

By-Laws

Northwestern Oklahoma State University Professional Staff Council

Preamble

The Professional Staff Council is organized to serve as the representative body for professional exempt employees of NWOSU and to participate in the formulation of policies and in the solution of problems affecting such employees. The purpose of the Professional Staff Council is to enable the exempt employees to participate in the achievement of the goals of Northwestern Oklahoma State University.

ARTICLE I: Professional Staff Council

This organization shall be called the Professional Staff Council of Northwestern Oklahoma State University. This organization shall be comprised of exempt employees of the University otherwise not represented by Faculty Senate, Staff Council or the Administrative Senior Staff.

- Section 1:** The Professional Staff Council shall have biannual general meetings, one in the Fall and one in the Spring, open to all exempt employees. The date of each meeting shall be set by the Executive Committee. Notification of each meeting will be transmitted to exempt employees at least ten days prior to such meeting. This will include notification of election of officers and/or by-laws changes.
- Section 2:** At all meetings of the Professional Staff Council or any of its committees, Roberts' Rules of Order will be followed unless, by majority vote, other rules for proceedings are established.
- Section 3:** The Professional Staff Council exists to enable its members to participate in the achievement of the goals of Northwestern Oklahoma State University by making recommendations to the Administration of the University. It establishes certain committees, defined herein, to perform and carry out the duties and concerns of the members of the Professional Staff Council.
- Section 4:** The fiscal year of the Professional Staff Council shall begin July 1 of each year.

ARTICLE II: Committees

Section 1: Executive Committee

A. Powers and Duties

The Executive Committee shall have the power to make recommendations to the Administration on all matters of concern to its members. The normal channel for recommendations to the Administration shall be voted on and approved by the entire Professional Staff Council, approved by Executive Committee and submitted to Administration.

B. Officers

The Executive Committee shall be comprised of Executive Officers as follows: a Chair, Chair-Elect, Secretary, and five (5) representative members. The Past-Chair shall serve as a member of the Executive Committee for one year after his/her term as Chair.

C. Meetings

The Executive Committee shall meet no less than four (4) times a year. The time of the meetings will be called by the Chair and notice to all members shall be made at least five days in advance of the time of such meetings.

D. Quorum

A majority shall constitute a quorum to do business.

E. Experience

Executive Officers shall have a minimum of six (6) months experience at Northwestern Oklahoma State University. This provision may be waived if it is determined that such provision would deprive proper representation of its members to the University.

F. Terms

Executive Officers shall hold their offices for the following terms:

Chair-Elect	One Year – Elected position, then Chair the following year.
Chair	One Year – Initially appointed
Secretary & two representatives	Two Years – Elected in Odd years.
Three representatives	Two Years – Elected in Even years.

G. Election of Officers

Election of Executive Officers shall take place at the Spring Professional Staff Council meeting. The Professional Staff Council members may be solicited for nominations or utilize self-nomination. The Chair-Elect and Secretary shall be elected at this meeting and assume their duties the following July. The Chair-Elect will assume the position of Chair on July 1.

H. Absence from Meetings

In the event that an Executive Officer misses two (2) meetings within one year, the Chair may declare that position vacant and the position will be filled in accordance with section M below.

I. Chair Duties

The Chair shall preside over all meetings of the Professional Staff Council and the Executive Committee. The Chair shall also: serve as liason to the Northwestern Oklahoma State University Senior Staff; appoint staff to special ad-hoc committees as directed by the Executive Committee; counsel with, involve, and train the Chair-Elect in order to provide continuity in the efforts of the committee from year to year and fulfill whatever other duties the committee may vest in the office; and transmit to the Professional Staff Council, or any of its committees, recommendations from the Administration of the University.

J. Chair-Elect Duties

The Chair-Elect shall attend all meetings of the Professional Staff Council and the Executive Committee. The Chair-Elect shall also fill in when the Chair is unable to attend meetings and fulfill whatever other duties the Chair may vest in the office.

K. Secretary Duties

The Secretary shall be responsible for: minutes of the meetings, keeping committee member and volunteer lists, keeping records of past minutes and all motions and resolutions passed by the Executive Committee and the Professional Staff Council.

L. Budget

The budget shall be detailed to whatever degree the committee shall require in order to carry out its duties and responsibilities and make recommendations to the President and Vice-President for Administration.

M. Vacancies

Vacancies on the Executive Committee due to removal, death or resignation shall be filled in the following manner:

Chair: A vacancy during the first year of office shall be filled by a member of the official board by a vote of that board. A vacancy during the second year of office shall be filled by the Chair-Elect.

Chair-Elect: A vacancy during the year of this office shall be filled by calling a special election of the Professional Staff Council members.

Secretary: A vacancy during the first year of office shall be filled by calling a special election of the Professional Staff Council members. A vacancy during the second year of office shall be filled by appointment by the Executive Committee.

Member: A vacancy in the member position shall be filled by the Executive committee.

The newly elected or appointed officers shall serve the remainder of the term of the vacated office.

ARTICLE III: Additional Issues

If an issue develops that is not addressed by these By-Laws, the issue shall be resolved by the Executive Committee.

Ad Hoc Task Force

Ad Hoc Task Force may be appointed by the Chair of the Executive Committee when deemed necessary by the Executive Committee or if requested by the Administration. An Ad Hoc Task Force will terminate when its assigned task is completed. If a committee project extends into a new committee year, continuance of the Task Force is subject to review by the Executive Committee at the July meeting.

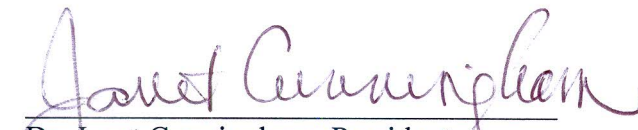
ARTICLE IV: Amendments to the By-Laws

Proposed amendments to these By-Laws may be presented to the Executive Committee at any meeting of that committee. Proposed amendments must be in writing. The Executive Committee may or may not elect to bring the proposed amendment before the organization at its next regularly scheduled meeting. If the Executive Committee elects not to bring it before the organization at that meeting, the Chair of the Executive Committee shall notify the individual or individuals who presented the proposal to the Executive Committee at least thirty (30) days prior to

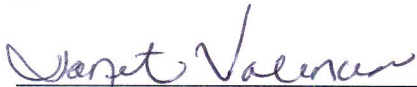
the time of such meeting. With written petition of at least ten (10) Professional Staff Council members, the individual or individuals who made such proposed amendment may present the proposal to the organization at its next regularly scheduled meeting. When ratified by a two thirds majority of members in attendance at the regular meeting, the proposed amendment shall be made a part of or correction to these By-Laws subject to the approval of the President of the University. If approved, the amendments will become effective in July following the regular meeting.

ARTICLE V: Approval

These By-Laws shall be in effect when sanctioned by the President of Northwestern Oklahoma State University. We, the undersigned, bear witness this 14 day of February, 2012, that these By-Laws have been duly sanctioned by the President of Northwestern Oklahoma State University.



Dr. Janet Cunningham, President
Northwestern Oklahoma State University



Witness