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SUNY Learning Network Advisory Council

Bylaws

Article I.

The name of organization is The SUNY Learning Network Advisory Council, hereafter referred to as the Council.

Article II. Purpose

- 1) The Council is an advisory board for the State University of New York (SUNY) Learning Network.
- 2) The Council's purpose is to:
 - a) Plan for online learning service requirements and the evolving technology;
 - b) Guide the ongoing implementation, management and support of shared online learning systems and services provided by the SUNY Learning Network.

Article III. Membership

Sect. 1. Representation.

- 1) Directors of online learning from each of the university sectors, or the equivalent, within Directors of Online and Distance Learning Environments (DoODLE). Currently: two representatives from Doctoral Granting institutions—one from university centers, one from other doctoral granting institutions—and two each from University Colleges, Community Colleges, University Colleges of Technology.
- 2) A representative elected by the DoODLE Executive Committee
- 3) The Director and managers of the SUNY Learning Network (Ex Officio, non-voting)
- 4) One representative from each of the University constituencies critical to the purpose of the Council (Ex Officio, non-Voting)
 - a) ITEC Executive Director or appointee
 - b) FACT Executive Board.
 - c) Additional representatives from other SUNY bodies as appointed by the Council.

Sect. 2. Voting Members. All members enumerated in Article III shall be voting members except SLN staff members and others identified as non-voting members.

Sect. 3. Nominations and Appointments.

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- 1) Council Chair shall notify the chair of constituent group in January preceding the end of a representative's term asking that a new representative be nominated.
- 2) Constituent groups shall nominate representatives to Council.

Sect. 4. Terms.

- 1) Terms for appointed representatives begin at the Council's quarterly meeting held in conjunction with the Conference on Instructional Technology (CIT).
- 2) Voting representatives shall hold a two-year term with a maximum of two consecutive terms.
- 3) Non-voting representatives serve as ex-officio members by virtue of their office within SUNY.
- 4) Council Chair shall ask constituent groups for recommendations to fill vacancies. Vacancies shall be filled to completion of term and, if served less than half a term, may be appointed to a new full term.

Article IV. Governance

Sect. 1. Officers.

Council shall have a Chair, Vice Chair/Chair-Elect and Secretary elected by the Council's voting membership.

- 1) Directors of Online Learning shall hold the positions of Chair and Vice Chair at all times.
- 2) The Chair shall ask for nominations for officers at the meeting held in May/June. Nominations for officers will also be taken at that meeting.
- 3) Election of officers shall take place by consensus at the beginning of the May/June meeting.
- 4) Terms of office shall be one year and shall begin at the opening of the meeting at which the officer is elected. If served less than half a term, an interim officer will be eligible to serve a second full term.
- 5) In the event of a vacancy of an officer's position, the chair shall appoint a replacement from the Council membership. That member will be eligible to serve a second full term.

Sect. 2. Duties of the Officers.

- 1) Chair
 - a) Serves as spokesperson for the Council.
 - b) Convenes and presides over all regular business meetings
 - c) Prepares and distributes agendas for all regular and special business meeting of the Council.

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- d) Ensures representatives are appointed by constituent groups and vacancies for members and officers are filled in a timely fashion.
- 2) Vice Chair/Chair-Elect
- a) Succeeds to position of Chair after one term. Assumes the office of Chair in the event Chair can no longer serve.
 - b) Convenes and presides over meetings in the Chair's absence.
 - c) Participates in the Financial Planning Committee
- 3) Secretary
- a) Records and maintains official minutes of all Council and Executive Committee meetings. Notifies Chair of quorum at both Executive Committee and Council meetings. Tallies and records votes at all meetings.
 - b) Distributes minutes of Council regular meetings to appropriate individuals and groups.
 - c) Maintains current version of these bylaws and distributes a copy to all new members.
 - d) Maintains the official directory of members, terms and committees with member addresses, telephone numbers, email and fax numbers.

Sect. 3. Executive Committee.

- 1) The Executive Committee shall manage the Council's long range planning and membership policies.
- 2) The Executive Committee shall consist of the Council's officers, with the Director of the SLN serving as an ex-officio, non-voting member.
- 3) The Executive Committee shall receive proposals for action from the Council membership and its constituents to place before the full Council.
- 4) Executive Committee shall meet at least quarterly, at the request of the Chair, or upon petition from a quorum of its members.
- 5) Executive Committee will set the agenda for regular Council meetings.
- 6) The Executive Committee is authorized to act on Council's behalf on any urgent matter requiring Council approval, unless a regular or special meeting is scheduled to take place within 48 hours.

Article V. Committees

Sect. 1. Standing Committees will inform the work of the Council. The Council may direct or respond to activities of the standing committees.

- 1) Each major service provided by SLN will have an associated Standing Committee
 - a) The manager of the SLN service will function as the Committee Chair for the Standing Committee associated with the SLN service
 - b) Each Standing Committee will consist of five campus individuals.

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- c) Committee members will serve for one year terms and may not serve more than two consecutive terms.
 - d) Committees will meet two times a year at minimum
 - e) Committee members will be appointed by the Advisory Board from volunteers among the SUNY community.
 - f) The SLN may forward recommendations for committee membership to the Advisory Council.
 - g) Each Standing Committee is empowered to establish short term, task oriented sub-committees as necessary.
- 2) In addition to the Standing Committees associate with SLN services, there will be a Standing Committee for Financial Planning. This Committee will develop and then maintain a comprehensive financial plan for SUNY Learning Network, with regular review by the full Council.
- i) The SLN Business Manager will function as the Chair of the Committee for Financial Planning.
 - ii) The Financial Planning Committee will be composed of selected business officers from SLN member campuses and the Vice Chair of the Council

Sect. 2. Ad-hoc committees shall be established as needed.

Article VI. Meetings

Sect. 1. The full Council shall meet at least quarterly, in person or by teleconference (telephone or video). Chairs of Council committees shall provide reports at Council meetings.

Sect. 2. A quorum, defined as a majority of Council voting members, shall be required for votes brought before the Executive Committee and Council, and shall exist only as long as the majority is present. Voting members participating by teleconference (telephone or video) shall be counted in the establishment of a quorum.

Sect. 3. Designees for voting members shall not be appointed to attend meetings or vote.

Sect. 4. Special meetings may be called by the Council Chair or by petition of a quorum of the Council membership.

Sect. 5. Proxy votes will not be accepted.

Sect. 6. The Council will follow modified Roberts Rules of Order in the conduct of meetings, motions, discussion and voting.

Article VII. Amendment of Bylaws

These bylaws may be amended by a two-thirds vote, defined as two-thirds of the voting members, at any regular meeting of the Council, provided the amendment has been submitted in writing at least two weeks prior to the vote.

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Article VIII. Parliamentary Authority

Robert's Rules of Order (latest edition) shall govern the Council in the absence of provision in these Bylaws.

Article IX. Archives and Records

The Secretary shall maintain a copy of the Council records and ensure public communications from the Council are made available.