

CONSTITUTION

March 2013

ARTICLE I.

Name

The name of this organization shall be the SOUTH CAROLINA ASSOCIATION FOR INSTITUTIONAL RESEARCH (hereafter, the Association). It shall also be known by the acronym SCAIR.

ARTICLE II.

Purposes

The primary purpose of the South Carolina Association for Institutional Research shall be to benefit, assist, and advance research leading to improved understanding, planning, and operation of institutions of postsecondary education in South Carolina. Research focused on a single institution and that concerned with groups of institutions both fall within this purpose. In keeping with the dynamic nature of institutions of postsecondary education, the Association shall encourage the application of appropriate methodologies and techniques from many disciplines. It shall also publish and exchange information with respect to institutions of postsecondary education and shall use such means as are necessary and proper to accomplish these objectives, including the raising of funds through gifts, devises, bequests, or otherwise.

Any gifts, devises, bequests or other funds raised will not be deductible as charitable donations for federal income tax purposes. Donations may be deducted as a business expense if they are "ordinary and necessary" in the conduct of the taxpayer's business.

ARTICLE III.

Membership

Section 1. Membership in the South Carolina Association for Institutional Research and election or appointment to any committee or office is not based on age, color, handicap or disability, ethnic or national origin, race, religion, religious creed, sex, gender identity, marital status, parental status, veteran status, or sexual orientation.

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

Section 3. To be eligible for regular membership a person must

(1) be actively engaged in research leading to the improved understanding, planning, and operation of institutions of postsecondary education, or;

(2) be interested in the methodology and results of institutional research.

Section 4. To be eligible for graduate student membership, a person must be actively pursuing a graduate degree, must not be employed full time, and must

(1) be actively engaged in research leading to improved understanding, planning, and operation of institutions of postsecondary education, or;

(2) be interested in 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 association for any five years prior to their retirement.

Section 6. Distinguished membership may be awarded to members or former members who have made distinguished contributions to areas within the purpose of the Association. Nominations for distinguished membership shall be made at the annual business meeting. An affirmative vote of two-thirds of the Executive Committee shall be required for the awarding of distinguished membership.

Section 7. The following categories of members shall be eligible to vote on Association business and hold elective office in the Association: (1) regular members, (2) distinguished members.

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

Section 9. Individual members whose dues are not paid within three months after the due date shall be dropped automatically by the Treasurer from membership in the organization.

ARTICLE IV.

Officers and Duties

Section 1. The officers of the Association shall consist of the President, the President-elect, the Treasurer, and the Secretary.

Section 2. President: The President shall chair the Executive Committee and preside at the business meetings of the Association. The President (or their designee) shall represent the Association in relations with other professional and educational organizations, foundations, and governmental agencies. The President shall consult with the President-elect in planning the annual conference and shall be the second person authorized to the Association bank account. The President shall be responsible for conducting their own review of the Treasurer's annual financial activity report prior to the annual meeting of the Association, and shall address any issues with the Treasurer prior to the report being presented to the membership for approval. The President shall have the ability, in consultation with the Executive Committee, to authorize an independent audit of the Association's financial records as deemed necessary. The President shall perform any other duties necessary to assist the Association in achieving its stated purposes. The term of office of the President shall be one year, or until a successor takes office.

Section 3. President-Elect: The President-elect shall serve as vice chairperson of the Executive Committee and shall represent the President when the latter is unable to perform the duties specified above. The President-elect shall be chairperson of the Program Committee. The President-elect shall succeed to the office of President at the end of the one-year term as President-elect, or when a successor takes office.

Section 4. Treasurer: The Treasurer shall be responsible for the receipt and disbursement of all funds of the Association and for the establishment and maintenance of appropriate records of all fiscal transactions. The Treasurer shall be the first person authorized to the Association bank account. The Treasurer shall ensure that all expenditures are within the approved budget and have been properly incurred under the policies of the Association. The Treasurer shall be Membership Chairperson and will be responsible for maintaining the list of members of the Association. The term of office of the Treasurer shall be three years, or until a successor takes office.

Section 5. Secretary: The Secretary shall be responsible for the minutes of the meetings of the Executive Committee and of the annual and any special business meeting, the recording of election results, the sending of electronic notices, and the archiving of official minutes and other Association documents and records. The term of office of the Secretary shall be three years, or until a successor takes office.

Section 6. Terms of Office: Elected officers will take office thirty (30) days after the close of an election. Ideally, their terms should run concurrently with the membership and fiscal year of the Association as described in the Bylaws.

ARTICLE V.

Executive Committee

Section 1. The Executive Committee shall consist of the President, the President-elect, the Treasurer, the Secretary, the immediate Past President, and the four Executive Committee Members-at-large.

Section 2. The Executive Committee shall, acting in concert, have full authority to act for and on behalf of the Association, except as otherwise specified in this Constitution, any amendments, and in the Bylaws. The Executive Committee shall be responsible for recommending a budget for approval by the membership at the annual business meeting, reviewing the Treasurer's prepared financial statement prior to the annual meeting as requested by the President, assuring an independent audit of the financial records as deemed necessary, such duties as are specified in the Constitution and in the Bylaws, and such other duties as are required for the management of the Association's affairs.

Section 3. Two Members-at-large of the Executive Committee shall be elected each year. The term of office of each of the four Members-at-large shall be two years, or until a successor takes office.

Section 4. For purposes of incorporation, the Executive Committee may also be known as the Board of Directors.

ARTICLE VI.

Meetings

The Association shall hold an annual business meeting in conjunction with the annual meeting of the membership. In years that the membership at large does not meet, the Executive Committee must hold an annual business meeting. A business meeting is defined as one conducted either in person or via electronic means where there is a quorum (at least five) of the Executive Committee members present and participating, and for which official minutes are recorded and later approved.

ARTICLE VII.

Nominations and Elections

Section 1. There shall be a Nominating Committee consisting of the Immediate Past President and five members selected by the Immediate Past President in consultation with the Executive Committee. The members of the Nominating Committee shall include at least one representative each from the four-year public sector including their affiliated system campuses, the independent institutions, and the Technical College system. The term of office of each member of the Nominating Committee shall be one year, or until a successor takes office.

Section 2. At least two months before the annual meeting or annual business meeting, the Nominating Committee shall issue to the membership a call for nomination for the offices and positions for which the term is scheduled to expire.

Section 3. The Nominating Committee shall prepare and report to the Executive Committee, for transmission to the membership, a slate of one or more candidates for each of the positions for which an election is to be held. It is strongly suggested that this slate of candidates reflect the relative composition of the Association's membership with regard to institutional sector (four-year public institutions with their affiliated system campuses, the independent institutions, and the Technical College system).

Section 4. The Executive Committee shall be responsible for ensuring the proper conduct of elections and for reporting the results to the membership.

Section 5. At the annual meeting, the ballot shall be read to attending members of the Association to give members an opportunity to seek out and meet candidates. The ballot shall contain the slate forwarded by the Nominating Committee and shall also make provision for writing in additional names for each position. At the close of the annual meeting or annual business meeting, the ballot will be posted online and thirty (30) days of voting will commence. Links to the ballot will be distributed to Association members whose dues have been paid by the annual meeting. Members who pay their dues before the 30 days of voting have expired will also be given an opportunity to vote.

Section 6. In the event of a tie vote for a specific office resulting from the ballots, a majority vote of the full membership of the Executive Committee shall resolve the tie.

ARTICLE VIII.

Vacancies

Vacancies in any office or on the Executive Committee or the Nominating Committee shall be filled by appointment by the Executive Committee for unexpired terms.

ARTICLE IX.

Committees

Section 1. The President, with the approval of the Executive Committee, shall establish such committees as shall be necessary to carry on the activities of the Association.

Section 2. The Program Committee will be chaired by the President-elect and will serve to assemble and coordinate the upcoming year's state Association meeting. The members of the Program Committee will be selected by the President-elect acting in consultation with the President and other members of the Executive Committee. In years that the Association will meet jointly with other state Associations, the President-elect will serve as co-chair of that meeting's joint Program Committee and must coordinate efforts with the partner Associations to the best of their ability.

ARTICLE X.

Bylaws

Section 1. The Association shall, for the conduct of its affairs, adopt bylaws consistent with this Constitution, with the laws of the state of South Carolina, and with the Code of Ethics of the Association for Institutional Research (AIR).

Section 2. Bylaws and amendments to them may be initiated by any of the following means:

- a. through action originating in the Executive Committee and approved by a majority vote of that committee.
- b. through a petition submitted by any voting member of the Association and approved by a majority of the Executive Committee.
- c. through a petition signed by at least twenty-five percent of the current list of members of the Association and filed with the Secretary.

Section 3. The Executive Committee shall be responsible for posting or electronically distributing any bylaws or amendments proposed to them, if duly and properly initiated, and for submitting them to the voting members for vote by either of the following means:

- a. at an annual business meeting, providing that the proposed change has been filed with the Secretary thirty (30) days prior to the annual business meeting;
- b. by electronic voting, so long as the material is available for a period of thirty (30) days.

Section 4. A bylaw or amendment to the Bylaws must be approved by an affirmative vote of the majority of (one of the following):

- a. the members present and voting at an annual business meeting, in the case of Section 3(a) above ;
- b. those members voting electronically who have voted during the period extending no more than thirty (30) days after the material is posted or electronically distributed.

Section 5. Changes in the Bylaws shall become effective immediately after approval.

ARTICLE XI.

Amendments

Section 1. Amendments to the Constitution may be initiated by any of the following means:

- a. through action originating in the Executive Committee and approved by a majority vote of the Committee.
- b. through a petition submitted by any voting member of the Association and approved by majority of the Executive Committee
- c. through a petition signed by at least twenty-five percent of the current list of voting members of the Association, and filed with the Secretary.

Section 2. The Executive Committee shall be responsible for posting or electronically distributing the proposed amendment, if duly and properly initiated, and submitting it to the voting members for vote by either of the following means:

- a. at an annual business meeting, providing that the proposed change has been filed with the Secretary thirty (30) days prior to the annual business meeting;
- b. by electronic voting, so long as the material is available for a period of thirty (30) days.

Section 3. An amendment to the Constitution must be approved by a majority vote of the voting members when submitted for vote by either of the following means:

- a. at an annual business meeting, providing that the proposed change has been filed with the Secretary thirty (30) days prior to the annual business meeting;
- b. by electronic voting, so long as the material is available for a period of thirty (30) days.

Section 4. Amendments to the Constitution shall go into effect thirty (30) days after adoption.

ARTICLE XII.

Incorporation

The Association may be incorporated as a non-profit corporation.

ARTICLE XIII.

Quorum

Section 1. Ten (10) members attending a business meeting of the Association in person shall constitute a quorum. One-third of the current membership total voting online shall constitute a quorum.

Section 2. A quorum at any meeting of the Executive Committee shall consist of five (5) members.

ARTICLE XIV.

Dissolution

Although it is intended that the term for which it is to exist is perpetual, upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to such organization or organizations that are organized and operated for non-profit purposes as closely aligned as possible to the purposes and objectives of this Corporation which shall at the time qualify as an exempt organization or organizations organized and operated under section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Directors, trustees, officers, members or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and as permitted by section 501(c)(6) of the Internal Revenue Code.

BYLAWS

Section 1.

Notice of Meetings

The Secretary shall be responsible for notifying all members of the date and place of the annual business meeting at least thirty (30) days prior to the annual meeting. Special business meetings may be called by the Executive Committee upon giving ten (10) days electronic notice to all members.

Section 2.

Calendar

- a. The membership year shall be April 1 through March 31.
- b. The fiscal year shall be April 1 through March 31.

Section 3.

Membership Fee

- a. The membership fee structure shall be reviewed periodically by the Executive Committee, and any proposed change exceeding 25 percent of the previous year's fee shall be submitted to the voting members for consideration at the annual business meeting or by electronic ballot.
- b. A majority vote of the members attending and voting at the annual business meeting or a majority vote of those members voting whose ballots shall have been electronically cast on or before the thirtieth (30th) day after the ballot or material was posted or electronically distributed, shall be required for change greater than 25 percent of the previous year's fee in the membership fee structure.

Section 4.

Procedure

The latest edition of Robert's Rules of Order shall govern all meetings of the Association insofar as they are applicable and not inconsistent with the Constitution and Bylaws of the Association.