

For reference, [here are the sample Bylaws](#) from AAUP.org that were the basis of this document.

Bylaws of the Truman State University Chapter of the American Association of University Professors

Article I: Name

The name of this organization is the Truman State University (hereafter TSU) Chapter of the American Association of University Professors (hereafter AAUP or the Association).

Article II: Purposes

The purposes of this chapter are to:

- a) Support the policies and goals of the Association as set forth in Article 1 of the Association constitution, and in all matters act in harmony with the principles and procedures of national AAUP and its constitution;
- b) Facilitate the cooperation of teaching and research scholars in universities, colleges, and professional schools of similar grade, for (1) the promotion of the interests of higher education and research, and (2) the advancement of the standards, ideals, and welfare of the profession.
- c) Defend academic freedom at TSU and throughout academe;
- d) Encourage faculty participation in governance at TSU;
- e) Protect and advance the professional status and interests of all faculty;
- f) Facilitate the dissemination of information on higher education principles and practices;
- g) Inform the academic community about AAUP standards and policy statements; and
- h) Develop necessary and proper chapter programs for the accomplishment of the aforementioned purposes.

In furtherance of the purposes described above, but not in limitation thereof, the chapter shall have power to conduct studies; to disseminate statistics and other information; to engage in appropriate fundraising activities; to conduct promotional activities, including advertising and publicity, in or by any suitable manner of media; to hold such property as is necessary to accomplish its purposes; and to employ individuals to further its purposes under Article II. This chapter is organized and operated for the above stated purposes, and for other nonprofit purposes. No part of its assets, income, or profits shall be distributed to, or inure to the benefit of, any individual, except in consideration of services rendered.

Article III: Members

Chapter membership is extended to all individuals (hereafter “Chapter members” or “members of the Chapter”) who meet all the following criteria:

- a) are current or retired faculty members of TSU, or graduate students at TSU
- b) are national members of AAUP excluding associate membership
- c) are in good standing with the Chapter

Article IV: Chapter Organization

Subarticle A: Executive Council Organization

The TSU Chapter of AAUP is led by an Executive Council (hereafter The Collective” or “The Council”) consisting of seven elected members. The Collective functions as communal leadership, internally delegating most necessary duties, tasks, and responsibilities to members of The Collective or to other active members of the Chapter. Any and all duties, tasks, and responsibilities not explicitly designated to an Agent in Article IV, Subarticle B are held communally by The Collective to be delegated as they see fit.

Paragraph 1: Qualifications of members of The Collective

All members of The Collective must :

- a) be non-retired faculty members of TSU,
- b) not currently hold an Administrative position at TSU,
- c) be members in good standing of the Association and the TSU Chapter.

Paragraph 2: Elections of members of The Collective

Seven positions (or seats) exist within The Collective. These seats each have fixed terms of three years, and qualified TSU chapter members are elected to fill those seats.

- a) Elections are to be held annually no earlier than April 1 and no later than June 1.
- b) Nominations for elections to The Collective must be made, seconded, and accepted during a chapter meeting, whether *in sarco* or *in virtua* no earlier than two months and no later than one month preceding a scheduled election. Self-nominations are allowed but cannot be self-seconded.
- c) To provide continuity, no more than three seats on The Collective will be up for election in any given year. Beginning in 2021 the annual rotation will be to elect two seats, followed by two seats the subsequent year, and three seats the year following, with the pattern repeating from then on.
- d) Elections will be held electronically with an open ballot to ensure transparency. The period of time in which a ballot may be cast is from 7 am to 7 pm local time in Kirksville, MO. All current members of the faculty at TSU, retired members of the faculty at TSU, and graduate students at TSU are entitled to cast one ballot during an election.
- e) All election results will be audited to ensure one ballot per eligible individual is cast, and only eligible individuals have cast ballots.
- f) The candidates will be ranked in order of votes received from most to least. The top two or three candidates will each be added to The Collective.
- g) In the advent of a tie, sitting members of The Collective will vote via secret ballot for one of the tied candidates, with no abstentions permitted. In the extraordinary circumstance that a vote by The Collective somehow fails to resolve a tie, the name of each tied candidate will be written onto each of three pieces of paper of identical dimensions, then each folded in an identical manner and placed into a container. The Chairperson will physically cast the ballots away from themselves onto the floor or ground, and the piece of paper that lands the furthest distance away from the Chairperson will decide the winner of the election.
- h) In the event of a spoiled election (*i.e.* because of a technical error, interference by administration or other hostile entities, or general catastrophe) The Collective may vote for election nullification; a supermajority of five votes is required. A replacement election must be scheduled no later than two weeks

following the original election, and The Collective is empowered to take any actions (that do not violate these Bylaws) to counteract whatever forces led to the spoiled election.

Subarticle B: Specialized Agents of The Collective

Following each election for seats on The Collective, the Chapter will elect four Agents from among the members of The Collective and empower them with permanent designated duties, tasks, and responsibilities. The nature of these duties, tasks, and responsibilities require they be entrusted to a single individual under the oversight of The Collective. These Agents are named the Chair, Vice-Chair, the Bursar, and the Recorder.

Paragraph 1: Election and Terms

- a) Within a week of an election that adds a new person to The Collective, the Chapter will hold a special meeting to elect Agents.
- b) Nominations occur at that meeting, and individuals may self-nominate but not self-second the nomination.
- c) Voting will occur by secret ballot during that meeting, and the candidate receiving the most votes is elected to that Agent position.
- d) In the advent of a tie, the tie will be broken using the method outlined in IV.A.2.g above.
- e) Agent terms are variable and last only as long as the membership of The Collective does not change. All Agent terms expire on the election of one or more new individuals to The Collective, and all four Agent positions must be nominated and voted upon.

Paragraph 2: Chair

The duties of the Chair shall include:

- a) acting as spokesperson for the Chapter and The Collective in communications to the TSU administration,
- b) presiding at meetings of the Chapter and The Committee,
- c) generally managing any committees formed for special function by The Collective. For legal and administrative purposes, the Chair is roughly equivalent to a President.

Paragraph 3: Vice-Chair

The duties of the Vice-Chair shall include:

- a) acting in Chair's absence or incapacity, and
- b) managing the Bylaws of the Chapter.

For legal and administrative purposes, the Vice-Chair is roughly equivalent to a Vice-President.

Paragraph 4: Recorder

The duties of the Recorder shall include:

- a) keeping a record of all proceedings and correspondence of the Chapter,
- b) certifying chapter delegates to the Association's annual meeting,
- c) preparing or overseeing the preparation of **any** newsletters for distribution to the faculty if such shall be desired,
- d) presiding over meetings of the Chapter or The Collective in the absence of the Chair and Vice-Chair, and
- e) maintaining official contact with the Association, which includes:
 - i) providing the Secretary-Treasurer of the Association the names of the Agents of the Chapter and the Chapter Bylaws, and

ii) conducting the correspondence of the Chapter with the Association Secretary-Treasurer.

For legal and administrative purposes, the Recorder is roughly equivalent to a Secretary.

Paragraph 5: Bursar

The duties of the Bursar shall include:

- a) keeping an accurate record of all funds received and disbursed,
- b) preparing an annual Chapter budget at the beginning of each academic year,
- c) preparing a financial report at the meeting adjacent to the end of each academic year,
- d) remitting to the Association and/or to the applicable state conference any dues collected on behalf of the Association and/or conference, and
- e) presiding over meetings of the Chapter or The Collective in the absence of the Chair, Vice-Chair, and Recorder.

For legal and administrative purposes, the Bursar is roughly equivalent to a Treasurer.

Paragraph 6: Vacancies

- a) When an Agent resigns or is disqualified from their position but not their seat on The Collective, that position shall be elected at the next meeting of the Chapter or at a special meeting of the Chapter not more than six weeks from the resignation or disqualification, whichever is sooner.
- b) When a member of The Collective resigns or is disqualified from The Collective, The Collective is empowered to designate a temporary replacement by a majority vote of The Collective. In addition, a special election is to be scheduled no more than three months from the day of resignation or disqualification. The newly elected member will complete the term of the seat that was vacated.

Article V: Dues

- a) The TSU Chapter dues are \$10 USD per annum and due on October 1st.
- b) Dues may be altered as a regular amendment made to the constitution as outlined in Article IX.
- c) To maintain membership, a Chapter member must pay national AAUP dues, any mandatory conference dues, and chapter dues.

Article VI: Committees

Committees are created whenever duties, tasks, and responsibilities of The Collective are too numerous to delegate among members of The Collective. Some such committees may be, but are not limited to: academic freedom and tenure; status of women and minorities; professional ethics; accreditation of colleges and universities; elections, dues, and chapter organization; relationships with local, state, and federal governments; faculty participation in college and university governance; and economic status of the profession.

Article VII: Meetings

Subarticle A: Chapter Meetings

Two types of Chapter meetings are held: regular meetings and special meetings. Any and all individuals qualifying for membership are encouraged to attend Chapter meetings, regardless of their membership status with the national Association or their local dues paid. Only Chapter

members in good standing are allowed to vote on Chapter business during regular or special Chapter meetings.

Paragraph 1: Regular Chapter Meetings

- a) The Chapter shall hold regular meetings at least once a month during every academic semester and at least once between adjacent Spring and Fall semesters in a calendar year.
- b) The schedule, location, and delivery medium (either *in sarco* or *in virtua*) of Chapter meetings shall be decided by the Chair and confirmed by vote of The Collective.
- c) An agenda for each Chapter meeting must be sent, whether by email or physically by campus mail, by the Recorder to the Chapter membership no later than 24 hours before the scheduled meeting.

Paragraph 2: Special Chapter Meetings

- a) Special meetings of the Chapter may be called either by The Collective via a majority vote or by the Chapter membership by a majority vote.
- b) The Chair must organize the scheduling, location, and delivery medium (either *in sarco* or *in virtua*) of the special meeting, and the Recorder must broadcast an agenda for the special meeting to the Chapter membership no later than 24 hours before the scheduled meeting.

Paragraph 3: Chapter Meeting Quorum

Two conditions must be met for a Chapter meeting to achieve the quorum required to conduct Chapter business.

- a) a simple majority of The Collective must be present, including at least one Agent
- b) 10% of the Chapter membership (including members of The Collective) must be present.

Subarticle B: Meetings of The Collective

Two types of Meetings of The Collective are held: regular meetings and special meetings.

Paragraph 1: Regular Meetings of The Collective

- a) The Collective shall hold regular meetings at least once per month during every academic semester and at least twice between adjacent Spring and Fall semesters in a calendar year.
- b) The schedule, location, and delivery medium (either *in sarco* or *in virtua*) of regular meetings of The Collective shall be decided by the Chair and confirmed by vote of The Collective.

Paragraph 2: Special Meetings of The Collective

- a) Any member of The Collective may call a special meeting by contacting the other members of The Collective via any communication method, and having that meeting call seconded by one other member of The Collective.
- b) The Chair must organize the scheduling, location, and delivery medium (either *in sarco* or *in virtua*) of the special meeting of The Collective.

Paragraph 3: Quorum of Meetings of The Collective

Five of the seven members of The Collective must be present in order to achieve the quorum required to conduct Collective or Chapter business.

Article VIII: Dissolution

Upon dissolution of the Chapter, its assets shall be distributed to the Association, a charitable and educational organization.

Article IX: Amendments

These bylaws may be amended by majority vote of active Chapter members, provided that a notice setting forth the proposed amendment or amendments, an explanation thereof, and known objections thereto shall have been sent to each Chapter member at least thirty days prior to the vote. Any active member of the Chapter may initiate an amendment.

Article X: Rules of Order

Roberts Rules of Order Revised shall be the authority for this Chapter in matters of procedure not specified above.

Enacted this _____ day of _____ in the year _____.