



Bylaws

Bylaws of the University of Arkansas Academy of Computer Science and Computer Engineering (UAACSCE) University of Arkansas – Fayetteville

Originally Adopted: 4-29-17 Revision Date: 7-06-18 Adopted: 07-10-18

1. MISSION AND PURPOSE

2017. The University of Arkansas Academy of Computer Science and Computer Engineering was created on April 29, 2017. It is an entity within and administered by the Department of Computer Science and Computer Engineering under the College of Engineering at the University of Arkansas, Fayetteville.

2018. The purpose of the Academy is to recognize the achievements of University of Arkansas Computer Science and Computer Engineering (CSCE) graduates and others closely affiliated to the department. The appreciation of the honor bestowed individually and collectively will be perpetuated:

1. As an endeavor to strengthen the dedication of students to the Computer Science and Computer Engineering Department through a personal and professional example.

2. For the annual recognition of those graduates of the Computer Science and Computer Engineering Department and others closely affiliated to the department who bring honor as practitioners and as citizens.
3. To provide advisory guidance and counsel to the department.
4. To encourage personal, corporate, foundation, and government gifts and grants of money, equipment, and facilities to the Board of Trustees of the University of Arkansas for the benefit of the department.

2. MEMBERSHIP QUALIFICATION

1. **Active Members** – shall be limited to living individuals duly elected, inducted and subject to the conditions that:
 1. Each Active Member Candidate shall be a graduate of the Computer Science and Computer Engineering Department or be closely affiliated to the department.
 2. The number of Active Members that are not graduates of the department but closely affiliated to the department shall be limited to twenty (20) percent of the total Active Members.
 3. Each Active Member Candidate shall have demonstrated professional activities that attest to a distinguished record in their career field.
 4. Each Active Member Candidate shall have received an invitation to join from the UAACSCE's Board of Directors. The number of new Active Members added during any year shall not be limited. Each candidate shall have received at least a three-fourths affirmative vote by the Board of Directors.
 5. Each elected Member shall be present for his/her induction at the next induction ceremony held after the member's election. If an elected Member has not been inducted by the second annual meeting after election, the election may be voided by the Board of Directors.
 6. Active Members who become delinquent of the suggested yearly gift for three (3) successive years to the Academy will have their

membership status changed to Inactive.

2. *Honorary Members* – shall be limited to living or deceased individuals duly elected and subject to the conditions that:

1. An Honorary Member Candidate may be nominated by any member of the Academy. The nomination must be sent to the Board of Directors.

2. Each Honorary Member shall have three-fourths affirmative vote of the Directors for election to membership.

3. An Honorary Member's induction shall take place at the next induction ceremony following the member's election. Honorary members may be inducted in absentia.

4. The number of Honorary Members inducted into the Academy shall be limited to two (2) per year.

3. *Distinguished Past Members* – Active members will automatically be reclassified as Distinguished Past Members upon their death.

4. *Inactive Members* – Members delinquent in contributions or payment of the suggested yearly gift to the Academy for three years or if they submit a request for a change to this category will be considered by the Board of Directors to have their membership status changed to Inactive. A change in membership status from Active to Inactive or reinstatement to Active requires Board of Directors approval. Inactive members cannot hold office, serve on committees, or have voting privileges.

5. *Total Members* – Each year the current roster of the Academy will include Active Members, Honorary Members, Distinguished Past Members, and Inactive Members, excluding elected members that have not been inducted by the second annual meeting after election.

6. *Suggested Yearly Gift* – The suggested yearly gift currently is \$250 and may be modified by the Board of Directors. A member that donates \$5,000 or more to the CSCE department will receive lifetime credit for their membership in UAACSCE.

3. NOMINATIONS FOR

MEMBERSHIP

Nominations of Members and Honorary Members duly elected shall be subject to the conditions that:

1. All qualifications for membership are met.
2. The Membership Committee Chair will receive from the active members and the Department Head of the CSCE Department each year such nominations as they shall care to make. Nominees shall be of individuals qualified and shall carry information which substantiates the nomination. Each year the Membership Committee Chair will establish a cut-off date for the receipt of nominations to allow the process to be completed thirty (30) days prior to the annual meeting.
3. The Board of Directors shall review and certify the nominations each year and return to the Membership Committee Chair.

4. ORGANIZATION

a) Meetings of the Membership

1. There shall be an Annual Meeting of the membership held at such time and place as shall be determined by the Board of Directors.
2. There shall be an Induction Ceremony for the purpose of inducting newly elected members and it shall be held in conjunction with the Annual Meeting at a time and place determined by the Board of Directors.
3. There may be such other meetings as shall be determined by the Board of Directors, or a petition signed by one-third of the Active Membership and the Board of Directors shall call such meetings.
4. All meetings of the membership shall be communicated to the membership at least thirty (30) days prior to the date of the membership meeting.
5. The Academy is self-supporting. Members of the Academy are responsible for their expenses incurred while attending meetings and other functions of the Academy.

b) Quorum at the Membership Meetings

1. Shall consist of twenty (20) percent of the Active Members.
2. Every act of or decision made by a majority of those present when a quorum exists shall be an act of the membership.

c) Board of Directors

1. The Board of Directors shall consist of 7 to 10 Directors, including the Immediate Past-President. Normally, three (3) Directors will be elected from the membership by the members at each Annual Meeting and serve a three (3) year term.
2. The Head of the CSCE Department will be an ex officio member of the Board of Directors.
3. The make-up of the Board of Directors after each Annual Meeting should be as follows:

Immediate Past President
President

Directors elected to serve full three-year terms

Directors with two years remaining on their terms

Directors with one year remaining on their terms

4. Vacancies on the Board of Directors shall be permanently filled at the next Annual Meeting of the Academy. The President may make an interim appointment when necessary to complete the remainder of the year term.

5. Generally, the Academy utilizes parliamentary procedure rules to conduct the Committee and Annual Meetings.

6. Responsibilities – Board members should attend all Board Meetings and support the President in all activities of the Academy. The Board of Directors adopts an annual budget and presents it to the membership each year.

d) Committees – The Board of Directors shall authorize and the President shall appoint such committees as are necessary to advance the purposes and business of the Academy. The committees would typically be:

Membership Committee

Liaison Committee

Scholarship Committee

Publicity/Web Page Committee

5) ELECTION OF OFFICERS

a) Officers

1. The Officers of the Board of Directors shall consist of a President, President-elect, Secretary and Treasurer, and they shall be elected by and from the Board of Directors promptly after the election of the Board by the membership. The officers shall serve one (1) year terms.

2. The Officers shall have such duties as are necessary to the purposes and functions of the organization and such duties as are assigned by the Board of Directors.

3. Officers shall serve without compensation, but shall be reimbursed for expenses incurred if authorized and approved by the President and approved by the Board of Directors.

b) Academy Presidents customarily rotate offices progressively each year from President- Elect to President to Past-President, and as concurred by the vote of the Academy Board of Directors, unless an officer is unable to progress to the next office due to personal or professional circumstances. This progressive rotation of officers is used to ensure knowledge and continuity of organizational objectives, and procedures by the organization leaders. Anyone who elects to become an officer may need to serve two (2) three (3) year board terms in order to complete the progression.

c) When a President's term has come to an end, the President will transfer leadership to the President-Elect at the beginning of the Annual Membership Meeting.

d) The new President submits the slate of Officers and committee chairs (selected from the Members of the Board of Directors) to the Board of Directors for consideration. At this point, a Board member offers a motion to accept the slate, and a second is received. The President then solicits additional nominations from the floor, and if none are received, the motion is passed to accept the officers and committee chairs as presented. If additional nominations are made by board members, then majority voting by the Board is held by the President at that time.

6. OFFICERS RESPONSIBILITIES

a) President Responsibilities

1. The President appoints a slate of officers upon entering the

position, which are reviewed and approved by the Board of Directors.

2. The President appoints the Committee Chairs, and requests that each chair appoint a vice-chair to attend board meetings in the absence of the chair. Vice-chairs may attend more frequently, especially if they are assuming the chair for the upcoming year.

3. Meeting Scheduling, Planning and Agenda.

4. Preside over General Meeting and lead the Academy membership in all meetings and projects initiated by the Board and Academy membership. The President is critical to assuring the success of all activities of the Academy.

5. Direct and oversee the planning and execution of the Academy Annual Meeting and all Board Meetings. The Computer Science and Computer Engineering Department administrative staff assists the President in the planning and execution of the Annual Meeting.

6. Send board meeting invitations to all Board members, committee chairs, and past presidents.

7. Be aware of all the regular business to be discussed during a Board Meeting and provide the agenda of each meeting which is distributed to Board members prior to the start of the Board Meeting. The President should see that open items or assignments from previous Board Meetings are carried over to the next agenda.

8. At the conclusion of his or her term the President will transfer leadership to the President-Elect. The Past President becomes the Liaison Committee Chair after serving term as President.

9. The UAACSCCE will provide the Dean of Engineering with a copy of each annual meeting agenda prior to the date of the meeting.

b) President-Elect Responsibilities

1. In addition to serving as Acting President in the absence of the President, the President-Elect attends all Academy Board and Annual Academy Membership Meetings in order to become familiar with the office of the President.

2. Plan and execute arrangements for all Board Meetings. Meeting locations are usually selected with input from the Board President

and/or Board membership.

3. Keep members informed of any proposed and/or approved changes, additions, or deletions to the Academy Bylaws.

4. As keeper of the Bylaws, the President-Elect shall:

- Become familiar with all sections of the Bylaws and content.
- Present revisions to the Bylaws that have been previously approved by the Board for approval by membership during the Academy Annual Meeting.
- Ask membership if there are any additional proposed Bylaws amendments. Refer these to the Board for consideration and review at the next annual meeting.
- Maintain a record of all revisions to the Academy Bylaws, and an archive record of all revisions made since Academy inception.

5. The President-elect shall automatically assume the responsibility of President should a vacancy occur for any reason.

c) Secretary Responsibilities

1. Keep accurate records of meetings of the Board of Directors and the Annual Meeting of the general membership.

2. Act as temporary President and call Academy Board Meetings to order in the absence of both the President and the President-Elect.

3. Maintain detailed record of membership with assistance from the CSCE Department Staff.

4. Distribute a copy of the previous Board Meeting minutes for review, approval, and/or revision as required.

5. In cooperation with the Membership Chair, presents a report describing the Academy membership status, including active inactive, honorary, and Distinguished Past Members (deceased).

6. Prepare a letter of sympathy to the surviving spouse or family of the deceased member. This letter may contain a statement that the Academy will honor him/her for providing a one-time scholarship and extends an invitation to the upcoming annual awards banquet.

7. Responsible for the content of the Academy website. Works

closely with the Webpage/Publicity Committee Chair to assure all information on the website is accurate and up to date.

8. Maintain a list of spouses of deceased members who want to be included in the Academy annual meeting and mailing list and communicate to CSCE Department Staff who handles Academy mailings.
9. Distribute a copy of the previous General Meeting minutes for review, approval, and/or revision as required, prior to the next General Meeting
10. Keep accurate records of the proceedings of the Annual Meeting of general membership and Board of Directors meeting.

d) Treasurer Responsibilities

1. Assure that proper procedures and controls exist for the receipt of all Academy member suggested yearly gifts and contributions and that they are received by the CSCE Department for deposit with the University of Arkansas Foundation.
2. All Academy financial data, including but not limited to member suggested yearly gifts and contributions, endowment proceeds, meeting expenses, miscellaneous Academy expenses, and other financial accounting data, is prepared by the CSCE Department Fiscal Support Specialist.
3. Does not personally receive any funds or write any expense or disbursement checks.
4. All dispersals of Academy funds are accomplished via check requested by the CSCE Department from the University of Arkansas Foundation to be made payable to the appropriate vendors. The Treasurer does not receive any funds or write any expense or disbursement checks.
5. Review the Academy Income and Expense Reports prepared by the CSCE Department Fiscal Support Specialist, and distributes the reports at each Board and Annual Meeting.
6. Present the annual Academy budget for review and approval of membership.
7. Subsequent to the Annual meeting, coordinate with the CSCE

Department to ensure that members who have not submitted payment of the suggested yearly gift are notified in writing that their suggested yearly gift as not been received and that their status will be changed to “Inactive.”

8. At the annual Board Meeting, present a list of members who are three or more successive year’s delinquent in suggested yearly gift for Board review. Upon the Board’s direction, the secretary/treasurer will send a letter informing the members they will be moved to Inactive status if their suggested yearly gift is not received by the annual meeting.

e) Past President Responsibilities

1. The Past President primarily chairs the Liaison Committee, and also provides the sitting President with guidance regarding Academy affairs when requested.
2. Assists current President in meeting preparation.
3. Attends meeting and provides guidance to the Board of Directors.

7. LIMITATIONS AND PROCEDURES

1. The bylaws may be amended at any Annual Meeting where such intention has been a part of the notice of the meeting and is announced at least 30 days prior to the annual meeting. The amendment must carry the favorable recommendation of two thirds of the Directors and a majority of the Active Members.
2. The members of the UAACSCE are not responsible for any indebtedness or liability incurred by or for any acts performed by any member or individual, at any regular or special meeting, outing or other social activity of the Academy.

8. FINANCIAL REQUIREMENTS

1. The UAACSCE will be self-supporting, using exclusively reserved moneys deposited with the University of Arkansas Foundation

account. These moneys will result from contributions made or solicited by the members for this and additional purposes. Each member will be expected to contribute annually to the organization.

2. Members will be responsible for their expenses incurred while attending meetings and other functions of the organization.

3. The Board of Directors shall adopt an annual budget which shall be reported to the membership.

9. RECOGNITION AND AWARDS

1. A plaque or certificate of recognition and membership in the UAACSCE will be awarded to each Active or Honorary Member at the Induction Ceremony.

2. A framed photograph of the Active and Honorary Member of the Academy shall be individually identified and prominently displayed in the CSCE Department.

3. An up-to-date biographical sketch will be maintained for each Active, Honorary, and Distinguished Past Member of the Academy and displayed in the CSCE Department.

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