

CONSTITUTION AND BY-LAWS

of the

SOUTHERN CONSORTIUM OF THE AMERICAN DEMOCRACY PROJECT

Initiated at First Annual Meeting

Baton Rouge, LA

November, 2004

(Revised March 23, 2005)

CONSTITUTION

ARTICLE 1: NAME

This organization will be known as the Southern Consortium of The American Democracy Project. A shorter name will be American Democracy Project-South or ADP-South.

ARTICLE 2: OBJECTIVE

The objective of this organization will be to support and celebrate civic awareness and engagement of students, faculty and staff on member campuses.

ARTICLE 3: MEMBERSHIP

Section 1. Membership in the organization is open to employees and students at campuses involved in the American Democracy Project.

Section 2. Original campus membership will include representatives of AASCU-ADP schools from Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia.

Section 3. Membership may expand to representatives of schools in other contiguous states upon their request.

ARTICLE 4: COUNCIL MEMBERSHIP AND THE ADP-CENTER

Section 1. The council will be comprised of one staff representative from each of the consortium states, for a total of 12 council members.

Section 2. ADP-South will sponsor a center that will be maintained at one of the member institutions.

Section 3. Granting of the ADP-South center will be accomplished by a vote of the council.

Section 4. Prior to first annual meeting in October, 2005, the University of Tennessee at Martin will serve as the ADP-South center.

ARTICLE 5: VOTING AND QUORUM

Section 1. Each Council member will be entitled to vote in all transactions of the Council. Each person will be entitled to one vote only.

Section 2. Seven members will constitute a quorum for the transaction of business at any previously announced Council meeting.

ARTICLE 6: OFFICERS

Section 1. The officers of the Council will be a Chair (or Co-Chairs), an Administrative Vice Chair, and an Executive Director of the Center. The Executive Director of the Center will also serve as Secretary-Treasurer.

Section 2. The Chair will be the immediate past Administrative Vice Chair and will hold office for one year or until a successor is installed. The Chair, or in the Chair's absence, the Administrative Vice Chair, will preside at all meetings of the organization, will appoint committees, and will perform such duties as pertain to the office of Chairperson.

Section 3. The Administrative Vice Chair will be elected at the annual meeting and will hold office for one year or until successor is elected and installed. The Administrative Vice Chair will succeed automatically to the office of Chair upon the death or incapacity of the Chair.

Section 4. In the case of the death or incapacity of the Administrative Vice Chair, or the Administrative Vice Chair's assumption of the office of Chair, if that position becomes vacant prior to the completion of the normal term, the senior member-at-large on the Executive Committee will become the Vice Chair Pro-Tem for the remainder of the year.

Section 5. The Executive Director of the Center/Secretary-Treasurer will be elected at an annual meeting for a term of three years. The duties of the Executive Director of the Center/Secretary-Treasurer will include:

- (1) keeping minutes of the organization and being the custodian of the Council's funds, securities, etc. and will cause to be deposited in the name of the organization all monies or other valuable effects in such banks, trust companies, or other depositories as will be approved from time to time by the Executive Committee;
- (2) making an annual report to the organization as secretary and, as treasurer, submit annually, and whenever else requested by the Executive Committee, a complete and verified statement of the financial condition of the organization;
- (3) serving as the editor of the Council's publication(s) or seeing to it that the editorial functions are properly discharged;
- (4) maintaining Archives, including a conference workbook;
- (5) maintaining an ADP-South website;
- (6) Executive Director of the Center/Secretary-Treasurer will direct the activities of the center (headquarters) of ADP-South.

Section 6. In the event of the death or incapacity of the Executive Director of the Center/Secretary-Treasurer the interim succession to that office will be decided by the Executive Committee.

Section 7. Ordinarily, new officers will be installed at the annual meeting.

Section 8. The offices of Chair, Vice Chair, and Executive Director of the Center/Secretary-Treasurer will be filled by members from the faculty/administrator membership of ADP-South.

Section 9. During the first year of the Council, a Chair and Vice Chair will be elected.

ARTICLE 7: EXECUTIVE COMMITTEE OF THE ADP-COUNCIL

Section 1. The Executive Committee will consist of the Chair, the Vice Chair, the two most recent past Chairs, and the Executive Director of the Center/Secretary-Treasurer. No college or university may be represented on the Executive Committee by more than one faculty/staff member. No more than one faculty/staff member from any given institution may be placed in candidacy for elected office.

Section 2. The Chair of the Council will also serve as the Chairperson of the Executive Committee, and the Executive Director of the Center/Secretary-Treasurer will also serve as the Secretary of the Executive Committee. A majority of the membership of the Executive Committee will constitute a quorum.

ARTICLE 8: RESTRICTION PERTAINING TO TERMS OF OFFICE

Section 1. Except for the Executive Director of the Center/Secretary-Treasurer, no officer of the Council who has served a full term may be elected to succeed him/herself. This provision does not apply to student members at-large, who will be eligible for re-election.

ARTICLE 9: MEETINGS

Section 1. The Council will hold a regular annual meeting the day prior to the annual celebratory conference, on a date to be determined by the Executive Committee.

Section 2. Virtual meetings of the council will also be held as necessary. Voting in these cases will be accomplished by email, conference call, or videoconference.

ARTICLE 10: MAIL VOTE

Section 1. Between meetings any questions or item of business may be submitted by the Executive Committee to a vote of the Council membership by regular mail or by email.

ARTICLE 11: AMENDMENTS

Section 1. Any proposal to alter or amend this Constitution will be referred to the Executive Committee for suitable wording which clearly expresses the intent of the proposal and which is consistent with the other sections of the Constitution. It will be submitted in writing to the Executive Director of the Center/Secretary-Treasurer at least ninety days prior to the annual meeting of the Council. A copy of such a proposed alteration or amendment will be mailed by the Executive Director of the Center/Secretary-Treasurer to each member at least thirty days prior to the said annual meeting. Such alterations or amendments will, upon receiving at a regular meeting a two-thirds majority of those present and voting, become a part of the Constitution.

ARTICLE 12: RATIFICATION

Section 1. Ratification of this document will be by a simple majority of those present and voting at the first annual business meeting of the Council.

BY-LAWS

ARTICLE 1: DUES AND VOTING RIGHTS

Section 1. The annual dues for individual and institutional membership in the Council will be set by the Executive Committee, with approval of the body as a whole.

Section 2. Members will not be entitled to vote if the dues owed by their institution are not paid up by the time of the annual meeting.

Section 3. The institutional vote will be exercised by the official representative of the member organization (ADP Chair, etc.,) or by a person designated by the official representative.

Section 4. No person, whether he or she represents a personal or institutional membership, may cast more than one vote in any balloting procedure.

ARTICLE 2: EXECUTIVE COMMITTEE

Section 1. The Executive Committee will transact such business of the Council as may be referred to in the annual meeting or by the officers in accordance with the Constitution and By-Laws.

Section 2. It will be consulted on arrangements for the annual meeting of the Council by the Vice Chair, who will serve as the program chairman of the annual meeting.

Section 3. It will meet immediately prior to the annual meeting and immediately following the annual meeting and at such times in the interim as may be determined necessary by the Chair.

Section 4. The Executive Committee will decide each year upon the amount to be paid to the ADP-South center for the services rendered to the Council.

Section 5. The Executive Committee will be responsible for reviewing and approving an annual budget to be prepared by the Executive Director of the Center/Secretary-Treasurer.

ARTICLE 3: NOMINATIONS AND ELECTIONS

Section 1. Beginning with the second year of the Council, the Council will nominate a slate of new officers. Recommendations for office will be brought before the membership at the annual business meeting. A short description of the qualifications of each candidate will be included.

Section 2. Additional nominations from the floor will be in order at the annual business meeting.

Section 3. If a candidate is nominated for more than one office, he or she will notify the Chair of ADP-South in writing concerning the position for which he or she wishes to stand, thereby clearly withdrawing from candidacy for the other position(s).

Section 4. If, in the election of officers and of the Executive Committee, there are more than two candidates for any one position, the person receiving the largest number of votes will be elected.

Section 5. In case of a tie, a run-off election will be held.

ARTICLE 4: FISCAL YEAR

Section 1. The fiscal year of the Council will be January 1 through December 31.

ARTICLE 5: POINTS OF ORDER

Section 1. On all points of order not covered by these By-Laws, the Council will be governed by the current Robert's Rules of Order or by the established usages in assemblages governed by parliamentary rule. The presiding officer of each annual meeting will appoint a parliamentarian for each meeting.

ARTICLE 6: ADOPTION AND AMENDMENTS

Section 1. These by-laws may be adopted, altered or added to at any annual meeting. Any alteration or addition must, however, have been referred to the Executive Committee for clarity of wording and consistency with other sections of the By-Laws and Constitution and then submitted in writing to the membership at the annual meeting.

Section 2. The adoption, alteration, or addition to of the By-Laws will be by a simple majority of those present and voting at the annual business meeting.

ARTICLE 7: EXECUTIVE CONFERENCE

Section 1. To provide for interim consultation, discussion and planning, the Executive Committee will meet in Executive Conference at the Annual Conference of ADP (which usually takes place in the summer of each year.)

Section 2. Such conferences will not require a quorum, but must be called by the Chair of ADP-South, or the Vice Chair at the request of the Chair, and must be attended by the Chair or Vice Chair, and the Executive Director of the Center/Secretary-Treasurer or his/her authorized representative.

Section 3. If the Chair, in consultation with the Operating Board, feels that an Executive Conference at the annual ADP meeting is not feasible, s/he may call an Executive Conference at a place and time mutually agreeable or may conduct all necessary business, consultation or planning by any appropriate means of communication.