

AKRON COUNCIL OF ENGINEERING AND SCIENTIFIC SOCIETIES POLICIES AND PROCEDURES MANUAL

ARTICLE I – EXECUTIVE DIRECTOR AND ADMINISTRATOR

Section 1. PURPOSE OF THE POSITIONS. The Executive Director will provide multi-year continuity to external stakeholders and the Administrator will provide multi-year continuity to ACESS officeholders and committees. The Executive Director and the Administrator will be a reservoir of knowledge to explain to others the ACESS organization and to provide a view of the Akron STEM community to the Board, as well as to assist the Board by advising them and committees as to how to handle non-standard issues that arise.

Section 2. For external inputs, the Executive Director will:

- (a) Respond to, or appropriately forward, verbal, telephone, and internet inquiries and ideas.
- (b) Develop and maintain awareness of STEM activities in the Akron area.
- (c) Through this awareness, develop possible ACESS funding sources, prospective new Member Entities, candidates for ACESS Advisory positions, and external collaboration opportunities, which the Executive Director will coordinate.
- (d) Develop a familiarity with Robert's Rules of Order Newly Revised and serve as Parliamentarian for the Board.

Section 3. For internal ACESS activities, the Administrator will:

- (a) Thoroughly understand ACESS objectives and the organization and use this knowledge to work with Board members and committees to understand the organization and identify the responsible entity for specific topics.
- (b) Identify and help resolve any internal ACESS organizational disagreements that arise and work with the entities involved to propose a solution to address these issues.
- (c) Coordinate ACESS activities with host or facilities managers for the location of ACESS events.
- (d) Maintain: 1) the ACESS Roster (to be held "confidential" amongst those listed therein, and for use only on ACESS "business"); 2) the ACESS email distribution list; and, 3) the ACESS "Communications Contacts" list for directly communicating with one or more "point persons" in each of the Member Entities for urgent matters. Those are to be shared on a "need to know" basis amongst the Webmaster and those in responsible charge of the social media effort.

Section 4. EXECUTIVE DIRECTOR AND ADMINISTRATOR TERM LIMITS.

There are no term limits. Instead, the Executive Director and Administrator serve at the request of the full Board of Directors. Either or both can be removed by a two-thirds (2/3) affirmative vote of the Board. If either position becomes vacant,

the full Board will consider replacement nominees, formalize the process of sorting them out, and then vote to determine which candidate is selected, if there is more than one candidate for a given position.

ARTICLE II – MEETINGS OF BOARD OF DIRECTORS

Section 1. The Board shall meet every month between September and June unless decided otherwise by the Board.

Section 2. At regular monthly meetings of the Board, a quorum shall consist of representatives of one-third (1/3) of the Member Entities of ACESS, rounded up to the nearest whole number.

Section 3. Other meetings of the Board may be held at any time on the call of the President, or by written request of not less than two (2) Member Entities expressed through their Representatives on the Board.

Section 4. It is the responsibility of the Administrator of ACESS to assure that a list of authorized ACESS Representatives is maintained.

Section 5. If an Entity Representative to the Board is unable to attend, the presiding officer of their Entity may appoint another Representative to represent the Entity.

ARTICLE III – VOTING

Section 1. This Article applies to voting on all matters except for officers and Bylaw amendments. For voting for officers, see Bylaws Article VII, Section 2. For voting for amendments, see the last Article of the Bylaws. On all matters except voting for officers and amendments, the immediate Past President and current officers can join the Entity Representatives in voting on all other matters for which a vote is requested.

Section 2. If the two (2) Member Entity Representatives are not present for a vote, any other active member of that Entity and/or its President/Chair can take the place of one or both of those Member Entity Representatives.

Section 3. The Executive Director and the Administrator, if those positions are staffed in any current administration, shall not be entitled to a vote, unless they are a Member Entity Representative or officer.

Section 4. Occasionally, there will be the immediacy of an issue necessitating an electronic vote for timely resolution. This will be allowed, providing:

(a) A quorum will need to be established for all the votes that will be tabulated.

(b) Lack of reply cannot be considered a vote as “for”, “against”, or “abstain”. Instead, such lack of reply will not be counted at all.

(c) Due respect is given to any timely respondent asking for a discussion period, in person, of the full Board, before voting. In such case, an electronic

vote cannot be conducted, until this respondent's concern is satisfied.

Section 5. No more than two (2) votes are permitted for any one (1) Member Entity, with the exception of the immediate Past President, if she/he is a member of that Member Entity. Further, if an Entity (Member Society or Affiliate) has two Representatives present, each Representative will have one (1) vote. If only one Representative, and/or President/Chair instead of a Representative, is present, that Entity will have only one (1) vote.

Section 6. A majority affirmative ballot vote of at least three quarters (3/4) of the collection of Immediate Past President, current officers, and Entity Representatives shall be required to adopt all matters for which a vote is requested.

ARTICLE IV – MEMBERSHIP

Section 1. Any organization or society requesting membership in ACESS shall file with the President a formal letter of application signed by the presiding officer and secretary. Such application shall be accompanied by a current list of its members and a copy of its Constitution and Bylaws.

Section 2. Upon receipt of an application for membership in ACESS and the accompanying membership list and Constitution and Bylaws, the same shall be referred to the Executive Committee for consideration and recommendation. This Committee shall make its recommendation through the President to the full Board, which shall then vote upon the admission of the applicant. In the event that an application is rejected by the Board, the applicant society or organization so rejected may, upon satisfactorily showing that it can meet ACESS's membership requirements, make a new application for membership at any time, but in the absence of such satisfactory showing, the Board shall not entertain a subsequent application by the same applicant for a period of two (2) years from the date of such first rejection.

Section 3. Communications between ACESS and its Member Entities is the duty of the Member Entity Representatives.

Section 4. Any Member Entity whose Representative(s) have failed to attend at least one (1) meeting of the Board during any twelve (12) month period may be suspended from membership privileges. This suspension shall be effective thirty (30) days after the Member Entity has been notified by the ACESS Secretary. Said organization may be reinstated upon filing a new application for membership and upon approval of the Board.

Section 5. Any Member Entity that is over one (1) year in arrears in its dues may automatically be suspended from membership privileges until its dues have been paid. If the dues of the suspended Entity have not been paid within three (3) months of suspension, such Entity may be asked to forfeit its membership.

Section 6. Any Entity that has forfeited its membership in ACES by reason of non-payment of dues, as provided in Section 5 of this Article, may, upon filing a new application for membership and payment of all dues in arrears at the time of forfeiture, be reinstated upon approval by the members of the Board.

Section 7. A Member Entity whose purpose, activities, and functions are determined no longer in accordance with Article II, Section 1 of the Bylaws shall be liable to forfeiture of membership. The expelled Society may re-apply for ACES membership whenever it can comply with Article II, Section 1 of the Bylaws.

ARTICLE V – OFFICER NOMINATING COMMITTEE

Section 1. The President will appoint a member to chair the Nominating Committee. This typically is the immediate Past President. The current President will serve as ex-officio member of the Nominating Committee without a vote. The Committee will include all active past presidents and any appointees by the current President. The Nominating Committee will present its slate of officers to the Board at its May meeting consisting of a President-Elect, a Secretary, and a Treasurer. The current President-Elect shall automatically assume the Presidency at the start of the new administrative year. Nominations will be accepted from the floor in the June meeting of the Board just prior to the election. All nominees must verify, to the Board, their willingness to serve if elected.

ARTICLE VI – FINANCE COMMITTEE

Section 1. The Finance Committee shall be responsible for the preparation of the ACES Budget and for continuing review of income and expenditures with respect to that Budget.

Section 2. The Chair of this Committee shall be selected by the President. There shall be at least three (3) other members of this Committee, preferably the President-Elect, the current Treasurer, and at least one (1) past Treasurer.

ARTICLE VII – AUDIT COMMITTEE

Section 1. The Audit Committee shall be responsible for conducting an audit of the financial records at the end of each fiscal year.

Section 2. The Chair of the Audit Committee shall submit a report for the immediate past fiscal year to the Board before the first meeting of the next fiscal year.

Section 3. The members of the Finance Committee and the Audit Committee can be the same.

ARTICLE VIII – ANNUAL OPERATING BUDGET

Section 1. Each Chair of Standing Committees shall be responsible for submitting to the Finance Committee any changes to the forecast expenditures and income expected for his/her responsibility area for the next fiscal year.

Section 2. The Finance Committee shall be responsible for the preparation of a Preliminary Budget which shall consist of all expected expenditures and income for the next fiscal year. The Committee shall submit this for comments and tentative approval at the May meeting of the Board. Prior to the September meeting, the Final Budget shall be reviewed and approved as submitted or approved as revised at that meeting.

ARTICLE IX – AWARDS OF COUNCIL

Section 1. ACESS may make the following annual awards: Distinguished Award of Council, ACESS Award, and any special award that may be designated.

Section 2. The recipients of these awards shall be chosen by an Honors and Awards Committee, whose Chair shall be appointed by the President. The Committee members shall be chosen from current or previous Directors by the Committee Chair together with the President. The make-up of this Committee can be known to the entire Board, but the Committee's deliberations are to be held "confidential", within the Committee.

Section 3. The qualifications necessary for anyone to receive an award shall be determined by the Board. The criteria shall be set forth in written form.

Section 4. Nominations for the Distinguished Award of Council may only be submitted by a Member Entity, by a member of the Board, or by a member of the Advisory Council.

Section 5. Nominations for the ACESS Award may only be submitted by any present or past member of the Board, any present or past committee member or committee chair, or any present or past officer of ACESS.

ARTICLE X – DUTIES OF STANDING COMMITTEES

Section 1. The duties of the various committees shall be as follows:

(a) The Banquet Committee shall have direct responsibility for the ACESS Annual Honors and Awards Banquet and any other such responsibilities as the Board may determine.

(b) The Communications and Social Media Committees shall have direct responsibility for all matters pertaining to publication and dissemination of ACESS information, interaction with all news media, and any other such responsibilities as the Board may determine. They are expected to coordinate their efforts with the ACESS Webmaster. The split between Communications

and Social Media is expected to be flexible, with Social Media handling anything transmitted by social media and Communications handling anything else.

(c) The Community Relations Committee shall have direct responsibility for community relations, civic activities, science fairs, and any other such responsibilities as the Board may determine.

(d) The Educational Fund Raising Committee shall have direct responsibility for fund raising, educational programs for the public and the ACESS membership, selection of scholarship recipients, mentoring, and any other such responsibilities as the Board may determine.

(e) The Honors & Awards Committee shall have direct responsibility for selection of teacher grant recipients, the annual recipients of the ACESS Distinguished Award of Council and ACESS Award, and any other such responsibilities as the Board may determine.

(f) The Grant Writing Committee shall have direct responsibility for preparation and submittal of any grant requests that the ACESS Board may consider it appropriate to solicit.

(g) The Speakers Bureau Committee shall have direct responsibility for keeping track of all potential Speakers who offer their services to interested societies and organizations.

(h) The K-12 Educational Outreach Committee shall have direct responsibility as liaison with the Akron Public Schools (APS) and non-APS schools within the area that ACESS serves (herein stated as "Summit County and all schools served by the Summit Educational Service Center").

(i) The Strategic Planning Committee shall have direct responsibility for investigating ways of promoting improvements within ACESS and any other such responsibilities as the Board may determine.

Section 2. Each Committee Chair shall submit to the President-Elect the annual program for his/her respective committee for the ensuing year together with expected income and expenses, if applicable. After approval of the program by the Board, the Chair of each committee shall be responsible to implement the program through the delegation of activities to his/her respective committee members.

Section 3. Each Committee Chair shall be responsible for verbal and written reports as may be necessary at each scheduled Board meeting. A written summary report shall be submitted upon request of the President at the end of the Administrative Year.

ARTICLE XI – ADVISORY COUNCIL

Section 1. The Advisory Council shall consist of no less than six (6) business and/or technical leaders of the Greater Akron Area to be selected annually by the

ACCESS President. No more than two (2) should represent any one company, academic institution, or organization. The purpose of said Advisory Council shall be to act in an advisory capacity to the ACCESS Board.

Section 2. The Advisory Council shall meet at least once annually to consider an agenda prepared by the President. The President shall determine the time and place of this meeting.

Section 3. The Advisory Council may hold additional meetings if requested by any two (2) or more members to consider any other matters they deem pertinent to the accomplishment of ACCESS objectives. The results of any such meetings should be communicated to the President who will then be responsible for the transmittal of these results to the Board.

Section 4. Members of the Advisory Council shall also be available (individually or collectively), as needed, to assist the Board in the accomplishment of ACCESS purposes as set forth in Article II of the Bylaws.

Section 5. Members of the Advisory Council are encouraged to attend all of the Board meetings, to provide their input to the Board, in timely fashion, on items as they arise.

Section 6. Members of the Advisory Council do not vote.

ARTICLE XII – MISCELLANY

Section 1. TIMELY DISSEMINATION OF BOARD MATERIALS. Occasionally, it will become necessary to distribute materials to the entire Board between the monthly Board meeting announcements. More frequent communications than the monthly notification are permitted, with full recognition of the intent to minimize the overall number of annual communications to the Board. The new 2017 “ACCESS News Brief” (sent electronically monthly) is an example. See Article I, Section 3(d) for Administrator-maintained files, which can aid this dissemination.

Section 2. VOICE RECORDING RETENTION. The Board meetings may be recorded to help the Secretary in writing the meeting minutes and settling attribution disputes. The electronic files of each recording shall be retained only until the minutes for that meeting are approved by the full Board. It is expected that the Secretary will hold those recordings “Confidential” and have at least one back-up “copy” on another electronic medium, different from the medium on which the “original” is stored.

Section 3. WEBSITE CONTACT INFORMATION CONFIDENTIALITY FOR BOARD MEMBERS.

(a) **Officers and Committee Chairs:** All information can be listed, i.e., name, company affiliation and title (if any), US mail and email addresses, and phone numbers.

(b) Advisors: Only name, company affiliation and title (if any) can be listed.

(c) Presidents/Chairs and Representatives of Member Societies: Only name and email address can be listed.

Section 4. EXPECTED CODE OF CONDUCT FOR ALL ACESS MEETING

ATTENDEES. It is expected that each attendee will treat all others with the utmost professional respect. No elevated voices or acrimonious discussions will be permitted. Anyone acting inappropriately or not respecting committee autonomy will be asked to stop it or leave the meeting.

Section 5. ACCESS COMMITTEE AUTONOMY. Once a committee's Budget is approved, the committee has total autonomy of its direction and decisions, including removing a member or members. As stated in the Bylaws, the Board will retain the right to either disband or remove any or all members of any committee if it so chooses; however, this is expected to be used only in very rare instances.

Section 6. UNBUDGETED TICKET EXPENSES. The Banquet Committee will determine the recipients of complimentary (no cost) tickets to the Banquet. For other ACESS events, a guest ticket for anyone is to be paid by the ACESS person inviting the guest and not the ACESS Treasury.

Section 7. FINANCIAL DISCLOSURE TO CURRENT AND POTENTIAL DONORS. It is recommended to minimize the level of financial disclosure to current and potential donors. Answering questions asked as thoroughly as possible, consistent with the anticipated level of the donation, is preferable. All financial disclosures submitted to potential donors are to be clearly marked "Confidential", for use only in evaluating the entity's willingness to donate to ACESS, and not to be shared with anyone other than the person to whom those files have been sent, without the express permission of the ACESS sender.

Section 8. INCLUSION IN ACESS OF "ACCESS AFFILIATES".

(a) ACESS Affiliates are defined as collections of persons interested in ACESS, having some common bond, but not being members of ACESS Member Societies. Those who belong to such Affiliates have a common bond with either a degree, experience, or interest in technology, science, or engineering topics.

(b) Those persons interested in ACESS and forming any given Affiliate will be called "affiliates", unless they are members of Member Societies, in which case they can be called "members".

(c) Each Affiliate will have a President/Chair/Coordinator and two (2) Representatives, similar to the existing Member Societies.

(d) Those aforementioned three (3) Affiliate persons will be on distribution of the ACESS Roster, and will be expected to hold it "confidential", to be shared only amongst those listed therein, and only on ACESS "business", identical to our request to the three (3) from each of the Member Societies. All Member Societies and the Affiliates are not permitted to share this Roster with their full

membership. The three (3) selected persons will represent the entire Affiliate on the ACCESS Board, just like the Member Society Presidents/Chairs and Representatives.

(e) Those aforementioned three (3) Affiliate persons will have voting rights identical to the Representatives of the Member Societies, i.e., the Affiliate will have two (2) votes. However, others from that Affiliate are also welcome at, and encouraged to attend, the ACCESS Board meetings, committee meetings, and other events (e.g., the banquet), but without a vote at the Board meetings unless one (1) or both of the Affiliate Representatives and its President/Chair are absent.

(f) There will be no dues collected from the Affiliates.

(g) AFFILIATE "CHARTER" (i.e., answer to "why they are amongst us"). A secure section of the website will be created wherein the Affiliates can interact with the Member Societies to learn of the opportunities the Member Societies can offer the Affiliates to assist in the Akron STEM community, essentially a "sources (volunteers)" and "uses (tasks)" section for the Affiliates and Member Societies.

(h) Each Affiliate will be expected to organize themselves within these general guidelines. In other words, they will decide how often to meet (if at all), how to communicate amongst themselves, whether or not to hold social events, strategy sessions, etc. Just as the Member Societies, the Affiliate will communicate formally with the Board through their three (3) selected persons.

Section 9. FORMALIZING BOARD INVOLVEMENT OF ACCESS PAST PRESIDENTS. As many ACCESS Past Presidents as wish to do so can attend any ACCESS Board, committee, or other meetings, without limitation. In so attending, they will not have any voting rights, except for the immediate Past President for one (1) year as stated in the Bylaws. However, all Past Presidents will be welcomed to give input as they see fit. Responsibility for announcing ACCESS meetings to these Past Presidents will fall on the Representatives of the Member Entity of which that Past President is/was a member. In addition, and as a more dependable way to stay aware of such meetings, Past Presidents are asked to keep in touch with current ACCESS officers and committee chairs as cited on accessinc.org, and ask Board members to invite them to meetings of their choice. Any Past President may volunteer to chair, and/or participate in, any ACCESS committee. These ACCESS Past Presidents' experience will be most useful to ACCESS by such sustained involvement.

End of Policies and Procedures Manual