar Female College; nor shall it impair or affect any claim or demand against it, or any of its liabilities.

3. This act shall take effect immediately.

Amendment II.

Became Law April 2, 1903

1. Amends Chapter 2 of the Laws of 1861, and authorizes said corporation (Vassar College) "To take and hold in fee simple, or any less estate, by gift, grant, devise, bequest or otherwise, subject to 'An Act Relating to Wills,' passed April 13, 1860 . . . and to dispose of lands, tenements or other estate real or personal to such an amount as may be or become necessary for the proper conduct and support of the several departments of education hereby established or hereafter to be established by its Board of Trustees, and such property real or personal as has been given or may hereafter be given to said corporation by gift, grant, devise or bequest, in trust or otherwise, for the uses and purposes permitted by its charter, or by the general laws of the State."

Amendment III.
February 28, 1969

1. Amends the Charter as follows: "*2." The object and purpose of said corporation are hereby declared to be to promote the education of women and men in literature, science and the arts."

Amendment IV.

Granted, October 9, 2003

1. Amends the Charter as follows: A purpose of the College, in order to further the study of child development, provide a service to employees, and otherwise advance the purposes of the College set forth in Article 2, shall be to establish and operate one or more child day care centers as part of college operations in Dutchess County, New York, provided however that before a center shall be established and opened, the prior written approval of the New York state Office of Children and Family Services and the Legally required approvals, if any, of municipalities or counties will be obtained.

Amendment V.

Granted, May 23, 2008

1. A purpose of the College, in order to further the study of child development, provide a service to employees, and otherwise advance the purposes of the College set forth in Article 2, shall be to establish and operate one or more child day care centers, one or more nursery schools for preschool children from three to five years of age, and one or more kindergartens for children who have attained the age of 5 by December 1 of the academic year as part of college operations in

Dutchess County, New York, provided however that before a child day care center shall be established and opened, the prior written approval of the New York State Office of Children and Family Services and the legally required approvals, if any, of municipalities or counties will be obtained, and before a nursery school or kindergarten shall be established and opened, the prior written approval of The State Education Department, Office for Nonpublic School Services and the legally required approvals, if any, of municipalities or counties will be obtained.

Part 2. Mission Statement, Shared Governance, and Indemnification

Mission Statement of Vassar College

The mission of Vassar College is to make accessible "the means of a thorough, well-proportioned and liberal education"* that inspires each individual to lead a purposeful life. The College makes possible an education that promotes analytical, informed, and independent thinking and sound judgment; encourages articulate expression; and nurtures intellectual curiosity, creativity, respectful debate and engaged citizenship. Vassar supports a high standard of engagement in teaching and learning, scholarship and artistic endeavor; a broad and deep curriculum; and a residential campus that fosters a learning community. Founded in 1861 to provide women an education equal to that once available only to men, Vassar is now open to all and strives to pursue diversity, inclusion, and equity as essential components of a rich intellectual and cultural environment in which all members, including those from underrepresented and marginalized groups, are valued and empowered to thrive.

(approved May 2017)

* From the College's First Annual Catalogue

Principles of Shared Governance

The *Governance* of Vassar College establishes the rights and responsibilities of members of the college community including trustees, administration, faculty, students, and alumnae and alumni, and describes the organization and means of shared responsibility and distributed decision-making, consultation and advising that support and encourage fulfillment of the Mission Statement of the College.

The ultimate responsibility for Vassar College rests with the Board of Trustees, which manages the property, business and affairs of the College. The Board delegates responsibility, with accountability, over operations of the college to the president, and, as to certain matters, to the faculty, the students and the alumnae and alumni. While governance issues generally concern several constituencies, the *Governance* recognizes that certain areas are the primary responsibility of one group or person.

In striving to ensure effective and appropriate decision-making and in espousing the benefits of sharing in the work of the College, it is critical that all members of the community embrace the collective nature of the enterprise, while also recognizing the need for decision-making and acceptance of responsibility. It is also essential to acknowledge the different views, expectations and responsibilities that each individual and group brings to the governance process.

This statement of "Principles of Shared Governance" establishes primary foundations upon which the *Governance* is built. They are:

1. Mutual acknowledgement, trust, cooperation, and accountability
2. Respect for diversity of opinion and perspective
3. Rules, procedures, and decision-making for individuals and groups that are informed, transparent, inclusive, and timely
4. Respect for confidentiality

Employee Defense and Indemnification

Vassar College will defend and indemnify employees of the College against all liabilities and

reasonable expenses in connection with the defense of any action, or any investigation relating thereto, arising as a direct consequence of discharging their authorized and assigned duties on behalf of the College, provided that the actions were (i) undertaken in good faith and (ii) with the reasonable belief that such actions were in the best interests of the College. The detailed terms, conditions and qualifications of the employee defense and indemnification policy are available from the Vice President for Finance and Administration. Nothing in this summary shall affect the terms and conditions of the complete policy.

Part 3. By-Laws of the Board of Trustees
(as Amended and Restated February 16, 2024)

Article I. Powers

The property, business, and affairs of the College shall be managed by the Board of Trustees (at times referred to herein as "the Board").

Article II. Membership

Section 1. Number and Qualifications

A. *Composition.* The Board shall consist of not fewer than 22 and not more than 35 elective members, which it shall authorize from time to time, and the President of the College, who shall be a voting member of the Board *ex officio*.

B. *Nominations: AAVC.* Six (6) of the elective members shall be nominated to the Board by the Alumnae and Alumni of Vassar College (hereinafter "AAVC') and one of these shall be the then-current President of the AAVC; all other Trustees shall be nominated by the Trusteeship Committee for election by the Board.

Section 2. Term

A. *Four Year Term.* The regular term of an elected Trustee shall be considered four (4) years and shall extend in the case of each Trustee elected to a full regular term from a period commencing any time as the Board shall choose, in the calendar year in which the Trustee is elected, to June 30, four (4) calendar years thereafter.

B. *Term Limits.* A Trustee elected to a regular term normally shall serve a single term. On the basis of the Board's particular needs, a Trustee elected to a regular term may be reelected to a second consecutive term. In exceptional cases, such a Trustee may be reelected to a third consecutive term. No Trustee elected to a regular term shall serve more than three (3) consecutive regular terms, except in the case of the Chair of the Board whose total terms may run as set forth in paragraph D, herein.

C. *Partial Terms.* For the purposes of the foregoing limitations on Trustee terms, a Trustee elected to fill a partial term shall be deemed elected to a full term, but a Trustee elected to fill a partial term having one (1) year or less to run and re-elected to a full regular term commencing immediately after expiration thereof shall be deemed elected to a single regular term.

D. *Chair of the Board.* If the regular term as Trustee of the Chair of the Board would otherwise expire prior to the expiration of such Chair's term of office, such regular term shall be extended to the end of such Trustee's term of office as Chair of the Board or, if elected to a second consecutive term as Chair, to the end of such second consecutive term.

E. *Re-Election.* Any Trustee shall be eligible for re-election to the Board one (1) year after the expiration of such Trustee's last term.

Section 3. Nomination and Election

A. *Trusteeship Nominations; Staggered Terms.* The Trusteeship Committee shall nominate from names proposed to the Board at a previous meeting such number of candidates as shall be required to fill the number of places of elected Trustees at the time authorized by the Board, other

than those to be filled upon nomination by the AAVC. Such nominations shall be made so that, as nearly as practicable, the terms of one-fourth of the authorized number of Trustees on regular term shall expire each year.

B. *Vacancies.* When a vacancy occurs during or upon the expiration of the term of a member elected upon nomination by the Trusteeship Committee, the Trusteeship Committee may at any meeting nominate for election a successor to fill the unexpired portion of the current term or of the new term commencing on the expiration of such current term whose name and curriculum vitae shall have been proposed to the Board in advance of the meeting. When a vacancy occurs during the term of a Trustee nominated by the AAVC, the AAVC shall nominate a successor for election to fill the expired portion of the current term or of the new term commencing on the expiration of such current term whose name and curriculum vitae shall have been proposed to the Board in advance of the meeting.

C. *Increase in Directors.* When the Board authorizes an increase in the number of elected members otherwise than at an annual meeting, it shall fix the term of each newly authorized Trustee subject to the limitation that such term shall expire on June 30 not later than four (4) years after the commencement thereof, and the Trusteeship committee may at any meeting nominate a candidate to fill such term whose name shall have been proposed to the Board at a previous meeting.

Section 4. Disqualification by Absence

Any elected member of the Board who shall be absent without valid excuse from three (3) consecutive regular meetings of the Board shall thereby vacate such member's place on the Board. The Board shall determine the validity of excuses.

Article III. Meetings

Section 1. Annual and Regular Meetings

Three (3) regular meetings of the Board shall be held each year in October, February, and May. The date, the hour, and the place of regular meetings shall be determined by the Board and notice thereof shall be given: (a) by written notice sent by first class mail at least ten (10) days prior to the meeting; or (b) by written notice delivered personally, by facsimile with confirmed receipt, by e--mail with confirmed receipt, or by way of other electronic transmission with confirmed receipt, at least five (5) days prior to the meeting. The May meeting of the Board shall be the annual meeting.

Section 2. Special Meetings

Special meetings of the Board shall be called upon either the written request of eight (8) elected members of the Board or at the discretion of the Chair of the Board. Notice of any special meeting, together with a statement of the business for which it is called, shall be given: (a) by written notice sent by first class mail at least seven (7) days prior to the meeting; or (b) by written notice delivered personally, by facsimile with confirmed receipt, by e-mail with confirmed receipt, or by way of other electronic transmission with confirmed receipt at least three (3) business days prior to the meeting.

Section 3. Quorum and Manner of Acting

A. *Establishing a Quorum.* Except as otherwise required by statute, the Charter or these By-Laws, fifteen (15) elected Trustees shall constitute a quorum for the transaction of business at any meeting and the act of a majority of the Trustees present at any such meeting at which a quorum is present shall be the act of the Board. In the absence of a quorum, the Trustees present may adjourn the meeting until a quorum be had. Trustees who are present at a meeting but not present at the time

of a vote due to a conflict of interest or related party transaction shall be determined to be present at the time of the vote for purposes of determining if a quorum is present at such time.

B. *Action Without a Meeting.* Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. Such consent may be written or electronic. If written, the consent must be executed by the Trustee by signing such consent or causing their signature to be affixed to such consent by any reasonable means. If electronic, the transmission of the consent must be sent by electronic mail or other electronic means and set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the Trustee. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

C. *Remote Participation.* Trustees may participate in a meeting of the Board or in the meeting of any Board committee by means of a conference telephone, computer conferencing, or similar communications equipment allowing all persons participating in the meeting to hear each other. Participation by such means shall constitute presence in person at a meeting.

D. *Executive Session.* Provided a quorum exists, an executive session of the elected Trustees of the Board or any committee thereof may be called to safeguard the confidentiality of sensitive information regarding employee, financial, legal, or other matters. An executive session may be called at the request of the Chair of the Board in the event of a Board meeting, the committee Chair in the event of a committee meeting, or in any case by a vote of the majority of elected Trustees present. If action is taken during an executive session, minutes reflective of the action and the vote will be recorded. If no action is taken, there is no requirement that minutes of the executive session be prepared.

Section 4. Reports

At regular meetings of the Board, reports shall be made, orally or in writing, by the President of the College, the Dean of the Faculty, the Dean of Strategic Planning and Academic Resources, the Vice President for Finance and Administration, the Dean of the College, the Vice President of Operations for Technology and Human Resources, the Vice President of Communications, the Vice President for Advancement, and any other member of the Senior Team as the President may designate.

Section 5. Order of Business

The order of business at a meeting of the Trustees shall, unless the Board otherwise directs, be determined by the Chair of the Board.

Section 6. Procedure

A. *Notice of Voting Matters.* No matter shall, except by majority consent of the Board, be brought before the Board for action unless it has been either (1) formally considered at a previous Board meeting or (2) considered by a committee or officer of the Board or officer of the College and circulated with accompanying recommendations to the members of the Board not less than seven (7) days prior to the meeting.

B. *Shared Committee Matters.* In general practice, any committee recommendations which substantially involve the field of responsibility of any other committee or officer of the College shall be referred to the Chair of such other committee or to such officer prior to the meeting in order that the comments of such Chair or officer with respect thereto may be duly circulated.

Article IV. Officers of the Board

Section 1. The Chair of the Board

The Chair of the Board shall be elected from among the Trustees at the annual meeting for a four-year term and may be elected to a second consecutive term. Except as otherwise provided herein, the Chair of the Board shall preside at all meetings of the Board and the Executive Committee of the Board. The Chair of the Board shall be an *ex officio* member of each Board Committee.

Section 2. The Vice Chair of the Board

One or more Vice Chairs of the Board may be elected from among the Trustees for a one-year term. In the event more than one Vice Chair is elected in a given year, the Vice Chairs shall be ranked, for example, first Vice Chair, second Vice Chair. In the absence of the Chair, the highest-ranking Vice Chair of the Board shall preside at meetings of the Board. The Vice Chairs shall have such other duties as the Board or the Chair of the Board may assign that are not inconsistent with the provisions of these By-Laws. In the absence of both the Chair and all Vice Chairs, if any, of the Board from any meeting of the Board, the senior elected Trustee in length of total service as a Trustee of the College shall preside at such meeting of the Board.

Section 3. The Secretary of the Board

A. The Secretary of the Board shall be elected by the Board for a one-year term. The Secretary of the Board need not be a member of the Board.

B. The Secretary of the Board shall keep the minutes of the proceedings of the Board and shall have custody thereof, shall transmit to all members of the Board these minutes as soon as possible following meetings, shall have custody of the minutes of all proceedings of Trustee Standing Committees of the Board, and shall discharge such other duties as the Board my require.

Section 4. Vacancies

A vacancy in any of the offices provided for in this Article IV because of death, resignation, removal, disqualification or any other cause shall be filled at any meeting of the Board, pursuant to such nomination as may be prescribed in these By-Laws, and the successor shall hold office for the unexpired term.

Section 5. Additional Officers

Additional officers of the Board may be elected at the discretion of the Board, having such duties, responsibilities, and terms of office as the Board may from time to time determine. Any such additional officer need not be a member of the Board.

Article V. Officers of the College

Section 1. The President

A. *Nomination; Service.* The President shall be elected by the Board to hold the office described herein and shall be nominated by a special committee elected for that purpose. Such committee shall be composed of seven (7) current Trustees, elected by the Board, of whom one (1) shall be selected by the Board as Chair, five (5) members of the faculty elected by the faculty to represent it, and two (2) students selected by the undergraduate student government. The President of the College shall hold office at the pleasure of the Board.

B. *Authority.* The President shall be the executive officer of the College and Chair of the faculty. In those capacities the President shall have the duties and powers as the Board may from time-to-time assign. The President shall have final authority in the internal affairs of the College.

C. *Committee Member.* The President shall be an *ex officio* voting member of all Board Committees, except the Audit Committee, the Personnel and Compensation Committee, the special nominating committee specified in Article V, Section 1A above, and as noted otherwise in these By-Laws.

D. *Duties.* The President shall have the following powers and duties:

1. The President shall be the official medium of communication between the Board and the faculty, and between the Board or the faculty, as the case may be, and any person or group of persons in any relationship to the College.

2. The President shall receive and transmit all resolutions and petitions affecting the welfare of the College.

3. The President shall have authority to execute, in the name of the College, deeds, mortgages, bonds, contracts and other instruments authorized by the Board, and to sign checks and to execute any legal instruments on behalf of the College.

E. *Delegation.* The President may delegate the administration of any of the powers and duties of the President to one or more other officers or personnel of the College, provided that the President shall continue to supervise such administration and to be responsible therefor. In the event of the President's absence or incapacity, the Board or the Executive Committee, or the Chair of the Board in the event of emergency, may designate one or more appointed officers to assume specified responsibilities of the President.

Section 2. The Vice President for Finance and Administration

A. *Appointment.* The Vice President for Finance and Administration shall be appointed by the Board upon nomination by the President and upon recommendation of the Executive Committee or any special committee to which that authority may be delegated by the Board. Unless otherwise determined by the Board, the Vice President for Finance and Administration shall also serve as the Treasurer of the College.

B. *Reporting; Authority.* The Vice President for Finance and Administration shall be directly responsible to the President and shall have such duties within the area of non-academic administration in addition to those elsewhere contained in the Governance as may from time to time be assigned to them by the President, or in the President's absence, by the Chair of the Board, or by the Board.

C. *Signing Authority and Authorization of Expenditures.* In addition to the President, the Vice President for Finance and Administration shall have authority to execute, in the name of the College, deeds, mortgages, bonds, contracts, and other instruments authorized by the Board, and to sign checks, transfer funds, and to execute any legal instruments on behalf of the College. Senior Team members and administrators shall also have authority to make payments and execute contracts according to the current Signing Authority and Contract Authorization policy approved by the Board.

D. *Duties.* The Vice President for Finance and Administration shall be generally responsible (i) for operation and maintenance of the buildings and grounds of the College, including the safe and efficient use thereof and the administration of service related thereto, (ii) for all purchases and the

incurrence of current indebtedness, and (iii) for supervising the operations on the campus of architects, engineers, and contractors in connection with construction.

E. *Annual Report.* The Vice President for Finance and Administration shall make an annual report to the Board, not more than six (6) months after the close of each fiscal year, setting forth the financial transactions of such year, together with a statement of the financial condition of the College at the close of such year. The Vice President for Finance and Administration shall also ensure that the board is provided with the report of the independent auditors who have examined the books and records of the College.

F. *Funds and Securities.* The Vice President for Finance and Administration shall be charged with the safekeeping of the funds and securities belonging to the College and of the records thereof. They shall supervise the work of the Controller and the Director of Advancement relative to the observance of all trusts held by the College. Subject to the approval of the Board, the Vice President of Finance and Administration shall contract with a responsible bank, trust company, or other qualified organization to act as custodian in safekeeping such securities and making delivery of them on order of any two (2) of the persons who may be authorized by the Board, except that in cases in which the custodian receives cash in lieu of an investment or a security, or a security or investment replaces a check that has been drawn, only one signature shall be necessary.

G. *Monies.* Except as otherwise provided herein, and as may be provided by resolution of the Board, the Vice President for Finance and Administration, through their staff, shall be charged with the responsibility for the receipt of all monies of the College, for the collection of all monies due the College, and for payment of all bills after they have been reviewed for accuracy and deemed within the budget allotment.

H. *Controller.* The Controller (i) shall be responsible for keeping a correct and complete account of all the financial transactions of the College, (ii) shall, under the supervision of the Vice President for Finance and Administration, be responsible for the proper recording of every trust accepted by the College and for the faithful observance of all financial conditions attaching to such trusts and (iii) shall supply such statements of financial condition as may be required.

Section 3. The Dean of the College

A. *Appointment.* The Dean of the College shall be appointed by the Board upon nomination by the President and upon the recommendation of the Executive Committee.

B. *Reporting.* The Dean of the College shall be directly responsible to the President and shall have such administrative duties in the area of student and academic affairs in addition to those elsewhere contained in the Governance as may from time to time be assigned to them by the President, or in the President's absence, by Chair of the Board or the Board.

C. *Duties.* The Dean of the College shall be responsible for the general welfare of students at the College and shall oversee the following offices: dean of studies, dean of students, career development, campus dining services, campus security, religious and spiritual life, the ALANA center, campus concerns, disability and support services, student employment, and campus activities.

Section 4. The Dean of the Faculty, the Dean of Strategic Planning and Academic Resources, and Other Deans

The Dean of the Faculty, the Dean of Strategic Planning and Academic Resources, and the other deans shall be appointed by the Board on nomination by the President as provided in Part 5 of these By-Laws entitled "The Educational Organization of the College." Except as otherwise set forth in these

By-Laws, the deans shall have such duties and responsibilities as the Board shall determine and shall be charged with the execution of academic policies as established by the faculty.

Section 5. The Vice President for Advancement

A. *Appointment.* The Vice President for Advancement shall be appointed by the Board upon nomination by the President and upon the recommendation of the Executive Committee.

B. *Reporting.* The Vice President for Advancement shall be directly responsible to the President and shall have such administrative duties in the area of fund raising in addition to those elsewhere contained in the Governance that may from time to time be assigned to them by the President, or in the President's absence, by the Chair of the Board or by the Board.

C. *Duties.* The Vice President for Advancement shall be generally responsible for all fund-raising programs of the College.

Section 6. The Vice President of Communications

A. *Appointment.* The Vice President of Communications shall be appointed by the Board upon nomination by the President and upon the recommendation of the Executive Committee.

B. *Reporting.* The Vice President of Communications shall be directly responsible to the President and shall have administrative duties in the areas of internal and external public relations in addition to those elsewhere contained in the Governance that may from time to time be assigned to them by the President, or in the President's absence, by the Chair of the Board in the President's absence or by the Board.

C. *Duties.* The Vice President of communications shall be generally responsible for internal and external public relations, including communications and relations with the press, the area community, Trustees, parents, and the campus constituents. The Vice President of Communications is also responsible for College print and electronic publications, conferences and summer programs, and special events as assigned by the President. They are the official spokesperson for the College when the President is not available.

Section 7. The Vice President of Operations for Technology and Human Resources

A. *Appointment.* The Vice President of Operations for Technology and Human Resources shall be appointed by the Board upon nomination by the President and upon the recommendation of the Executive Committee.

B. *Reporting.* The Vice President of Operations for Technology and Human Resources shall be directly responsible to the President and shall have such administrative duties in the areas of computing and information technologies and human resources in addition to those elsewhere contained in the Governance that may from time to time be assigned to them by the President, or in the President's absence, by the Chair of the Board or the Board.

C. *Duties.* The Vice President of Operations for Technology and Human Resources shall be generally responsible for: (i) all aspects of information technology at the College, including computing, networking and telecommunications; (ii) for personnel standards, relations, and administration within the areas of their assignments; and (iii) for standards and records relating to all non-academic personnel.

Section 8. The Vice President and Dean of Admission and Student Financial Services.

A. Appointment. The Vice President and Student Financial Services shall be appointed by the Board upon the nomination by the President and upon the recommendation of the Executive Committee.

B. *Reporting.* The Vice President and Dean of Admission and Student Financial Services shall be directly responsible to the President and shall have administrative duties in the areas of enrollment management and related practices and policies in addition to those elsewhere contained in the Governance that may from time to time be assigned to him or her by the President, or in the President's absence, by the Chair of the Board or the Board.

C. *Duties.* The Vice President and Dean of Admission and Student Financial Services shall be generally responsible for all aspects of recruiting first-year, transfer, and international students. The Dean will also oversee the Offices of Admission and Student Financial Services, and serve as co-Chair of the College's Committee on Admission and Financial Aid.

Section 9. General Counsel

A. **Appointment**. The General Counsel shall be appointed by the Board upon nomination by the President and upon the recommendation of the Executive Committee.

B. **Reporting**. The General Counsel shall be directly responsible to the President serving as the college's chief legal officer. The General Counsel shall have such duties within the area of legal affairs as may from time to time be assigned to them by the President, or in the President's absence, by the Chair of the Board, or by the Board.

C. **Duties**. The General Counsel provides advice and counsel to the president, the Board, and administrators. They perform day-to-day legal services for the college, develop college policies, and advise on institutional decision-making. The Geneal Counsel serves as a member of the Senior Team supporting all of the Colleges' initiatives and operations. When necessary, they will select outside counsel and coordinate services rendered by outside counsel. The General Counsel shall also advise and consult with the Chair of the Audit Committee on risk management and compliance matters for the college.

(Amended by the Board of Trustees on October 17, 2025)

Article VI. Trustee Committees

Section 1. Committees

A. *Standing Committees.* There shall be Standing Committees of the Board as follows: Executive; Audit; Budget and Finance; Buildings and Grounds; Communications; Development; Investments; Trusteeship, Personnel and Compensation; Student and Academic Affairs; and Investor Responsibility.

B. *Other Committees.* There shall be such other committees of the Board or of the corporation, including standing or ad hoc committees, as the Board, from time to time, shall determine. The Board committees may be comprised of only Trustees, however, advisors and guests may attend meetings, as requested by the Chair of the Board or the Chair of any Committee.

Section 2. Election, Appointment, and Meetings of Committees

A. Election. Members of the committees shall be nominated by the Chair and elected by the Board at the annual meeting. Members of the Executive Committee shall be elected by a majority vote of the entire Board and other committees shall be elected by a majority vote of the Board.

B. *Committee Chairs.* The Chair of the Board shall be Chair of the Executive Committee, and in the absence of the highest-ranking Vice Chair, or in the absence of the Chair and all Vice Chairs, if any, the senior elected Trustee in length of total service as a Trustee of the College shall be Chair of that committee. The Chair of the Board shall appoint the Chair of the Budget and Finance committee, and in the absence of them the highest-ranking Vice Chair shall be Chair of that Committee, or in the absence of the Chair and all Vice Chairs, if any, the senior elected Trustee in length of total service as a Trustee of the College. The Chairs of all other committees shall be elected by the Board on nomination of the Chair of the Board. In the absence of a specified or elected Chair at the meeting of any committee, a majority of the members present may designate a Chair *pro tempore*.

C. *Term of Service; Vacancies.* All members of Standing Committees shall hold office for one (1) year, or until their successors are appointed. Vacancies occurring after appointment or election shall be filled by the Chair of the Board.

D. *Meetings; Quorum.* Each committee shall meet at the call of the Committee Chair or upon the request of any two (2) members of the committee. Except as otherwise provided in these By-Laws, a quorum for committee business shall be three (3) elected Trustees.

E. *Minutes.* Minutes of the meetings of Standing Committees shall be deposited with the secretary of the Board for permanent record.

Section 3. Assistance of Officers, Staff, and Non-Trustee Committee Members

A. *Meeting Guests.* The Chair of a committee may invite any academic and business officers of the College, together with their assistants and associates, or any faculty member or student, to attend meetings of their committee from time to time or on a regular basis. Such officers and staff shall submit any data or reports that may be appropriate and may be invited to consult with or present recommendations to the committee. Any officer, or their assistant or associate, may be requested to serve as secretary to the committee.

B. *Advisors.* Persons with special expertise, not Trustees, may be nominated by the Trusteeship committee and elected by the Board to serve one-year terms as advisors to any Board committee, except the Executive Committee, provided that the number of Trustees serving on the committee shall at all times exceed the number of advisors, unless otherwise approved by the Board.

Section 4. Executive

A. *Composition.* The Executive Committee shall consist of the Chair of the Board, all Vice Chairs, if any, the President, and not fewer than four (4) other Trustees nominated annually by the Chair of the Board for election by the entire Board. A quorum for committee business shall be the majority of elected Trustee members of the Executive Committee.

B. *Duties; Restrictions.* Except as set forth in Paragraph C below, the Executive Committee shall act for the Board in all matters requiring decision in the interim between meetings of the Board. The Executive Committee shall deliberate and report to the Board upon the general administrative policy of the College with a view to the better coordination of all branches of the College.

C. *Restrictions.* The Executive Committee shall have the authority of the Board to the extent provided in a Board resolution or in the Charter or the Governance, except that it shall have no authority for matters restricted by Section 712 of the New York State Not-For-Profit Corporation Law, as it may be amended from time to time.

D. *Mission.* The Executive Committee shall act in a manner consistent with the general welfare of all members of the College community, including students, faculty, and staff.

Section 5. Budget and Finance

A. *Composition.* The Budget and Finance Committee shall consist of the Chair of the committee, the President, the Chair of the Board, one or more Vice Chairs of the Board, the Chairs of the Buildings and Grounds, Development, and Investments Committees, and at least one (1) other Trustee.

B. *Duties.* The Budget and Finance Committee shall oversee the preparation of the annual budget of the College. When making up the budget for the ensuing year, the committee shall confer in advance of final recommendations with such representatives of the faculty as the faculty may elect for that purpose. The Budget and Finance Committee shall decide such matters affecting the administration of the budget and business affairs of the College as may not fall within the province of any one officer. It shall report its actions to the Board at the next ensuing meeting.

C. *Budget Process.* The budget for the next fiscal year as approved by the Budget and Finance Committee shall be presented to the Board by the Vice President for Finance and Administration. The budget shall be a statement of estimated income and expenditures. The budget, when approved by the Board, shall be the authority for incurring expenditures included therein. After the delivery of the independent auditors' report, the Vice President for Finance and Administration shall submit the revised budget which shall, however, be revised only insofar as the audit shall more correctly determine accruals and balances. No essential modifications shall be made except by vote of the Board.

D. *Expenditures, Transfers, & Charges.* There shall be no material expenditure of funds except as authorized by the Budget and Finance Committee. There shall be no material transfer of funds within departmental budgets except as authorized by the Vice President for Finance and Administration. No charges may be authorized, nor College labor employed, nor College materials used, by any officer or member of the staff of the College outside of approved budget appropriations, except as authorized by the Vice President for Finance and Administration.

Section 6. Buildings and Grounds

A. *Composition.* The Buildings and Grounds Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Buildings and Grounds Committee shall be charged with the duties of advising the Board on any needed improvements in the College buildings, of reviewing plans to ensure they are aligned with the strategic priorities of the Board, and of making any other recommendations to improve the functioning of the physical plant. It shall also be charged with preparation of the general policy of land use and landscape development, and, upon request, to advise the Board on the physical plant aspects of computing, networking, telecommunications and other technology-related matters.

C. *Consulting Architects.* The Buildings and Grounds Committee shall consider all recommendations submitted by any consulting architect or consulting landscape architect, and shall report its recommendations to the Board.

Section 7. Development

A. *Composition.* The Development Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Development Committee shall be charged with the development and execution of programs to secure gifts and other benefactions for the general benefit of the College and for additions and improvements to its facilities.

Section 8. Student and Academic Affairs

A. *Composition.* The Student and Academic Affairs Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Student and Academic Affairs Committee shall consider aspects of the educational life of the College, including instructional programs (including issues concerning multicultural education), the athletic program, academic resource needs and planning, academic facilities, the educational environment for students and faculty, and matters of computing, networking, telecommunications and other technology-related matters relevant to the educational life of the College.

C. *Faculty Contracts.* The Student and Academic Affairs Committee shall recommend to the Board new contracts, renewals, or terminations of contracts affecting the members of the faculty.

D. *Dismissal of Faculty Member.* The Student and Academic Affairs Committee shall consider any matters transmitted to it by the President relating to dismissal of members of the faculty.

E. *Joint Sessions.* The Student and Academic Affairs Committee shall consider the general social and educational environment for the students of the College. It may hold joint sessions with members of the faculty and with students, or with both. The members of the faculty and students attending such sessions shall be selected by the Chair of the Student and Academic Affairs Committee in consultation with the President. For example, officers of the Vassar Students Association may be invited by the Chair of the committee to each committee meeting.

Section 9. Investments

A. *Composition.* The Investments Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees. Subject matter experts in the community may be invited to participate on this committee in which their expertise is useful (e.g., accountants, actuaries, financial professionals), however such individuals are advisors, not committee members, and shall not have a vote in any proceedings of the committee.

B. *Vice-Chair.* The Investments Committee may elect a Vice Chair, who shall perform the duties of the Chair in their absence and when so requested by the Chair.

C. *Duties.* The Investments Committee shall be responsible for the direction of the financial policy of the College regarding the investments of the College and for the investment of the College's funds.

Section 10. Trusteeship

A. *Composition.* The Trusteeship Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Trusteeship Committee shall present to the Board nominations for Trustees, officers of the Board, and Board committees except as otherwise provided in these By-Laws.

C. *New Trustees.* The Trusteeship Committee shall develop and implement the onboarding/ orientation process for new Trustees.

D. *Annual Review.* The Trusteeship Committee shall develop a process of annual review for the Board, monitor the overall functioning of the Board, and make recommendations of potential improvements.

E. *Revision to Governance*. The Trusteeship Committee shall consider and recommend to the Board any revisions of the Governance unless the Board shall make other provision therefor.

Section 11. Audit

A. Composition. The Audit Committee shall consist of the Chair of that committee and not fewer than three (3) other Trustees. The Audit Committee shall be comprised of at least three (3) "independent directors", as defined under the New York Not-for-Profit Corporation Law.

B. *Duties.* The Audit Committee shall be charged with assisting the Board to assure the existence of appropriate risk management, accounting, and financial control of the activities of the College. The Audit Committee shall study and approve the audited financial statements, and after consultation with the President report its recommendation to the Board.

C. *Policies.* The committee will also assist the Board in assuring an appropriate conflict of interest policy exists at the College. It shall meet with the President, Vice President for Finance and Administration, the Controller, and other College financial officers it deems appropriate to review compliance with policies and procedures regarding financial controls and internal auditing, and to evaluate the performance of those staffs.

D. *Independent Auditors.* The Audit Committee shall select annually, for approval by the Board, a firm of independent accountants to examine the accounting records of the College. It shall review with representatives of the independent public accountants their arrangements, scope, results, fees, problems and recommendations.

Section 12. Communications

A. *Composition.* The Communications Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Communications Committee shall work with the Vice President of Communications to advise on matters of internal and external relations and communications, and shall keep the Board informed on those matters pertinent to the full Board.

Section 13. Personnel and Compensation

A. *Composition.* The Personnel and Compensation Committee shall consist of the Chair of the

Board, the Chair of that committee if other than the Chair of the Board, and not fewer than three (3) other elected Trustees.

B. *Duties.* The Personnel and Compensation Committee shall be responsible for approval of the terms of employment and compensation for the President and other senior administrators of the College.

C. *Termination of Employment.* In instances where the administration decides that a senior administrator's job performance is unsatisfactory, the Personnel and Compensation Committee shall ensure that a terminated individual is given adequate notice, or, if in the committee's discretion it is appropriate, a probationary period to the extent not otherwise provided for in such administrator's contract of employment approved by the Board.

D. *Review of Labor Contracts.* In addition, the personnel and compensation committee may review the labor contracts with the College's union employees for fairness and budget implications, if requested by the Board.

Section 14. Investor Responsibility

A. *Composition.* The Investor Responsibility Committee shall consist of the Chair of that committee, the President, and not fewer than three (3) other Trustees.

B. *Duties.* The Investor Responsibility Committee shall determine how the College casts its shareholder votes ("proxies") on resolutions that come before the annual meetings of corporations in which Vassar holds shares of stock.

C. *Social Concerns.* The Investor Responsibility Committee shall review issues of "overriding social concern" that might cause the College to take into account that concern in the management of the College's investments.

D. *Campus Committee.* The Investor Responsibility Committee shall review the recommendations made to the Trustees by the campus investor responsibility committee concerning "issues of overriding social concern" and the College's proxy votes.

Article VII. Indemnification of Trustees and Officers

Section 1. Definitions. As used in this article the term "person" means each of the Trustees and officers of the College and each person who serves at the request of the College as a Trustee, director, or officer of another organization in which it has any interest as a shareholder, creditor, or otherwise. As used in this article, the term "officer" means each executive and administrative officer appointed by the Trustees, the terms "Trustee" and "officer" include their respective heirs, executors, and administrators, and an "interested" officer or Trustee is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Section 2. Full Indemnification. The College shall, to the fullest extent legally permissible, indemnify each person against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred by each person in connection with the defense or disposition of any action, suit, or other proceeding, or appeal therein, whether civil, criminal, administrative, or investigative, in which such person may be involved or with which such person may be threatened, while in office or thereafter, by reason of being or having been such person, except with respect to any matter as to which such person did not act in good faith and for a purpose which they reasonably believed to be in the best interests of the College, and in criminal actions or proceedings, in addition, had no reasonable cause to believe that the conduct was

unlawful.

Section 3. Settlements. Notwithstanding the above, as to any matter disposed of by a payment in compromise or settlement made by such person, pursuant to a consent decree or otherwise, no indemnification shall be provided unless such compromise or settlement shall be approved as in the best interests of the College, after notice that it involves such indemnification by a disinterested majority of the Trustees then in office. If all Trustees are interested Trustees, it may be approved by a majority of all the Trustees then in office, and if requested by any Trustee, an opinion in writing of legal counsel selected by the disinterested Trustees to the effect that such person appears to have acted in good faith in the reasonable belief that their action was in the best interests of the College.

Section 4. Advance of Expenses. Such indemnification may include payment by the College of expenses as they may be incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person indemnified to employ counsel satisfactory to the College and to repay the amount so paid if such person shall be adjudicated to be not entitled to indemnification under this section.

Section 5. Insurance. The College shall purchase and maintain insurance on behalf of any person who is or was a Trustee of the College or an officer, employee, or other agent of the College (or is or was serving at the request of the College as a member, Trustee, director, officer, employer, fiduciary, or other agent of another organization in which the College as an interest), against any liability incurred by such person in any such capacity or arising out of such person's status as such, whether or not the College would have the power to indemnify such person against such liability.

Section 6. Non-Exclusive Rights. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any person may be entitled. Nothing contained in this article shall affect any rights to indemnification to which corporate personnel other than Trustees and officers may be entitled by contract or by resolution of the Trustees or otherwise under law.

Article VIII. Fiscal Year

The fiscal year of the College shall be the twelve-month period beginning July 1 and ending the following June 30.

Article IX. Corporate Seal

The corporate seal shall be a disc bearing the name of the College, the year of its organization and the seated figure of Athena as patron of learning holding an olive branch as the symbol of civilization, with a view of the Parthenon upon the Acropolis.

Article X. Removal of an Elected Trustee

An elected Trustee may be removed by the affirmative action of two-thirds of the entire Board of Trustees.

Article XI. Amendments

These By-Laws, or any of them, may be altered, amended or repealed, or new By-Laws may be made, at any meeting of the Board, notice of which shall have specified or summarized the proposed alteration, amendment, repeal or new By-Laws, by the affirmative action of a majority of the Trustees present.

Part 4. Principles Underlying Relations of Trustees, Faculty, and Students

Article I. Relations of Trustees and Faculty

Section 1. Academic Freedom

A. All faculty members in the service of the college are entitled to complete liberty of research, of instruction and of utterance upon matters of opinion. Faculty members exercise of this right and of their rights and obligations as a citizen and a member of the community shall in no way affect their term of appointment; however, it is their responsibility to make sure that such activities do not infringe their college duties.

Utterances and discussions in the classroom shall be regarded as privileged and may not be published without the authority of the teacher concerned. Pedagogical, literary, artistic, and creative works for the classroom, including but not limited to syllabuses, lecture notes, handouts, class recordings, and audiovisual media, shall likewise be regarded as the intellectual property of the teacher concerned, and may not be published, disseminated, or otherwise used without their express written permission.

B. They shall bear in mind that the good name of the college rests largely upon the reputation of its faculty. Accordingly, Faculty members' conclusions shall be the fruits of competent and sincere inquiry, set forth with dignity, accuracy and temperateness. Faculty members shall accept full responsibility for all their utterances and shall adhere to the ideals traditional in liberal education: intellectual integrity, objectivity in the search for truth and freedom of discussion.

Section 2. Authority of the Faculty

A. The faculty shall in general determine and shall direct educational policy. The faculty shall submit to the trustees for approval any proposed revision which involves substantial change in the character of academic degrees or considerable financial adjustment. Other proposals made by the faculty which embody important changes shall be the subject of trustee-faculty conference. Proposals of the trustees which significantly affect educational policy shall be referred to the faculty for consideration.

B. For purposes of instruction, the faculty shall be organized into such departments as may be authorized by the trustees. In other matters, the faculty shall have authority to determine its own organization.

C. The library, the Frances Lehman Loeb Art Center, and the museums shall be within the jurisdiction of the faculty, except that the administrators thereof shall be appointed by the trustees on recommendation of the president.

D. The faculty, charged by the trustees with responsibility for establishing policies for the effective conduct of the college as a residential community, shares with the president the power to authorize a charter or constitution of student government.

Section 3. Conference between Trustees and Faculty

A. Conference between the trustees and the faculty on matters of common interest is an established practice. The following matters shall be subject to conference: any substantial change in educational policy; any prospective acceptance by the college of funds which may affect educational policy; any substantial alteration in terms and provisions of employment of teachers or in conditions affecting faculty members as tenants in college housing.

B. Conferences may be requested either by the trustees or the faculty through their appropriate committees.

C. The trustees shall consider all conference reports, but they reserve full liberty of action in respect thereto.

Section 4. Contracts with Members of the Faculty

Individual teachers shall be appointed by the trustees. The terms of their employment shall ordinarily be expressed in a standard form of contract. Such terms and provisions are set forth in full in Part B, Article II of The Educational Organization of the college and shall be incorporated in the contract by reference. Additions to or variations from the terms contained in the standard form shall be clearly expressed in the individual contract which shall constitute the sole basis of the individual's service to the college.

Section 5. Business Administration of the Departments of Instruction

A. An appropriation shall be made annually to each department for its expected expenditures in the way of materials, supplies, service and other costs. No expenditure beyond the authorized budget may be made except with the express approval of the trustee committee on budget and finance.

B. The trustees may designate the chair or another member of a department as director or curator of a building, a laboratory, a museum, a gallery, grounds or other quarters. The department chiefly affected may present recommendations for appointments. Such appointments shall be subject to periodic review.

Section 6. Amendment

The provisions of this Article I may be amended or repealed by vote of the trustees after conference with the faculty as provided above, or by a two-thirds majority vote of the faculty subject to approval by the trustees. The faculty shall not act on amendments at the meeting in which they are first discussed.

Article II. Authority of the Students

Section 1. General

The students shall have control over the undergraduate student government pursuant to a charter or constitution authorized by the president and faculty. The president shall reserve a power of veto over legislation which involves substantial change in the character of the residential or academic community or in the financial commitments of the college. Proposals substantially affecting student government shall be the subject of conferences between the parties involved.

Section 2. Amendment

The provisions of this Article II may be amended or repealed by vote of the trustees after conference with the students and faculty as provided above, by a two-thirds majority vote of the faculty after conference with the students and subject to approval by the trustees, or by a majority vote of the undergraduate students in residence subject to a majority vote of the faculty and approval by the trustees. The faculty shall not act on amendments at the meeting in which they are first discussed.

Article III. Relations of Trustees and Students

Section 1. Student Rights and Privileges

The undergraduate student body is recognized as an integral part of the academic community. As members of such student body, students are entitled to freedom of discussion, inquiry and expression in and outside of classes, of association and of publication, to privacy of their personal lives, properties and records (subject to the provisions of law and to the duties of faculty members and academic and administrative officers of the college as defined by college policies) and to participation in the establishment of college policies directly affecting their interests through the means of student self-government and representation on appropriate college committees.

Section 2. Student Responsibilities

A. Students in attending the college for the purpose of qualifying for academic credit shall pursue that purpose with sincerity, honesty and commitment. They shall bear in mind that, as undergraduates, their actions have a broad effect on the interests of the college, including its interests in attracting future students and members of the faculty; and accordingly that they have responsibility as members of an academic community.

B. Freedom of publication places on students a special responsibility under the canons of responsible journalism and applicable governmental regulations. Utterances and discussions in classrooms or in faculty or trustee committees may be published when authorized by the teacher concerned or by the committee chair, respectively.

C. Students are responsible for any actions in which they may be involved which are injurious to the welfare or property of the college or of other members of the college community. When a student is charged with violation of any law in a situation in which the college is not involved, the college has no obligation to assist, but may afford the student such assistance as appropriate and practicable

D. Students may not use the name of the college in such a way as to state or imply college approval for any policy or position, unless authorized by the president, or any person designated by them, in writing.

E. The responsibilities set forth herein, and the conditions pertinent thereto, are relevant to the rights and privileges of individual students in an academic community. The president, following a fair hearing, may authorize sanctions to be applied to individual students who disregard these responsibilities or conditions or who, in their determination, have provided justifiable cause, whether on or off the campus, therefore.

Section 3. Conferences between Trustees and Students

A. Conference between the trustees and the undergraduate students on matters of common interest is an established practice. Any proposals involving the rights, privileges or responsibilities of students shall be subject to conference.

B. Conferences may be requested either by the trustees or by the student government through its appropriate agency and shall normally be held at regularly scheduled trustee meetings.

C. The trustees shall consider all conference reports but they reserve full liberty of action in respect thereto.

Section 4. Amendment

The provisions of this Article III may be amended or repealed by vote of the trustees after conference with the students as provided above, or by a majority vote of all undergraduate students in residence subject to approval by the trustees.

Article IV. Relations of Faculty and Students

Section 1. The Academic Community

Pursuant to its charge in Article I, Section 2D of these Principles, the faculty fully subscribes to Article III, Sections 1 and 2 of these Principles.

Furthermore, it is recognized that students and faculty are partners in the pursuit of knowledge. It is their common and continual task to maintain an intellectual climate hospitable to free inquiry and open exchange of ideas.

Regular channels for student participation in formulation of educational policy are provided through student representation on designated faculty committees.

Section 2. Conference between Faculty and Students

A. Conference between the faculty and the students on matters of common interest is an established practice. All matters bearing upon the ideals set forth in Section 1 of this Article IV are properly subject to conference. These include student representation on faculty committees and any changes in educational policy and practice, such as matters of curriculum, schedule, examination procedures and the grading system.

B. Conferences may be requested by either the faculty or the students through their appropriate committees.

C. The faculty and students shall consider all conference reports but they reserve full liberty of action in their respective areas of jurisdiction.

Section 3. Curriculum

Student representatives shall be elected by the students to serve as voting members on the faculty committee concerned with the curriculum.

Section 4. Amendment

The provisions of this Article IV may be amended or repealed by a two-thirds majority vote of the faculty after conference with the students, or by a majority vote of the undergraduate students in residence subject to a majority vote of the faculty.

Part 5. The Educational Organization of the College:
A. The Educational Administration

Article I. The President

The president's general powers and duties are prescribed in the By-Laws of the Board of Trustees. The president is charged with the general supervision and final authority over the internal affairs of the college, and with promoting the mission of the college.

Section 1. Chair of the Faculty

A. The president is the chair of the faculty.

B. The president is the chair or a member of faculty committees as designated in the By-Laws of the Faculty and the Other Committees section of the *Governance*.

Section 2. Educational Administration

A. The president reviews recommendations on appointments for the ensuing year, submitted by the head of each office of educational administration.

B. In consultation with the dean of the faculty and the faculty appointment and salary committee, the president reviews recommendations on appointments, extensions, reappointments, promotions and salaries for the ensuing year, submitted by each department or program of instruction. The president presents in writing their own recommendation to the trustee committee on student and academic affairs along with any divergent recommendations of the dean of the faculty and of the faculty appointment and salary committee. Conferences of the faculty appointment and salary committee with the trustee committee on student and academic affairs are held at the request of either committee.

Section 3. Departmental Status

The president is not a voting member of any department or program in which they are a member.

Article II. The Dean of the Faculty

The dean of the faculty is charged with general supervision over the departments of instruction, consulting with the president on appointments to the departments or programs of instruction, coordinating faculty development, and administering the curriculum. In the performance of this office, the dean of the faculty is responsible to the president.

Section 1. Duties

A. The dean of the faculty is responsible for the execution of all educational policies adopted by the faculty as they relate to the departments and programs of instruction. The dean of the faculty oversees the continuing study of the education offered by the college and initiates changes in curriculum and in educational policy, as they are needed. In the execution of these duties the dean is responsible to the faculty.

B. In consultation with the president and the faculty appointment and salary committee, the dean of the faculty reviews recommendations on appointments, extensions, reappointments, promotions and salaries for the ensuing year, submitted by each department and program of instruction.

C. The dean of the faculty is the chair or a member of faculty committees as designated in the By-Laws of the Faculty and the Committees section of the *Governance*.

D. The office of the dean of the faculty includes the offices of the registrar, community engaged learning, international programs, and grants administration. The directors of multidisciplinary and other special academic programs are responsible to the dean of the faculty.

E. The dean of the faculty administers the general budgets for faculty salaries, instructional support, and educational equipment.

F. In the absence of the president or of any person designated by the board of trustees as acting president and in the absence of any specific delegation of authority by the president or acting president, the dean of the faculty acts in the president's place on all questions involving college educational policy, the departments and programs of instruction and individual faculty members.

G. In all issues of computing and information services involving educational policy, the dean of the faculty and the dean of strategic planning and academic resources are jointly responsible.

Section 2. Departmental Status

A dean of the faculty elected from outside the college receives a departmental appointment, with the usual privileges of membership, except that the dean does not vote on appointments, extensions, reappointments and promotions while holding the office of dean. A dean of the faculty elected from a department or program within the college foregoes the same voting privileges for the duration of their service as dean.

Section 3. Appointment

A. The term of appointment of the dean of the faculty is for five years, with eligibility for reappointment. The dean of the faculty is a tenured member of the faculty or, if elected from outside the college, immediately tenured upon appointment.

B. For a new appointment of the dean of the faculty

1. The search committee consists of five members of the faculty elected by the faculty, no two from the same department and no more than two from the same division.

2. The search committee, in cooperation with the president, defines the overall search process. To inform its deliberations, the committee consults with other faculty, with relevant administrators, with student leaders, and with others it chooses. The committee solicits Trusteeship and self-Trusteeship broadly for both internal and external candidates. The committee and president together narrow the candidate pool to those candidates who are to be invited to meet with the faculty and others. After reflecting on feedback from members of the faculty and the larger campus community, the president and the search committee discuss the candidates together. Any candidate who lacks the support of either the president or a majority of the committee as a suitable choice for dean is automatically removed from the candidate pool. The president, taking into account the preferences of the committee as well as their own judgment, then nominates a dean from the remaining candidates to be appointed by the board of trustees. An invitation to membership as a tenured full professor from an appropriate department is also necessary for nomination, if a candidate does not already hold such an appointment. If the president does not wish to nominate any remaining candidate or if all candidates decline the position, then the search is considered over and a new committee is elected to begin the process again. No member of the original search committee is eligible for election to the new committee.

C. For reappointment of a dean of the faculty

1. A review committee is selected in the fall semester of the fourth year of a dean's current contract with the review occurring in the spring semester. The president may defer or accelerate the selection and review by one semester when more than one reappointment review of the dean of the faculty, dean of the college, or dean of strategic planning and academic resources would otherwise occur in the same semester. The review committee consists of six faculty members. Three are elected by the faculty, no two from the same department and no more than two from the same division. One elected member must be an assistant professor, and the other two must be tenured associate or full professors. Three are appointed by the committee on committees from among faculty who have served during the dean's term on elected committees that work closely with the dean such as the faculty appointment and salary committee, the faculty policy and conference committee, or the committee on curricular policies. No faculty member who is being reviewed for second contract or promotion during the time of the review is eligible to serve on the review committee.

2. The review committee, in cooperation with the president, defines the overall review process. The committee reviews with the president the duties of the dean, as listed in the *Governance*, the dean's job description, and any other relevant materials. The committee solicits a personal statement from the dean and meets with the dean to discuss the statement. The committee solicits input on the dean's performance from faculty of all ranks including both tenure and non-tenure track positions, from administrators who work closely with the dean, and from the Vassar Student Association.

3. After it deliberates on the feedback it receives, the committee meets with the president to discuss its preliminary conclusions and any concerns before finalizing its recommendation. The committee then provides the president with a final report containing its conclusions, a summary of its deliberations, and suggestions for the dean's professional development when appropriate. In making its recommendation the committee considers whether the dean has demonstrated work of high quality. The committee recommends reappointment unless at least four members of the committee find that the dean has not demonstrated work of high quality, in which case the dean is not reappointed. Otherwise, the president considers the committee's final report in deciding whether or not to nominate a sitting dean to the board of trustees for reappointment.

4. If the dean of the faculty is not reappointed, a newly elected committee participates in the search for a new dean.

D. In the event of the dean's prolonged absence or incapacity, the president or acting president appoints a member of the faculty as acting dean, after consultation with, and with the approval of, the faculty appointment and salary committee.

Article III. The Dean of Strategic Planning and Academic Resources

The dean of strategic planning and academic resources is charged with the general development of long-term academic planning and the supervision of academic areas of the college outside the curriculum and the academic departments and programs. In the performance of this office, the dean of planning and academic resources is responsible to the president.

Section 1. Duties

A. The dean of strategic planning and academic resources is responsible for long-term strategic planning and resource allocation in support of the educational mission of the college. In issues of planning and resource allocation the dean of strategic planning and academic resources

consults with the president and other such deans and vice presidents as are relevant.

B. The dean of strategic planning and academic resources supervises and develops the academic areas of the college outside the curriculum and the academic departments and programs, executing educational policies adopted by the faculty as they relate to the offices that report to the dean. In carrying out educational policies adopted by the faculty, the dean of strategic planning and academic resources is responsible to the faculty.

C. The dean of strategic planning and academic resources is the chair or a member of faculty committees as designated in the By-Laws of the Faculty and the Committees section of the Governance, is a member of the senior team of the College, and the Trustee Investment Responsibility Committee and staffs the Buildings and Grounds Committee of the Board of Trustees.

D. The department of Athletics and Physical Education, the Library, the Frances Lehman Loeb Art Center, the Farm and Ecologic Preserve, Faculty Housing, The Office of Sustainability, and the Wimpfheimer nursery school (and the infant and toddler center) are responsible to the dean of strategic planning and academic resources.

E. The dean of strategic planning and academic resources leads the design, planning, and execution of new buildings and space redesign projects throughout the campus, keeping our educational mission as primary. The dean works in close collaboration with the Vice President of Finance and Administration, Vice President of Communications, Vice President of Development, campus architects and project managers, outside architects, engineers, and planners, Poughkeepsie Town officials, and the president's office to advance campus building projects.

Section 2. Departmental Status

The dean of strategic planning and academic resources receives a departmental appointment, if they do not already have one. A dean of strategic planning and academic resources who does not enjoy suffrage in a Vassar College department and/or multidisciplinary program prior to appointment as dean does not enjoy such suffrage while dean. A dean of strategic planning and academic resources who does enjoy suffrage in a Vassar College department and/or multidisciplinary program prior to appointment as dean enjoys, for a period of five years, the same departmental and program suffrage rights as a faculty member on leave of absence.

Section 3. Appointment

A. The term of appointment of the dean of strategic planning and academic resources is for five years, with eligibility for reappointment. The dean of strategic planning and academic resources is a tenured member of the faculty or, if elected from outside the college, immediately tenured upon appointment.

B. For a new appointment of the dean of strategic planning and academic resources

1. The search committee consists of five members of the faculty elected by the faculty, no two from the same department and no more than two from the same division.

2. The search committee, in cooperation with the president, defines the overall search process. To inform its deliberations, the committee consults with other faculty, with relevant administrators, with student leaders, and with others it chooses. The committee solicits Trusteeship and self-Trusteeship broadly for both internal and external candidates. The committee and president together narrow the candidate pool to those candidates who are to be invited to meet with the faculty and others. After reflecting on feedback from members of the faculty and the larger campus community, the president and the search committee discuss the candidates together. Any candidate who lacks the support of either the president

or a majority of the committee as a suitable choice for dean is automatically removed from the candidate pool. The president, taking into account the preferences of the committee as well as their own judgment, then nominates a dean from the remaining candidates to be appointed by the board of trustees. An invitation to membership as a tenured associate or full professor from an appropriate department is also necessary for nomination, if a candidate does not already hold such an appointment. If the president does not wish to nominate any remaining candidate or if all candidates decline the position, then the search is considered over and a new committee is elected to begin the process again. No member of the original search committee is eligible for election to the new committee.

C. For reappointment of a dean of strategic planning and academic resources

1. A review committee is selected in the fall semester of the fourth year of a dean's current contract with the review occurring in the spring semester. The president may defer or accelerate the selection and review by one semester when more than one reappointment review of the dean of the faculty, dean of the college, or dean of strategic planning and academic resources would otherwise occur in the same semester. The review committee consists of six faculty members. Three are elected by the faculty, no two from the same department and no more than two from the same division. One elected member must be an assistant professor and the other two must be tenured associate or full professors. Three are appointed by the committee on committees from among faculty who have served during the dean's term on elected committees or positions that work closely with the dean such as the faculty compensation committee, the faculty policy and conference committee, the admissions committee, the library committee, or faculty athletics representative.

2. The review committee, in cooperation with the president, defines the overall review process. The committee reviews with the president the duties of the dean, as listed in the *Governance*, the dean's job description, and any other relevant materials. The committee solicits a personal statement from the dean and meets with the dean to discuss the statement. The committee solicits input on the dean's performance from the faculty of all ranks including both tenure- and non-tenure track positions, from administrators who work closely with the dean, and from the Vassar Student Association.

3. After it deliberates on the feedback it receives, the committee meets with the president to discuss its preliminary conclusions and any concerns before finalizing its recommendation. The committee then provides the president with a final report containing its conclusions, a summary of its deliberations, and suggestions for the dean's professional development when appropriate. In making its recommendation the committee considers whether the dean has demonstrated work of high quality. The committee recommends reappointment unless at least four members of the committee find that the dean has not demonstrated work of high quality, in which case the dean is not reappointed. Otherwise the president considers the committee's final report in deciding whether or not to nominate a sitting dean to the board of trustees for reappointment.

4. If the dean of strategic planning and academic resources is not reappointed, a newly elected committee participates in the search for a new dean.

Article IV. The Dean of the College

The dean of the college is charged with sustaining the academic mission of the college and its curricular policies and integrating them into the residential life of the campus. In the performance of this office, the dean of the college is responsible to the president.

Section 1. Duties

A. The dean of the college is responsible for the execution of policies regarding the academic and residential lives of students.

B. The dean of the college is the chair or a member of faculty committees as designated in the By-Laws of the Faculty and the Committees section of the *Governance*.

C. In collaboration with members of the campus community, the dean of the college establishes the standards and expectations for living and learning in a residential liberal arts setting.

D. The office of the dean of the college includes the offices of the dean of studies, campus activities, campus safety, career development, religious and spiritual life and contemplative practices, student growth and engagement, and student living and wellness.

Section 2. Departmental Status

The dean of the college receives a departmental appointment, if they do not already have one. A dean of the college who does not enjoy suffrage in a Vassar College department and/or multidisciplinary program prior to appointment as dean, does not enjoy such suffrage while dean. A dean of the college who does enjoy suffrage in a Vassar College department and/or program prior to appointment as dean enjoys, for a period of five years, the same departmental and program suffrage rights as a faculty member on leave of absence.

Section 3. Appointment

A. The term of appointment of the dean of the college is for five years, with eligibility for reappointment. The dean of the college is a tenured member of the faculty or, if elected from outside the college, immediately tenured upon appointment.

B. For a new appointment of the dean of the college

1. The search committee consists of four members of the faculty elected at large by the faculty, three students, and one administrator (not among the president's senior staff).

2. The search committee, in cooperation with the president, defines the overall search process. To inform its deliberations, the committee consults with other faculty, with relevant administrators, with student leaders, and with others it chooses. The committee solicits Trusteeship and self-Trusteeship broadly for both internal and external candidates. The committee and president together narrow the candidate pool to those candidates who are to be invited to meet with the faculty and others. After reflecting on feedback from members of the faculty and the larger campus community, the president and the search committee discuss the candidates together. Any candidate who lacks the support of either the president or a majority of the committee as a suitable choice for dean is automatically removed from the candidate pool. The president, taking into account the preferences of the committee as well as their own judgment, then nominates a dean from the remaining candidates to be appointed by the board of trustees. An invitation to membership as a tenured associate or full professor from an appropriate department is also necessary for nomination, if a candidate does not already hold such an appointment. If the president does not wish to nominate any remaining candidate or if all candidates decline the position, then the search is considered over and a new committee is elected to begin the process again. No member of the original search committee is eligible for election to the new committee.

C. For reappointment of a dean of the college

1. A review committee is selected in the fall semester of the fourth year of a dean's current contract with the review occurring in the spring semester. The president may defer or accelerate the selection and review by one semester when more than one reappointment review of the dean of the faculty, dean of the college, or dean of strategic planning and academic resources would otherwise occur in the same semester. The review committee consists of four faculty members and two students. Two faculty members are elected by the faculty, not from the same department. One elected member must be an assistant professor and the other must be a tenured associate or full professor. Two faculty members are appointed by the committee on committees from among faculty who have served during the dean's tenure on committees or positions that work closely with the dean such as the committee on college life, as a house fellow, or as a class advisor or dean of first-year students in the dean of studies office.

2. The review committee, in cooperation with the president, defines the overall review process. The committee reviews with the president the duties of the dean, as listed in the *Governance*, the dean's job description, and any other relevant materials. The committee solicits a personal statement from the dean and meets with the dean to discuss the statement. The committee solicits input on the dean's performance from the faculty of all ranks including both tenure and non-tenure track positions, from administrators who work closely with the dean, and from the Vassar Student Association.

3. After it deliberates on the feedback it receives, the committee meets with the president to discuss its preliminary conclusions and any concerns before finalizing its recommendation. The committee then provides the president with a final report containing its conclusions, a summary of its deliberations, and suggestions for the dean's professional development when appropriate. The president considers the committee's final report, placing particular weight on any strengths and weaknesses identified by the committee in deciding whether or not to nominate a sitting dean to the board of trustees for reappointment.

4. If the dean of the college is not reappointed, a newly elected committee shall participate in the search for a new dean.

Article V. The Dean of Studies

The dean of studies is charged with the execution of educational policies of the college as they relate to the students. In the performance of this office the dean of studies is responsible to the dean of the college.

Section 1. Duties

A. The dean of studies is responsible for implementing the curriculum, overseeing academic advising, and carrying out faculty legislation affecting the fulfillment of academic requirements for the degree. In execution of these duties the dean of studies is responsible to the faculty.

B. The dean of studies is the chair or a member of faculty committees as designated in the By-Laws of the Faculty and the Other Committees section of the *Governance*.

C. The office of the dean of studies includes the office of the dean of first-year students.

Section 2. Departmental Status

The dean of studies ordinarily is a member of a department, with the usual privileges of membership.

Section 3. Appointment

A. At the end of a term of appointment or when a vacancy occurs in the office of the dean of studies, a committee of four faculty members, elected by the faculty, and three students, chosen by the students, confers with the president on a nomination to the office. Approval of the president, the dean of the college, and a majority of the committee are necessary for nomination. If the dean of studies is elected from outside the college and is to be a member of a department, an invitation to membership from an appropriate department is necessary for nomination. The president nominates the dean to be appointed by the board of trustees.

B. The term of appointment is for a term of not more than five years, with eligibility for reappointment.

Article VI. The Office of Equal Opportunity and Affirmative Action

The office of equal opportunity and affirmative action is responsible for the development, coordination and implementation of the college's equal opportunity and affirmative action policies and programs and the college's nondiscrimination and non-harassment policies. The work of the office is carried out by the equal opportunity and affirmative action officer and the faculty director of affirmative action, in consultation and collaboration with officers of the college, human resources, and other members of the campus community, as appropriate. When necessary in the performance of their duties, the equal opportunity and affirmative action officer and the faculty director of affirmative action consult expert legal counsel.

Section 1. The Equal Opportunity and Affirmative Action Officer

The equal opportunity and affirmative action officer is responsible for overseeing the college's compliance with its affirmative action, nondiscrimination and non-harassment policies. The equal opportunity and affirmative action officer also monitors college policies and procedures for compliance with federal and state equal opportunity and civil rights laws.

In the performance of their duties, the equal opportunity and affirmative action officer is responsible to the president. The equal opportunity and affirmative action officer works with the faculty director of affirmative action to maintain and strengthen Vassar's commitment to equal opportunity and affirmative action in the hiring and retention of employees of the college. The equal opportunity and affirmative action officer also helps to educate members of the community about the college's policies in this area and to guide the college in developing new procedures and structures to support and enhance a diverse community.

A. Duties

1. The equal opportunity and affirmative action officer assists college personnel who are responsible for hiring administrators and staff in carrying out college policies concerning affirmative action, nondiscrimination, and equal opportunity at every stage of the hiring process.

2. The equal opportunity and affirmative action officer interprets for the members of the college community federal and state equal opportunity and civil rights laws that place special obligations on the college and monitors their application.

3. The equal opportunity and affirmative action officer provides counsel and assistance to members of the college community about the college's nondiscrimination and non-harassment policies and procedures and monitors their application. The equal opportunity and affirmative action officer also oversees the proper conduct of grievances under these policies involving students, administrators, and staff. This oversight may include, but is not

restricted to, coordinating informal resolution of grievances, adjudicating the appropriateness of various procedures in relation to the alleged violation of the policies, forwarding formal grievances to the grievance hearing panel or to the college regulations panel as appropriate, and seeking expert legal counsel.

4. The equal opportunity and affirmative action officer serves as the college's designated Title IX Officer to coordinate the college's efforts to comply with and carry out its responsibilities under Title IX of the Education Amendments of 1972, including the investigation of allegations of discrimination or harassment based on sex as well as such allegations of discrimination based on marital status, sexual orientation or gender identity and expression.

5. The equal opportunity and affirmative action officer serves as the ADA/504 Coordinator responsible for assuring compliance with the Americans with Disabilities Act (ADA), Sections 503 and 504 of the Rehabilitation Act of 1973, and other federal and state laws and regulations pertaining to persons with disabilities.

6. The equal opportunity and affirmative action officer performs other duties as outlined in the college's affirmative action policy.

B. Appointment

The equal opportunity and affirmative action officer is appointed by the president.

Section 2. The Faculty Director of Affirmative Action

The faculty director of affirmative action is responsible for overseeing and coordinating the college's compliance with its affirmative action, nondiscrimination and non-harassment policies as they relate to the faculty. The faculty director participates in enhancing the processes and creating the structures that foster a diverse faculty. The faculty director also helps to educate members of the community about the college's policies in this area and works closely with the equal opportunity and affirmative action officer in implementing the college's policies against discrimination and harassment.

The faculty director is responsible to the president. The faculty director works with the dean of the faculty, the equal opportunity and affirmative action officer, and department chairs and program directors to hire and retain faculty in accordance with equal opportunity and affirmative action policies and in keeping with the college's nondiscrimination and non-harassment policies.

A. Duties

1. The faculty director assists members of the faculty and administration who are responsible for hiring faculty in carrying out the college's policies on affirmative action, nondiscrimination, and equal opportunity at every stage of the hiring process. The faculty director also consults with the committees involved in the hiring of those members of the administration who have direct responsibility for educational policy.

2. The faculty director provides counsel and assistance to members of the faculty concerning nondiscrimination and non-harassment policies and procedures. The faculty director also oversees the proper conduct of grievances involving faculty under these policies. This oversight may include, but is not restricted to, coordinating informal resolution of grievances, adjudicating the appropriateness of various procedures in relation to the alleged violation of the policies, forwarding formal grievances to the grievance hearing panel or to the college regulations panel, conducting investigations, and seeking expert legal counsel.

3. The faculty director works with the equal opportunity and affirmative action officer and

the dean of the faculty to implement training and workshops to educate faculty on matters related to Title IX and to ensure a safe and secure working, teaching, and research environment. The faculty director also works with the equal opportunity and affirmative action officer to ensure that college policies and procedures related to Title IX and Title VII are in compliance with best practices.

B. Appointment

1. The faculty director of affirmative action is appointed by the president in consultation with the dean of the faculty and the faculty appointment and salary committee.

2. The term of appointment ordinarily is five years.

Article VII. The Library

The library is an educational unit of the college.

Section 1. Jurisdiction and Responsibility

The general library and department libraries are under the jurisdiction of the director of the library. The control of special departmental rooms in the library building is exercised by the director of the library in cooperation with the departments or programs concerned. The departments or programs are responsible for safeguarding and making available all library materials deposited in other academic buildings.

The historical records of the college are preserved in the library. The library receives copies of all books, pamphlets, and other materials published with the aid of college funds.

Section 2. The Professional Library Staff

The director of the library is the executive officer of the library. The director of the library is responsible for the growth and maintenance of collections, preparation of the library budget, submission of annual and other reports, and performance of all duties commonly included in library administration. After consultation with the faculty appointment and salary committee and the dean of strategic planning and academic resources, the president nominates the director of the library to be appointed by the board of trustees. In the exercise of duties affecting educational policy, the director of the library works with the faculty library committee. In administrative matters, the director of the library is responsible to the dean of strategic planning and academic resources.

Other members of the library staff are appointed by the board of trustees upon recommendation by the director of the library and approval by the president. Recommendations for appointment and termination of service of departmental librarians are subject to consultation with the departments or programs concerned. Rank in the library staff, salary, term of appointment, vacations and leave are determined according to a special library classification. The following provisions of Part B of The Educational Organization of the College apply to members of the library staff: housing, tuition grants, insurance, pensions, suffrage, retirement, and professional travel expenses.

Article VIII. The Frances Lehman Loeb Art Center

The Frances Lehman Loeb Art Center is administered by a director who is also a member of the department of art. After consultation with the dean of strategic planning and academic resources and the department of art, the president nominates the director for appointment by the board of trustees.. The director consults with the department of art regarding the use of the Frances Lehman Loeb Art Center for educational purposes.

(Amended by the faculty on March 25, 2026 and the Board of Trustees on May 22, 2026)

Article IX. Amendment

The provisions of this Part A of The Educational Organization of the College may be amended or repealed by vote of the board of trustees after conference with the faculty or by a two-thirds majority vote of the faculty subject to approval by the board of trustees. The faculty does not act on amendments at the meeting in which they are first discussed.

Part 5. The Educational Organization of the College:
B. The Faculty

Article I. Rank, Qualifications and Terms of Service

Section 1. Academic Full-time Appointments on Tenure Track

An academic full-time appointment may be in a single department or program, or jointly in a department and a program. Faculty members with joint appointments teach, advise, and participate in the administrative duties of both the department and the program to which they are appointed.

Academic tenure track appointments are made with the following titles, listed in ascending order of rank: instructor, assistant professor, associate professor, and professor.

The qualifications for appointment to each rank are:

1. Instructor: promise of achievement in teaching and scholarship or artistic activity. This rank is used only for new tenure track appointments when the faculty member is completing a terminal degree.

2. Assistant professor: promise of achievement in teaching and scholarship or artistic activity.

3. Associate professor: distinction in teaching together with scholarly or artistic achievement of high quality, or distinction in scholarly or artistic achievement, together with teaching of high quality.

4. Professor: continued distinction in teaching together with scholarly or artistic achievement of high quality, or distinction in scholarly or artistic achievement, together with teaching of high quality.

Except for appointments at the rank of instructor, faculty members with an academic tenure track appointment are expected to have a Ph.D. or the appropriate terminal degree in their field.

The following limits on contracts will be observed for academic full-time appointments on tenure track:

1. Instructor*:* The term of appointment is ordinarily two years, with eligibility for a single one-year reappointment at that rank under extraordinary circumstances, when approved by the department chair and/or program director, the faculty appointment and salary committee, and the dean of the faculty.

2. Assistant professor: The initial term of appointment is ordinarily three years followed by a two-year extension. The second term of appointment is three years, except that members of the faculty successfully reviewed for promotion to associate professor assume that rank at the end of the year in which the review occurs.

For a faculty member promoted from instructor to assistant professor, the combined lengths of service at the rank of instructor and as first term assistant professor prior to extension of contract will not exceed five years.

The total length of service at the rank of assistant professor or at the rank of instructor and assistant professor combined ordinarily will not exceed eight years. In accordance with the leave policies described below, the president or dean of faculty may grant an extension on any contract for a period of up to two years.

3. Associate professor and professor: Members of the faculty receive indeterminate tenure upon promotion from assistant professor to associate professor.

Associate professors ordinarily are invited to be reviewed for promotion to professor in their sixth year after promotion to indeterminate tenure. Thereafter, review for promotion is at the request of the candidate. Associate professors and professors without previous service at the college are appointed with indeterminate tenure.

Section 2. Academic Full-Time Appointments Not on Tenure Track

An academic full-time appointment not on the tenure track may be in a single department or program, or jointly in a department and a program. Faculty members with joint appointments teach, advise, and participate in the administrative duties of both the department and the program to which they are appointed.

Academic non-tenure track appointments are made with the following titles and terms of service:

1. The title of lecturer and senior lecturer may be used for faculty who hold special, full-time appointments in departments or programs. Lecturers in academic departments and programs ordinarily receive renewal after three-year contracts, with promotion to the rank of senior lecturer at the first contract renewal after nine years of service. Faculty undergo regular review at the time of contract renewal.

2. The term "visiting" is included in titles of faculty at any rank appointed on a temporary, full-time basis. Appointments are for up to three years. Ordinarily, no one continues in a visiting position beyond a total of six years.

Section 3. Full-time Appointments in Athletics and Physical Education on the Tenure Track

Tenure track appointments in athletics and physical education are made with the following titles, listed in ascending order of rank: instructor, assistant professor, associate professor, and professor.

The following limits on contracts will be observed:

1. Instructor in athletics and physical education: The initial term of appointment ordinarily is a three-year contract, with a two-year extension.

2. Assistant professor in athletics and physical education: The initial term at this rank is a three-year contract, with reappointment to another three years.

3. Associate professor in athletics and physical education: A faculty member receives indeterminate tenure on promotion to associate professor.

4. Professor in athletics and physical education: Review for promotion to full professor may occur after three years as an associate professor or anytime thereafter.

Faculty in athletics and physical education on a tenure track are subject to regular review procedures, using criteria established by the program, approved by the dean of strategic planning and academic resources, and published in the athletics and physical education handbook.

Section 4. Full-time Appointments in Athletics and Physical Education Not on the Tenure Track

Full-time appointments in athletics and physical education not on the tenure track are made with the following titles: lecturer and senior lecturer.

Lecturers in Athletics and Physical Education regularly receive a 3-year contract, followed by a two-year extension, two 3-year contracts, and renewable 4-year contracts with the possibility of promotion to senior lecturer with the first 4-year contract. Faculty undergo a regular review process at the time of each contract extension or renewal, using the criteria established by the program and approved by the dean of strategic planning and academic resources**.**
Adopted April 13, 2011

Section 5. Other Full-time Appointments

Other full-time faculty appointments include:

1. Professional librarian

(Amended by the faculty on March 25, 2026 and the Board of Trustees on May 22, 2026)

Section 6. Part-time and Special Appointments

Part-time and special appointments include:

1. Adjunct: any member of the faculty at any rank who teaches part-time.

2. Research professor: a faculty member who has retired from the regular professorial ranks but continues to perform sponsored research at Vassar. This title is granted only for the duration of the sponsorship and at the discretion of the dean of the faculty, who specifies the conditions of appointment.

3. Research scientist or Scholar: a principal investigator working at Vassar with support from an outside funding agency.

4. Research associate: a person holding a post-doctoral appointment at Vassar.

5. Part-time coach: coach on part-time, renewable two-year contracts; part-time coaches do not have academic status.

6. Visiting scholar or visiting artist: a courtesy title granted by the dean of the faculty, who specifies what privileges are allowed.

Section 7. Title of Emeritus

A faculty member, retiring on the completion of service from any of the professorial ranks, upon ratification by the board of trustees, receives the title of emeritus.

Section 8. Academic Year

Faculty contracts are for the academic year, but paid in monthly installments over the calendar year. Faculty members are expected to be in residence during the academic year unless they are on leave.

Section 9. Leaves of Absence

A. Research Leaves: Professors and associate professors on full-time tenured appointments are granted a one-semester leave at full pay after six semesters of full-time service or a one-year leave at full pay after six years of full-time service after the last research leave taken or since hire, whichever comes later. Assistant professors on full-time tenure track appointments are granted the option of a one-semester leave at full pay after four semesters of service with an additional one-semester leave at full pay during the second term of appointment, or a one-year leave at full pay during the second term of appointment. It is understood that, while the leave system is of great importance to the faculty and to the college, it is subject to the availability of funds in the event of financial stringency as determined by the board of trustees after consultation with the faculty. Leaves may be advanced or deferred by the president for up to three semesters.

B. Other leaves include:

1. Health Leaves: Leaves on account of illness, with or without salary, may be granted at the discretion of the president and the board of trustees. In cases of illness necessitating absence from classes, the full salary of a faculty member is continued up to two months. If the illness extends beyond two months, additional paid time may be granted at

the discretion of the president. After six months, the faculty member will be placed on the college's disability insurance plan, and any further salary payment will be made in accordance with that plan.

2. Parental Leaves: All tenured or tenure-track faculty members who have completed at least one year of employment and visiting faculty members on multiyear contracts who have completed at least one year of employment are eligible for a paid leave when their child is born or adopted (if the child is under six years of age). A faculty member may elect one of the following benefit options, commencing no later than six months after the date of birth or adoption and granted by the president, upon recommendation by the dean of the faculty:

a. A two-course teaching reduction at full pay, to be taken in a single semester or split between two consecutive semesters, with the expectation of continued service, advising, and scholarship; or

b. A single semester off from all College responsibilities at two-thirds of that semester's salary. This semester does not count toward research leave accrual.

The faculty member should consult with the department chair and the dean of faculty as early as possible prior to the birth or adoption to make suitable arrangements for coverage of coursework and other duties as appropriate.

In cases where both parents are Vassar faculty members, or one a faculty member and the other a Vassar administrator, one parent is eligible for Vassar's paid parental leave under the appropriate policy for that employee.

A faculty member who requires a medical leave during their pregnancy is awarded time off and compensated under the appropriate disability provisions of the College.

3. Maternity Leaves: If a faculty member requests a semester leave for reason of pregnancy, the health leave provision of the *Governance* becomes applicable. This provides for two months' pay.

If a faculty member requests a reduced load for reasons of pregnancy, the rate of pay would be reduced in the same ratio as the workload. Full fringe benefits are continued. Contributions to TIAA/CREF are made in proportion to salary.

4. Leaves for Other Purposes: Leave with or without salary may be granted, for any purpose, at the discretion of the president and the board of trustees.

C. Credit for Leaves: Time spent in research leaves is credited to the term of service in determining seniority, salary, time of expiration of contract, payments toward annuities and insurance, and eligibility for college-owned housing. Other leaves may be credited within the term of service at the discretion of the president and the board of trustees.

Section 10. Professional Travel Expenses

A fund for traveling expenses is ordinarily set aside and divided among members of the faculty to support professional work related to the teaching, scholarship and service of the faculty.

Article II. Contractual Terms and Provisions

Section 1. Making of Contracts

Contracts between the college and appointees are drawn up and signed pursuant to Article I, Section 4 of Principles Underlying Relations of Trustees, Faculty and Students. The chair of the department

and/or director of the program concerned is informed of all contractual terms, except the salaries of members of the department and/or program.

Section 2. Termination of Service

A. Expiration of Contract.

1. Tenure track and other term appointments may be discontinued by the board of trustees upon the recommendation of the president at the expiration of a contract on due notice in writing to the faculty member. Such action will be taken only after consultation with the department and/or program concerned, the faculty appointment and salary committee, and the dean of the faculty.

2. In all one- and two-year contracts, and all terminal appointments, prior notice of termination is embodied within the contract. Otherwise, notice will be given at least twelve months before the expiration of a contract after two or more years of academic service at the college.

3. In the case of dissolution of the contract by mutual consent before the end of the fiscal year, the salary paid will be in the same ratio to the year's salary as the number of weeks of actual service is to the weeks of the contract year.

B. Right to Appeal: Faculty members are entitled to a hearing before the appeal committee when they allege that a decision to terminate or not renew their contract was significantly affected by abridgment of academic freedom, failure to observe procedures, or discrimination.

C. Conditions of Tenure: Indeterminate tenure is contingent upon the continuance in the curriculum of full-time work for which the incumbent is qualified; if for a period of three years less than full-time work is available, the board of trustees may, upon the recommendation of the president after consultation with the faculty appointment and salary committee and the committee on curricular policies, terminate the appointment or modify the terms of appointment or the assignment of duties.

D. Dismissal for Cause: Dismissal for cause of faculty members before the expiration of their contract or of faculty members on indeterminate tenure are made only on the recommendation of the president after consultation with the chair of the department and/or director of the program concerned, the dean of the faculty and the faculty appointment and salary committee. The charges that may lead to dismissal are made in writing, and the faculty member is given the opportunity to present a response to the faculty appointment and salary committee. If a recommendation of dismissal is made, the faculty member has the right to a fair hearing by a faculty review committee. The initiation of the process of dismissal may rest with the president, the department or program concerned, or the faculty appointment and salary committee. Dismissal for reasons other than moral turpitude, serious criminal activity, or gross neglect of duty does not ordinarily take effect before the end of the current academic year.

Section 3. Benefits

Under the conditions described in the Faculty Handbook, eligible members of the faculty may: Purchase or rent college housing, receive tuition grants, receive group life insurance, workman's compensation insurance, health insurance, and group disability benefits insurance, and have contributions made in their name to the Social Security System and retirement annuities.

During research leaves, contributions are continued as though the participant were in full-time service. Contributions during other leaves are at the discretion of the president and the board of trustees.

Article III. The Faculty as Departments of Instruction

Section 1. Definition of Department

A department of instruction is a body of faculty responsible for the portion of the curriculum assigned to it by the faculty and the board of trustees.

Section 2. Educational Policy

Departments determine their own educational practice within the framework of college educational policies adopted by the faculty and administered by the dean of the faculty. Department faculty act on matters of concern to a specific department only after members have had reasonable opportunity to discuss them and make recommendations.

Individual faculty members have freedom in the conduct of classes within the scope of the courses assigned to them, so far as is compatible with the interests of the department as a whole and of the college.

Section 3. Suffrage

Teaching members of the department who have academic suffrage in the general faculty are entitled to vote in department meetings, except as specified elsewhere in the *Governance*. Any member may make suggestions, introduce motions, or participate in discussions. Any member may consult the president, the dean of the faculty, or the faculty appointment and salary committee on matters affecting the conduct of department business.

In department action on matters pertaining to extensions, reappointments, tenure, and promotions, the right to vote is restricted to members who have academic suffrage in the general faculty and who are of rank superior to that of the person under consideration, except that tenured professors are entitled to vote in cases involving others of the same rank and that tenured associate professors are entitled to vote on all new appointments and on tenure decisions regarding other associate professors. Faculty members on visiting or adjunct appointment may not vote on departmental matters pertaining to extensions, reappointments, tenure, and promotions, nor may any members who have not been reappointed for the ensuing year, except in those cases where the non-reappointment is the consequence of pending retirement. (Amended by the Faculty May 16, 2007).

Members of the department on leave of absence are not entitled to vote except in the election of a chair and in decisions concerning lecturer and tenure-track hiring, extension of contract, reappointment, tenure, and promotion to full professor in which they would normally be entitled to vote. Faculty on leave may elect to participate in these instances, but they are not expected to do so. In the case of hiring, the terms of participation by faculty on leave would be agreed upon in advance within the department in consultation with the dean of the faculty and the faculty director of affirmative action. Members of the department not reappointed for the ensuing year are not entitled to vote in the election of a chair. Members of the faculty who regularly teach in a department other than the department of their appointment do not vote in personnel reviews or the election of a chair in the other department.

A faculty member who is appointed to a full-time administrative position retains, for a period of five years, the same departmental suffrage rights as a faculty member on leave of absence.

Section 4. Department Meetings

Matters of concern to the department as a whole are presented in department meetings. The chair calls a meeting on the request of any two members. A quorum consists of a majority of the voting members. In departments that include more than one subject or more than one branch of study (e.g., theory and applied work), decisions on department practice affecting specifically one subject or branch must have the support of the majority of the teachers in that subject or branch. A majority

vote of a department may be suspended on the request of a minority, and the question under consideration referred for decision to the president, the dean of the faculty, or the appropriate committee of the general faculty.

Section 5. Department Chair

A. Election and Term

1. Eligibility for the office of chair is restricted to professors and associate professors, except in departments in which there are no members of those ranks or in cases of emergency. The term of the chair is three years. While re-election of a chair is not precluded, election of a new chair from among the eligible members of the department is the normal practice. The department may, by election, extend a chair's term for one or two years. Should a chair be on leave for some part of their term, the department elects an interim chair. Should the office of chair become unexpectedly vacant, the department immediately elects an interim chair for the balance of the academic year; a normal election is held for a regular three-year term to begin the following academic year.

2. All elections are held by written ballot during the twelve months immediately prior to the beginning of the relevant term or extension. In an election involving three or more candidates, if no candidate receives a majority of the votes cast, there is a run-off election between the two candidates who received the highest number of votes. The dean of the faculty is promptly notified in writing of the election result.

3. If a department has fewer than three members of rank above that of instructor or if the normal electoral process fails to yield a chair elected by a majority, the chair is appointed for a term of three years by the dean of the faculty after consultation with the department and the faculty appointment and salary committee.

B. Duties: The chair is responsible to the department for the administration of its academic and business affairs. The chair prepares and submits to the president an annual report after consultation with the other members of the department.

Article IV. The Faculty as Members of Multidisciplinary Programs

Section 1. Definition of Multidisciplinary Programs

The faculty establish multidisciplinary programs upon the recommendation of the committee on curricular policies following a curricular proposal presented to committee on curricular policies by members of two or more departments. Every program has a faculty director and a steering committee whose membership is defined by program by-laws. Faculty membership in the program is determined by the following criteria: a contractual agreement to participate in the program or participation in the program as defined in the program's by-laws. Each program maintains a current faculty membership list in keeping with this definition.

Section 2. Educational Policy

A. Programs determine their own educational practice within the framework of college educational policies adopted by the faculty and administered by the dean of the faculty. Program faculty act on matters of concern to a specific program only after members have had reasonable opportunity to discuss them and make recommendations.

B. An individual faculty member has freedom in the conduct of classes within the scope of the courses assigned to them so far as is compatible with the interests of the program as a whole and of the college.

Section 3. Governance of Programs

A. The governance of every program is determined by its by-laws. The director and the steering committee of the program are responsible for ensuring that the governance of the program is in keeping with its by-laws. Voting in the program must conform to the college's rules about academic suffrage.

B. The dean of the faculty appoints the director of a new program for a term of three years. Thereafter, the director is elected by the program membership, in accordance with its by-laws, and ratified and appointed by the dean of the faculty. In the case where the normal electoral process fails to yield a director elected by a majority, the dean of the faculty appoints a director for a term of three years, after consultation with the program's steering committee. The duties of the director are described in the by-laws of the program.

C. By-laws for each program are reviewed by the faculty policy and conference committee and by the dean of the faculty to ensure their conformity with the *Governance*. Every program's by-laws must include, at a minimum, the following procedures:

1. Ordinarily a director's term is for three years. While re-election of a director is not precluded, election of a new director from among the eligible members of the program is the normal practice.

2. Reviews are carried out by at least two tenured members of the faculty representing two departments. In the case of promotion to full professor, the reviewers are at the rank of full professor.

3. Members of a program with suffrage in the program who are on leave are entitled to vote in the election of the director and in decisions concerning extension of contract, reappointment, tenure, and promotion to full professor in which they would normally be entitled to vote.

4. Meetings of the steering committee or of the membership of the program, where different, are called by the director upon the request of any two members of the program.

5. The director consults on a regular basis with the steering committee about matters relevant to the curriculum, staffing, and activities of the program.

D. Before a program may hire a tenure track faculty member (with a joint or sole appointment in the program) the bylaws must also be consistent with the following:

1. The steering committee

a. The program steering committee requires there to be at least four tenured members of the faculty as current member.

b. The length of term for membership on the steering committee is defined as at least three years.

c. The qualifications for membership on the steering committee are articulated.

d. The procedure for inviting faculty to serve as members of the steering committee is articulated.

e. Failure to meet a minimum level of involvement in the program and on the steering committee, as specified in the qualifications for membership on the steering committee, results in automatic resignation from the steering committee.

f. The responsibility for maintaining an accurate list of current and former members of the steering committee is clearly assigned.

2. The conduct of reviews

a. Reviews of tenure track faculty appointed to the program for extension of contract, reappointment, tenure, and promotion are conducted by the following:

1. All members of the steering committee who are of rank superior to the faculty member under review and whose term on the steering committee includes at least half of the period of service under review;

2. All past members of the steering committee who are of rank superior to that of the faculty member under review and whose past term on the steering committee includes at least half of the period of service under review;

3. The current program director, if the director is of rank superior to the faculty member under review, and all past directors of rank superior to the faculty member under review who served as director at any point during the period of service under review.

b. The current program director, if eligible to participate in the review, chairs the review. Otherwise, the most senior faculty member eligible to participate in the review chairs the review.

c. If there are fewer than two faculty members from two different departments eligible to participate in the review, an ad hoc committee is formed.

In consultation with the faculty appointment and salary committee, the faculty policy and conference committee may establish further guidelines for program by-laws.

Copies of program by-laws are kept on file in the dean of the faculty office and are available to any member of the faculty.

By-laws are reviewed and resubmitted to the dean of the faculty by programs every six years. The review is conducted by an ad hoc committee of program members, constituted by the director after consultation with the steering committee. The ad hoc committee should represent the range of curricular commitments and interests and the different ranks of the faculty.

By-laws of new programs are written by the program director and an ad hoc committee constituted by the program director and the dean of the faculty.

Section 4. Review of Members of Programs for Extension, Reappointment, Tenure and Promotion

A. A faculty member with a full-time appointment in a program is reviewed by the program in accordance with its by-laws, which have been reviewed by the faculty policy and conference committee and the dean of the faculty to ensure their conformity with the *Governance*.

B. In the case of a joint appointment in a department and a program, the candidate receives a full review by each. Following an initial independent evaluation by the department and the program, two participants from each review meet to share the respective initial evaluations. A written report of their discussion, stating areas of agreement and disagreement, is given to the candidate, the program and department members involved in the review, the faculty appointment and salary committee, the dean of the faculty, and the president. The program and the department take the report into consideration in making their separate recommendations to the faculty appointment and salary committee, the dean, and the president. In arriving at their final recommendation, the faculty appointment and salary committee and the dean consider both the program's and the department's recommendations. It is the responsibility of the faculty appointment

and salary committee, the dean, and the president, who alone have access to all of the evidence, to reach a final decision with due consideration to the relative importance of the candidate's participation in the program and in the department.

C. Any member of the faculty who has taught at least half time in a program (an average of five courses originating in the program over two years) is reviewed by the program in one of two ways: a partial review or a full review. After consultation with the program director, the candidate chooses either 1) a partial review, which evaluates the candidate's teaching in and service to the program, conducted in accordance with the by-laws of the program; or 2) a full review, which also includes evaluation of scholarly or artistic activity, following the same procedure as a review of a candidate with a joint appointment.

D. Any faculty member who has participated in a program but has taught less than half time in the program over the period of review may request a partial or full review by the program at the time of extension, reappointment, tenure, or promotion. This review is conducted according to the program's by-laws.

Article V. Amendment

The provisions of this Part B of The Educational Organization of the College may be amended or repealed by vote of the board of trustees after conference with the faculty, or by a two-thirds majority vote of the faculty subject to approval by the board of trustees. The faculty does not act on amendments at the meeting in which they are first discussed.

Part 6. The By-Laws of the Faculty

Article I. Suffrage

Section 1. Academic Suffrage

The right to vote on matters affecting educational policy (including admissions, academic advising, curriculum, requirements for degrees, scholarships and fellowships, faculty research, election of faculty committees, revision of the *Governance*) is limited to:

1. The following teaching members of the faculty: All members of the faculty on tenure-line appointments; all other members of the faculty on not less than half-time teaching appointment after one year's service at the college.

2. The following members of the educational administration: The president, the dean of the faculty, the dean of strategic planning and academic resources, the dean of the college, the dean of studies, the director of the Frances Lehman Loeb Art Center, the director of the library, the professional librarians, the director of the Writing Center, and the director of the Quantitative Reasoning Center.

3. The following additional members of the department of Athletics and Physical Education: Coaches of athletics who hold full-time appointments at the rank of lecturer and whose teaching and/or coaching responsibility is not less that half of their contractual responsibility.

4. Others, if they hold the rank of lecturer: The director of the Wimpfheimer Nursery School; coordinators of laboratory instruction who hold full-time appointments; and curators who hold full-time appointments.

Section 2. General Suffrage

General suffrage on matters other than educational policy is granted to all those who have academic suffrage as well as to other members of the faculty and officers of the college as determined by the president after consultation with the faculty appointment and salary committee. The president and the faculty appointment and salary committee have joint authority to clarify suffrage in uncertain cases.

Section 3. Leaves of Absence

Individuals with suffrage on leave of absence may participate in meetings of the faculty but may not vote. Members of the faculty on leave of absence may nominate persons to serve on faculty committees and vote in elections for such committees.

Article II. Faculty Meetings

Meetings of the faculty are conducted in accordance with Robert's Rules of Order, except that a written ballot is used at the request of any voting member. If the chair or any member of the faculty expresses doubt as to the outcome of a voice vote, the vote is subject to written ballot conducted in the meeting by the secretary of the faculty and administrators from the office of the dean of the faculty.

In addition to calling regularly scheduled faculty meetings, the president calls meetings at their discretion or on petition of any ten members of the faculty. Notices of faculty meetings with agendas ordinarily are issued at least five days in advance.

Matters involving changes in educational policy ordinarily are referred to the appropriate committee for consideration prior to action by the faculty. Actions on proposed changes cannot be taken at the meeting in which they are first discussed.

Attendance at faculty meetings is restricted to members who have general suffrage. Other members of the college community may be invited by the president to attend specific meetings.

One-third of the members of the faculty who have academic suffrage constitute a quorum.

Minutes of the meetings, for the permanent records of Vassar College, are taken by the secretary of the faculty, a member of the faculty appointed by the president.

Article III. Amendment

All provisions of these By-laws may be amended by a two-thirds vote of the faculty after consultation with the president. Proposed amendments to these By-laws are transmitted to the trustee executive committee for its information. The faculty does not act on amendments at the meeting in which they are first discussed.

Part 7. Committees

Article I. Organization of Committees

Section 1: Introduction

Recognizing the need for efficiency in a democratic system of governance, the faculty elects committees to perform certain functions. Participation in monthly general faculty meetings and service on committees are opportunities for, and necessary parts of, contributing to the shared governance of the college, especially in determining and directing the educational policy of the institution. In general, the faculty makes educational policy and reviews associated administrative practice. Faculty committees formulate and recommend policy to the faculty. The administration facilitates the work of the faculty and students by implementing these policies. Committees are accountable to the faculty and other relevant constituencies.

Section 2. Eligibility

A. Committee membership is limited, except as otherwise specified, to members of the faculty and educational administration who have general suffrage, part-time faculty who have academic suffrage, and to students on designated committees. No faculty member is eligible for immediate reelection or reappointment to a particular governance committee unless specifically permitted in the statement describing a committee. However, one-year replacements are eligible for reelection or reappointment to a full term.

B. No member of the faculty may serve simultaneously on more than one of the following committees unless specifically required to do so in the descriptions of committee membership: faculty appointment and salary committee, faculty policy and conference committee, and committee on curricular policies.

C. Some committees have rank or tenure membership requirements. If a change in the status of a faculty member contravenes these requirements, then that member becomes ineligible to serve. The Committee on Committees fills the vacated position by appointment or election, as appropriate. Some committees have divisional membership requirements. For the purposes of representation on committees the departments of instruction are organized into three divisions: (1) arts and literature; (2) social sciences; (3) natural sciences and mathematics. Occasionally committees will also specify multidisciplinary representation.

Section 3. Students

Where specified in the committee membership, participation by students in committee work constitutes an opportunity and expectation for student engagement in shared governance of the college. The processes for selection of student representatives are determined by the Vassar Student Association,

Article II. Faculty Governance Committees

The following are the faculty governance committees:

Section 1. Committee on Curricular Policies

Purpose: The committee on curricular policies (CCP) considers all policies and practices of the college related to the curriculum. CCP recommends changes in general curricular policy to the

faculty. CCP considers proposed changes in department and program course offerings before presenting them to the faculty for approval.

Membership: The committee on curricular policies consists of: the dean of the faculty (chair); four members of the faculty, one from and representing each division and one multidisciplinary program director (currently serving, or having served within the past six years), elected for two years with staggered terms so that two retire each year; two students from the student curriculum committee with majors in a department and a multidisciplinary program, one of whom is ordinarily the Academic Executive of the Vassar Student Association (VSA); and, as non-voting members, the dean of studies and the registrar. No two divisional or multidisciplinary elected faculty members come from the same department or program. If faculty members resign from membership on the committee during their term, the Committee on Committees appoints a replacement representing the same division or, if the resigning member was the multidisciplinary program director member, another multidisciplinary program director representative. Faculty and student representatives to the committee consult on curricular initiatives with the constituencies they represent.

Section 2. Faculty Policy and Conference Committee

Purpose: The faculty policy and conference committee represents the faculty in relations with the trustees concerning substantial changes in educational policy and in terms and provisions of employment of the faculty and in matters of faculty housing policy.

FPCC confers with the trustees and administration on behalf of the faculty in establishing priorities for the allocation of the college's resources. It evaluates the incorporation of these priorities in the operating and capital budgets as prepared by the administration and approved by the trustees.

FPCC considers revisions to the Faculty Handbook and to the following sections of the *Governance*: Relations of Trustees and Faculty, The Educational Organization of the College, and By-laws of the Faculty.

FPCC discusses matters of concern referred to the committee by faculty or administration; it may also initiate studies of its own. It may seek advice from, or refer specific matters to, other faculty committees.

FPCC serves as the faculty's committee on conference with the trustees with the exception of conferences reserved to the faculty appointment and salary committee and the faculty compensation committee.

Working with the faculty appointment and salary committee, FPCC annually assesses the performance of the president and their administration in a written report to the personnel committee of the board of trustees and discusses the report in a meeting with that committee.

FPCC serves as the faculty's committee on conference with the students.

Membership: The faculty policy and conference committee consists of three elected faculty members, one from each professorial rank (the professor is the chair); one elected budget member from the tenured ranks; the second-year full professor on the faculty appointment and salary committee; and a member from the committee on curricular policies, selected annually by the faculty members of that committee. The full and associate professors as well as the budget member serve 3-year terms and the assistant professor serves a two-year term. Upon promotion of an assistant or associate professor member, the promoted member serves on the committee until a replacement is elected.

Section 3. Faculty Appointment and Salary Committee

Purpose: The faculty appointment and salary committee (FASC) advises the president and the dean of the faculty in accordance with the provisions of the *Governance*, (See The Educational Organization of the College: with listing of appropriate sections). FASC participates in appointments, reappointments, promotions, granting tenure, and reviewing dismissals. Only the three full professors act in cases of promotion from associate to full professor, and in granting tenure to

persons hired at the rank of full professor. FASC reviews cases of extension of initial professor contracts and reappointments of two-year instructors when there is a negative recommendation from either the department or the dean.

FASC conducts its reviews independently, and then submits a recommendation to the dean of the faculty. Both FASC and the dean make a joint recommendation to the president. After all relevant substantive evidence, including external evaluations, has been considered, the president, the dean of the faculty, and FASC may meet with departments or programs if they require additional information or if their preliminary discussions indicate the likelihood of a decision contrary to the department's or program's recommendation. The Faculty Handbook describes the procedures for all appointments and reviews.

Faculty members are free to consult informally with any member of FASC. FASC, however, is precluded from responding to faculty members under review once their materials have been submitted for review, except under circumstances specified by the Faculty Handbook.

Working with FPCC, FASC annually assesses the performance of the president and their administration in a report to the personnel committee of the board of trustees.

Membership: The faculty appointment and salary committee consists of three tenured professors, elected for three years, and two tenured associate professors elected for two years, one member at each rank retiring each year. The chair is the professor with the longest service on the committee. No department may be represented by more than one committee member. Continuity of service on this committee is essential, so individuals accepting nomination to the committee should plan to serve a full term.

Section 4. Appeal Committee

Purpose: The appeal committee considers grievances by individual faculty members in matters of promotion, tenure and reappointment and hears certain other appeals as described in the Policy Against Discrimination and Harassment and the Policy on Consensual Relationships Between Faculty and Students. Only the following categories of grievances may be considered:

1. Faculty members on term appointment allege that abridgment of academic freedom, as defined in Principles Underlying Relations of Trustees, Faculty, and Students significantly contributed to a decision to terminate their appointment at its expiration;

2. Faculty members allege that a decision on their promotion, tenure or reappointment was affected significantly by failure to observe fully the process and principles prescribed by the *Governance* and the Faculty Handbook;

3. When the remedy or sanction following a determination of a violation of the Policy Against Discrimination and Harassment could involve an adjustment to the normal procedures for a faculty review, the Appeal Committee determines what changes, if any, are necessary. The procedure for determining changes is described in the Faculty Handbook in the Policy against Discrimination and Harassment. (Amended by the faculty, May 2015)

4. A faculty member who has been a respondent in a harassment or discrimination grievance hearing appeals the determination and/or the sanction of the grievance panel, as described in the policy against discrimination and harassment.

5. A faculty member appeals a determination or disciplinary action under the Policy on Consensual Relationships Between Faculty and Students.

The Faculty Handbook describes the procedures and determinations of the appeal committee for each of these cases.

Membership: The appeal committee consists of three tenured members of the faculty and two assistant professors. The term of service is two years. Two tenured members and one assistant professor retire in one year; one of each category of members retires in alternate years. No

department chair or program director serves on the committee and no department is represented by more than one member. No member of FASC may be elected to serve on the appeal committee in the year immediately following their retirement from FASC. Each year the committee elects one of its tenured members as chair. If a member faces a conflict of interest in a particular issue before the appeal committee, the chair requests the committee on committees to appoint a temporary substitute.

Section 5. Review Committee

Purpose: In the case of a recommendation to dismiss a faculty member for cause, the faculty member may request that a review committee be constituted. The review committee reviews the case and makes an independent recommendation to the president, the dean of the faculty, and the faculty appointment and salary committee as provided in The Educational Organization of the College.

The appeal committee may also request a review committee be constituted if non-tenured faculty members allege that an abridgment of academic freedom significantly contributed to a decision to terminate their appointment at its expiration, as provided in The Educational Organization of the College. In such cases, the burden of proof rest with the faculty members for establishing the grounds upon which the allegations are based.

Membership: A separate review committee is constituted for each case. The committee on committees appoints the membership of the review committee, which consists of three tenured professors. The committee elects a chair from its membership.

Section 6. Faculty Compensation Committee

Purpose: The faculty compensation committee advises the president on the aggregate amount that is annually allotted to faculty compensation and, in cooperation with the faculty policy and conference committee and the committee on benefits, on the nature and magnitude of faculty insurance, pension and other benefits. The committee has the right to report to and confer with the appropriate trustee committee in the event that the faculty compensation committee's recommendation differs from that of the president.

The faculty compensation committee recommends general guidelines to the president, dean of the faculty, and faculty appointment and salary committee for the distribution of salary among ranks. The committee reports to the faculty after the conclusion of the allocation of faculty compensation.

Membership: The faculty compensation committee consists of the three professors of the faculty appointment and salary committee and the chair and budget member of the faculty policy and conference committee. The chair of FASC serves as the chair of the faculty compensation committee.

Section 7. Committee on Committees

Purpose: After the results of elections to committees have been announced, the committee on committees chooses faculty members for vacancies on other committees including the following standing committees: climate action and sustainability committee, campus responsibility committee, college regulations committee, academic panel, committee on college life, and committee on housing. When elections fail to fill positions on elective college committees, the committee on committees fills those positions until the next election can lead to an elected representative on the committee. It selects faculty representatives on ad hoc committees when so authorized by the faculty. It also appoints the college marshal for a five-year term.

Membership: The committee on committees consists of four members of the faculty, two of them tenured, elected for two years with two retiring each year. The committee elects a tenured member to be chair and a second member to be the elections officer who conducts the balloting for standing elective committees.

Section 8. Committee on Housing

Purpose: The committee on housing supports the residential nature of the campus through the administration of housing policy related to Vassar's rental and leasehold properties. The committee on housing is responsible for considering general questions of housing policy and for the application of established policy to particular cases. The committee also serves as the body to which administrative rulings concerning housing may be appealed.

The enforcement of all provisions and regulations described in the Faculty Handbook is the responsibility of the dean of strategic planning and academic resources in consultation with the committee on housing.

Membership: The committee on housing consists of three members of the faculty, elected by the faculty for a term of three years, one member rotating off each year, two of whom are tenured and one untenured.

Section 9. Library Committee

Purpose: The library committee collaborates with the Director of the Library on library policies, initiatives and new directions that affect the library's central role in the educational mission of the College. Its agenda reflects the curricular interests of the faculty and the interests of the community as a whole as they relate to the resources and services of the library.

As educational technology issues arise, the library committee consults with the committee on academic technologies. The library committee reports annually to the faculty on its activities and brings all issues that may significantly affect the library's role as an educational unit of the College to the faculty for discussion.

Membership: The library committee consists of the Director of the Library (co-chair); a faculty co-chair, who is tenured and elected at large for a three-year term; the dean or associate dean of the faculty; the dean or associate dean of strategic planning and academic resources; one librarian; four faculty members, no more than two from any division, elected for two years, two retiring each year, and two students. No department is represented by more than one faculty member.

Section 10. Committee on Academic Technologies

Purpose: The committee on academic technologies develops and recommends policy related to academic and educational technologies, gathers information from faculty and students about instructional technology needs and initiatives and serves as advocates for those needs, and solicits ideas from and informs faculty and students of new initiatives related to instructional technology.

Membership: The committee on academic technologies consists of four elected members of the faculty, one from each division including the multi-disciplinary programs; a member of academic computing services; a professional librarian appointed by the director of the libraries; and a member of the student body. Faculty members serve three-year terms and may not be elected to more than 2 consecutive terms. The committee selects a chair annually from the faculty members on the committee.

Section 11. Committee on Research

Purpose: The committee on research considers policies related to faculty research. It advises the president, the dean of the faculty, and the faculty on applications for designated college research funds.

Membership: The committee on research consists of five faculty members. The chair is a tenured member of the faculty elected for three years. Three other tenured members of the faculty are elected for two years, one from each of the divisions. The fifth member of the committee is elected at

large for two years from the non-tenured (tenure-track, lecturers, or visiting) teaching faculty with academic suffrage. Two of the four members on two-year terms retire each year.

Section 12. College Committee on Admission and Financial Aid

Purpose: The committee on admissions and financial aid considers all topics relevant to the college's practice, standards, and policies of admission and financial aid broadly construed. The committee (1) acts as a forum for the discussion of issues and policies related to admission and financial aid, (2) acts as a conduit for the flow of information among the faculty, the student body, and the administration concerning these issues, (3) presents for approval to the faculty changes in standards and policies regarding admission and financial aid which are relevant to educational policy. Any policy changes approved by the faculty must be submitted to the trustees for final approval.

Membership: The committee on admissions and financial aid consists of five members of the faculty, four members of the administration, and five students. Faculty members include the faculty co-chair, a tenured member of the faculty elected at large for a three-year term; three divisional representatives, one from each division, elected for two-year terms, one or two retiring each year; and the faculty athletics representative. In conformity with the rules of the National Collegiate Athletics Association, members of the department of athletics and physical education may not serve on this committee. Administrators on the committee include the Vice President and Dean of Admission and financial aid (co-chair), director of financial aid, associate dean of the college for campus life and diversity, and dean of first-year students. The five students include at least one first year student. The vice president for communications serves ex officio.

Section 13. Committee on Fellowships

Purpose: The committee on fellowships awards the income of college fellowships, except those for which a special procedure has been prescribed. The committee on fellowships reviews and makes decisions on applications for nationally competitive awards requiring institutional nomination or endorsement.

Membership: The committee on fellowships consists of the dean of studies (chair) and seven members of the faculty elected for two years, at least two from each division, three members retiring each year. No department is represented by more than one faculty member. Ad hoc committees review applications for particular fellowships in order to reduce the workload of the fellowship committee.

Section 14. Committee on Assessment

Purpose: The committee on assessment examines and evaluates the practices in place to achieve the college's educational goals as stated in its mission statement and elsewhere. Over an eight-year period it addresses all of the "Standards for Accreditation" published by the Middle States Commission on Higher Education.

Membership: The committee on assessment consists of three elected members of the faculty: a chair, who is tenured, and two members elected at-large. The term of service of the chair is three years; the term of service of the at-large members is two years. The dean or associate dean of the faculty and the director of institutional research serve on the committee, ex officio.
(Amended by the faculty Nov. 2015)

Section 15. Academic Panel

Purpose: The academic panel reviews cases of academic dishonesty and assigns penalties. The three faculty members also serve as a court of appeals for students who, because of their unsatisfactory academic standing, are required to withdraw from the College by the committee on student records. The senior member of this court serves as chair and reports recommendations on appeals to the dean of studies and the president for final decision.

Membership: The academic panel consists of the dean of studies (chair); three faculty members elected for two years, one and two retiring in alternate years; and three students.

Section 16. Institute for the Liberal Arts Committee

Purpose: The committee is advisory to the Faculty Director of the Institute for the Liberal Arts on issues related to the Institute's strategic direction. It assists the Faculty Director in the development of the Institute's short term objectives and is responsible for soliciting proposals for Institute programs from the Vassar community. The committee advises the Faculty Director on the selection of internal and external Institute programs, and as needed in matters related to external programming that is brought by the external management company. The committee will report annually to the faculty.

Membership: The committee consists of the Faculty Director of the Institute for the Liberal Arts (Chair); the Program Director for the Institute for the Liberal Arts; the Associate Dean of the College for Campus Activities; the Faculty Director of Research Development; two faculty, elected from different divisions to two year terms and not to include the division represented by the Faculty Director of Research Development; one non-tenured member of the faculty elected to a two-year term; one administrator appointed by the Dean of Faculty, and two students.

Article III. Other Standing Committees

Other standing committees are:

Section 1. Committee on Priorities and Planning

Purpose: The committee on priorities and planning is advisory to the president on issues relating to annual budget planning and the long-term allocation of resources at the college. Members of the committee are mindful of the overall mission of the college in their consideration of student charges, financial aid policies, compensation, endowment use, non-compensation operating expenditures, maintenance of the facilities, as well as other expenditures and sources of revenue.

Membership: **Membership is at the discretion of the President,** but may generally be composed of the following members: the president, the dean of the faculty, dean of strategic planning and academic resources, dean of the college, and the dean of admission and student financial services; the vice president for finance and administration, the vice president for CIS and chief information officer; the chair and second year full professor of the faculty appointment and salary committee; the chair and the budget member of the faculty policy and conference committee; and two students appointed by the VSA, normally including the VSA president. Faculty representation from additional standing committees depends on the focus of the work of P&P in a given year. Examples include but are not limited to the faculty co-chair of the committee on admission and student financial services, the chair of the assessment committee, and a faculty member of the campus master planning committee.

Section 2. Committee on Benefits

Purpose: The committee on benefits advises the president and the trustees on policies concerning benefits the college provides to faculty and administrators. The committee consults with the faculty compensation committee on any possible changes to benefits that affect the overall compensation of the faculty, as well as with the relevant officers of the administration.

Membership: The committee on benefits consists of the vice president for technology and human resources (chair), three members of the administration appointed by the president, the budget member of FPCC, an assistant professor elected for a two year term, a senior member of the faculty who has served on the committee on planning and priorities within the past five years who is chosen

by the committee on committees for a three year term, an emeritus member of the faculty chosen by the chair, and a member of the human resources staff (ex officio).

Section 3. Accessibility Committee

Purpose: The committee is charged with developing and supporting the College's accessibility goals and formulating plans that allow the College to achieve those goals. It presents changes related to education policy to the faculty for approval and is advisory to the president on administrative policies. The committee will review and assess progress towards the College's accessibility goals annually and will report to the President, Trustees, and the Vassar community at-large on progress achieved and future action items.

Membership: The committee consists of the Director of Equal Opportunity and Affirmative Action, Associate Vice President of Human Resources or designee, Dean of Studies, Director of Accessibility and Educational Opportunity or designee, Dean of Strategic Planning (Chair), the VP for Finance & Administration, the VP for Information Technology and Human Resources, the Dean or Associate Dean of Faculty, four faculty members elected at large, four students including the VSA Chair of Health and Wellness, and two staff members.

Section 4. Committee on Campus Master Planning

Purpose: The committee formulates and revises the master plan for the development of the campus; provides a forum for the review and discussion of current issues and longer-range plans related to the maintenance and improvement of buildings and grounds; and advises the president, and through the president, the executive committee and the committee on buildings and grounds of the board of trustees, on matters of policy.

Membership: The committee on campus master planning includes the dean of strategic planning and academic resources (chair) , vice president for finance and administration, three faculty members elected to three year terms, one from each division, with one retiring each year, and three students. In addition, the committee includes, ex-officio, the assistant vice president for facilities operations, a facilities project manager, the director of accessibility and educational opportunity, an associate dean of the faculty, the chief information officer, the associate dean of the college for living and wellness, the director of sustainability, and the faculty sustainability coordinator. (Amended November 5, 1997, February 18, 2009, May 12, 2021)

Section 5. Committee on College Life

Purpose: The committee on college life reviews academic and residential policies as they affect students and recommends to the president revisions of college regulations. The committee is empowered to set regulations for the college community to ensure compliance with existing local, state and federal laws.

The committee serves as the liaison, through the dean of the college and the president, between students and the trustees.

Membership: The Committee on College Life consists of the Dean of the College (chair), three administrators chosen by the Dean of the College, two members of the faculty elected for staggered two year terms, one house fellow, four students elected to represent each of the four classes, a member of the executive board of the VSA, and a student member chosen at large.

Section 6. Campus Investor Responsibility Committee

Purpose: The campus investor responsibility committee recommends to the trustee investor responsibility committee votes on social action proxies being considered by shareholders of public

companies represented in the college portfolio. It also studies broader investor responsibility issues and makes recommendations to the trustee committee.

Membership: The committee consists of the Dean of Strategic Planning and Academic Resources, two alumnae/i, two students, two members elected from the faculty for two year terms, and two administrators. As one of its nine members, the Dean of Strategic Planning and Academic Resources chairs the committee, coordinates the selection of committee members who are chosen or appointed by the relevant constituency, and serves as a non-voting member except in the case of a tie. Each constituency may also be represented by an alternate.

Section 7. College Committee on Climate Action and Sustainability

Purpose: The committee acts as a forum for the discussion of administrative and educational policies that foster a sustainable interaction between human beings and the natural environment. It presents for approval to the faculty policies that are related to educational policy and is advisory to the president on administrative policies. Any policy changes approved by the faculty is submitted to the trustees for final approval.

Membership: The college committee on sustainability consists of the college sustainability coordinator (chair); two members elected from the faculty; one student; one representative from the alumnae/i; and one representative from each of the following offices: buildings and grounds, computing and information services, purchasing, development, and dining services.

Section 8. Committee on Inclusion and Equity

Purpose: The Committee on Inclusion and Equity (CIE) is a presidential advisory committee. The committee works with the President each year to identify college policies that would benefit from a clearer articulation of the institution's stance pertaining to diversity, inclusion, and equity. The committee researches high-priority campus concerns. It develops pertinent guidelines that are reviewed by the President and the shared governance structures of the College, before being proposed for adoption as official statements or policy.

Membership: The Committee on Inclusion and Equity includes students, administrators, and faculty, some of whom are appointed by the President, and some of whom are elected. The appointed members include one faculty co-chair, whose term is three years, and administrators from various campus offices. The Faculty Director of Institutional Equity serves as the second faculty co-chair. The elected members include two student representatives, one untenured faculty member, and two faculty members of any rank. The term of service for student representatives is one year and the term of service for elected faculty is two years.

Article IV: Amendment

Article I: Organization of Committees and Article II. Faculty *Governance* Committees may be amended by a simple majority vote of the faculty with the concurrence of the president and after conference with the appropriate representatives of the student body in the event of proposed amendments to sections describing committees on which students are members. The faculty do not act on amendments at the meeting in which they are first discussed.

Article III. Other Standing Committees may be amended by the president after consultation with the appropriate bodies.