

SAIR Operating Documents

Bylaws

Southern Association for Institutional Research Incorporated
(A Florida Nonprofit Corporation)

Article I

Membership and Voting

Section 1. Membership in the Corporation and election to any office or appointment to any Committee shall not be based on gender, race, ethnic origin, age, sexual orientation, or religious conviction.

Section 2. There shall be the following categories of membership: regular membership, graduate Student membership, emeritus membership, and distinguished membership.

Section 3. To be eligible for regular membership, a person must (a) be actively engaged in research leading to the improved understanding, planning, assessment, and operation of institutions of postsecondary education, or (b) be interested in the methodology and results of institutional research.

Section 4. To be eligible for Student membership, a person must be actively pursuing a graduate or undergraduate degree, must not be employed full time, and must (a) be actively engaged in research leading to the improved understanding, planning, assessment, and operation of institutions of postsecondary education or (b) be interested in the methodology and results of institutional research.

Section 5. To be eligible for emeritus membership, a person must be retired and must have been an active member of the Corporation for a minimum of ten years preceding retirement and be approved by the Board. A member shall have retired when he or she has formally terminated regular professional employment through retirement. Continuation or resumption of employment on a part-time or non-continuing basis shall not affect eligibility for emeritus membership status. Members who have retired from one institution and then obtain full-time employment with another institution are not eligible for emeritus membership. Members requesting emeritus status will complete the Emeritus Membership Form and submit it to the Secretary. The Secretary will confer with the Treasurer to ensure the retired member has met the ten-year requirement. The Secretary submits the names of those eligible for Emeritus membership to the Board at the next scheduled meeting. A majority vote of the Board will be required for emeritus membership to be awarded. Emeritus members retain this status for their lifetime and will have their membership fee waived each year.

Section 6. Distinguished membership may be awarded to members or former members who have made distinguished contributions to institutional research. Nominations for distinguished membership shall be made to the Chair of the Awards Committee. An affirmative vote of two-thirds of the Board of Directors shall be required for the awarding of distinguished membership. Distinguished members retain this status for their lifetime and will have their membership fee and conference registration fee waived each year.

Section 7. Only the following categories of members shall be eligible to vote on Corporation business and hold elective office in the Corporation: (a) regular members, and (b) distinguished members.

Section 8. The Board of Directors may, by two-thirds vote of the Board, terminate the membership of any individual who becomes ineligible for membership because of changes in professional activities or interests.

Section 9. Voting shall take place at either the Annual Meeting, or in a manner to be determined by the Board of Directors that would ensure anonymity in voting.

Section 10. The right of a member to vote and all of his or her other rights and interest in the Corporation shall cease on the termination of his or her membership.

Section 11. The term of membership runs from the first day of scheduled annual conference activities through the day prior to scheduled conference activities in the next year. Members who do not attend the annual meeting and who do not pay an alternate membership fee by the membership term shall be dropped automatically by the Treasurer from membership in the Corporation.

Section 12. No member shall have any right, title, or interest in any of the property or assets, including any earnings or investment income of this Corporation nor shall any of such property or assets be distributed to any member on its dissolution or winding up.

Article II

Officers

Section 1. The officers of the Corporation, as defined in the Articles of Incorporation, shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 2. President. The President shall be responsible for: a) activities of the Board of Directors; b) appointment of Committee members unless otherwise stated in these bylaws; c) the business meeting, d) formulating policy and expediting the implementation of such policies; e) any other duties necessary to assist the Corporation in achieving its purposes as stated in the Articles of Incorporation.

Section 3. Vice President. The vice President shall be responsible for: a) the program for the annual conference; b) the duties of the President in his/her absence and in the event that person cannot complete his/her term.

Section 4. Secretary. The Secretary shall be responsible for a) keeping the minutes of the annual business meeting and of the meetings of the Board of Directors; b) distributing copies of changes and amendments to the Articles of Incorporation and Bylaws; and c) performing any other duties assigned by the President or vice President.

Section 5. Treasurer. The Treasurer shall be responsible for: a) collection of annual registration and alternate membership fees; b) maintaining the annual listing of membership of the Corporation; c) payment of duly authorized expenses of the Corporation; d) preparation of financial reports of the Corporation; e) preparation of an annual budget for consideration by the Board of Directors; and f). performance of any other duties assigned by the President or vice President. The Treasurer's term of office shall run to the end of the calendar year of their second year, in order to assist with transition to the new Treasurer.

Section 6. Terms of officers. The Vice President shall be elected for a two year term and will become President for the second year. The terms of office for the Secretary and the Treasurer shall be for two years and shall not start in the same year. Each newly elected officer shall assume office at the close of the annual conference following the announcement of his or her election and remain in office until a successor takes office or is appointed.

Article III

Board of Directors

Section 1. As stated in the Articles of Incorporation, the Board of Directors shall be composed of the President, Vice President, Secretary, Treasurer, immediate Past President, and four Members-at-Large. The current President will chair the Board of Directors.

Section 2. Two Members-at-Large shall be elected each year and shall serve for a two-year term or until a successor is appointed. Members-at-Large shall assist the officers in performing duties necessary to help the Corporation achieve its purposes as stated in the Articles of Incorporation and Bylaws.

Section 3. The immediate Past President shall become a member of the Board of Directors and shall be responsible for maintaining the archives of the Corporation, chairing the Nominating Committee, chairing the Committee on Mission and Goals, and conducting the site selection process for the next SAIR conference to be contracted (which includes negotiating and signing contracts).

Section 4. The Board of Directors shall meet as necessary at the Annual Meeting, at the conference planning meeting and, insofar as possible, at the Annual Forum of the Association for Institutional Research. Other meetings may be held as necessary to conduct the business of the Corporation.

Section 5. The Board of Directors shall receive no compensation for their services.

Section 6. The Board of Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

Article IV

Elections

Section 1. Eligibility. Only regular and distinguished members shall be eligible to become officers. The Vice-President must have served on the Board of Directors.

Section 2. Consent to Election. Only those persons who signified to the Nominating Committee their consent to serve if elected shall be placed on the election ballot or elected to such office.

Section 3. Multiple Offices. No person shall be on the ballot for more than one office.

Section 4. Vacancies. Unless otherwise provided for in the Articles of Incorporation, the Board of Directors shall have the authority to fill a vacancy by appointing a regular or distinguished member to fill unexpired terms. A person appointed to finish the term of Vice President must run for election to become President. In this situation, candidates for both the office of President and Vice President shall appear on the ballot. If the elected President resigns, the Vice President completes the year as President and is also the President the following year. In all situations, the person appointed to an unexpired term shall be eligible to succeed himself/herself and to serve a full elective term as provided in the Articles of Incorporation.

Section 5. Succession. Officers cannot succeed themselves in the same office except as noted in Article IV, Section 4.

Section 6. Election of officers. All officers and Members-at-Large shall be elected by a ballot distributed to the membership, in a manner to be determined by the Board of Directors that would ensure anonymity in voting, prior to the annual meeting. The election process shall begin no later than July 1st. The ballot shall be returned to the chair of the Nominating Committee for tabulation and presentation to the Board of Directors. In the event of a tie

vote for a specific elective office, a majority vote of the full Board of Directors shall resolve the tie. The new officers will be announced no later than at the annual business meeting.

Article V

Annual Meeting

Section 1. The annual meeting of the Corporation shall be held during the Fall of each year at a site and date determined by the Board of Directors. The annual business meeting shall be held in conjunction with the annual meeting.

Section 2. The latest edition of Robert's Rules of order shall govern all business meetings insofar as they are not inconsistent with the Articles of Incorporation and Bylaws.

Article VI

Calendar

The fiscal year of the Corporation shall begin January 1.

Article VII

Fees

Section 1. Registration fees shall be assessed to all who register for the annual meeting each year. Those who pay their fee will be members until the next annual meeting.

Section 2. An alternate membership fee shall be determined by the Board of Directors and will be assessed to anyone who does not pay the registration fee but wishes to be a member of the Corporation.

Section 3. Fees shall be reviewed and set annually by the Board of Directors.

Article VIII

Committees

Section 1. There shall be a Nominating Committee consisting of the immediate Past President and five (5) members elected by the membership. The term of each member of the Nominating Committee shall be one (1) year or until a successor takes office. After considering candidates from all types of institutions of postsecondary education, the Nominating Committee shall prepare and report to the Board of Directors, for transmission to the membership, a double slate of candidates for the Nominating Committee and one (1) or more candidates for each of the other positions for which an election is to be held.

Section 2. –A Financial Advisory Committee shall assist the Board with financial oversight of the Corporation. The membership of this committee shall comprise three former Board members serving staggered three-year terms. Appointments to the Committee are made by the President.

Section 3 The Vice President shall chair the Program Committee and appoint additional conference committee chairs as necessary.

Section 4. Standing committees will be appointed to meet the needs of the Corporation. These committees may include, but are not limited to an Awards Committee, a Vendor Relations Committee, a Newcomers Committee, and a Professional Development Committee. The President will appoint an existing member of the Board of Directors as chair and the appointed chair shall appoint other members of the committee.

Section 5. The charter members and past presidents of the Southern Association for Institutional Research, known as the Dinosaurs' Club, shall constitute the Committee on Mission and Goals which shall be chaired by the Immediate Past President. At each annual meeting, the Committee members shall address issues confronting the Southern Association for Institutional Research, the profession, and postsecondary education, and report to the Board of Directors prior to the following annual meeting on the state of the Southern Association for Institutional Research, making any recommendations for action considered appropriate for the Corporation.

Article IX

Quorum

Section 1. A quorum to conduct the business of the Corporation shall consist of fifteen (15) members of the Corporation.

Section 2. A quorum to conduct business of the Board of Directors shall consist of five (5) members of the Board of Directors.

Article X

Contracts, Checks, Deposits

Section 1. Contracts. The Board of Directors may authorize any officer or agent of the Corporation to enter into any contract or to execute and deliver any instrument or document on behalf of the Corporation, which authority may be general or specific.

Section 2. Deposits. All funds received by the Corporation shall be deposited to the credit of the Corporation in such banks or other depositories as may be approved and authorized by the Board of Directors.

Section 3. Checks. All checks, drafts, or any authorization for the payment of any notes, sums of money, or other evidence of debt issued in the name of the Corporation shall be signed by such officers or agents as shall from time to time be designated and determined by the Board of Directors. Unless otherwise authorized, such instruments shall be signed by the Treasurer.

Section 4. On years that a new Treasurer takes office, a financial audit shall be conducted by a qualified non-profit auditor. A report will be delivered to the Treasurer and President by June 1st, and also reviewed by the Financial Advisory Committee.

(amended October 2013)