Western Academic Leadership Forum

BYLAWS

ARTICLE I

Name and Location, Description, and Purpose

Section 1: Name and Location.
The name of the organization is the Western Academic Leadership Forum (Forum). Its principal place of business shall be in Boulder, CO.

Section 2: Description.
The Western Academic Leadership Forum is an organization beneath the umbrella of the Western Interstate Commission for Higher Education (WICHE), a public interstate agency that operates under the Western Regional Education Compact as a 501(c)3 not for profit organization. Forum members are located in the 15 WICHE states: Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming.

Section 3: Purpose.
Through the Western Academic Leadership Forum, members build stronger futures for higher education in the West and its citizens by:

a. Exchanging ideas and information about emerging academic issues and trends affecting higher education;
b. Sharing resources and expertise on current academic research, policy development, and leadership direction; and
c. Collaborating on regional initiatives to expand access to higher education, improve its quality, and address workforce needs

ARTICLE II

Membership

Section 1: Institution and Organization Members.
Membership in the Western Academic Leadership Forum at the organization level includes public and private not for profit regionally accredited institutions at the bachelor’s level and above, along with related higher education systems, and state coordinating and governing boards located in the WICHE states.
a. **Eligibility and Rights of Members.** Organizational membership is granted after completion and receipt of a membership application and payment of annual dues. Each organizational member shall appoint its provost, vice president for academic affairs, or another with a similar title constituting a chief academic officer to serve as its official representative. The official representative will cast the member’s sole vote in the organization’s elections and business matters. The official representative shall also be the channel for all official communications between the member and the Western Academic Leadership Forum. By written notification to the Forum’s director, an official representative may designate another individual within that member organization to serve as a proxy and to vote on behalf of that member.

b. **Resignation and Termination.** Any member may resign by written notice to the Forum Director. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member may be terminated for failing to pay dues.

c. **Dues and Fees.** Members shall be assessed such annual dues as fixed by the Executive Committee. A financial report shall be presented at the annual membership meeting.

### Section 2: Individual Members: Emeritus Status.

Membership in the Western Academic Leadership Forum at the individual level is open solely to any retired individual who formerly served in the position of provost, vice president for academic affairs or with a similar title constituting a chief academic officer of an eligible institution or organization in the WICHE region. The Executive Committee is authorized to make exceptions in special circumstances.

a. **Eligibility and Rights of Emeritus Members.** Emeritus member status is granted after completion and receipt of a membership application and payment of annual dues. Emeritus members shall not have the power to vote, nor are they eligible for election to the Executive Committee, but they may serve on committees and task forces of the organization.

b. **Resignation and Termination.** Emeritus members may resign by written notice to the Forum’s director. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member may be terminated for failing to pay dues.

c. **Dues and Fees.** Emeritus members shall be assessed such annual dues and registration fee for the annual meeting as fixed by the Executive Committee.

### ARTICLE III

Relationship to WICHE, Governance and Staff

### Section 1: Relationship to WICHE.

The Western Academic Leadership Forum operates under the umbrella of the Western Interstate Commission for Higher Education. As such, the Western Academic Leadership Forum is subject to the authority of the WICHE Commission which serves as the fiscal agent.
Section 2: Governance by the Executive Committee.

The Western Academic Leadership Forum is governed by an executive committee comprised of 15 official representatives, with one from each of the WICHE states. This group has oversight responsibility for the overall policy and direction of the organization. It delegates responsibility for day-to-day operations to the staff and committees. The members receive no compensation.

a. Terms. All members shall serve a minimum of a two-year term. Members shall stand for re-election every four years. The official representatives from the respective state shall elect the individual to represent the state’s members on the Executive Committee via a means of their choice. **(See guidelines about qualifications for serving on the Executive Committee).

b. Meetings and Notice. The Executive Committee shall meet semi-annually – once in conjunction with the annual meeting and another time at an agreed upon location. An official executive committee meeting requires that each member receive a written notification at least two weeks in advance.

c. 

d. 

e. Quorum. A quorum must be present (physically and/or virtually) by at least 40 percent of committee members for business transactions to take place and motions to pass.

f. Officers and Duties. There shall be two required officers of the Executive Committee – a chair and a vice chair – serving a one year term. The chair and vice chair may serve up to three consecutive terms. The Executive Committee may choose to elect an Annual Meeting Host and/or an Annual Meeting Program Chair – serving a one-year term. Their duties are as follows:

   i. The Chair. The Chair shall convene and preside over all meetings of the Executive Committee and the annual membership meeting. The chair is the spokesperson for Forum and is the only individual authorized to represent the position of the Forum in statements concerning local, state, and national policy and other such matters related to the Forum’s purpose. Prior to making statements on matters for which the Forum has not taken an official position, the chair will make reasonable efforts to consult with the members of the Executive Committee. The chair will share any statements made on behalf of the Forum with the Executive Committee within 48 hours of making the statement. The chair is authorized to represent the Forum and the Executive Committee in authorizing adjustments to the approved budget of less than $10,000, in approving specific expenditures within the approved budget, and in other matters approved at an official meeting of the Executive Committee. The chair must report to the Executive Committee in writing any such actions taken within one week of taking the action. The chair may serve as the Annual Meeting Host should one not be elected by the Executive Committee.

   ii. The Vice Chair. The Vice Chair shall preside over meetings in the absence of or at the request of the chair. Upon confirmation by the Executive Committee and at the end of the chair’s term, the vice chair will assume the role of chair. The
iii. **Annual Meeting Host.** The Annual Meeting Host will serve as the primary representative of the institution hosting the Annual Meeting and will work with the Executive Committee, Forum Director, and other WICHE Staff on all matters related to arrangements and logistics for the Annual Meeting.

iv. **Annual Meeting Program Chair.** The Annual Meeting Program Chair will work with the Executive Committee, Annual Meeting Host, Forum Director, and other WICHE Staff to design and develop the program for the Annual Meeting. The Annual Meeting Program Chair typically serves as the Annual Meeting Host for the succeeding year’s annual meeting.

v. **Nomination and Election.** At the meeting of the Executive Committee in conjunction with the annual membership meeting, the Chair will confirm that the current vice chair agrees to assume the role of chair at the conclusion of the annual meeting. If so, the chair will confirm their candidacy with a simple majority vote of the committee and then open the floor to nominations for a new vice chair. If not, the chair will open the floor to nominations for both a new chair and a vice chair and, if needed, for Annual Meeting Host and Annual Meeting Chair. By a simple majority vote, the new officers will be elected.

**g. Vacancies.** When a vacancy on the Executive Committee exists mid-term, this seat may be filled by the new official representative appointed by the member unless the member asks that the Chair issue a call for nominations among the members in the state.

**h. Resignation, Termination, and Absences.** Resignation from the Executive Committee must be in writing and received by the Forum Director. A member of the executive committee may be terminated by the committee due to excess absences — more than two unexcused absences in a year. A committee member may be removed for other reasons by a three-fourths vote of the remaining committee members.

**i. Special meetings.** Special meetings of the committee shall be called upon the request of the chair, or one-third of the committee. Notices of special meetings shall be sent out by the Forum Director to each committee member at least two weeks in advance.

**j. Budget.** The Executive Committee will review the annual budget and recommend its approval by the WICHE Commission.

### Section 3: Director and Staff.

The Forum Director shall be responsible for administering the work and budget of Western Academic Leadership Forum pursuant to the decisions of the Executive Committee and within the procedures of WICHE. The Director shall be responsible for the records and accounts of the Forum and oversee the work of the other staff members. The Forum Director shall be appointed and reviewed pursuant to WICHE personnel procedures with input from the Executive Committee. WICHE will retain Forum
revenues in a designated account and the Forum Director will review the revenue and expense reports monthly.

**ARTICLE IV**

**Member Meetings**

a. **Annual Meeting.** An annual meeting of the members shall take place on a specific date, and at a time and location designated by the chair. At the annual meeting the members shall receive reports on the activities and budget of the organization, and raise topics and issues for consideration of the executive committee in determining the organization’s direction for the coming year.

b. **Special Meetings.** Special meetings may be called by the chair or a simple majority of the Executive Committee. A petition signed by 25 percent of the voting members may also call a special meeting.

c. **Notice of Meetings.** A notice will be sent by the Forum Director to each official representative not less than two weeks prior to the meeting.

d. **Quorum.** Those present at any properly announced meeting of the membership shall constitute a quorum.

e. **Rules of Procedure.** In the event a question of order or procedure shall arise which is not covered in these bylaws, Robert’s Rules of Order shall prevail.

f. **Voting.** All issues to be voted on shall be decided by a simple majority of those present at the meetings in which the vote takes place.

**ARTICLE V**

**Committees, Task Forces, and Common Interest Groups**

In addition to the Executive Committee, activities of the Western Academic Leadership Forum may be carried out in committees and task forces that meet physically or virtually.

**Section 1: Formation of Committees and Task Forces.**

The Executive Committee may create and dissolve committees and task forces as needed. The chair of the Executive Committee appoints all committee and task force chairs.

**Section 2: Membership on Committees and Task Forces.**

The participants on committees and task forces may consist of official representatives or others as approved by the Executive Committee, including appointees with relevant expertise from the official representatives’ staff.

**ARTICLE VI**
**Amendments and Dissolution**

**Section 1: Amendments.**

These bylaws may be amended when necessary by a two-thirds majority of the Executive Committee. Proposed amendments must be submitted to the Forum Director to be sent out with regular Executive Committee announcements.

**Section 2: Dissolution.**

After discontinuance of business and payment of debts, any surplus shall be transferred as a gift to the WICHE general fund.

**CERTIFICATION**

These bylaws were approved at a meeting of the membership by a two-thirds majority vote on April 23, 2010.

_________________________________________ 4-23-2010
Chair Date

**AMENDED**

These bylaws were amended at a meeting of the Executive Committee by a two-thirds majority vote on September 30, 2010.

_________________________________________ 9-30-2010
Chair Date

**AMENDED**

These bylaws were amended at a meeting of the Executive Committee by a two-thirds majority vote on April 13, 2011.
These bylaws were amended at a meeting of the Executive Committee by a two-thirds majority vote on
April 22, 2015.

These bylaws were amended at a meeting of the Executive Committee by a two-thirds majority vote on
April 26, 2017.