



No.: 139/2013

Preamble

From 1978 to 1987, both the academic and administrative affairs of Notre Dame University-Louaize (NDU), then known as Louaize College of Higher Education (LCHE), were governed by the By-laws, policies, and procedures of the Beirut University College (BUC), now known as the Lebanese-American University (LAU).

Since the August 14, 1987, decree no. 4116, which granted NDU-Louaize the right to operate as an independent degree-granting university, NDU has developed an internal governance framework of its own.

The University's Constitution and By-laws have been amended several times since its inception to meet NDU's growing academic and administrative affairs. The present formula finds its roots in a University framework, which comprises the Supreme Council; Board of Trustees (BOT); University President; legislative and executives bodies (University Council and Council of Deans); vice-presidents; faculty members; staff and students.

In order to meet NDU's growing academic and administrative affairs, the University's Constitution and By-laws have been amended as follows (in chronological order):

1. The BOT and the Board of Overseers amended the University Constitution and By-laws on December 6, 1990.
2. The BOT and the Board of Overseers amended the University Constitution and By-laws on November 18, 1993.
3. The BOT amended and approved the University Constitution and By-laws on June 4, 1996.
4. The BOT amended and approved the University Constitution and By-laws on June 22, 2000.

The Constitution introduces the University's mission and governance framework, whereas the Bylaws explain in detail the internal governance structure of the University from the existence of the University General Assembly down to the organization of the academic departments as well as the responsibilities of individual faculty members. The By-laws also specify the titles of administrative positions.

The University Council approved the amended By-laws and took note of the amended Constitution on September 17, 2013. On October 21, 2013, the BOT amended and approved the University Constitution and By-laws.



الرهبانِيَّة المارونيَّة المريميَّة
ORDO MARONITA B.M.V.

الرئيس العام
le Supérieur Général

In my capacity as Chairman of the Supreme Council, and being responsible for the institutions of the Maronite Order of the Holy Virgin Mary and primarily Notre Dame University–Louaize, I assert my confidence in the University administration, putting at the disposal of its officers and administrators, the 2013 By-laws into effect. While I express my gratitude to all their exerted efforts, I call for continued cooperation among the University administration, the Board of Trustees and the Supreme Council.

Verily, God is the grantor of success.

Zouk Mosbeh, October 28th, 2013




Fr. Abbot Boutros Tarabay,
Superior General of the Maronite Order of the Holy Virgin Mary
Chairman of the Supreme Council of Notre Dame University-Louaize

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List of Abbreviations

AVPAS	Assistant Vice-President for Academic Support
AVPIT	Assistant Vice-President for Information Technology
BOT	Board of Trustees
COD	Council of Deans
DA	Director of Admissions
DAA	Director of Alumni Affairs
DCS	Director of Campus Services
DDCE	Director of Division of Continuing Education
DHR	Director of Human Resources
DIR	Director of International Relations
DIRA	Director of Institutional Research and Assessment
DP	Director of Purchasing
DPD	Director of Planning and Development
DPP	Director of Physical Plant
DPR	Director of Public Relations
DRC	Director of a Regional Campus
DS	Dean of Students
DUP	Director of University Publications
NDU	Notre Dame University – Louaize
OMM	Maronite Order of the Holy Virgin Mary
UAC	University Admissions Committee
UBPC	University Budget and Planning Committee
UC	University Council
UCC	University Curriculum Committee
UFAC	University Financial Aid Committee
UFPC	University Faculty Personnel Committee
UGC	University Graduate Committee
UIA	University Internal Auditor
UITC	University Information Technology Committee
UL	University Librarian
ULC	University Library Committee
URC	University Research Committee
USAC	University Student Affairs Committee
VPA	Vice-President for Administration
VPAA	Vice-President for Academic Affairs
VPF	Vice-President for Finance
VPPAC	Vice-President for Public Affairs and Communication

Notre Dame University – Louaize

The Constitution

Amended and approved by the Board of Trustees

on October 21, 2013

Constitution

Chapter 1: The University

Section 1.1: Name and Legal Aspect

Notre Dame University–Louaize (hereafter also referred to as “NDU” or the “University”) was founded in 1987 pursuant to Executive Decree 4116 of the Lebanese Government, dated August 14, 1987.

The provisions of this Constitution and By-laws are governed by and subordinate to the laws of the Lebanese Republic, which govern the establishment and organization of institutions of higher education.

Section 1.2: Identity

NDU is a Lebanese private, non-profit, Catholic institution of higher education, which adopts the American model of liberal arts education. NDU offers quality instruction at a variety of degree levels and offers opportunities for research in various fields of interest for Lebanese and foreign students alike in a spirit of openness that embraces all cultures, regardless of race, gender, color, religion, or sect.

Section 1.3: Mission

As a Catholic institution inspired by the cultural and spiritual heritage of the Maronite Order of the Holy Virgin Mary (hereafter referred to as the “OMM” or “The Order”), NDU seeks to provide comprehensive quality education that fosters excellence in scholarship, lifelong learning, enlightened citizenship, human solidarity, moral integrity, and belief in God. In designing its curricula, NDU is committed to the philosophy and standards of the American model of liberal arts education. Conceiving itself as an authentic academic community, NDU promotes diversity, respect for human dignity and rights, and concern for the common good. Its profound aspiration is to prepare its students to be future leaders who can exercise reason upon knowledge and shape a world of truth, justice, love, and freedom.

Section 1.4: Spiritual Affiliation

Founded by the OMM, NDU espouses the Catholic, Maronite, religious, and spiritual affiliation of its founders, without imposing any sectarian obligations on faculty members, staff, or students. The cultural and spiritual heritage of the OMM highlights a belief in a unified Lebanon, a belief in education, as a means of protection against fanaticism and corruption, and a dedication to freedom of thought and expression. NDU espouses such values and beliefs irrespective of color, creed, race, or gender, and seeks to enhance these values through the liberal teaching-learning process it offers and through the career preparation that caters to the real needs of the Lebanese community, the region, and the world.

Section 1.5: Objectives

NDU commits itself to contribute to the formation of individuals:

- i. Who are inspired by God to pursue Beauty, Goodness, and Truth, and who allow God to guide them in their individual and communal behaviors; namely, to love their fellow man.
- ii. Who practice moral values in word, deed, and conduct.
- iii. Who are responsible, free, open-minded, and who subscribe to the values of tolerance, dialogue, and justice.
- iv. Who are multilingual, cultured, capable of demonstrating profound perception and active critical thinking, able to pursue knowledge diligently, and solicit specialization in specific educational disciplines, as tributaries to their cultural identity.
- v. Who care primarily to develop their compassion, improve the quality of their lives, work, and productivity, and fuse work and knowledge to develop society and the national economy.
- vi. Who meet all national obligations aimed at progress, development, and the obedience of laws, and whose love for land and people, and loyalty for country are paramount.
- vii. Who enjoy a professional and rich background in the liberal arts, and who are prepared to compete in a globalizing world.

Section 1.6: Academic Relations

In order to achieve its Mission and Objectives, NDU shall seek to initiate academic and cultural relations with other universities in Lebanon and abroad.

Chapter 2: University Governance

The governance of the University is vested in the Supreme Council, the Board of Trustees (hereafter referred to as “The Board” or the “BOT”), the University bodies (University General Assembly, the University Council, the Council of Deans) and all University officers and administrators, as stipulated in the Constitution and By-laws.

Section 2.1: Supreme Council

The Supreme Council, which is formed from the Governing Council of the OMM, and Chaired by the Abbott of The Order, shall be the highest executive body of NDU and shall:

- a. Supervise the performance of the University.
- b. Follow-up with the BOT on the latter’s activities as defined in Section 2.2 *in fine* hereunder.
- c. Promulgate the Mission and Objectives of the University and supervise the implementation of these fundamentals.
- d. Appoint the President of the University in compliance with the Statutes and By-laws of the Board, and in compliance with the rules and regulations governing higher education in the Lebanese Republic.
- e. Hold University properties.
- f. Maintain at all times the welfare of the University.

Section 2.2: Board of Trustees

The BOT shall be formed of a minimum of 15 members and a maximum of 25 members. The OMM shall be represented by a maximum of five of its members. The members of the Board are select community leaders of high moral, educational, and social calibers, who possess expertise in the fields of academia, finance, and administration. Exclusive of the prerogatives of the Supreme Council, the BOT shall determine the educational, developmental, and planning policy of the University and supervise its implementation, specifically in approving the By-laws of the University and the amendments of these By-laws prior to their submission to the official bodies concerned.

Section 2.3: University Bodies

2.3.1: General Assembly

The University General Assembly (hereafter referred to as the “Assembly”) shall serve as the representative body of the University full-time faculty members on all matters affecting their academic and administrative work.

2.3.2: University Council

The University Council (hereafter referred to as the “Council” or the “UC”) is the legislative body of the University and shall act in that capacity in response to the needs of the various University units. It is the highest council within the University.

2.3.2.1: University Committees

There shall be standing and ad-hoc committees at NDU. Names, role, composition, and rules of all standing committees are specified in the By-laws. Committees may be created, merged, or terminated by virtue of the regulations specified in the By-laws.

2.3.3: Council of Deans

The Council of Deans (hereafter referred to as the “COD”) shall be the academic executive body of the University. It supervises all academic matters at the University. It acts as a liaison body among the heads of units for promoting the exchange of ideas in the management of individual units.

Section 2.4: University Executive Officers and Administrators

With the University President, there shall be University Executive Officers and University Administrators, whose executive duties and functions shall be determined by the By-laws. The positions of University Executive Officers and University Administrators may be created, terminated, or the roles modified as specified in the By-laws.

Chapter 3: The President

Section 3.1:

The President is the chief executive officer of the University. He shall have the authority and right to direct all operations and activities of the University in accordance with the University Constitution, Bylaws and the laws of the Lebanese Republic governing higher education in Lebanon.

The President, who serves at the pleasure of the Supreme Council, shall submit regular reports to the Supreme Council and the BOT about the University.

Section 3.2: The President's Cabinet

There shall be a President's Cabinet (hereafter referred to as the "Cabinet"). The Cabinet is composed of the President, all Vice-Presidents of the University, the Assistant(s)/Advisor(s) to the President and the University Legal Counsel. It shall serve as a consulting and advisory body to the President.

Chapter 4: Campuses, Faculties and Faculty Members

Section 4.1: Campuses

4.1.1: Composition

NDU consists of a Main Campus and Regional Campuses.

The creation or termination of a campus, its expansion or reduction requires (in addition to the procedures set in the By-laws) the approval of the Supreme Council.

4.1.2: Organization

NDU is organized into Faculties and other academic and administrative units, as deemed necessary.

The creation, termination, or merger of Faculties may be done upon written recommendations of the COD, the Council, and the President, and upon the approval of the BOT and the Lebanese official authorities concerned.

4.1.3: Regional Campus

A regional campus is a non-autonomous University campus located in a region beyond a reasonable commuting distance from the University main campus. It provides programs of study as well as research and outreach activities in order to make higher education more readily accessible to the local community of that region. Ultimate control of academic matters in a regional campus shall be the responsibility of the academic central administration of the University.

Section 4.2: Faculties

4.2.1: Faculty Organization

Each Faculty shall be organized into Departments and other Units, as needed.

4.2.2: Faculty Composition

Each Faculty shall be composed of the President, the Vice-President for Academic Affairs, the Dean of the Faculty, the Associate and Assistant Deans of the Faculty, if any, Chairpersons, Emeritus Professors, and all full-time and part-time Faculty Members of the Faculty.

Section 4.3: Faculty Members

A Faculty Member is any person contracted by the University to teach, conduct research, and/or provide academic services in line with the Mission and Core Values of the University.

4.3.1: Categories of Faculty Members

- Full-time faculty members;
- Part-time faculty members.

4.3.2: Ranks of Full-time Faculty Members

- Instructor;
- Lecturer;
- Senior Lecturer;
- Assistant Professor;
- Associate Professor;
- Full Professor.

Chapter 5: Staff

A Staff Member is a non-teaching full-time or part-time employee of the University in one of its units.

Chapter 6: Students

In accordance with Lebanese law, NDU admits:

- a) Applicants who have successfully passed the Lebanese Baccalaureate, or its official equivalent, and all other University requirements.
- b) Applicants who do not meet the above condition and who are to join the Freshman class, provided they obtain a written authorization from the appropriate Lebanese authorities.

Chapter 7: Amendments

Section 7.1: Proposals for Amendments

Proposals to amend the Constitution or any section therein may be initiated by the President or by a written petition signed by one-third of all the members of the University Council.

Section 7.2: Notice

7.2.1: The President shall distribute the proposed amendment in writing at least one week prior to the next regular meeting of the Council.

7.2.2: The proposed amendment shall go to the Chair of the Council and shall be placed as the first item on the Agenda at the next regular meeting.

Section 7.3: Adoption

7.3.1: A majority vote of at least two-thirds of all the members of the Council shall be required for the adoption of amendments to the Constitution.

7.3.2: Amendments to Chapters 1 and 2 (sections 2.1 and 2.2) adopted by the Council, shall require the written approval of the BOT and the Supreme Council.

7.3.3: Amendments to all other Chapters, adopted by the Council, shall require the written approval of the BOT.

Charter on the Identity
of
Notre Dame University-Louaize

Amended and approved by the Board of Trustees
on December 7, 2009

Amended and approved by the Board of Trustees
on November 14, 2011

Amended and approved by the Supreme Council and
by the Board of Trustees on January 16, 2012

Charter on the Identity of Notre Dame University-Louaize

This Charter has been drafted in accordance with the laws of the Lebanese Republic, which govern the establishment and organization, governance, and processes of institutions of higher education, and it complies with the stipulations of the Code of Canons of the Eastern Catholic Churches.

2. Notre Dame University-Louaize (NDU) is a private, non-profit Catholic organization owned by the Maronite Order of the Holy Virgin Mary (OMM), which assumes the moral and financial obligations of the University above all other bodies concerned. The University enjoys the broadest possible margin of flexibility in managing its resources, human or otherwise, which must be primarily utilized to promote and develop its academic and educational objectives, as herein provided by this Charter. The Council of Elders is the Supreme Council; it shall be the highest executive body and shall:
 - a. Supervise the performance of the University.
 - b. Follow-up with the BOT on the latter's activities as defined in the Constitution, section 2.2.
 - c. Promulgate the Mission and Objectives of the University and supervise the implementation of these fundamentals.
 - d. Appoint the President of the University in compliance with the Statutes and By-laws of the Board, and in compliance with the rules and regulations governing higher education in the Lebanese Republic.
 - e. Hold University properties.
 - f. Maintain at all times the welfare of the University.
3. Lebanese laws officially recognize NDU as a private institution of higher education, which offers quality instruction at a variety of degree levels and offers opportunities for research in various fields of interest aimed at providing its students, body of scholars, and the general public with solid roots that exemplify genuine human values.
4. NDU offers higher education to Lebanese and foreign students alike in a spirit of openness that embraces all cultures, regardless of race, gender, color, religion, or sect, and NDU maintains at all times the Catholic spirit, which is the belief of the OMM.
5. NDU retains the right to establish, within the confines of the current rules and regulations, educational and cultural relations with institutions of higher education both in Lebanon and abroad.

6. NDU adopts the American model of liberal arts education and remains committed to keep abreast of current advances, new technologies, approaches, and methods in developing and revising its curricula. Although English is the primary language of instruction, other languages may be used to foster growth and development when deemed necessary.
7. NDU commits itself to contribute to the formation of individuals:
 - a. Who are inspired by God to pursue Beauty, Goodness, and Truth, and who allow God to guide them in their individual and communal behaviors; namely, to love their fellow man.
 - b. Who practice moral values in word, deed, and conduct.
 - c. Who are responsible, free, open-minded, and who subscribe to the values of tolerance, dialogue, and justice.
 - d. Who are multilingual, cultured, capable of demonstrating profound perception and active critical thinking, able to pursue knowledge diligently, and solicit specialization in specific educational disciplines, as tributaries to their cultural identity.
 - e. Who care primarily to develop their compassion, improve the quality of their lives, work, and productivity, and fuse work and knowledge to develop society and the national economy.
 - f. Who meet all national obligations aimed at progress, development, and the obedience of laws, and whose love for land and people, and loyalty for country are paramount.
 - g. Who enjoy a professional and rich background in the liberal arts, and who are prepared to compete in a globalizing world.

The Constitution and Bylaws

of the Board of Trustees

NOTRE DAME UNIVERSITY- LOUAIZE LEBANON

Amended and approved by the Board of Trustees
on December 7, 2009

Amended and approved by the Board of Trustees
on November 14, 2011

Amended and approved by the Supreme Council and
the Board of Trustees on January 16, 2012

Amended and approved by the Board of Trustees
on March 14, 2018

Amended and approved by the Supreme Council
on March 27, 2018

INTRODUCTION

1. This Constitution complies with the Lebanese laws governing the establishment and organization of institutions of higher education, and complies as well with the stipulations of the Canons of the Eastern Catholic Churches.
2. Notre Dame University-Louaize (NDU) is a private, non- profit organization owned by the Maronite Order of the Holy Virgin Mary, which assumes moral and financial obligations of the University before all concerned bodies. The University enjoys the broadest possible margin of flexibility in managing her resources, which must be primarily utilized for promoting and developing the academic and educational objectives hereby stated in this Constitution. The Council of Elders of the Maronite Order of the Holy Virgin Mary is the Supreme Council; it shall be the highest executive body and enjoys the following privileges:
 - a. Supervising the performance of the University and the BOT
 - b. Stating the mission and objectives of the University and supervising their implementation
 - c. Appointing the President of the University in compliance with the Constitution and By-laws, and in compliance with the rules and regulations governing higher education in the Lebanese Republic.
 - d. Managing University Real Estate (soiling, purchasing) maintaining at all times the welfare of the University.
3. Notre Dame University-Louaize (NDU) is a private institution of higher education officially recognized by Lebanese laws, and offers teaching and research leading to higher degrees in the various disciplines of study geared at providing her students and vicinity with firm grounds for genuine human values.
4. NDU offers higher education to Lebanese and non- Lebanese, regardless of race, gender, color, religion, or sect, in a spirit of openness to all human cultures, maintaining at all times the Catholic spirit which guides and informs the Maronite Order of the Holy Virgin Mary.
5. NDU retains the right of establishing, within the confines of the existing rules and regulations, educational and cultural relations with institutions of higher education in Lebanon and abroad.
6. NDU adopts the American system of education, and remains committed to keep abreast of state-of-the-art, diversified, and dynamic curricula. The primary language of instruction is English. Other languages may be used as deemed requisite for need and progress.

7. NDU committed herself to contribute to the formation of:
 - a. A human being with firm belief in God who inspires him in his pursuit of Beauty, Goodness, and Truth, and who guides him in his individual and communal behavior, namely in his love for his fellow man.
 - b. A human being who practices moral values in word, deed, and conduct.
 - c. A human being who is responsible, mind free, open to others, and who subscribes to tolerance, dialogue, and justice.
 - d. A truth-loving human being who is multilingual, cultured, of profound perception and active critical thinking, who pursues knowledge diligently, and who solicits specialization in specific educational disciplines as tributaries to his/her cultural identity.
 - e. A human being who primarily cares for the development and augmentation of his/her humanity, for the improvement of the quality of his/her life, work, and productivity, and who marries work to knowledge for the development of society and for the enhancement of national economy.
 - f. A good citizen whose love for land and people and loyalty for country are paramount, and who meets all national obligations aimed at progress, development, and the obedience of laws.

FIRST: THE CONSTITUTION

ARTICLE 1:

The Board of Trustees hereafter referred to as The Board or BOT, shall be formed of a minimum of 15 members and a maximum of 25 members. The Maronite Order of the Holy Virgin Mary may be represented by a maximum of five members. The members of the Board are select community leaders of high moral, educational, and social caliber, coupled with expertise in academic, financial, and administrative fields.

ARTICLE 2:

The members of the BOT shall be selected as follows:

- a. The members of the BOT shall serve for a five-year term, renewable.
- b. Should any member leave the board for any reason, a substitute member shall be appointed maintaining the representational status stated in Article 1.
- c. The appointment of new members is suggested by the BOT and submitted to the Supreme Council for approval.
- d. The members of the BOT are not entitled to any compensations or remunerations for their efforts. The University, however, provides them with a locale equipped with appropriate facilities and personnel.
- e. There shall be By-Laws for the BOT governing the election by secret ballot of a Chairperson, Deputy Chairperson, Secretary, and Treasurer. Moreover, the By-Laws govern procedures for the substitution of members upon the end of their term, resignation, or death.
- f. Dual membership in the BOT and the University Council is not allowed.
- g. The President of the University is a non-voting Ex-Officio member of the BOT.
- h. The BOT convenes twice a year, or upon the request of the Chairman of the Board or the Superior General of the Maronite Order of the Holy Virgin Mary.
- i. The membership of the BOT is terminated- in the following cases:
 - Death or disappearance
 - Resignation
 - Long term sickness that curtails adequate fulfillment of BOT obligations.
 - Failure to attend a minimum of three stated meetings without a viable justification.
 - Incrimination in minor or major offenses.
 - Release from duties by the Supreme Council for serious reasons or upon the recommendation of two thirds of the BOT.

ARTICLE 3: DUTIES OF THE BOT

Exclusive of the prerogatives of the Supreme Council, the BOT shall determine the educational, developmental, and planning policy of the University and supervises its implementation, specifically in: approving the By-laws of the University and their amendments prior to their submission to the official bodies concerned.

1. Approving the University annual budget.

2. To assist in the fundraising activities through personal giving, developing contacts with other donors and persuade others to become donors.
3. Monitoring the proper implementation of the University rules, regulations, and By-Laws.
4. Approving, or declining to approve, the appointment or release, proposed by the President of the University, of vice presidents, and deans. The BOT approves the promotion of deans, faculty members and the Internal Auditor based on the recommendations of the Financial and Audit Committee as proposed by the President in compliance with the By-Laws in effect.
5. Monitoring fiscal auditing and the compliance of University administration with quality performance, including the issuance of fiscal clearance.
6. Supporting the autonomy of the University academic decision, and endorsing her in fulfilling her obligations.
7. Yearly assessment of the performance of the President of the university.
8. Yearly self-assessment of the Board's performance.

ARTICLE 4: APPOINTMENT OF THE PRESIDENT

The Supreme Council shall elect the President of the University and present his name to the Board of Trustees. The Board of Trustees shall approve the candidate as President of the University provided he possesses all the qualifications stipulated in the Lebanese law governing higher education. The President shall serve at the pleasure of the Supreme Council.

The President is the chief executive officer of the University. He shall have the authority and right to direct all operations and activities of the University in accordance with the University Constitution, Bylaws, and the laws governing higher education in Lebanon. The President shall submit to the Supreme Council and to the BOT regular reports about the University.

ARTICLE 5: AMENDMENT

This Constitution is amended upon the approval of 2/3 (two thirds) of the members of the BOT, and the approval of the Supreme Council.

ARTICLE 6:

All other By-laws and Constitutions relevant to the formation and function of the BOT become void upon the approval of the present Constitution. Members of the present BOT may retain their membership in the new BOT.

SECOND: THE BYLAWS OF THE BOARD OF TRUSTEES

ARTICLE 1: OFFICERS “EXECUTIVE COMMITTEE”: ELECTION, TERMS OF OFFICE AND DUTIES

- a. The officers of the BOT shall serve for a three-year term, renewable once, with the approval of the Supreme Council.
- b. Should any BOT officer lose his/her post for any reason whatsoever, including membership governed by Item c of Article 2 of the present BOT Statutes, the BOT shall suggest, in the first meeting following the vacancy, candidates to replace the outgoing member(s). The BOT, upon consultation with the Supreme Council, shall also elect new officers to replace those officers whose term has expired.
- c. The quorum for the election of a new officer and/or of a new trustee shall be of two thirds of the members of the Board, and said officer and or/ trustee shall be elected at the absolute majority.

Should the quorum not be met, the elections would be deferred to a later date.

- d. The Chairperson of the BOT shall preside over all the meetings of the Board. In the absence of the Chairperson, the Deputy Chairperson shall preside over the BOT meetings and shall enjoy the same privileges of the Chairperson.
- e. The Chairperson of the BOT shall represent the BOT and execute its decisions.
- f. The Secretary and the Treasurer of the BOT shall fulfill the obligations of their respective offices as needed.

ARTICLE 2: MEETINGS

- a. The BOT shall convene two regular meetings per year upon the request of the Chairperson and in the time set, provided that the first annual meeting is to be convened on the first week of November to discuss the budget and the second annual meeting on the first week of June “proposed”.
- b. The BOT may hold special meetings upon the request of either the chairperson, the Superior General of the OMM, or five members of the BOT.
- c. The Secretary shall notify the members of the BOT in writing one month prior to the convening of a regular meeting, and at least five working days of the convening of a special meeting.
- d. The quorum of the BOT meetings is absolute majority (half of the members +1).
- e. The Secretary shall record and keep copies of the Minutes of Meetings and send copies of the approved Minutes to the respective members of the BOT, to the University President, and to the Supreme Council.
- f. The meetings of the BOT shall be held in Lebanon, and abroad if deemed necessary. Participation in these meetings through electronic media, or via any other means of communication, is considered in lieu of actual attendance of the meeting.

Furthermore, voting by proxy is allowed, provided the absentee member gives proxy to another member of the BOT to vote/ decide on his/her behalf.

A member of the BOT can only be a proxy for one another member, not more.

ARTICLE 3: COMMITTEES

The BOT functions in accordance with the stipulations of Article 3 of the BOT constitution through its committees.

I. Executive Committee

- 1) Purpose: Act on behalf of the board in between the bi annual BOT meetings, to assume specific responsibilities not otherwise assigned to standing or ad hoc committees, or reserved to the full board by the Bylaws and its amendments.
- 2) Responsibilities:
 - As needed, act on behalf of the board between board meetings.
 - Facilitate the engagement in strategic planning and its oversight.
 - Serve as a sounding board for the president and the chair.
 - Oversee the presidential assessment and compensation process.
- 3) Duties & Procedures:
 - Between meetings of the BOARD, the Executive Committee shall act on behalf of the Board with all of its authority and meet as necessary, shall perform the usual functions of an Executive Committee, shall see that the policies and programs of the BOARD are implemented, and shall exercise all powers of the BOARD which are neither inconsistent with the Constitution or By-Laws and policies of the BOARD itself, New York law, nor with the delegated responsibilities of the Standing Committees of the BOARD. All actions of the Executive Committee are subject to review and ratification, if requested by the BOARD or Executive Committee.
 - Any member of the BOARD who is not a member of the Executive Committee may attend any meeting of the Executive Committee and take part in the discussions, but cannot vote.
 - The agenda and minutes of all Executive Committee meetings shall be circulated to all members of the BOARD.
 - The Executive Committee shall sit in Judicial Session for matters pertaining to dismissal of any faculty or staff member and other matters of major importance to the University upon appeal through the President from individuals through the appropriate Council and/or through the President's Cabinet.
 - Any action of the Executive Committee may be challenged by the written petition of 5 members of the BOARD. In case of challenge, such action will be suspended pending review by the full BOARD at its next regular or special meeting. In cases where a delay in the action in question would be considered by the Executive Committee to be detrimental to the interests of the University, the action may be carried out by the Executive Committee; upon completion of full discussion of

the action by the BOARD any reversal of the vote of the Executive Committee will be regarded as a vote of censure.

- Members of the Executive Committee may participate in and act at any meeting of the Executive Committee through the use of a conference telephone or other similar communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

As for the three Standing Committees of the BOT of NDU-Louaize:

The BOARD shall constitute 3 Standing Committees set forth below from among members of the BOARD to carry out certain responsibilities as described in the respective Charter of each Standing Committee as approved by the BOARD. Each Standing Committee shall have at least 3 members unless a higher number is provided in these Bylaws or the Charter of such Standing Committee. The administrative officer listed opposite each Committee will be assigned to meet with that Committee, serve as its secretary, and coordinate its activities with the work of the appropriate University Councils and staff members. Minutes of all Committee meetings are to be recorded and presented for review at the next meeting of the BOARD. The BOARD may constitute such additional ad hoc Standing Committees as it deems advisable in the administration and conduct of the affairs of the University.

<u>Standing Committees</u>	<u>Administrative Officer Assignment</u>
Finance & Audit Committee	Internal Auditor or Appointee by VPF Vice President, Finance / Director of Finance
Advancement Committee	Vice President, University Advancement / or Appointee by President
Education Committee	VPAA

II. EDUCATION: Committee I

1) Purpose:

- Oversee the educational quality of the university.
- Support and enhance the institution's focus on student learning and success.

2) Responsibilities:

- Academic program quality, institutional and program accreditation.
- Student retention, graduation rates.
- Policies and procedures related to faculty compensation, appointment, promotion, and tenure.
- Providing programs and services that foster conditions for student success.
- Establishing policies, practices, and procedures that create conditions to enhance student success, in coordination with the administration.
- Board consideration of student interests on administrative policies that permeate all aspects of student life.

III. ADVANCEMENT: Committee II

1) Purpose:

- Ensure and engage board members participation in institutional advancement, resource development, and related fundraising activities.
- Create good contacts with the Alumni inside and outside Lebanon to encourage them to play an effective role in promoting the image of the university and acquiring funds to sustain the development of the university programs and student fund.

2) Responsibilities:

- Monitor development plans and progress.
- Develop fundraising policies and procedures.
- Establish goals for and evaluating board member participation in charitable giving.
- Participate in identifying, cultivating and approaching major donors.
- Participate in setting and approving advancement goals and monitoring the progress toward the achievement of these goals.

IV. **FINANCE & AUDIT: Committee III**

1) Purpose:

- Ensure the fiscal integrity of the institution's finances.
- Oversee the university's financial practices and standards of conduct, and the external audit according to Generally Accepted Accounting Principles (GAAP), ensuring compliance with legal and regulatory requirements, and monitoring internal controls and risk management systems.

2) Responsibilities:

a. Recommend to the BOT:

- University operating budget.
 - Financial components of the university capital budget.
 - Ensure the proper implementation of financial policy.
 - Issuance of debt.
 - Changes in approved central reserves budget.
 - Asset allocation guidelines.
- b. Assess risks that may have financial impact on the University.
- c. Oversee and monitor:
- Long range financial planning strategies.
 - Total indebtedness.
 - Investment portfolio.
 - Financial relationship between university and any partners.
- d. Review:
- Financial metrics.
 - Various financial and asset reports.
 - Financial policies and proposed recommendations.
- e. Working with the external auditor, ensure that management has provided adequate and full disclosure of the university's financial condition under the appropriate accounting regulations and standards.
- f. Annually, review the performance of the current external auditor and determine whether to recommend the firm's continuance or select a new firm.
- g. Upon audit completion, meet with the external auditor to review financial statements & report to the board.
- h. Understand the institution's overall risk profile and insure appropriate polices to meet compliance standards.

ARTICLE 5: EMERITUS BOARD MEMBERS

- a. A Trustee Emeritus is an honorary non-compensated position and not considered a "Trustee" for the purposes of these Bylaws or for any other purpose.
- b. The Board of Trustees may at any meeting duly convened elect as Trustee Emeritus, with the approval of the Supreme Council, any person who has, in its opinion, given long and meritorious service as a member of the Board. Election as a Trustee Emeritus shall be in recognition of contributions during his or her tenure on the Board of Trustees and in appreciation for loyal and exemplary service.
- c. Emeritus members shall serve three (3) year renewable terms, with the approval of the Supreme Council.
- d. A Trustee Emeritus shall be entitled to attend and participate in any meeting of the Board and shall have the opportunity of sharing his or her experience with the Board; provided, however, that a Trustee Emeritus shall not be entitled to vote at any such meeting and shall not be included in the calculation of a quorum at any such meeting.

Moreover, notice of any meeting of the Board shall not be required to be given to a Trustee Emeritus.

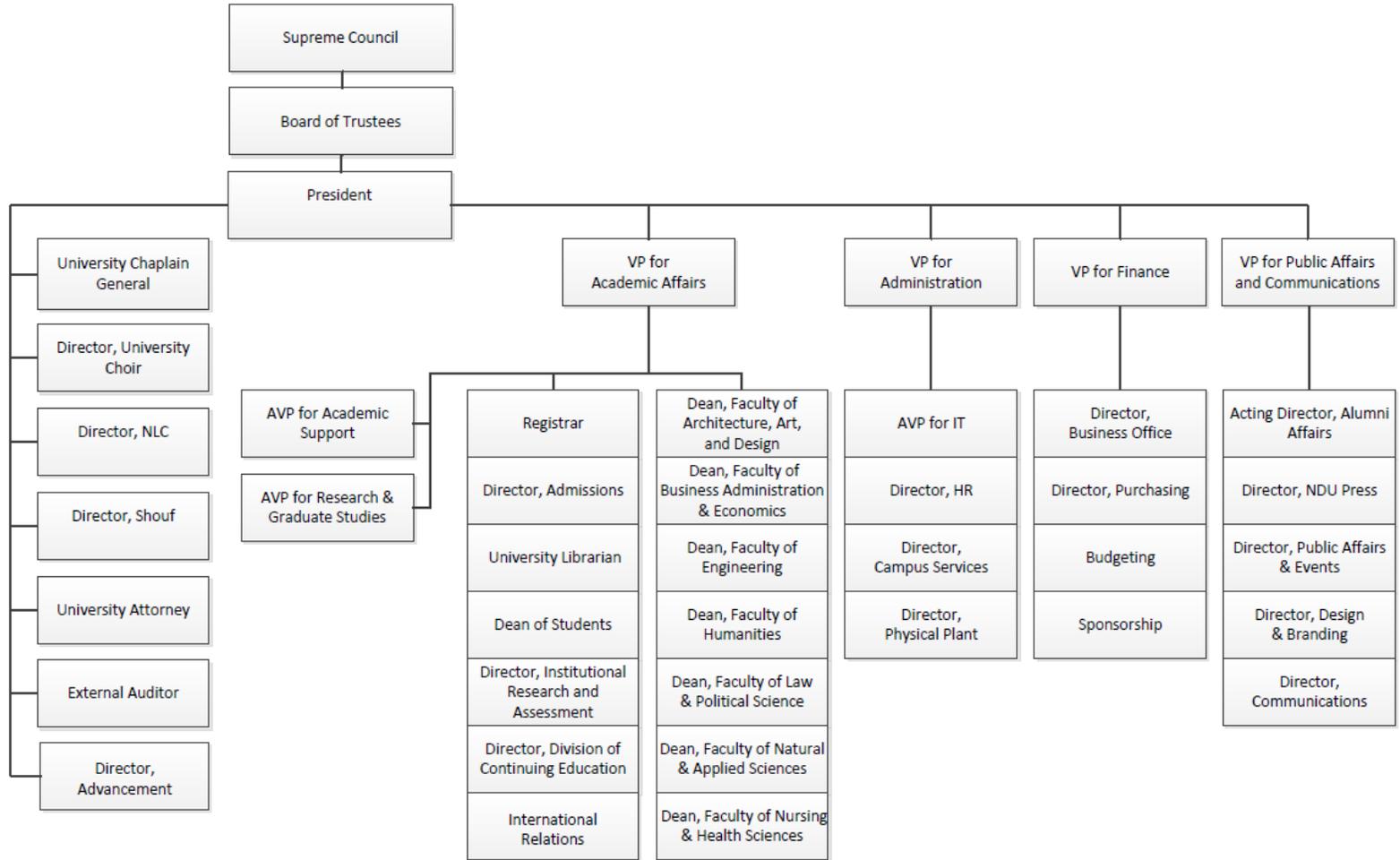
- e. Trustees emeritus may be asked to serve as consultants to the Board of Trustees and may be appointed by the Board of Trustees to serve as consultants to committees of the latter.
- f. The number of Emeriti Trustees should not exceed 5 at the maximum.
- g. The membership of the Emeritus BOT is terminated in the following cases:
 - Death or disappearance
 - Resignation
 - Long term sickness that curtails adequate fulfillment of Emeritus BOT obligations
 - Incrimination of minor or major offenses
 - Release from duties by the Supreme Council for serious reasons or upon recommendation of two thirds of the BOT

The University By-laws

Amended by BOT Executive Committee April 11, 2017

Approved by the BOT on June 8, 2017

Organization



Chapter 1. General Assembly

Section 1.01: Composition

There shall be a University General Assembly (hereafter referred to as the “Assembly”). The Assembly shall be composed of all full-time faculty members. By definition, full-time faculty members are full-time academic personnel employed under written contract and hold a faculty rank at NDU. All University Officers and Administrators are ex-officio members with no right to vote. Officers of the Assembly are its Chairperson and its Secretary.

Section 1.02: Role

The Assembly shall serve as the highest representative body of the full-time faculty members at the University, and it shall address the academic and administrative issues and concerns of full-time faculty members.

Section 1.03: Meetings

1.03(a) The Vice-President for Academic Affairs (hereafter referred to as the “VPAA”) shall chair all meetings of the Assembly.

1.03(b) The Assembly shall hold two regular meetings during the course of each academic year. The Office of the VPAA shall announce before the third week of each semester the time and date of each meeting of the Assembly.

1.03(c) Special meetings of the Assembly may be called for by the President or upon the request of 20 percent of the voting members.

1.03(d) The quorum of an Assembly meeting is the majority of the voting members. When the quorum is not met in a regular or properly called meeting, another meeting shall be called for, and those members present shall constitute a quorum.

Section 1.04: Proposals and Agenda

1.04(a) Agenda items to be discussed at the meeting of the Assembly shall be submitted to the Office of the VPAA at least two weeks before the scheduled meeting. For its Fall meeting, the first item on the Agenda of the Assembly shall be the election of a Secretary.

1.04(b) The Secretary and the VPAA shall prepare the Agenda for regular Assembly meetings and distribute the Agenda to all members at least five working days before the meeting. It shall be the responsibility of the Secretary to take the Minutes of each meeting and to distribute said Minutes to all members.

1.04(c) Simple majority shall approve recommendations of the Assembly. The VPAA shall submit in writing these recommendations to the University Council and then to the President for final review and action. The President shall submit in writing to the University units concerned all recommendations approved by him for implementation and execution.

Section 1.05: Rules of Order

Unless otherwise specified in these By-laws, all Assembly meetings shall be conducted in accordance with the latest edition of *Robert's Rules of Order*.

Chapter 2. President's Cabinet

Section 2.01: Composition

There shall be a President's Cabinet (hereafter referred to as the "Cabinet"). The Cabinet is composed of the President, all University Vice-Presidents, the Legal Counsel, and the Advisor(s)/Assistant(s) to the President invited by the President to the Cabinet.

Section 2.02: Role

The Cabinet acts as a coordinating body among the Officers of the University and serves as a consulting and advisory body to the President on all matters of broad institutional significance.

Section 2.03: Meetings and Decisions

2.03(a) The Cabinet meets upon the request of the President.

2.03(b) The President shall prepare an Agenda for each meeting and shall distribute this Agenda to members of the Cabinet at least two working days before the scheduled meeting.

2.03(c) Minutes of the Meeting shall be distributed to all members two working days, at the latest, following the meeting.

Chapter 3. University Council

Section 3.01: Council Composition

3.01(a) There shall be a University Council (UC) (hereafter referred to as the “Council”). Members of the Council are all University Officers, the Advisors/Assistants to the President, and all faculty representatives. All members of the Council shall be voting members with the exception of the President and Advisors/Assistants to the President.

3.01(b) The President of the University is the Chair of the Council. The election of the Secretary shall be the first item on the Agenda of the first meeting of the Fall semester.

Section 3.02: Faculty Representatives

3.02(a) A faculty representative shall be a full-time faculty member at the Faculty concerned with at least three consecutive years of service at the rank of Assistant Professor or higher and shall not hold any administrative responsibility, and shall be available on Campus during the Summer Session.

3.02(b) The prospective Faculty shall elect, in a meeting held before the end of June of a given academic year, a faculty representative to serve for two academic years. The representative shall take office following his/her election at the beginning of the following academic year. A faculty representative currently serving on the Council may run for re-election at the end of his/her term.

3.02(c) Full-time faculty members of the respective Faculties elect faculty representatives through absolute majority vote.

3.02(d) The number of faculty representatives per Faculty is commensurate with the number of the full-time faculty members appointed to a given Faculty in the context of the total number of full-time faculty members. Accordingly, the following criteria shall apply:

- (i)** Faculties contributing to the total number of full-time faculty members by less than or equal to 15 percent shall be represented by one (1) representative.
- (ii)** Faculties contributing to the total number of full-time faculty members by more than 15 percent and less than or equal to 30 percent shall be represented by two (2) representatives.
- (iii)** Every additional interval of 15 percent shall warrant the addition of one (1) faculty representative.
- (iv)** If the total of full-time faculty representatives obtained by the previous rule is less than twelve (12), the difference between twelve (12) and the number attributed by the rule is distributed among the Faculties with the highest number of faculty members, one per Faculty. In the event of a tie in number of faculty members between two or more Faculties, the VPAA, at one of the meetings of the Council of Deans, shall assign an additional faculty representative through a draw.

Section 3.03: Council Role

The Council is the highest council of the University and shall serve as its legislative body, and shall act in that capacity in response to the needs of the various units at the University. The Council may consider any academic or administrative matter. Accordingly, the Council shall, mainly, but not exclusively:

- (i) Exercise the authority to initiate any legislative action, regarding University academic and administrative life.
- (ii) Exercise the authority to discuss, review, and decide upon any legislative matter brought before it by the President, the University Standing and Ad-hoc Committees, and the General Assembly.
- (iii) Ensure that University legislation complies with the rules and regulations, governing higher education in Lebanon.
- (iv) Discuss, review, and decide upon, as appropriate, any policy brought before it.
- (v) Recommend to the President the approval, review, and discontinuation of programs of study.
- (vi) Set and update the academic standards and requirements of existing programs of study at the graduate and undergraduate levels.
- (vii) Set and update the standards and policies of admission at the University level.
- (viii) Set and update the standards and policies for faculty appointment, re-evaluation, promotion, and tenure.
- (ix) Act on all recommendations put forward by the University Standing or Ad-Hoc Committees to the Council before these recommendations are forwarded to the President for approval.

Section 3.04: Meetings

3.04(a) The Council shall hold regular monthly meetings throughout the course of each academic year, or at the behest of its Chairperson. The Council Secretary, in coordination with the President, shall prepare an Agenda for each meeting and distribute the Agenda to all Council members at least five working days before a meeting.

3.04(b) The President, the University Standing and Ad-Hoc Committees, the General Assembly, and four or more Council members may propose Agenda items.

3.04(c) Special meetings of the Council may be called for by the President or upon the written request of at least one-third of its voting members. The Agendas of such special meetings must be explicitly stated.

3.04(d) The quorum of all Council meetings is the majority of its voting members.

3.04(e) The UC Secretary shall prepare the Minutes of each meeting for the approval of the Council Chairperson. These Minutes shall be distributed at least five working days before the next regular meeting. The Council shall consider for approval the Minutes of a Council meeting in a subsequent meeting. The Council Secretary and Chairperson shall sign the approved Minutes of the Council. The Council Secretary shall keep a copy of these Minutes.

3.04(f) Unless otherwise specified in these By-laws, all Council meetings shall be conducted in accordance with the latest edition of *Robert's Rules of Order*.

Section 3.05: Council Decisions

The simple majority of the voting members shall pass decisions not related to amendments of these By-laws. In the event of a tie, however, the Chairperson shall have the casting vote. Decisions of the Council shall fall within one of the two following categories:

- *General*, to be circulated to the UC members, Faculties, and Departments, and made available to all full-time faculty members;

- *Restricted*, to be circulated to all the UC members and to those concerned with the subject matter at hand.

Section 3.06: Council Ad-Hoc Committees

The President may form and dissolve Council Ad-hoc Committees. The Council shall define the function and composition of each Ad-hoc Committee. The President shall appoint the Chairperson of each Ad-hoc Committee. Each Committee shall submit a written report to the Council at the end of its mandate. Copies of Minutes of Council Ad-hoc Committees, moreover, shall be circulated to all members of the Council.

Chapter 4. Council of Deans

Section 4.01: Composition

4.01(a) There shall be a Council of Deans (hereafter referred to as the “COD”. The COD shall be composed of the VPAA as its Chairperson, the Deans of Faculties, and the Dean of Students. The Assistant Vice-President for Research and Graduate Studies (AVPRGS), and the Assistant Vice-President for Academic Support (AVPAS) are ex-officio members of the COD. The Chair shall have the authority to invite other individuals to attend any meeting of the COD. All members of the COD shall be voting members, except for the ex-officio members and invitees.

Section 4.02: The COD Role

4.02(a) The COD shall be the academic executive body of the University. It shall ensure proper implementation of the strategies, plans, and policies approved by the University Council and/or the BOT. It shall serve as a coordinating body among the Deans in the management of the academic affairs of the University.

Section 4.03: Meetings

4.03(a) Regular meetings of the COD shall be held weekly throughout the academic year. The VPAA or three members of the COD may call for special meetings.

4.03(b) The quorum for COD meetings shall be the majority of the COD members.

4.03(c) The VPAA shall prepare an Agenda for each meeting in collaboration with a secretary elected by the Deans and distribute the Agenda to all COD members at least three working days before regular meetings are held.

4.03(d) Simple majority of the COD voting members present shall approve all the COD decisions and recommendations.

4.03(e) Unless otherwise specified in these By-laws, all meetings of the COD shall be conducted in accordance with the latest edition of *Robert's Rules of Order*.

Chapter 5. University Committees

Section 5.01: Standing Committees

5.01(a) All University Standing Committees shall report to the Council except for the University Appeals Committee, which shall report to the President. The University shall have the following Standing Committees:

1. The University Admissions Committee
2. The University Appeals Committee
3. The University Budget and Planning Committee
4. The University Curriculum Committee
5. The University Faculty Personnel Committee
6. The University Financial Aid Committee
7. The University Graduate Committee
8. The University Information Technology Committee
9. The University Library Committee
10. The University Research Committee
11. The University Student Affairs Committee

5.01(b) Additional Standing Committees may be created based on a recommendation made by the Council and approved by the President.

5.01(c) Members of each Standing Committee are specified in subsequent sections. The Officers of each Committee are its Chairperson and Secretary. All members of a Standing Committee are voting members. The election of Officers to serve in a Committee shall be the first item on the Agenda of the first meeting of the Fall semester, unless otherwise specified.

5.01(d) Members of Standing Committees, who are full-time faculty members, are elected by the various Faculties, unless otherwise specified, and have a two-year mandate. In the event of a vacancy (due to removal, resignation, or death) before the end of a mandate, the unit concerned will elect a new member who is entrusted with completing the mandate of the person leaving the position vacant.

5.01(e) Students who are members of Standing Committees are elected, according to the rules set in the appropriate section of the *Student Handbook*.

5.01(f) Meetings of all Standing Committees are called by its Chairperson or upon the request of four of its members.

5.01(g) The Chairperson and the Secretary shall prepare an Agenda for each meeting and distribute the Agenda to all members at least five working days before the scheduled meeting.

5.01(h) The quorum for meetings of Standing Committees is the majority of its members. When the quorum is not met in a regular or properly called meeting, another meeting shall be called for under the same Agenda, and those members present shall constitute a quorum.

5.01(i) The absolute majority of voting members shall pass decisions of Standing Committees.

5.01(j) The Secretary shall be responsible for recording and distributing the Minutes.

5.01(k) The Chairperson of a Standing Committee shall submit a report to the Council at the end of each academic year.

5.01(l) Unless otherwise specified in these By-laws, all Standing Committees meetings shall be conducted in accordance with the latest edition of *Robert's Rules of Order*.

Section 5.02: The University Admissions Committee (UAC)

5.02(a) The University Admissions Committee (hereafter referred to as the “UAC”) shall be composed of the AVPAS, the Director of Admissions, the Dean of Students, the Registrar (or his/her representative), and one full-time faculty member from each Faculty.

5.02(b) The UAC shall recommend to the Council the general principles, policies, and possible changes in the requirements and procedures of admission of undergraduate students to the University.

Section 5.03: The University Appeals Committee

5.03(a) The University Appeals Committee shall be composed of the Director of Human Resources, the University Legal Counsel, one full-time faculty member from each Faculty, one student representative with voting powers when appeals involving students are addressed, and one staff representative with voting powers when appeals involving staff are received. Full-time faculty members shall be of the rank of Associate Professor or higher with at least six years of continuous service at the University. The Committee reports all of its recommendations directly to the President for final action.

5.03(b) The University Appeals Committee shall serve as a Review Panel on cases involving faculty members and students. It also looks into appeals from staff that involve faculty members and/or students. These appeals include but are not limited to: the academic freedom of faculty members; denied reappointment, promotion, and/or tenure; misconduct, including incidents of sexual harassment; mistreatment of staff members by their supervisors (if these supervisors are faculty members); and students’ complaints on disciplinary actions taken against them when other appeal procedures have been exhausted. Appeals are dealt with according to the appropriate University policies and procedures. The role of the committee is to examine that the procedure was properly executed, and make confidential recommendations to the president whether the decision should stand or be reviewed.

Section 5.04: The University Budget and Planning Committee

5.04(a) The University Budget and Planning Committee (hereafter referred to as the “UBPC”) shall be composed of the VPAA, the Vice-President for Finance (hereafter referred to as the “VPF”), the Vice-President for Administration (hereafter referred to as the “VPA”) the Director of Planning and Development (hereafter referred to as the “DPD”), and three full-time faculty members appointed by the President, and whose expertise and experience serve to increase the effectiveness of the Committee. The President shall appoint the chairperson of the UBPC from within its membership.

5.04(b) The UBPC shall participate in the formulation of strategic budgetary policies, in the preparation of the guidelines for the annual operating budget, and in the development of a long-term financial plan for the University.

Section 5.05: The University Curriculum Committee (UCC)

5.05(a) The University Curriculum Committee (hereafter referred to as the “UCC”) shall be composed of one full-time faculty member of the rank of Assistant Professor or higher from each Faculty, the AVPAS, the University Librarian, the Registrar, and one student representative.

5.05(b) The UCC shall:

- (i) Review and recommend academic policies, rules, and regulations.
- (ii) Receive, study, and make recommendations for new undergraduate curricula, majors, programs or courses, or changes in existing programs.

Section 5.06: The University Faculty Personnel Committee

5.06(a) The University Faculty Personnel Committee (hereafter referred to as the “UFPC”) shall be composed of one full-time faculty member of the rank of Associate Professor or higher from each Faculty, who has served NDU for at least six (6) consecutive years.

5.06(b) The UFPC shall make recommendations to the Council on faculty personnel policies, including but not limited to economic welfare as well as tenure, promotion, and reappointment.

Section 5.07: The University Financial Aid Committee (UFAC)

5.07(a) The University Financial Aid Committee (hereafter referred to as the “UFAC”) shall be composed of the VPF, as Chairperson, the AVPAS, the Dean of Students, the Financial Aid Officer, two undergraduate student representatives.

5.07(b) The UFAC shall review, evaluate, and recommend policies, rules, and regulations to the University Financial Aid Policy when needed knowing that these aim at providing students with financial aid to help them attain their higher education goals at the University in terms of tuition remission given to qualified full-time students, subject to the availability of financial resources of the University.

Section 5.08: The University Graduate Committee

5.08(a) The University Graduate Committee (hereafter referred to as the “UGC”) shall be composed of the VPAA, the AVPRGS, one faculty member at the rank of Associate Professor or higher, teaching at the graduate level from each Faculty with graduate programs, and one graduate student representative.

5.08(b) The UGC shall review, evaluate, and recommend policies, rules, and regulations for graduate programs at the University. More specifically it shall review and/or recommend:

- (i) General guidelines for graduate admissions, residency requirements, and rules and regulations for graduation.
- (ii) Guidelines for selecting faculty members to teach graduate courses and/or supervise graduate research.
- (iii) Actions on proposals to establish new graduate programs, and to amend or discontinue existing ones.
- (iv) Policies, rules, and regulations for financial support of graduate students including Graduate and Teaching assistantships and fellowships.

Section 5.09: The University Information Technology Committee

5.09(a) The University Information Technology Committee (hereafter referred to as the “UITC”) shall be composed of the Assistant Vice-President for Information Technology (hereafter referred to as the “AVPIT”), the AVPAS, one full-time faculty member from each Faculty, one graduate, and one undergraduate student representative.

5.09(b) The UITC shall:

- (i) Consider policies, practices, and procedures related to University computing and information services.
- (ii) Recommend and identify objectives, directions, and needs related to electronic learning and research.

Section 5.10: The University Library Committee

5.10(a) The University Library Committee (hereafter referred to as the “ULC”) shall be composed of one full-time faculty member from each Faculty, one undergraduate and one graduate student representative, the AVPAS, the University Librarian, The AVPIT, and the Dean of Students.

5.10(b) The ULC shall:

- (i) Evaluate the activities of the Libraries, its holdings, its electronic resources and systems, and recommend ways for improvements.
- (ii) Review and recommend policies and procedures for the effective use of the Libraries and their related IT services.

Section 5.11: The University Research Committee

5.11(a) The University Research Committee (hereafter referred to as the “URC”) shall be composed of the AVPRGS, one full-time faculty member from each Faculty elected from among those active in research, one senior undergraduate student representative, one graduate student representative.

5.11(b) The URC shall:

- (i) Review and recommend policies for research and faculty development.
- (ii) Recommend the establishment or dismantlement of interdisciplinary research facilities and programs.
- (iii) Review and recommend policies and procedures for the allocation of research funds and the seeking of grant support.
- (iv) Serve as an avenue of communication among the research units as well as faculty members, staff, and students engaged in research.

Section 5.12: The University Student Affairs Committee (USAC)

5.12(a) The University Student Affairs Committee (hereafter referred to as the “USAC”) shall be composed of one full-time faculty member from each Faculty, the Dean of Students, the University Chaplain, three undergraduate student representatives, and one graduate student representative.

5.12(b) The USAC shall recommend to the Council policies and procedures regarding student life, conduct, and activities on Campus.

Chapter 6. University Officers

The University Officers are:

- A. The President
- B. The University Chaplain
- C. Advisors/Assistants to the President
- D. The Vice-Presidents and their Assistants:
 - a. The Vice-President for Academic Affairs
 - i. The Assistant Vice-President for Academic Support
 - ii. The Assistant Vice-President for Research and Graduate Studies
 - b. The Vice-President for Administration
 - i. The Assistant Vice-President for Information Technology
 - c. The Vice-President for Finance
 - d. The Vice-President for Public Affairs and Communications
- E. Faculty Deans
- F. Dean of Students
- G. The Executive Director of a Regional Campus

Upon the recommendation of the Council, the President may propose to the BOT for review and final action other posts of University Officers along with their appropriate titles.

Section 6.01: The President

6.01(a) Definition: The President is the Chief Executive Officer of the University. He shall have the authority and the right to direct all operations and activities of the University consonant with the University Mission and in conformity with the University Constitution and By-laws.

The President shall report directly to the BOT.

6.01(b) Appointment: The President shall be appointed as stipulated in the By-laws of the BOT. The appointment shall take into consideration the requirements set by Lebanese laws governing Higher Education.

Section 6.02: The University Chaplain

6.02(a) Definition: The University Chaplain is the Chief Spiritual and Moral Counselor of the University on all campuses. He is responsible for the spiritual and ethical guidance of the University community.

The University Chaplain shall report directly to the President.

6.02(b) Appointment: After consulting with the Superior General of the Maronite Order of the Holy Virgin Mary, the President shall appoint the University Chaplain from among the members of the Order for a period of three years, renewable.

Section 6.03: The Advisor(s)/Assistant(s) to the President

6.03(a) Definition: Advisors/Assistants to the President serve at the discretion of the President and provide consultations and recommendations to the President on matters he chooses to submit for their review.

The Advisors/Assistants to the President shall report directly to the President.

6.03(b) Appointment: the President may appoint Advisors/Assistants to the President with specific duties provided these do not conflict with other positions in the By-laws. The President determines the length of such appointments.

Section 6.04: The Vice-President for Academic Affairs

6.04(a) Definition: The Vice-President for Academic Affairs (VPAA) is the Chief Academic Officer of the University after the President. The VPAA's responsibilities and endeavors shall take place within the capacity of assisting the President in all matters pertaining to the academic development of the University.

The VPAA shall report directly to the President, and is the acting President of the University in the absence of the President and, as such, runs the day-to-day operations of the University.

6.04(b) Appointment: Upon consultation with the University Council, and the approval of the BOT, the President shall appoint the VPAA for a period of three years, renewable.

Section 6.05: The Vice-President for Administration

6.05(a) Definition: The Vice-President for Administration (VPA) is the University Executive Officer, who shall assist the President in the administrative planning and management of the University as well as in the development of its human, physical and technological resources.

The VPA shall report directly to the President.

6.05(b) Appointment: Upon consultation with the University Council, and the approval of the BOT, the President shall appoint the VPA for a period of three years, renewable.

Section 6.06: The Vice-President for Finance

6.06(a) Definition: The Vice-President for Finance (VPF) is the University Executive Officer, who shall assist the President in the financial planning and management of the University.

The VPF shall report directly to the President.

6.06(b) Appointment: Upon consultation with the University Council, and the approval of the BOT, the President shall appoint the VPF for a period of three years, renewable.

Section 6.07: The Vice-President for Public Affairs and Communications

6.07(a) Definition: The Vice-President for Public Affairs and Communications (VPPAC) is the University Executive Officer, who shall assist the President in the development and management of the University public image and communications, and shall conduct and coordinate its public and cultural affairs.

The VPPAC shall report directly to the President.

6.07(b) Appointment: Upon consultation with the University Council, and the approval of the BOT, the President shall appoint the VPPAC for a period of three years, renewable.

Section 6.08: The Assistant Vice-President for Research and Graduate Studies

6.08(a) Definition: The AVPRGS is the University Officer, who assists the VPAA with the responsibilities of developing and managing the research environment and activities, enhancing the production of quality research by faculty and graduate students, as well as involving undergraduate students in the research experience at NDU.

The AVPRGS shall report directly to the VPAA.

6.08(b) Appointment: After consultation with the University Council, and based on the recommendation of the VPAA, the President shall appoint the AVPRGS for a period of three years, renewable.

Section 6.09: The Assistant Vice-President for Academic Support

Definition: The Assistant Vice-President for Academic Support (AVPAS) is the University Officer, who assists the VPAA with the responsibilities of coordinating the work of the following academic support offices and units: Registrar, Admissions, Students Affairs, and University Libraries.

The AVPAS shall report directly to the VPAA.

6.09(a) Appointment: After consultation with the University Council, and based on the recommendation of the VPAA, the President shall appoint the AVPAS for a period of three years, renewable.

Section 6.10: The Assistant Vice-President for Information Technology

6.10(a) Definition: The Assistant Vice-President for Information Technology (AVPIT) is the University Executive Officer, who, on behalf of the VPA, is responsible for developing and managing the IT infrastructure and resources of the University.

The AVPIT shall report directly to the VPA.

6.10(b) Appointment: After consultation with the University Council, and based on the recommendation of the VPA, the President shall appoint the AVPIT for a period of three years, renewable.

Section 6.11: The Dean of a Faculty

6.11(a) Definition: The Dean of a Faculty (DF) is the University Executive Officer, who is responsible for direct academic and administrative governance of a particular Faculty.

The DF shall report directly to the VPAA.

6.11(b) Appointment: After consultation with the full-time faculty members of the concerned Faculty, and based on the recommendation of the VPAA, and upon the approval of the BOT, the President shall appoint the DF for a period of three years, renewable.

Section 6.12: The Dean of Students

6.12(a) Definition: The Dean of Students (DS) is the University Executive Officer, who is responsible for promoting student development, providing efficient student assistance, and managing student activities on campus.

The Dean of Students shall report directly to the VPAA.

6.12(b) Appointment: After consultation with the University Council, and based on the recommendation of the VPAA, the President shall appoint the DS for a period of three years, renewable.

Section 6.13: The Executive Director of a Regional Campus

Definition: The Executive Director of a Regional Campus (EDRC) is a University Executive Officer, who oversees all non-academic matters pertaining to the management and development of the regional campus and provides active leadership in the promotion and support of the regional campus activities.

The EDRC shall report directly to the President.

6.13(a) Appointment: After consulting with the University Council, and upon the approval of the BOT, the President shall appoint the EDRC for a period of three years, renewable.

Chapter 7. University Administrators

The University Administrators are:

- A. The Internal Auditor
- B. The University Legal Counsel
- C. The Director of Planning & Development
- D. The Registrar
- E. The Director of Admissions
- F. The University Librarian
- G. The Director of Institutional Research & Assessment
- H. The Director of the Division of Continuing Education
- I. The Director of International Relations
- J. The University Comptroller
- K. The Director of Purchasing
- L. The Director of Physical Plant
- M. The Director of Campus Services
- N. The Director of Human Resources
- O. The Director of Public Relations
- P. The Director of Alumni Affairs
- Q. The Director of University Publications

Upon the recommendation of the Council, the President may propose to the BOT for review and final action other posts of University Administrators along with their appropriate titles.

Section 7.01: The University Internal Auditor

7.01(a) Definition: The University Internal Auditor (UIA) is the University Administrator, who manages the Internal Audit Office and serves as an independent and objective resource to examine and evaluate University activities and improve the effectiveness of risk management, control, and governance processes. The UIA has the authority to audit all parts of the University.

The UIA shall report administratively to the President and functionally to the BOT.

7.01(b) Appointment: After the approval of the Supreme Council and the BOT, the President shall appoint the UIA for a period of three years, renewable.

Section 7.02: The University Legal Counsel

7.02(a) Definition: The University Legal Counsel (ULC) is the University Administrator, who assists the President in administering the legal affairs of the University and provides counsel, representation, and oversight with regard to all legal matters affecting the University.

The ULC shall report directly to the President.

7.02(b) Appointment: After consulting with the Supreme Council and the BOT, the President shall appoint the ULC for a period of three years, renewable.

Section 7.03: The Director of Planning and Development

7.03(a) Definition: The Director of Planning and Development (DPD) is the University Administrator, who is responsible for the coordination of planning activities among the University units and the identification of development needs based upon the University strategic plan. He/she is also expected to set development action plans and to initiate appropriate contacts with prospective donors to secure funds in support of the University's Mission and plans.

The DPD shall report directly to the President.

7.03(b) Appointment: After consultation with the University Council, the President shall appoint the DPD for a period of three years, renewable.

Section 7.04: The Registrar

7.04(a) Definition: The Registrar is the University Administrator, who is in charge of the University's academic records. The Registrar is entrusted with the confidentiality and integrity of students records. He/she shall provide students and academic units with all services related to these records.

The Registrar shall report directly to the VPAA.

7.04(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the Registrar for a period of three years, renewable.

Section 7.05: The Director of Admissions

7.05(a) Definition: The Director of Admissions (DA) is the University Administrator, who is responsible for identifying and recruiting prospective students through the implementation of approved University admission policies and standards.

The DA shall report directly to the VPAA.

7.05(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the DA for a period of three years, renewable.

Section 7.06: The University Librarian

7.06(a) Definition: The University Librarian (UL) is the University Administrator, who is responsible for planning and developing the collections and services of the University Libraries toward fulfilling the Identity, Mission, Vision, and Core Values of the University.

The UL shall report directly to the VPAA.

7.06(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the UL for a period of three years, renewable.

Section 7.07: The Director of Institutional Research and Assessment

7.07(a) Definition: The Director of Institutional Research and Assessment (DIRA) is the University Administrator, who is responsible for the gathering and analyzing of timely information to support proper decision-making and institutional effectiveness efforts, and the continuous process aimed at improving student learning.

The DIR shall report directly to the VPAA.

7.07(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the DIRA for a period of three years, renewable.

Section 7.08: The University Comptroller

7.08(a) Definition: The University Comptroller (UC) is the University Administrator, who is responsible for heading the Finance Office and for maintaining adequate financial information and control systems to meet the accounting, reporting, budgeting, compliance, and development requirements of the University.

The University Comptroller shall report directly to the VPF.

7.08(b) Appointment: Based on the recommendation of the VPF, the President shall appoint the University Comptroller for a period of three years, renewable.

Section 7.09: The Director of Purchasing

7.09(a) Definition: The Director of Purchasing (DP) is the University Administrator, who is responsible for the purchasing of all equipment and perishable materials needed for the University operation. It is his/her duty to carry out all purchases in accordance with approved bidding procedures.

The DP shall report directly to the VPF.

7.09(b) Appointment: Based on the recommendation of the VPF, the President shall appoint the DP for a period of three years, renewable.

Section 7.10: The Director of Physical Plant

7.10(a) Definition: The Director of Physical Plant (DPP) is the University Administrator, who is responsible for directing, coordinating, and overseeing new constructions, renovations, and maintenance of facilities at the University. He/she is also responsible for space management and for the storage and inventory of the University fixed assets.

The DPP shall report directly to the VPA.

7.10(b) Appointment: Based on the recommendation of the VPA, the President shall appoint the DPP for a period of three years, renewable.

Section 7.11: The Director of Campus Services

7.11(a) Definition: The Director of Campus Services (DCS) is the University Administrator, who is responsible for directing, coordinating, and supervising the security, communication, transportation, mailing, cafeteria, parking, and bookstore operations at the University.

The DCS shall report directly to the VPA.

7.11(b) Appointment: Based on the recommendation of the VPA, the President shall appoint the DCS for a period of three years, renewable.

Section 7.12: The Director of Human Resources

7.12(a) The Director of Human Resources (DHR) is the University Administrator, who is responsible for designing and overseeing programs, processes, and procedures, which address and promote all aspects of personnel recruitment, efficiency, and welfare.

The DHR shall report directly to the VPA.

7.12(b) Based on the recommendation of the VPA, the President shall appoint the DHR for a period of three years, renewable.

Section 7.13: The Director of Public Relations

7.13(a) Definition: The Director of Public Relations (DPR) is the University Administrator, who is responsible for enhancing internal and external communications at the University through various media platforms and in coordinating its public relations operations with the aim of promoting the University image and reputation to both internal constituencies and external audiences.

The DPR shall report directly to the VPPAC.

7.13(b) Appointment: Based upon the recommendation of the VPPAC, the President shall appoint the DPR for a period of three years, renewable.

Section 7.14: The Director of Alumni Affairs

7.14(a) Definition: The Director of Alumni Affairs (DAA) is the University Administrator, who is responsible for managing alumni programs and services, promoting alumni support to the advancement of the University, facilitating the activities of the University Alumni Association, and strengthening the ties between alumni and all constituencies of the University community.

The DAA shall report directly to the VPPAC.

7.14(b) Appointment: Based on the recommendation of the VPPAC, the President shall appoint the DAA for a period of three years, renewable.

Section 7.15: The Director of International Relations

7.15(a) Definition: The Director of International Relations (DIR) is the University Administrator, who develops and administers academic cooperation programs with universities, associations and organizations around the world.

The DIR shall report directly to the VPAA.

7.15(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the DIR for a period of three years, renewable.

Section 7.16: The Director of the Division of Continuing Education

7.16(a) Definition: The Director of the Division of Continuing Education (DDCE) is the University Administrator, who heads the continuing education operations consistent with the needs for community development and the Mission and Values of the University. He/she shall supervise the educational programs within the Division. Courses pertaining to these programs are non-credit. The Faculty concerned will offer credit courses.

The DDCE shall report directly to the VPAA.

7.16(b) Appointment: Based on the recommendation of the VPAA, the President shall appoint the DDCE for a period of three years, renewable.

Section 7.17: The Director of University Publications

8.17(a) Definition: The Director of University Publication (DUP) is the University Administrator, who is responsible for the technical production and marketing of all officially approved University publications submitted to his/her office.

The DUP shall report directly to the VPPAC.

8.17(b) Appointment: Based on the recommendation of the VPPAC, the President shall appoint the DUP for a period of three years, renewable.

Chapter 8. Faculty Members

Section 8.01: Faculty Members Classification

8.01(a) A faculty member is any person contracted by the University to teach, conduct research, and provide academic services in line with the Mission and Core Values of the University.

8.01(b) Faculty members shall be classified into two categories:

(i) Full-time faculty members.

(ii) Part-time faculty members.

8.01(c) Full-time faculty members' ranks are: Lab Instructor, Lecturer, Senior Lecturer, Assistant Professor, Associate Professor, and Full Professor.

Section 8.02: Duties of a Full-time Faculty Member

The prime duty of a full-time faculty member is to serve students by providing them with the best educational experience possible within the available resources. Full-time faculty members shall be responsible for keeping abreast of recent developments in their disciplines and keeping abreast of the latest international educational developments in teaching and learning. Faculty members are expected to engage in research and be active in the community of scholars in their disciplines. Full-time faculty members shall be responsible for high academic, intellectual, and moral standards. They shall share responsibility through the Faculty, the Committees, and Councils for the academic programs, the awarding of degrees, and other co-curricular activities, in conformity with the Mission within the framework of the Constitution and By-laws of the University.

Chapter 9. Staff Members

Section 10.01: Staff Members Classifications

10.01(a) Staff members are non-teaching employees who serve as support personnel in different academic and/or administrative units of the University.

10.01(b) Staff members enjoy fringe benefits as determined by the Lebanese Labor Law.

Section 10.02: Duties of Staff Members

10.02(a) The duties of staff members are outlined in the Job Descriptions set by the Human Resources Office in coordination with the supervisor of the unit in which they serve.

Chapter 10. Students

Section 10.01: Admission

In accordance with Lebanese law, NDU admits:

11.01(a) Applicants who have successfully passed the Lebanese Baccalaureate, or its official equivalent, and all other University requirements.

11.01(b) Applicants who do not meet the above condition and who are to join the Freshman class, provided they obtain a written authorization from the appropriate Lebanese authorities.

Section 10.02: Students Conduct and Rights

10.02(a) Students admitted to the University are expected to abide by the University set rules, regulations and policies as outlined in the *Student Handbook*.

10.02(b) Students shall participate in the election of the Student Union, which represents the student body.

10.02(c) Students shall be encouraged to form associations and clubs to develop their skills and further respond to their interests according to policies, rules and regulations outlined in the *Student Handbook*.

Chapter 11. Amendments

Section 11.01: Proposals for Amendments

Proposals to amend the By-laws or any section herein may be initiated by the President or by a written petition signed by one-third of all the members of the University Council.

Section 11.02: Notice

11.02(a) The Secretary shall distribute the proposed amendment in writing at least one week before the next regular meeting of the Council.

11.02(b) The proposed amendment shall be placed as the first item on the Agenda at a regular Council meeting held at least one month after the submission of the proposal and no later than two months after its submission.

Section 11.03: Adoption

11.03(a) The approval of at least two-thirds of all the voting members of the Council shall be required for adopting amendments to the By-laws.

11.03(b) To be enacted, the amendments adopted by the Council, shall require the written approval of the BOT.

Section 11.04: Distribution

A copy of these By-laws shall be made available to every full-time faculty member at the University, and posted on the University Website.