

MINUTES OF A MEETING OF THE FACULTY SENATE

November 9, 2005

Speaker Barbara Knuth: "I don't believe we yet have a quorum for this session of the Faculty Senate, but we are able to proceed with reports and discussions. We will do so as our quorum continues to stream in."

"I do have routine announcements. First, please remember that no photos or tape recorders are allowed during the meeting except for the official tape recorder. Please turn off all cell phones, or at least put them on silent mode. When you speak please stand so that all can hear you. Please identify who you are and the unit or department that you belong to. To my knowledge we have no good and welfare speakers today so we will either adjourn early or we will have ten minutes that we can allocate to further discussion of other items on the agenda."

"Our first item of business for which we don't need a quorum, just avid listeners, is to call on Provost Martin for her remarks and to answer questions."

1. REMARKS BY AND QUESTIONS FOR PROVOST BIDDY MARTIN

Provost Martin: "Thank you Barbara. We don't even need avid listeners. I don't have a lot of news today. It's that time in the semester when a lot of wonderful things are going on primarily as a consequence of what you organized and are now attending to and doing in your classrooms."

"We are beginning to think hard about the budget for next year. What I can tell you, of course as always, is mixed news on that front - some good, some bad. On the bad news side of budget pressures - and you can imagine what they would be, at least on one of the fronts, and that's utility costs: These are no doubt going to create quite an overrun, which we are beginning to try to deal with now. Of course you all could be extremely helpful in that domain as well, by assuring that you are using as little electricity and gas as possible. You will see a lot more communication in the coming weeks about exactly that."

"On the other matter that concerns us with respect to the budget, we are looking at our financial aid situation. We have, as you know, financial aid funds that were raised in the campaign for scholarships a few years ago. Unfortunately, more of the gifts that we raised for financial aid, turned out to be deferred gifts than we had modeled. In addition, as you know, we had a reduction in endowment payout for a couple of years

running and the result of those two things means that we will also probably have a shortfall, even a significant shortfall, on the financial aid side. Those are the two main cost pressures.”

“On the other hand, the performance of the endowment was good and we expect a five percent increase in endowment payouts. Tuition will probably go up at about the rate it did last year on the endowed side, but probably not quite the same rate on the contract side. We don’t know yet. I’m just trying to give you some early indicators. In research funding we have done quite well this past year, somewhat better in indirect cost recovery than we expected. Overall we are healthy and anticipating a good year.

“We are, as you know, in the last year (we hope) of our faculty salary program, the one in which we committed to bringing faculty salaries up to the median of a group of peers that our Faculty Senate committee chose. We reached the goal for the contract side last year, but are continuing to try and push on faculty salaries and study more thoroughly discipline-based salary data. On the endowed side we didn’t quite reach our goal. It seems clear that the endowed faculty salaries will have increased over the past year on average five percent for continuing faculty, which is quite good. We don’t yet know what the point-in-time analysis that we have to use for the survey will show for all faculty. So I can’t give you that number yet, and we won’t know until April how we compared relative to our peers. I can’t give you that information yet, either. But an overall increase, on average, on the endowed side of five percent for continuing faculty is quite good.”

“I would be glad to take questions about any and every thing.”

Professor Kathleen Rasmussen, Nutritional Sciences: “I’m interested in the discipline-based salary data and that is the major discrepancy that remains, particularly in senior faculty, in the endowed and statutory sides and wonder how the administration is planning to address that.”

Provost Martin: “Did everybody hear Kathy’s question? She wants to know about the discrepancy that remains between, especially for senior faculty, between contract and endowed, on the average salary. What does the administration expect, or intend, or want, to do about that discrepancy on the senior faculty side?”

“Well a number of things. First of all, as I have said in this forum before and I should say it again, and as you all have pointed out from your own point of view, the way that we actually compare contract and endowed faculty salaries doesn’t make a lot of sense, and doesn’t yield very useful data. When you take the simple averages of all contract-college faculty and all endowed faculty, what you do is obscure the enormous discrepancies between and among faculty on either side of that supposed divide. For example, on the endowed side if you were to look, excuse me for picking on particular

areas, but if you were to look at the differences between Law School or Business School salaries and the salaries of humanists who are full professors, you would see that the discrepancy in percent is greater than the discrepancy between senior faculty on the whole of the endowed side and senior faculty on the contract side. This kind of presentation of data is extraordinarily misleading.

“What we are doing, now that we have gotten to the point we have achieved on the salary program, is looking at discipline. We are looking by discipline, across contract and endowed lines, to see whether there are discrepancies within groupings for specific disciplines. If we find discrepancies in like positions, we will see what we can do to address them. We’ll work with the deans to try to address them. The data that we present for the purposes of the salary commitment Hunter Rawlings and I made some five years ago are very misleading when it comes to questions such as this. I forewarn you.”

Professor Rasmussen: “Can you provide any comparisons in the future that are stated the way you just did?”

Provost Martin: “We probably could, but the question is whether it would be a good thing to do or not. Could we, for example, display the average faculty salary in the Law School compared to say, the average faculty salary in German Studies? We could. Let’s think about whether that would help us.”

Professor Rasmussen: “I was thinking of sociologists, for example on both sides.”

Provost Martin: “Yes.”

Professor Rasmussen: “Sociologists, economists on both sides of the divide.”

Provost Martin: “We could do that. Again, what we would then have to do is take into account the differences in the market and peer data in these different domains of economics for sociology and biology. But, yes, we could do that. Again, it’s a matter of comparing like things and not throwing data together in a way that’s misleading or simply unsound. I think what we should do is work with the Senate’s Financial Policies Committee to decide what data make sense to display and what data don’t make sense to display. Does that meet all of your approval? In other words, I don’t want to just bring massive amounts of data that are misleading and are bound to create more confusion than clarity.”

Professor Kim Weeden, Sociology: “Speaking of data, do you have a preliminary report on the Work-Life Survey? For example, response rates and what some of the early findings are showing?”

Provost Martin: "Thanks for that question. The response rate is about 65% to the Work-Life Survey, and thank you all very much. I was going to thank you again for filling out the survey, but I've brought it up so many times I thought I would wait until I had some preliminary data, which I don't have. I can tell you that the response rate on the Work-Life Survey was 65% and those of you who are not humanists know that is a very good response. We are very pleased. There are some findings that we could generate, but they would be so preliminary and unanalyzed that I really hesitate to do that. They are going to be interesting for all kinds of reasons, not only on the dimension of gender but just across the board. As soon as we have met and shared with one another an analysis of the data I'll bring it here right away. Thank you all for filling it out."

"I think maybe there might have been some questions in one part of the room about the salary data. No? Anybody want to ask more questions about that or make suggestions about how we should present it? Any other questions that I could answer?"

Speaker Knuth: "Thank you Provost. Our next item of business is to announce that our Secretary of the Faculty Senate informs me that we have a quorum so this is an official session of the Faculty Senate. I would like to now call on Dean Charles Walcott for his remarks."

2. REMARKS BY DEAN CHARLES WALCOTT

Dean Walcott: "I don't have very much to report today except two matters. The UFC met with representatives of the leadership of the Board of Trustees, Chairman Meinig, Chairman of the Executive Committee Morgens, and Becky Morgan. We had a very interesting and helpful discussion, largely having to do with how to improve communication between the Trustees and the university faculty. In part, we decided that we would have a regular meeting on the order of once a year, with that group or some group like it. Secondly when the Trustees are in town, we would try to arrange and organize the opportunity for individual faculty members or small groups of faculty to take a Trustee to have cup of coffee or lunch or something, and have an informal conversation."

"Secondly, I promised you last time that we would provide reports on the search committee and its progress. I have tried to get information from Diana Daniels, the Chair of the Search Committee, but she has been out of town almost continuously while I have been trying to reach her so we have not connected. Unfortunately, I do not have a report at the moment to share with you. That's all I have to say."

Speaker Knuth: "Thank you Dean Walcott. The next item of business is to approve the minutes from our last session, which was the October 12 meeting of the Faculty Senate. The minutes were available to the Senators in advance on the web site. I hope you all

familiarized yourself with them. I would like to ask for approval by unanimous consent, but I will ask if there are any corrections to the minutes. Seeing none and seeing no objections to the minutes, I'll declare that the minutes are approved. Thank you very much."

"Now I would like to call on Cynthia Farina, the Associate Dean and Secretary of the Faculty, who also chairs the Nominations and Elections Committee, and she will present to us the slate of candidates for the Committee to Review Faculty Governance, as discussed at the last session."

3. REPORT FROM NOMINATIONS AND ELECTIONS COMMITTEE, SLATE OF CANDIDATES FOR COMMITTEE TO REVIEW FACULTY GOVERNANCE

Cynthia Farina, Associate Dean and Secretary of the Faculty: "Good afternoon. The Committee is coming back to you in response to your charge at the last meeting to bring a slate of candidates for this special committee to review faculty governance. You have had my memo describing various aspects of the process that Nominations and Elections used. I would be happy to answer any questions but this is the slate that we bring you. All of these people are willing to serve." (Appendix 1).

<i>N'Dri Assie-Lumumba</i>	<i>Africana Studies & Research Center</i>
<i>Ken Birman</i>	<i>Computer Science, Engineering</i>
<i>Barry Carpenter</i>	<i>Chemistry & Chemical Biology, Arts & Sciences</i>
<i>Eric Cheyfitz</i>	<i>English, Arts & Sciences</i>
<i>Cornelia Farnum</i>	<i>Biomedical Science, Veterinary Medicine</i>
<i>David R. Lee</i>	<i>Applied Economics & Management, Agriculture & Life Sciences</i>
<i>Risa Lieberwitz</i>	<i>Collective Bargain, Law & History, Industrial & Labor Relations</i>

Speaker Knuth: "You see before you the slate of candidates, and you also had this in advance. What I would like to do is ask if there are any questions for Professor Farina about the slate of candidates, or other comments you would like to make in regard to this."

Professor Martin Hatch, Music: "Can you tell us who is the chair of the committee and is there yet an agenda, not an agenda but a time of consideration and how often you will meet?"

Professor Farina: "There is yet no chair. It would have been premature for a chair to be selected until the Committee has actually been approved. The normal process would be, if you approve the Committee and actually appoint the Committee - because you appoint, we only nominate - then the Dean of Faculty will typically (in consultation

with Nominations and Elections) ask someone to serve as chair. Normally it's the committee's job to figure out on what sort of a schedule they would meet - again, typically in consultation with the Dean of the Faculty. You have in your resolution charged the Committee to come back to you no later than May with a report. I assume that the Committee will understand the sense of urgency that the Senate has felt about this."

Professor Abby Cohn, Linguistics: "Just a question or what might be a friendly amendment. Since there is clearly some confusion about the terminology of 'committee' - normally we all think about that as standing committees - might we not call this, for example, a 'commission' to separate it from the ambiguity since it's not intended as an ongoing, long-term thing?"

Speaker Knuth: "I'll address that. The only issue that I could see with that is that, as I recall - and we could consult the minutes from last time - that the Faculty Senate actually acted to create a committee, not a commission. I would be unclear as to whether at this point we can just simply adopt that new language."

Professor Farina: "Actually, there are committees that are only ad hoc committees. If I remember correctly, and I think I do, the faculty procedures provide that there can be both standing committees and special committees. It wouldn't be inconsistent with what we have already."

Professor Richard Schuler, Economics and Civil and Environmental Engineering: "First of all, I congratulate you for acquiring so many nominations. That is in itself unusual. But as I skimmed the list, and I must confess I'm not familiar with everyone, I didn't see someone whose scholarly focus is on the process of governance. I have a two-part question. One, am I missing someone in there that has some special expertise? I looked to see if someone from the Government Department, as an example, was there. Two, could a consultant be made available to this group who has expertise in that area, since the structuring of the governance of the University is so unique and so multifaceted? We all understand what a difficult job that is."

Professor Farina: "To take your second question first. I'm sure that the committee could, if it wished, seek additional expertise. The Dean of Faculty is shaking his head yes. Our office can certainly make any requested assistance available. Do we have members of the N&E Committee here who would want to speak about how we went about selecting the nominees?"

Professor Tove Hammer, Industrial and Labor Relations: "I don't think that there is anything that I could add really. We have been through a very large number of possible candidates to cover the entire campus. We certainly looked for people who had experience either as researchers or as participants in high-level governance. There

were a number of people who declined to serve. What you have in front of you is a subset of people who are willing to serve.”

Professor Risa Lieberwitz, Industrial and Labor Relations: “Since Tove pointed it out, I’m on the list and I actually have expertise in faculty governance. At the risk of blowing one’s own horn, I have done a good bit of publishing on questions of academic freedom and on issues having to do with changes in the University, particularly in terms of things like ‘corporatization’ of the University. I certainly think that Cynthia is correct in saying that it would make sense for the Committee to get further information and consultation. That would be a good thing. I just wanted to point out that I have expertise.”

Professor Farina: “I apologize Risa. I should have done that. I can also point out that Prof. N’Dri Assie-Lumumba has some expertise in the area as well. I apologize if there is anyone else on the list that I am forgetting about. There were a number of reasons that each specific person on the list seemed like a good choice. As far as the difficulty, as you can imagine, in picking only seven people in a University that is so diverse intellectually, it’s hard to represent all of the wonderful things that we could bring to bear on this question. One of the issues that we did struggle with mightily was whether it made sense to pick some of our faculty who had experience within the administration. There was a thought that this might be useful. I see many heads shaking no. That was ultimately the judgment of the committee as well. You can see that reasonable minds could take the opposite conclusion, thinking that this experience would actually be quite useful.”

Speaker Knuth: “Other questions or comments? One last comment.”

Professor Ronald Booker, Neurobiology and Behavior: “Could you give us a sense of why you find it a good idea not to include administrators? Or is the specific idea to review the process of governance?” (Other comments could not be heard clearly enough to transcribe.)

Professor Farina: “Actually I think there is a reasonable view that it would have been a very good idea to do include former administrators. I think there is also a reasonable view that such people might not have a sufficiently critical and distanced perspective on the administration. I think all the heads in the room that shook when I said including people with administrative experience are taking the latter view.”

Professor Booker: “The idea is to provide faculty with an overview of the process that is currently in place, with some ideas about what might be used or not be used in the future. I think we can assume in a University that friction between faculty and the administration is a normal part of the process. I would be concerned about the absence of faculty with prior experience as administrators on the committee. Their membership

on this committee is critical if we are to have a fair appraisal of the process we are currently using and any changes we might want to adopt."

Professor Farina: "I think you speak the reasonable view of people who would have included them, very eloquently. I could suggest that the committee might usefully take advantage of meeting with a group of faculty who have that experience as a way of collecting some of that information. We are in a position to be able to provide those names."

Speaker Knuth: "Seeing no further hands raised, I'm going to call for a vote on this slate of candidates for the Committee to Review Faculty Governance that you see before you. All those in favor of accepting this slate, please indicate by saying aye. All those opposed, say nay."

Motion carries. The committee will be appointed as listed. Thank you Professor Farina."

I would like to ask Dean Walcott to leave the room for this next agenda item."

4. RESOLUTION EXTENDING THE TERM OF THE DEAN OF THE UNIVERSITY FACULTY

Speaker Knuth: "I will ask Professor Farina to introduce for discussion a resolution on extending the term of the Dean of the University Faculty. Professor Walcott has left the room and will be absent for this discussion. A reminder: As you saw in the direction for this item, there will not be a vote taken at the end of our discussion but rather, as I understand it, a ballot will be sent. Is that correct? "

Professor Farina: "Yes, that is correct."

(Note: Discussion during this part of the meeting was not public and was not taped.)

Speaker Knuth: "The next item on our agenda is to discuss and vote on a resolution regarding the Faculty Statement of Principles and Best Practices Concerning Strategic Corporate Alliances. This resolution is coming from the University Faculty Committee, so I would like to call on Professor David Pelletier to introduce the Resolution and then I will call on Professor Farina to provide some background on the Resolution."

Professor David Pelletier, Nutritional Sciences and Member, UFC: "I think many of you are familiar with what we have introduced. It has been discussed twice here in the Senate before, but some of you are new and the issue itself has not been discussed for some time. The material has been sent out to you earlier and Cynthia will recap the

highlights of that. Just to start the process, here is the resolution (Appendix 2). Do you want me to read it or are you satisfied that you can read it yourselves?"

Speaker Knuth: "Thank you David. Professor Farina if you could provide some background. We're giving you a good work out."

5. CONTINUED DISCUSSION AND RESOLUTION REGARDING "FACULTY STATEMENT OF PRINCIPLES & BEST PRACTICES CONCERNING STRATEGIC CORPORATE ALLIANCES, SPRING 2005"

Professor Farina: "I'm sorry that this was not a very well-designed agenda from the perspective of giving you a little variety in who you see up here. I am going to give you very little recapping, so that we have maximum time for discussion.

"What I did want to do is just hit on a couple of the points that have been particular sources of discussion for us in the past. One of these is the very sensible concern about whether we are basically putting ourselves in a straight jacket; whether we have enough flexibility if we endorse this Statement. What I want to emphasize is that currently there are three documents in place, which are documents that have already been adopted by the administration or the Board of Trustees, particularly the Research Subcommittee. Those documents - which we, the faculty as a group, have not generated - do a number of things. They provide the definition for 'strategic corporate alliance' that we are using. They actually provide a fair amount of the structure that we have assumed for how strategic corporate alliances will be managed, how funding decisions will be made, and how oversight will go forward. Those documents provide only a single model for that: the joint steering committee; the funding by a joint steering committee through a competitive RFP process coordinated by what would be a new director of Strategic Corporate Alliances; and oversight by the Local Advisory Committee, also with a data base of information to be maintained by the Director of Corporate Alliances. That fundamental regulatory, if you will, structure is already in place - or rather, I should say, it is provided for by the existing set of documents that we have had nothing, as a group, to do with."

"I think the way we can understand what the Statement will do is to attempt to give us, possibly, some additional flexibility in this area. The Statement actually takes the world of SCAs and divides into at least two, and possibly three. It distinguishes between 'broad SCAs,' for which it takes that basic structure - management by joint steering committee, project funding through a competitive RFP process, and oversight by the Local Advisory Committee - and gives it a lot more fleshing out. And then 'narrow SCAs,' where it really strips that structure down. It says okay to management by a Joint Steering Committee. But what it basically says is - 'no actually we don't think it makes sense to use an RFP process for these SCAs. Finally, it also says there's going to be

some of these sponsored projects that really are not within the definition of SCAs but have some of the characteristics of them. Those are not going to fall within the guidelines, but because they have some of the characteristics of SCAs, it would not be a bad idea to think about them within the larger framework that this statement sets up and to use some of these ideas and principles by analogy.

“So in this respect, there’s actually more flexibility that comes from thinking about the SCA process within this Statement than we might otherwise have because there’s a finer gradation.”

“Second: The concern about the definition of SCA, and how many of the words, the concepts, are indefinite - and similarly for ‘narrow SCAs’ and ‘broad SCAs.’ I think there’s no question that that’s so. Let me just remind you of the role of LAC in this. A lot can be fleshed out as we go along. We have an extremely experienced committee there. A committee that’s been working very well. I know that Bob Richardson is concerned, and the Statement itself expresses a concern, that we have to be careful not to overburden that particular goose laying the golden eggs. It may be that if indeed the University does enter into these strategic alliances, any number of them, it will be necessary to create a different committee, or do something else to make sure that LAC is not overburdened. Still, part of what we are going to get is experience with these things, that can feed back into the process and help to make more concrete some of these fairly indefinite terms.”

“Finally, the only other thing I wanted to mention was we have had people raising concerns about things like first-look rights (the ninety day period, is it too long? is it too short?) licensing provisions (are we being too generous? are we not generous enough?) There is a real point that I think perhaps is hard to appreciate, but I guess the committee would hope you remember: This is not necessarily the context in which to address all of the possible issues of importance that SCAs will raise, but which actually come up in a variety of other contexts as well. These are issues on which the faculty tends to have strongly held, and oftentimes diametrically opposed, positions. So what the committee felt was the sensible thing to do was simply to incorporate, into this document, the existing Cornell policy on these areas. And to say that if the Senate thinks it’s time to take up question like ‘Is 90 days for the first look rights too long? Or on the other hand too short?’ that’s probably a very good thing, but it should be done as separate matter. It was just too much to try to do in the context of this particular thing, when that question does affect sponsored research in a variety of contexts. There are a number of issues like that in this Statement where we just simply picked up existing policy and incorporated it by reference. With that I am going to stop.”

Speaker Knuth: “Thank you Professor Farina. Might I just ask that you put the resolution back up? What I would like to do now is to begin with any clarifying

questions that you might have with Professor Farina before we open this up for general debate.”

Professor Dick Miller, Philosophy: “In the text that you shared with us there’s a passage blanked out that no more than 13 members of the Joint Steering Committee should be corporate representatives. That struck me as a good rule to have, but it’s been crossed out. Could you explain why?”

Professor Farina: “Why it’s been crossed out? That amendment was one of two that were offered last April, and while there are many members of the Committee who I think continue to believe that there’s a very good reason for that rule, there was concern that this was micromanaging the process and that there was a fair amount of sensitivity to that approach, expressed in the Senate, and that it would be better to try avoid that. For that reason it came out.”

Professor David Pelletier: “Just a point of correction, it’s not 13 corporate members, it’s 1/3 members of the JSC.”

Speaker Knuth: “Any other clarifying questions? Seeing none, I would like to open the floor to debate this resolution.”

Professor David Delchamps, Electrical and Computer Engineering. “I’m one of the ones who falls on the sort of hesitant side with regard to Strategic Corporate Alliances. I’m one of the ones who worry about this, who worries about culture clashes between the corporate and university culture particularly with regards to time horizons when things have to be done, by and how hard it would be to get that sort of thing. I read this whole thing last spring and worried as I read it, but being fairly confident that we would get something good put together. However, I’m just wondering whether the train isn’t safely out of the station. At last April’s meeting, at the end of the meeting, Vice Provost Richardson stood up and said thank you very much, that was very nice and I thought that was great but I’m just not sure exactly what likelihood there is that any of this will become binding in a sense. Does anybody have a feeling for how the powers that be will do this and how much variance it is with the kinds of things that they see coming down the pike and whether it’s a good use of our time?”

Speaker Knuth: “Professor Richardson, would you like to address that?”

Professor Richardson: “Yes I would love to address it. I would first like to say that it’s a great use of your time. I have to honestly say it will not be treated as strictly binding legislation, but it would certainly be treated as the moral guidelines. I want to tell you one other thing. Despite a lot of work and a lot of talk, it has been three years since Inge brought it up that we have been talking about this. You haven’t seen any have you? That’s because this grand thing that developed for the broad SCA, where we could go

to some very generous corporation and say 'hey IBM why don't you work out a deal for Cornell because they are really good guys and lay on 15 million dollars a year and we'll have a grants program and you can pay for part of a building. You owe it to us.' No. It didn't work."

"In fact, even the narrow SCA hasn't worked, as people found out. So there have been some thoughtful faculty groups who would to see something like a SCA develop and there's even an alumni group that is working with the development office of the Life Sciences Advisory Board that has been talking actively about how can they get off dead center on the Strategic Corporate Alliances. They said, it makes a heck of a lot more sense to start small, really small. Pick two people who are doing something that the corporation cares about and get funding for that, sponsored funding, but in the background and in discussion with them, in the annual reporting of what they doing, develop the idea of a Strategic Corporate Alliance. I predict that the first ones that will come along will be the ones that we grow into. Then we have to be careful for the need for flexibility. The guidelines are terrific because as we are trying to talk with a potential sponsor in the SCA this is what we want to do, but they might want to have some other way to do it that's not exactly like that position is relation to what they think they are going to be more comfortable with in the partnership of research of that corporation."

"I am very grateful for all the work you all put into this. I hope that we can actually have an opportunity to test it out and make it work, and have that as another model for support of sponsored research. Thank you."

Professor Dick Miller: "I would like to speak in favor of restoring the 1/3 maximum. I think that having hard and fast rules like this sometimes helps. It sets limits in a way that's not incompatible with getting along with partners. It's nothing personal, nothing specific. It's a general rule, not a hand me down from on high. Of course, it should only be a rule that there's a general concern that we don't want to ignore. It's part of our view of Cornell's interests. I think there are general concerns here run by specific concerns that are acknowledged that the interests of activities of major pharmaceutical companies, universities and the like. We have been talking about worries that the leadership of Cornell, the Board of Trustees, is not sufficiently responsive to faculty views and what the course of Cornell should be. I think it's fair to say that the leadership is dominated by people who love Cornell, and devote a lot of time here from the corporate world. I'm not sure because after the dean very helpfully sent out a list of names of people, in the Executive Board, I asked him and he kindly tried to provide a list of their affiliations. He said he discovered that it's not readily available. So far as I know those affiliations are quite predominately corporate. On the Provost's Task Force on Sustainability on Development, I have been very impressed by how people gravitate towards asking what will appeal to donors even though the Provost has been quite clear that we should think about what would help humanity. It's just very hard not to

put that first given experience on funding of other kinds. I think that universities in the United States have a very special public role to play. They are looking to the public interest, looking at long-term interests, looking to interests that go beyond the national interests of the United States, that are interests in humanity. These don't necessarily conflict with interests of profit. They sometimes do. I think a sort of precaution against how deep a corporate influence that would be embodied in that 1/3 rule is a good expression of a legitimate concern."

Speaker Knuth: "Am I understanding that you are offering this deleted portion as a formal amendment?"

Professor Miller: "If that would be in order. I might be putting the cart before the horse."

Speaker Knuth: "I think that would be necessary if we are going to adopt this wording. If this would be considered substantive, which I think it would be if the deleted wording is to be reinserted, I don't believe we could do that at this time, but I appreciate you expressing your concerns."

"Other debate on this?"

Professor Talman, Physics: "Could you explain that a little more? I didn't follow."

Speaker Knuth: "Yes. I could ask Professor Farina to elaborate or Dean Walcott but the procedural rules of the Faculty Senate are such that substantive amendments must be submitted, I believe, to Dean Walcott at least 24 hours in advance of the meeting. Amendments that are simply to clean up wording can be offered on the floor, or amendments to clarify language. This does not seem to be of that type. Does that answer your question?"

Professor Martin Hatch: "Dean Farina said that this was deleted by the committee from the document, so my question is what process does that involve? Why can the committee delete things and we don't have any right to put it back in."

Professor Farina: "I think perhaps there is a misunderstanding about this. The committee that authored this document, that brings it to you, worked with the person who authored the amendments at the Senate meeting last spring. Those amendments along with the original resolution under Roberts Rules died because there was no continuation. None of that was brought before the Senate, so the committee who authored the document, the Senate Committee - it was actually a special committee, like the one we just created - worked with the author of the amendments and took one and incorporated it, and didn't take the other one. The material that you got in preparation for this meeting alerted you that this was happening. If someone wanted to re-offer the

amendment, that was a possibility. What can't happen, because it's a part of our rules, is that a substantive amendment can't be introduced from the floor during the meeting."

Speaker Knuth: "Other debate?"

Professor Talman: "Is it therefore substantive to move that it be sent to the next meeting? It seems as though there's a devious process at work. It seems as though it should be therefore in order that the motion be sent back to the committee."

Professor Farina: "That can be moved. It's always in order to do that. I don't know how devious it is for the committee who brought you this to change what it's bringing you in order to try to reach more of a consensus resolution, and then to tell you that's what we have done."

Professor Lisa Earle, Plant Breeding and Genetics: "I am a member of the committee that helped draft this document. If I remember correctly, at the Faculty Senate meeting last spring when the earlier draft was discussed and at which the amendment to delete the one third value was presented, there appeared to be sentiment in the Senate in favor of eliminating the one third provision. That was part of the motivation of the committee in modifying the document that is before you now. It would be interesting to know, possibly by a straw vote or something, whether the current Senate body is seriously interested in restoring that clause, or whether we'll just be going back and forth and making no progress on a document that has been worked on for a long time."

Professor Farina: "To put it mildly, the committee is deeply, deeply desirous of getting this completed."

Professor Martin Hatch: "I would like to advance Professor Earle's suggestion that we take we take a straw vote."

Speaker Knuth: "Okay. There was a comment here and then I'll take your point."

Professor Sherene Baugher: "I thought that when we took that vote it was a very close vote and then we had to do a count and then we realized we lost one or two people to make a quorum, so nothing got passed."

Professor Farina: "That is right. That's why we are back here. However, it was not close. There was no quorum but the amendment definitely would have passed."

Speaker Knuth: "What I would like to do at this point, since this is not a vote for the record, but I believe what the question is, is regard to this wording. Is that right Professor Earle that you would like to have a straw vote? If I might have people raise

your hand if you are in favor of reinserting the deleted language here, which says corporate representation should not exceed one third of the membership of any selection committee.”

“Let me, at this point, if I could have a show of hands to give a sense to the committee of the degree of support in the current Faculty Senate to reinsert the language. If that were to be done, what would then need to happen is that this resolution would need to be directed to be carried over to the next session of the Faculty Senate for discussion, which would be our December meeting. In the meantime the committee would revise the language as directed by the straw vote.”

“Those of you who are in favor of reinserting the one-third membership language, please indicate by raising your hand. Those of you who would be opposed to reinserting the one-third membership language, please raise your hand.”

“My perception is that the straw vote indicates that the sense of this body is to leave the deletion there and not reinsert this language. Are there any other items for debate, or comments?”

Professor Risa Lieberwitz: “I was also on the committee that drafted the report. I am in favor of a cap that would probably be more stringent than one third. The reason why I think is that it is acceptable in the context of the entire report to take out the one-third is because the wording of it now reads in terms of the corporation having a ‘voice.’ The report reads, and it is quite clearly stated, that Cornell faculty are to ‘lead’ the committee that judges whether to provide funding to whoever puts in the proposal. I am sorry but I don’t have the language in front of me. I would hope that the entire spirit of the report - which is to protect academic freedom, to protect the independence of the university from corporations, to protect the public interest, and as Dick Miller was referring to the language the University should serve the public interest - would hope that the interpretation of the spirit of the entire report in light of ‘a voice’ and ‘being led by faculty,’ not by a corporation, would then be implemented in that way. I would also point that the report also states that there are to be reviews at different times on how the process is working. It seems to me that if in reviewing the process we see that either there’s too much corporate dominance in decision-making, or if we see that actually this report is not addressing sufficiently smaller strategic corporate alliances that need to be addressed, that we can then amend it. I think that the review will be really important in that way.”

Speaker Knuth: “Other comments, either pro or con for the resolution? Seeing no hands I’m going to call for a vote on this resolution. Again, you have the wording before you. All those in favor, please indicate by saying aye. All those opposed, please say nay. The ayes have it. The resolution passes. I thank Professor Farina and the committee for their good work.”

"I believe that was our last agenda item so we stand adjourned (5:39 p.m.)."

Respectfully submitted,

Cynthia R. Farina
Associate Dean and Secretary of the University Faculty

Appendix 1

November 2, 2005

To: University Faculty Senators

From: Cynthia R. Farina, Associate Dean of the University Faculty
Chair, Nominations & Elections Committee

Re: Slate of Candidates for Committee to Review Faculty Governance

As directed by resolution of the Senate adopted at its October 4, 2005 meeting, the Nominations & Elections Committee hereby proposes a slate of members for the Committee to Review Faculty Governance.

BACKGROUND

As a result of two email solicitations sent to the entire university faculty, N&E received 146 tenured/tenure-track faculty (TTF)(active or emeritus) nominations and 6 non-TTF nominations. Because of duplicate nominations, these represented 121 TTF and 4 non- TTF nominees. Some submitters nominated multiple people; some of the nominees were self-nominations. Every school or college (and some programs) had at least one nominee, although the proportion of nominees varied widely by unit.

NON-TENURED/TENURE-TRACK FACULTY

On my recommendation and after discussion, N&E concluded that the Resolution – and particularly Paragraph 3 charging the Committee with ultimately “[m]ak[ing] recommendations to the Faculty Senate for changes to broaden and strengthen the influence of the *university faculty* on administrative decision-making at Cornell”– implied an intent that the Committee be composed of members of the university faculty. Therefore, N&E did not consider including any non-tenured/tenure track faculty in the slate of seven.

N&E is prepared promptly to suggest one or more NTT nominees if the Senate wishes to expand the size of the committee.

THE SLATE

During its deliberations, N&E learned of several possible committee members who were unwilling to serve because of leaves, academic or personal commitments, or other reasons; these people were not considered further. Several others were initially selected to be on the slate and declined when asked. Still, N&E believes that the following slate of faculty is very well suited to accomplish the objectives of the Resolution to Review Faculty Governance, while simultaneously reflecting various dimensions of the diversity of the university faculty as well as possible given the committee’s small size.

Therefore, it respectfully recommends appointment of the following seven faculty to the Committee to Review Faculty Governance:

<i>N'Dri Assie-Lumumba¹</i>	<i>Education, Africana Studies & Research Ctr.</i>
<i>Barry Carpenter</i>	<i>Chemistry & Chem. Bio., Arts & Sciences</i>
<i>Eric Cheyfitz</i>	<i>English, Arts & Sciences</i>
<i>Cornelia Farnum</i>	<i>Biomedical Science, Veterinary Medicine</i>
<i>Ken Birman</i>	<i>Computer Science, Engineering</i>
<i>David R. Lee²</i>	<i>Applied Econ. & Mgmt., Agriculture & Life Sciences</i>
<i>Risa Lieberwitz</i>	<i>Coll. Barg., Law & Hist., Industrial & Labor Relations</i>

¹ Prof. Assie Lumumba will resign from the Nominations & Elections Committee, to which she was just appointed at the October Senate meeting, if she is appointed to this committee.

² N&E received a request from the CALS Faculty Senate Executive Committee to consider selecting a member of the CALS Faculty Senate, who could then connect the work of the University Senate Committee with a currently ongoing study of faculty governance by the CALS Senate. Prof. Lee is a CALS Faculty Senator.

Appendix 2

RESOLUTION REGARDING FACULTY STATEMENT OF
PRINCIPLES AND BEST PRACTICES CONCERNING
STRATEGIC CORPORATE ALLIANCES

WHEREAS the Board of Trustees and the Administration, after studying the issues raised by Strategic Corporate Alliances, have formulated the following statements specifically governing these funding arrangements:

- Considerations & Principles Regarding Strategic Corporate Alliances (May 22, 2003), issued by the Research Subcommittee of the Board of Trustees
- Current Cornell Principles to Guide Development of Strategic Corporate Alliances (undated)
- Cornell University Strategic Corporate Alliance Plan (July 30, 2003); and

WHEREAS the Trustees have appropriately recognized that the Faculty should be deeply involved in the planning, execution and monitoring of any Strategic Corporate Alliances entered into by Cornell; and

WHEREAS a lengthy process of study, consultation and comment among the Faculty has produced the attached Faculty Statement of Principles and Best Practices Concerning Strategic Corporate Alliances,

THEREFORE BE IT RESOLVED that the Faculty Senate calls upon the Trustees and the Administration to implement the recommendations made in this Statement to govern the negotiation, formation, management, monitoring and evaluation of Strategic Corporate Alliances.

University Faculty Committee
April 5, 2005