

CLEAN
1/20/17

**ARTS AND HUMANITIES ADVISORY BOARD
CALIFORNIA STATE UNIVERSITY, FRESNO**

BYLAWS

ARTICLE I

GENERAL

SECTION 1 - NAME

This organization shall be known as the Arts and Humanities Advisory Board of the College of Arts and Humanities, California State University, Fresno (hereinafter, the "Advisory Board"; and the "College of Arts and Humanities, California State University, Fresno, California" hereinafter referred to as "the College").

SECTION 2 - PURPOSE

The purposes of the Advisory Board shall be as follows:

- a) Create and promote a positive image for, and understanding of, the College.
- b) Actively assist in increasing the funding for the College.
- c) Actively assist in the marketing of the College and faculty in order to increase enrollment and recognition of student accomplishments and potential.
- d) Actively maintain and work to increase community linkage with the administration and faculty of art and cultural organizations, school districts and educational programs throughout the Central Valley.
- e) Organize and undertake special projects and events in support of the foregoing purposes.
- f) Actively support and conduct all activities of the Advisory Board in a manner consistent with the Vision of the University and the Mission of the College.

SECTION 3 - RELATIONSHIP

The relationship of the Advisory Board to the College, the University and the community at large will be through the Dean of the College (the "Dean") and indirectly through the President of the University.

ARTICLE II

MEMBERSHIP

SECTION 1 - GENERAL

Members of the Advisory Board shall be carefully selected individuals from the community who are willing to make a personal commitment to support College and the purposes of this organization. Selection of such members shall be in accordance with these Bylaws.

SECTION 2 - NOMINATIONS

Nominations to the Advisory Board may be made by any of the members of the Board or any member of the faculty of the College and shall be approved by a Vote of the Members (as defined in Section 6 of Article IV).

SECTION 3 - APPOINTMENTS

Appointment to membership of the Advisory Board shall be made in writing by the Dean of the College after consultation with the Council of Chairs of the College and approval by the President of the University.

SECTION 4 - TERM OF MEMBERSHIP

Appointed members of the Advisory Board shall serve for a term of four (4) years. As guidance, but not as a requirement or limitation, it is suggested that members serve for a maximum of two (2) consecutive four (4) year terms.

SECTION 5 - EMERITUS MEMBERSHIP

Any member who has served on the Advisory Board for a period of two (2) terms or more will be eligible for appointment to the Emeritus Board membership.

- a) This honor and privilege shall be awarded only to those members of the Advisory Board who have made an outstanding contribution to the Advisory Board.
- b) Nominations shall be made by the Executive Committee chaired by the Dean of the College, with such nominations being forwarded to the President of the University for approval.
- c) Appointments to the Emeritus Board shall be for life and shall be made by the President of the University.
- d) Emeritus Board members shall have all the rights and privileges of a regular member of the Advisory Board with the exception of the right to vote and hold office.

SECTION 6 - MEMBERSHIP LIMITS

The membership of the Advisory Board shall not exceed twenty-five (25) regular members (not including Emeritus Board members).

SECTION 7 - TERMINATION

Membership shall be terminated upon the resignation of a member or a member's failure to attend three (3) consecutive regular meetings, as specified in Section 1 of Article IV.

SECTION 8 - VACANCIES

Vacancies on the Advisory Board shall be filled based upon the nomination and appointment of replacement members as described in Sections 1, 2 & 3 above.

ARTICLE III

OFFICERS/COMMITTEES

SECTION 1 - OFFICERS

The Officers of the Advisory Board shall consist of a Chair, Vice-Chair/Chair Elect, Secretary and Treasurer. The positions of Secretary and Treasurer may, at the discretion of the Advisory Board, be held by the same person."

SECTION 2 - TERM OF OFFICE

The term of office shall be one (1) year and shall commence September 1, and terminate on August 31 of the following calendar year.

SECTION 3 - NOMINATIONS

The Standing Nominations Committee, consisting of at least three (3) members of the Advisory Board, shall meet and confer at least annually prior to the May meeting. The Nominations Committee shall submit its recommendations for Chair, Vice-Chair/Chair Elect and Secretary-Treasurer to the Dean prior to the May meeting and to the Advisory Board at the May meeting of the Advisory Board. Additional nominations may be made from the floor.

SECTION 4 - ELECTION OF OFFICERS

The officers shall be elected by a majority vote of members of the Advisory Board at the May meeting.

SECTION 5 - DUTIES OF OFFICERS

- a) Chair: The Chair shall be responsible for calling and conducting all meetings of the Advisory Board, appointment of committees and/or task forces to carry out specific assignments. The Chair shall be the contact with the Dean of the College and through the Dean with the President of the University and shall be responsible for keeping the members of the Advisory Board informed of all pertinent business and matters concerning the Advisory Board.
- b) Vice-Chair/Chair Elect: The Vice-Chair/Chair Elect shall exercise the powers shall exercise the powers and authority of the Chair in the absence of the Chair and shall succeed the Chair upon expiration of the Chair's term.
- c) Secretary: The Secretary will be responsible to insure that proper records are maintained of the matters brought before the Advisory Board and all official business transactions of the Advisory Board. The Secretary shall insure that copies of all minutes,

announcements, agendas and Board correspondence are made available to the Dean for distribution to the faculty of the College. With the consent of the Dean, the Secretary may enlist the assistance of members of the Dean's staff to assist in carrying out the responsibilities described above.

d) Treasurer:

The Treasurer will be responsible to insure that proper financial records are maintained of all Advisory Board activities and transactions including financial reports of individual events that contain comparative statements of prior years events of the same nature. The Treasurer shall insure that copies of all financial records are made available to the Dean for distribution to the faculty of the College. With the consent of the Dean, the Treasurer may enlist the assistance of members of the Dean's staff to assist in carrying out the responsibilities described above."

SECTION 6 - COMMITTEES

a) Establishment of Committees. The Advisory Board may, by resolution adopted by a Vote of the Members, establish one or more committees, each consisting of three (3) or more Board members plus other members from the community as that committee may decide, to serve at the pleasure of the Advisory Board. The Advisory Board may designate one or more directors as alternate members of any committee, who may replace any absent member at any meeting of the committee.

b) Standing Committees. There shall be established five (5) Standing Committees of the Advisory Board, which shall serve at the pleasure of the Advisory Board. Every AHAB Member shall serve on at least one Standing Committee. The five (5) Standing Committees shall be designated as follows:

(1) The Executive Committee (aka ExComm). Through regular meetings the Executive Committee shall provide a forum for the discussion and establishment of strategic goals and guidelines for the Advisory Board and its Standing Committees. The Executive Committee shall also provide the opportunity for constructive mutual feedback between the College Administration and all officers of the Advisory Board. The Executive Committee shall consist of the following individuals:

- a. The Dean of the College,
- b. The Associate Dean of the College,
- c. Chair of the Advisory Board,
- d. Vice Chair of the Advisory Board,
- e. Secretary of the Advisory Board, and
- f. The Chairs of all Standing Committees.

(2) The Events Committee shall plan and organize all events sponsored, in whole or in part, by the Advisory Board.

(3) The Development Committee shall assist in the planning of, and as appropriate, the conduct of, fundraising activities of the Advisory Board and the College.

(4) The Nominations committee shall submit in May of each year nominations for all officer positions of the Advisory Board. Likewise, the Nominations Committee shall submit nominations, as and when appropriate, to fill any vacant office occurring during any current academic year. Finally, the Nominations Committee shall actively seek and maintain a current list of members of the community who would be suitable for nomination to the Advisory Board and the dean of fill vacancies on the Advisory Board.

(5) Marketing and Public Relations Committee. The Marketing and Public Relations Committee shall, working with the Advisory Board and the College, assist in developing strategies to encourage community involvement at campus events/activities. This will recognize faculty and student accomplishments as well as help create a positive image for, and understanding of, the mission of the College of Arts and Humanities.

c) Committee Operations. Each committee shall have, at a minimum, membership consisting of three (3) members of the Advisory Board plus such other members from the community, as the committee shall determine. Each committee shall have the discretion to establish and call regular or special meetings of its membership at such time and place and at such intervals as each committee shall determine appropriate. All actions and decisions of a committee established hereunder shall constitute recommendations to the Advisory Board, which, prior to implementation, shall be approved by a Vote of the Members of the Advisory Board.

ARTICLE IV

MEETINGS

SECTION 1 - REGULAR MEETINGS

The five (5) regular meetings of the Advisory Board shall be held on the second Thursday of January, March, May, September and November of each year. All Standing Committees will meet at least once in the remaining months (February, April, August, October), in order to discuss the proper implementation of their action items. The Advisory Board shall hold an annual retreat in August.

SECTION 2 - SPECIAL MEETINGS

A special meeting may be called at any time by the Chair or by a majority of the members of the Advisory Board by personal delivery, by mail or other means, of a written notice to each member of the Advisory Board and to any other party to be directly affected by such a meeting, or any other person who has requested notice in writing. Such call and notice of a special meeting shall be delivered at least twenty-four (24) hours prior to any such meeting and shall specify the time and place of the special meeting and the business to be transacted. No business shall be considered at such special meetings by the Advisory Board other than that business described in said notice. Written notice of such special meeting may be dispensed with as to any member who, at or prior to the time the meeting convenes, files with the Secretary of the Advisory Board, a written waiver of notice. Written notice also may be dispensed with as to any member who is actually present at the meeting at the time it convenes.

SECTION 3 - CANCELLATION OF MEETINGS

A regular meeting of the Advisory Board may be canceled upon due notice to the members by the Chair.

SECTION 4 - LOCATION AND TIME OF MEETINGS

Regular meetings of the Advisory Board shall be held at 4:00 p.m. at the place designated in a written notice issued by the Dean of College. Special meetings shall be held at such location and time as shall be designated by the Chair.

SECTION 5 - NOTICE OF REGULAR MEETINGS

The Secretary shall, at least one (1) week prior to the date set for such meeting, give written notice of every regular meeting to any individual that has filed a written request for notice thereof. Any request for notice filed, pursuant to this Section 5, shall

be valid for one (1) year from the date on which it is filed unless a renewal request is filed. Absent a request for notice, no notice of regular meetings is required.

SECTION 6 - QUORUM/VOTING

A quorum of the Advisory Board, for purposes of taking any action as an Advisory Board, shall consist of a simple majority of the then sitting members of the Advisory Board. A simple majority affirmative vote of the members present at a meeting at which a quorum of the Advisory Board is present (a "Vote of the Members") is required to pass a motion before the Advisory Board and shall constitute an act of the Advisory Board.

SECTION 7 - PROXIES

Proxy voting will be permitted, provided such proxies are in writing signed by the member granting the proxy and delivered to the Secretary (or acting Secretary) at the beginning of the meeting at which such proxy is to be exercised. A proxy shall be valid only for the single meeting specified. The giving of a proxy hereunder shall not constitute attendance of a regular meeting for purposes of these Bylaws.

ARTICLE V

FUNDRAISING

Upon a majority vote of the Advisory Board and approval of the Dean, the Council of Chairs of the College and the President of the University, the Advisory Board may raise funds for the enhancement of the College, provided that the raising of such funds is not in conflict with public funding or policies of the University.

ARTICLE VI

DISSOLUTION

SECTION 1 - GENERAL

The Advisory Board of the College serves at the pleasure of the President of California State University, Fresno and may be dissolved by the President at any time.

ARTICLE VII

AMENDMENT OF BYLAWS

SECTION 1 - GENERAL

These Bylaws may be amended by an affirmative vote of two-thirds (2/3) of the members of the Advisory Board present at a meeting called to consider such amendment at which a quorum of the Advisory Board is present, provided that all members are given written notice of the proposed amendment and a copy thereof at least thirty (30) days prior to the date of the meeting at which such amendment is to be voted upon.

ARTICLE VIII

RATIFICATION

SECTION 1 - GENERAL

These Bylaws shall become effective when they are approved by a majority of the Advisory Board at a meeting specifically called for this purpose. All members shall receive copies of the proposed Bylaws at least twenty (20) days prior to the date of the meeting at which the Bylaws will be proposed for ratification. In the event that an Advisory Board member is unable to attend such meeting, that member's vote to approve or disapprove ratification of these Bylaws may be submitted to the Board in writing at any time prior to the date of said meeting.

Approved by a Majority of the
Advisory Board of the College
of Arts and Humanities

_____, 2017