

**CENTER FOR LIFELONG LEARNING  
BYLAWS**

**ARTICLE I – NAME**

The name of the organization shall be the Center for Lifelong Learning (hereinafter referred to as the “Center”), University of South Carolina, Aiken (hereinafter referred to as the “University”).

**ARTICLE II – PURPOSE**

The Center is organized and shall be operated exclusively for public, charitable, and educational purposes for the education and social opportunities for adults within Aiken, South Carolina and surrounding communities.

The Center will maintain an organization of business, educational, technical, professional, and community members who are interested in contributing their time and talents to the organization in order for the Center to serve as a learning community of adults who will come together to explore old and new topics on a multitude of subjects historical, practical, and technical.

**ARTICLE III – OFFICE**

The principal office of the Center will be on the campus of the University of South Carolina, Aiken.

**ARTICLE IV – MEMBERSHIP**

Membership in the Center is open to adults who are interested in enriching their lives by continuing their education and who have obtained their membership for the current semester. Membership entitles the member to purchase access to courses and events offered by the Center.

**ARTICLE V – RELATIONSHIP WITH THE UNIVERSITY**

As a component of the University of South Carolina, Aiken and acting in collaboration with the Department of Continuing Education, the Center looks to

the University for support of its programs and activities, and functions in conformity with University policies and procedures.

## **ARTICLE VI – BOARD OF DIRECTORS**

**1. The Governing Board** shall be known as The Board of Directors (hereinafter referred to as the “Board”). Voting members of the Board shall consist of the Board Officers and Chairpersons of the Standing Committees as defined in Article VII. Two additional voting members from the public at large can be added with Board approval. Ex officio, non-elected, non-voting members of the Board shall include the Director of Continuing Education, the Vice Chancellor for University Advancement, the Faculty Liaison appointed by the Vice Chancellor, the Editor of the Center newsletter, and the Center Webmaster.

### **2. The Board shall:**

- a. Meet at least three times per semester, or upon the call of the President, or upon the demand of a majority of its voting members. Meetings shall be at such times and places designated by the President. Notice of regular and special called meetings and a proposed agenda for such meetings shall be provided to all Board members at least five working days prior to a meeting.
- b. Be responsible for overall policy and direction of the Center within any guidelines issued by the University of South Carolina, Aiken.
- c. Actively promote the purposes of the Center.
- d. Review proposed programs and recommend those activities that promote the objectives of the Center.
- e. Have discretion in the disbursement of the Center’s funds.
- f. Establish, maintain, and publish policies and procedures.

### **3. Board Membership and Operation**

- a. **Election.** New Board members will be elected by the current Board. Candidates may be nominated by any Board member. The President may, at his/her discretion, form an Ad Hoc Nominating Committee.

- b. **Term of Office.** Officers' terms are as defined for the individual positions. Terms shall begin each year on July 1
- c. **Successive Terms.** A Board member whose term is expiring may be re-nominated to continue serving on the Board
- d. **Termination.** Membership on the Board may be terminated for any member who misses three consecutive meetings.
- e. **Quorum.** A majority of voting Board members represented in person or by proxy constitutes a quorum. Unless otherwise specified, a simple majority of the quorum is required to pass a motion. In the event a vote must be taken between board meetings, Board members may be polled by electronic means.

## **ARTICLE VII: DUTIES OF THE OFFICERS**

### **1. The President shall:**

- a. Serve a one-year term. Should there be no incumbent Vice President to assume the President position, the President may be elected to additional terms.
- b. Assume the office of Immediate Past President when leaving office. Thus the President office implies a two year commitment.
- c. Serve as the principal liaison with the administrative staff of the University.
- d. Actively promote the mission of the Center.
- e. Preside at all Board meetings and official functions of the organization.
- f. Serve as an ex-officio member of all committees.
- g. Propose additional Board positions and specific purpose ad hoc committees when appropriate.

### **2. The Vice President shall:**

- a. Serve a one-year term.

- b. Prepare for assuming the office of President the following year, followed by a year as Immediate Past President. Thus the Vice President office implies a three year commitment.
- c. Perform the duties of the President in his/her absence.
- d. Accept assignments delegated by the President, including collaboration with designated committees in an ex officio capacity.

**3. The Immediate Past President shall:**

- a. Serve a one-year term immediately following his/her term as President.
- b. Provide organizational policy continuity and advise the President as needed.
- c. Accept assignments delegated by the President, including collaboration with designated committees in an ex officio capacity.
- d. Lead the planning of the Earl Kauffman Recognition Day observance and report progress to the Board at regular intervals.

**4. The Secretary shall:**

- a. Serve a one-year term but may be re-elected for additional terms.
- b. Record and file minutes of all meetings of the Board.
- c. Maintain a written record of the policies and procedures as established by the Board.
- d. Receive and reply to all correspondence, as directed by the President.
- e. Preserve all records and letters of value to the organization and its officers in a permanent file
- f. Transfer all files to the successor, upon completion of term of office.

**5. The Treasurer shall:**

- a. Be a member of the Continuing Education Department staff with access to the Department's financial reports and accounts, named by the Department Director. As such, the Treasurer is a non-elected, non-voting member of the Board.

- b. Manage disbursements from the Center’s operating account with the University, monitor disbursements from the Center checking account, and report the current balances of both at each regular Board meeting.
- c. File an annual report of income and disbursements for both accounts at the final Board Meeting of the fiscal year.
- d. In coordination with the President, prepare and recommend an annual budget to the Board.

**6. Standing Committee Chairpersons shall:**

- a. Lead and report on any Board considerations involving issues associated with their committees.
- b. Represent the Board at meetings of their committees.

**ARTICLE VIII: STANDING COMMITTEES**

- 1. Standing Committees shall be appointed by the Board as appropriate, with duties as designated.
- 2. Standing Committee Chairpersons shall be approved by the Board and serve on the Board as voting members.
- 3. Standing Committees shall each prepare and maintain Policies and Procedures governing the committee’s operation.

**ARTICLE IX: FISCAL YEAR**

The fiscal year for the organization shall begin July 1.

**ARTICLE X: AMENDMENTS**

These Bylaws may be amended at any meeting of the Board in which a quorum of the entire Board is represented in person or by proxy (refer to Article VI, Paragraph 3.a). A two-thirds (2/3) majority vote is required for passage. The proposed amendment(s) shall be made available in writing to all board members at least one (1) week prior to the vote.

**ARTICLE XI: GOVERNING RULES**

All Board meetings shall be governed by Roberts Rules of Order (most current version).