

**Texas Southern University
College of Science, Engineering and Technology
By-Laws of the Board of Advisors**

Adopted: 10/22/2021

Article 1 Preamble

- 1.1 The name of this organization is the Board of Advisors to the Texas Southern University College of Science, Engineering and Technology (COSET), hereafter referred to as the Board in this document. A separate Operating Agreement addresses the process for implementation of the bylaws contained herein.
- 1.2 The Purpose of the Board is to support and foster the achievement of excellence in all aspects of COSET. This will be accomplished by a pro-active commitment to the following activities:
 - a) Advising and supporting the Dean of COSET and Department Chairs as appropriate
 - b) Establishing Committees and Sub-committees to support key initiatives of the Board of Advisors and COSET
 - c) Assisting in securing funds for important programs, scholarships, and other needs of COSET
 - d) Assisting in developing beneficial relationships with industry and governmental agencies
 - e) Reviewing and supporting COSET's strategic and long-range plans
 - f) Assisting in attracting outstanding students to COSET and the University
 - g) Increase COSET brand and exposure
 - h) Professional mentoring of students and coaching of faculty

Article 2 Membership

- 2.1 The members of the Board will consist of the Dean, Department Chairs and other staff of COSET as appointed by the Dean, a Liaison from the Office of the President of TSU, and not more than 25 regular, active members from industry and governmental agencies (external members).
- 2.2 A preference for external members will be given to TSU Alumni
- 2.3 The criteria for industry and governmental agency members shall be as follows:
 - a) Willingness and time to serve on the Board
 - b) Interest in helping COSET raise funding for scholarships and other worthy needs of the College by providing and recommending possible funding sources or by actively seeking funding from one's own organization or other sources
 - c) Ability to either provide internships during college or full-time employment to COSET graduates, or have close connections at organizations that do offer these opportunities
 - d) Optional: Interest in participating in COSET student development through mentoring, classroom instruction, loaned executive programs, on-site training etc.
 - e) Interest in the success of TSU in general and COSET in particular, and willingness to be an advocate in the community
- 2.4 Appointments to the Board will be approved and made by the Dean of COSET after formal nomination, review and recommendation by the Board of Advisors. Nominations may be submitted at any time by a member of the Board, however, the Dean, at his/her discretion, may choose to delay the approval process to coincide with the start of a new semester or other date

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- 2.5 Members will be appointed to the Board for an initial three-year term and may be reappointed for a second three-year term. No member may serve more than two consecutive terms without at least one year off from the Board. The requirement may be waived for the persons serving as Chair and Vice Chair, if their term of office conflicts with the two 3-year terms.
- 2.6 Retiring Board members automatically become COSET Advisory Board Emeritus members. Emeritus members no longer have voting privileges but are able to attend Board meetings and other events. Retiring Board members are encouraged to join Friends of COSET as defined in 5.2. The Board reserves the right to assign COSET Advisory Board Emeritus status as it deems such designation to be in the best interests of the Board and COSET. COSET Advisory Board Emeritus members may apply or re-apply for appointment to the COSET Advisory Board pursuant to Article 2.5.

Article 3 Meetings

- 3.1 The Board will meet, on average, six times during the calendar year, typically the last Friday of January, March, June, August, October and November at noon. At the discretion of the Dean and Board Chair, meetings may be scheduled for other months and other days of the month.
- 3.2 Members are encouraged to attend all meetings, but no less than 50% of the meetings held during a calendar year, unless the absence has been excused.
- a) An excused absence is defined as a communication to the Dean of COSET's office 48 hours prior to the beginning of the meeting, unless absence is due to an emergency.
 - b) An active member may designate another person from the Board or his/her organization to serve as a proxy on a temporary basis by indicating in writing the proxy to the Chair of the COSET Board at least 24 hours prior to the meeting.
 - c) An active member may attend meetings by electronic means.
 - d) The Chair and all other officers must attend all in-person meetings or designate an active member to serve in their absence.
- 3.3. Members may attend virtually or by phone and be considered in attendance and able to vote on any and all items before the Board.
- 3.4 A quorum is defined as fifty percent or more of the regular members of the Board being present at a meeting.

Article 4 Officers

- 4.1 The officers of the Board shall be comprised of a Chair and a Vice Chair
- 4.2 The Chair and Vice Chair will generally be elected concurrently and will both serve terms of two years. Election of officers will take place before the start of the fall semester, typically in June. A term of service starts at the beginning of the fall semester.

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- 4.3 The Chair and Vice Chair will be nominated by the Nominating Committee, voted on by the Board, and then submitted to the Dean for approval.
- 4.4 The Officers shall have such authority and perform such duties as generally contemplated by such office. The Chair will preside at meetings of the Board. The Vice Chair will preside in the absence of the Chair. The Chair, with the assistance of the Dean and Vice Chair, will appoint Board Members to Standing and ad hoc Committees.

Article 5 Committees

- 5.1 Standing Committees of the Board shall be established. These Committees may include:
- a) The Fundraising Committee
 - b) The Nominating Committee
 - c) Industry Partnerships/Sponsors
 - d) Curriculum Enhancement
 - e) Mentorship/Coaching
 - f) Marketing/Branding (Outreach)
 - g) Finance/Audit
- 5.2: TSU Friends of COSET
Chair of Fundraising Committee will manage the Friends of COSET subcommittee as follows:
- a) F.o.C. has no membership or meeting requirements
 - b) F.o.C. must donate minimum of \$2,500 per academic or calendar year with the following benefits:
 - 1. Listing on annual published list of donors
 - 2. VIP Invitation and recognition at COSET events within calendar year of donation
 - 3. 2 Tickets to COSET Homecoming Suite
 - 4. 2-Year membership in COSET Alumni Chapter
 - c) F.o.C. donors are encouraged to provide/identify internship or research opportunities for students
 - d) F.o.C. donors are encouraged to mentor COSET students
- 5.3 The Dean and Chair may name other Committees or disband existing Committees as the need arises

Article 6: Financial

- 6.1 The Board shall not maintain a separate bank account, nor will it raise money for its own use. All moneys raised on behalf of the COSET will be received and deposited with the University in designated accounts for the purpose it was raised. All costs of the Board and its activities will be borne by COSET.
- 6.2 Current active members of the COSET Board of Advisors will make or raise a minimum \$150 donation annually. Donations are due by September 1st of each calendar year to remain an

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active member of the COSET Board of Advisors. This requirement does NOT apply to TSU faculty, administration, staff or employees.

- 6.3 Board members will not receive compensation or other types of remuneration for their board service. Board members may provide contracted professional services to the College unrelated to their Board service. Mileage to and from Board meetings will not be reimbursed. Coupons issued to Board members for parking while on the TSU campus to attend Board meetings is not considered remuneration pursuant to this clause.

Article 7 Adoption and Amendment

- 7.1 These By-Laws will be adopted and may be amended by a two-thirds majority of regular members in attendance at any regular meeting of the Board at which a quorum is present.

End of By-Laws

*Ratified by 2/3 majority of the Board on **OCTOBER 22, 2021** and signed and confirmed by:*

*Board Chair: **MICHAEL E. SMITH***

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Bylaw Amendment, Review, Acceptance & Approval

October 22, 2021

Signatures of Industry Board Members Present:

PRINT NAME	SIGNATURE
MICHAEL E. SMITH	
KIMBERLY J. WILLIAMS	
ROBERT L. FORD	
CHRIS A. HUDSON	
RODERICK HAYNES	
RENA COOPER	
ALLEN OSEI	
SHEILA BLAKE	
JOE FULLER	
SHAWN WILLIAMS	

PRINT NAME	SIGNATURE