

REVITALIZING OUR COVENANT
A DISCUSSION OF SHARED GOVERNANCE AT GUSTAVUS,
IN WHICH THE TRUSTEES, ADMINISTRATION, AND FACULTY WORK TOGETHER TO UNDERSTAND WORKING TOGETHER

The document excerpts below are the slices that most obviously relate to shared governance. Omissions shouldn't be read to reflect anything more than an attempt at brevity and (relatively) easy reading for our present purposes. The [Purple Pages](#) and [Blue Pages](#) of the Faculty Book have these documents in full.

MISSION STATEMENT

Gustavus Adolphus College is a church-related, residential liberal arts college firmly rooted in its Swedish and Lutheran heritage.

The College offers students of high aspiration and promise a liberal arts education of recognized excellence provided by faculty who embody the highest standards of teaching and scholarship. The Gustavus curriculum is designed to bring students to mastery of a particular area of study within a general framework that is both interdisciplinary and international in perspective.

The College strives to balance educational tradition with innovation and to foster the development of values as an integral part of intellectual growth. It seeks to promote the open exchange of ideas and the independent pursuit of learning.

The College aspires to be a community of persons from diverse backgrounds who respect and affirm the dignity of all people. It is a community where a mature understanding of the Christian faith and lives of service are nurtured and students are encouraged to work toward a just and peaceful world.

The purpose of a Gustavus education is to help its students attain their full potential as persons, to develop in them a capacity and passion for lifelong learning, and to prepare them for fulfilling lives of leadership and service in society.

CORE VALUES

Implicit in this statement of institutional purpose and goals are certain institutional values that guide the Gustavus community. These values are rooted in our distinctive heritage and help to define our community. They also help us to focus on appropriate objectives for our college, guide the selection of priorities among those objectives, and help to shape the strategies we will pursue in the face of various challenges and opportunities.

Excellence: First among the College's shared values is a commitment to high quality and excellence in all that we do. Commitment to excellence calls on all of us to achieve to the very best of our capabilities and exceed our own expectations. Our distinctive heritage demands nothing less than excellence.

Community: Gustavus has always prized community. Civility, mutual respect, cooperation, shared governance, and a pervasive sense of concern for every member of the Gustavus community are hallmarks of the College. Freedom to express a broad range of ideas is central to our sense of community.

Justice: Our Swedish and Lutheran heritage lead us to hold up justice as a primary institutional value. We strive to be a just community in all of our actions and to educate our students for morally responsible lives. "Education for the common good" is our objective, and integrity must be one of our defining characteristics.

MAKE YOUR LIFE COUNT

Service: The College highly values service as an objective of life and education. We embrace the notion that authentic leadership expresses itself in service – the classical ideal of a truly liberating education. Education frees us to serve God and humanity to the best of our abilities.

Faith: Conviction that religious faith enriches and completes learning is the foundation of community, ethics, and service. We are compelled to excel in a divinely ordered world. Without expecting conformity, we encourage an honest exploration of religious faith and seek to foster a mature understanding of the Christian faith.

GUSTAVUS ARTICLES OF INCORPORATION

Article VIII Board of Directors

Section 1: The government and management of this corporation shall be vested in its Board of Directors (the “Board”). [*A note in the Articles outlines that, under law, what we call the “Board of Trustees” is, legally, the “Board of Directors”.*]

Section 2: The number of directors and the manner of their selection shall be set forth in the Bylaws of this corporation.
[...]

GUSTAVUS CONSTITUTION (BYLAWS)

ARTICLE III Authority and Responsibilities of the Board of Directors

[...]

3.2 Board Responsibility. All business and affairs of the College are managed under the direction of the Board. In the exercise of this responsibility, the Board shall have the power to take any actions in the College’s interest that are permitted by law, by the College’s Articles of Incorporation, and by these Bylaws. Without limitation, the Board’s specific responsibilities include:

- 3.2.1 Establishing and periodically reviewing the College’s mission and purposes.
- 3.2.2 Establishing the process for selecting the President of the College (the “President”).
- 3.2.3 Electing the President
- 3.2.4 Setting the terms of the President’s employment, including compensation.

3.2.5 Annually assessing the President’s performance based on mutually agreed-upon goals and other criteria, using a process established by the Board.

3.2.6 Appointing, upon recommendation of the President, other officers in the administration.

3.2.7 Establishing, upon the recommendation of the President, the structure, policies, and rules for the efficient organization, administration, and operation of the College.

3.2.8 Approving the College’s academic program, upon the recommendation of the President in consultation with the Chief Academic Officer and formed in cooperation with the faculty; enabling the faculty to develop curricula, instructional programs, and degree requirements, while ensuring they are consistent with the mission and purpose of the College as established by the Board, including the academic procedures and policies articulated in the Faculty Manual.

3.2.9 Conferring earned and honorary degrees in accord with policies set by the Board, empowering the faculty to establish the requirements and determine when the requirements have been met for earned degrees.

3.2.10 Empowering the faculty to exercise its responsibility for the effective conduct of the College's academic program, including the academic life of students in accordance with policies approved by the Board.

3.2.11 Adopting institutional policies governing the appointment, promotion, tenure, and dismissal of faculty as articulated in the Faculty Manual.

3.2.12 Adopting policies that protect academic freedom and contribute to the best possible environment for the faculty to teach, to pursue their scholarship, to perform public service, and to fulfill the mission of the College.

3.2.13 Adopting appropriate policies for all students, faculty, officers, and employees.

3.2.14 Adopting non-discrimination policies for all students, faculty, officers, and employees.

3.2.15 Overseeing the College's financial affairs and risk management, including the borrowing of money, the assumption of liabilities, the management of funds, the acquisition or disposition of property, the approval of budgets, and appointment of an independent auditor.

3.2.16 Establishing tuition and other fees.

3.2.17 Periodically evaluating the Board's own performance.

3.3 Role Of Bylaws And Other Board Policies.

Subject only to applicable law and the College's Articles of Incorporation, these Bylaws take precedence over all other institutional statements, documents, and policies. Board policies, wherever stated, take precedence over all other institutional statements, documents, and policies.

[...]

ARTICLE IV

Board Membership

4.1.7 Expectations For Directors. The Board expects all directors to share certain characteristics:

4.1.7.1 A deep commitment to the College; to its mission, vision, values, and purpose; and to Lutheran higher education.

4.1.7.2 A genuine care for the education, health, and spiritual development of the College's students.

4.1.7.3 A passion for the welfare and development of the administration, faculty, and staff of the College.

4.1.7.4 An understanding of educational and organizational administration.

4.1.7.5 A willingness to serve as an advocate for the College.

4.1.7.6 A sense of stewardship for the College, its people, and its property.

4.1.7.7 A willingness and ability to contribute to the Board's work by attending meetings, participating in committee projects, and being present on campus frequently for College activities.

4.1.7.8 A commitment to support the College financially at a level that is generous and appropriate in light of the director's means.

ARTICLE VI

The President And Administrative Officers

6.1 Election Of The President. The Board shall elect the President, who shall serve at the pleasure of the Board. The Board shall set the President's compensation and other terms of employment.

6.2 Duties Of The President. The President shall be the College's chief executive officer. The President's authority is derived from the Board and includes responsibility for all educational and managerial affairs. The President is responsible for implementing all Board policies, keeping the Board informed of important matters as appropriate,

consulting with the Board on matters relating to its fiduciary and policy-making responsibilities, and serving as the chief spokesperson for the College. The President shall serve as a voting member of the executive committee and of all other Board sub-groups, except the audit committee and presidential review committee.

[...]

6.4 Administrative Officers. Upon the recommendation of the President, the Board shall appoint (i) the Chief Academic Officer and (ii) the Treasurer. Upon the recommendation of the President, the Board may appoint additional administrative officers. The President shall have the authority to determine the process by which he or she selects the persons recommended for appointment as an administrative officer.

6.5 Terms, Authority, And Responsibilities of Administrative Officers And Other Administrative Leaders. The administrative officers and other administrative leaders serve at the pleasure of the President. The President shall set the employment terms for all administrative vice presidents and other administrative leaders and is responsible for evaluating the performance of all such persons. The President shall define for the Board the duties of each administrative officer and each other administrative leader.

ARTICLE VIII The Executive Committee

8.1 Composition. The executive committee shall consist of (i) the Chair; (ii) each Vice Chair; (iii) the President; (iv) the Secretary, if the Secretary is a director; (v) the immediate past Chair for one (1) year after leaving office, if the immediate past Chair continues to be a director; (vi) the President of the Association; and (vii) up to four (4) and not fewer than two (2) additional directors elected at the annual meeting for one-year (1-year) terms. The

Secretary, even if not a member, shall attend executive committee meetings in order to take the minutes, unless the committee determines that the matters under consideration would render such attendance inappropriate.

8.2 Duties. The executive committee shall (i) undertake any duties assigned to it by the Board; (ii) assist the Chair and the President with their shared responsibility for effective Board operations by, among other things, participating in the preparation of Board-meeting agendas; and (iii) take any action for the Board that the executive committee determines must be taken before the Board meets again, endeavoring always to preserve for the Board the fullest possible flexibility for addressing the matter at its next meeting. The committee shall have the authority to act for the Board on all matters except for the following, which shall be reserved for the Board: presidential selection and termination; director and Board officer elections, changes in institutional mission and purpose, and changes to the Articles of Incorporation or the Bylaws. The executive committee shall provide to all directors prior to each Board meeting minutes of all executive committee meetings that have taken place since the previous Board meeting, and such minutes shall disclose all action as taken by the executive committee.

[...]

ARTICLE IX Other Board Sub-Groups

9.1 Audit And Presidential Review Committees. The Board shall have an audit committee and a presidential review committee and shall develop an appropriate charter for each.

9.3 Sub-Group Composition. A director shall chair each Board sub-group. However, the Board may permit non-directors to hold membership in particular sub-groups. All sub-group members serve

at the pleasure of the Board. Moreover, in connection with their service, all sub-group members are bound by the standard-of-conduct rules and the conflict-of-interest rules that apply to directors under Minnesota law.

ARTICLE X The Faculty

10.1 Faculty Policies and Tenure. The composition, rights, responsibilities and duties, authority and privileges of the faculty, together with rules of procedure and organization relating thereto, shall be contained in the Faculty Manual, which shall include the provision that all members of the faculty are entitled to academic freedom as set forth in the 1940 Statement of Principles on Academic Freedom and Tenure formulated by the American Association of University Professors. Amendments to the Faculty Manual can be made and approved only by action of

both the Board and the faculty. Continuous tenure shall be conferred only by the Board acting on the recommendation of the President.

ARTICLE XI The Students

11.1 Student Policies. Subject to review and approval by the Board, the President and administrative leadership shall prescribe rules, policies, and procedures that govern student life and that are consistent with the mission, vision, purposes, and policies set by the Board. The President shall ensure that these rules, policies, and procedures are published in a form that is available to faculty, students, parents, and all others with a need to know them. The President also shall ensure that the rules, policies, and procedures are fairly and consistently enforced.

GUSTAVUS FACULTY MANUAL

[...]

1.1.7 Faculty/Administration Appointments

1.1.7.1 Appointment of Faculty to Administrative Positions

A faculty member may be appointed to a full-time, fixed-term administrative position for up to three years. If a faculty member on a probationary appointment accepts such an administrative appointment, the time spent in such assignment may be counted toward fulfilling the probationary period prior to tenure. Terms and conditions of such appointment will be stated in writing at the time of appointment. The academic department(s) concerned will normally be permitted to search for a full-time visiting special appointment faculty member to replace their colleague during this fixed-term administrative appointment.

A faculty member who accepts a full-time administrative appointment beyond three years retains rank and tenure status. At the time this

appointment is accepted, the academic department(s) will normally be permitted to search for a tenure-track faculty replacement. Administrators holding tenured faculty status will have the option of assuming a regular faculty appointment upon leaving the administration. Should they do so, their appointment normally will constitute an additional faculty position in that department.

1.1.7.2 Appointment of Administrators to Faculty

The President, the Provost, or other senior administrators who hold a terminal degree may be offered faculty status or tenured faculty status. Faculty status may be offered following approval by the designated academic department and the Faculty Senate. If coming to Gustavus from a tenured position, tenured faculty status may be offered following approval by the academic department, the Faculty Senate, and the Board of Trustees. Administrators holding tenured faculty status will have the option of assuming a regular

faculty appointment upon leaving the administration. Should they do so, their appointment normally will constitute an additional faculty position in that department.

1.1.7.3 Part-time Appointment of Administrators to Faculty

Administrators may be appointed as faculty to teach courses in J-Term or during the semester with the approval of the Provost and the appropriate academic department. When serving as faculty, administrators have all the rights and privileges of part-time faculty.

[...]

2.5.0 Tenure

Election to appointment with continuous tenure is by the Board of Trustees upon recommendation of the President who will have received a recommendation from the Provost subsequent to an established system of peer review. Regular and joint appointment faculty will be considered for appointment with continuous tenure in the semester specified at the time of hire or in accordance with a written modification of that agreement. Appointments with continuous tenure are not made at the rank of instructor.

[...]

3.1.0 Responsibilities and Duties

The faculty has primary responsibility for curriculum, subject matter and methods of instruction, research, faculty status, and those aspects of student life which relate to the educational process. On these matters, the power of review or final decision lodged in the Board of Trustees or delegated by it to the President should be exercised adversely only in exceptional circumstances, and for reasons communicated to the faculty. It is desirable that the faculty should, following such communication, have opportunity for further consideration and further transmittal of its views to the President or Board. Budgets, personnel limitations, the time element, and the policies of other

groups, bodies and agencies having jurisdiction over the institution may limit the realization of faculty advice.

3.1.1 Academic Program Responsibilities

It will be the faculty's responsibility:

1. to establish the requirements for the degrees offered, to determine when the requirements have been met, and to recommend to the administration candidates for degrees;
2. to prepare and approve courses of study to the administration;
3. to adopt aims and policies with respect to instruction;
4. to determine standards, time, and manner of examinations;
5. to develop policies regarding admission, promotion, probation, and discipline of students for academic reasons;
6. to recommend annually the academic calendar to the administration;
7. to promote measures whereby the spiritual, intellectual, and social life of the College may be enriched and ennobled, and the cultural aims of the College may be achieved.
8. to regularly assess student learning.

3.1.2 Teaching, Committee, and Ceremonial Responsibilities

In addition to teaching assignments, regular and joint appointment faculty, not on leave, whatever their teaching assignment, are expected to accept committee or other special assignments and to attend convocations and ceremonial occasions, including commencement.

3.1.3 Responsibilities to Colleagues

Faculty status and related matters are primarily a faculty responsibility; this area includes appointments, reappointments, decisions not to reappoint, promotions, the granting of tenure, and dismissal. The primary responsibility of the faculty for such matters is based upon the fact that its

judgment is central to general educational policy. Furthermore, scholars in a particular field or activity have the chief competence for judging the work of their colleagues; in such competence it is implicit that responsibility exists for both adverse and favorable judgments. Likewise, there is the more general competence of experienced faculty personnel committees having a broader [college-wide] charge. Determinations in these matters should first be by faculty action through established procedures, reviewed by the chief academic officers with the concurrence of the Board. The governing board and the President should, on questions of faculty status as in other matters where the faculty has primary responsibility, concur with the faculty judgment except in rare instances and for compelling reasons which should be stated in detail.

3.1.4 Participation in College Governance

Agencies for faculty participation in the governance of the College will be established at each level where faculty responsibility is present. The faculty participates in College governance in its actions as a total faculty, and through elected representatives on standing or special committees for such purposes as the search for and periodic evaluation of the President and the Provost, the development of the College budget, and the determination of faculty compensation. The faculty may constitute and elect committees as may be needed for the discharge of its responsibilities and duties, and determine the function and membership of such committees.

3.2.0 Rights and Privileges

3.2.1 Academic Freedom

All members of the faculty, whether on appointment with continuous tenure or not, are entitled to academic freedom as set forth in the 1940 Statement of Principles on Academic Freedom and Tenure [formulated] by the American Association of University Professors and incorporated in the Constitution and Bylaws of the College (See Article X, Section 2.)

3.2.2 All-College Policies

Faculty members are afforded rights and protections under the policies found in the college's All-College policies Handbook – such as the Policy Against Harassment and the Nondiscrimination Policy. In order to ensure the continued protection of academic freedom, nothing in these policies will supersede a faculty member's rights and protections as outlined in relevant sections of the Faculty Manual, especially those governing grievances, tenure, discipline, and dismissal.

3.2.4 Grievance, Disciplinary, and Appeal Procedures

[Editor's Note: This section is an important example of governance in action, and it contains helpful examples of faculty and administration working together to achieve right results – but it is outlined in such detail that it actually occupies much of the Faculty Manual. Other parts of the Manual (e.g., 2.6.2) are like this, too.]

4.1.0 Procedures for Amending the Faculty Manual are as follows:

1. Any proposed amendment to the Faculty Manual (except for Appendix B as explained below), whether from Faculty or Board of Trustees, will be submitted in writing to the faculty at least ten (10) days prior to the faculty meeting at which it is to be discussed. The written notice will indicate the date of the faculty meeting at which the proposal will be discussed. Once the vote has been called, faculty will have no less than one week to vote on the amendment. A simple majority of faculty votes cast is required to adopt the amendment and recommend it to the Board of Trustees.

In Appendix B, the Faculty Salary Schedule and the details and provisions of Fringe Benefits may be amended annually by the Board of Trustees or its designees after consultation with the Faculty Senate or its designees and the Budget Committee.

2. Approval by the Faculty and the Board of Trustees is required for an amendment to be adopted.