



BYLAWS

Adopted by the membership on May 10, 2023

I. NAME

- A. The name of this organization shall be referred to as the *African Diaspora Council*, henceforward known as the ADC.

II. PURPOSE

- A. To be a viable and visible organization of African Diaspora faculty and staff committed to promoting and enhancing a sense of community, equity, and professional and educational development at the University of Wisconsin-Milwaukee (UWM).
- B. Guiding Principles
 1. Advocating for greater participation of African Diaspora faculty and staff in the leadership and decision-making process of the University.
 2. Participating in and advocating for the recruitment, retention, and promotion of African Diaspora faculty and staff.
 3. Participating in and advocating for the recruitment, retention, and graduation of African Diaspora students.
 4. Establishing and maintaining effective lines of communication between the African Diaspora faculty, staff, and the University.

5. Maintaining an ongoing professional development support group and a communication network for African Diaspora faculty and staff to keep members informed of common issues and concerns.

III. DEFINITIONS

- A. African Diaspora: Refers to peoples of African origin and descent.

IV. MEMBERSHIP

A. Eligibility

1. Any University of Wisconsin-Milwaukee self-identified African Diaspora faculty or staff employee, and all parties interested in promoting the purpose of the organization.
2. To be considered an active member of ADC for voting or quorum purposes, you must meet one or more of the following criteria:
 - a. attend **at least one** ADC general body meeting per calendar year;
 - b. attend **at least one** ADC sponsored event, program, or initiative per calendar year; or
 - c. contribute to the ADC scholarship fund and/or other ADC fundraising initiatives **within the past two years**.

V. GENERAL BODY MEETINGS

- A. ADC business shall be conducted at general body meetings, with attendance by a simple majority of members constituting a quorum for transacting business or taking action.
- B. The ADC shall meet no less than twice per year.

- C. Members shall receive at least five (5) days advance notice of general body meetings. In cases of exigency where a special meeting must be held, members shall receive up to two (2) days' notice to meet.
- D. Meetings may be held on the UWM campus or by agreed upon location, by phone, or via University-approved virtual meeting platforms.
- E. Meetings may last up to three (3) hours, consisting of business and announcements.

VI. EXECUTIVE OFFICERS

- A. The executive officers of ADC shall consist of a Chair, a Chair-Elect, a Recording Secretary, a Corresponding Secretary, a Treasurer, and a Financial Secretary.
Each officer shall be elected for a one-year term. Those nominated for office must be considered an active member prior to being nominated for elected office, as defined in the bylaws under Section IV, subsection A.
- B. Duties
 1. Chair – The Chair shall carry forward the mission of the ADC and its programmatic thrusts, preside at ADC meetings, appoint committee chairpersons, and represent the ADC at all public functions and hearings.
 2. Chair-Elect – The Chair-Elect shall support the ADC and its Chair in carrying out the functions of their office and will assume the role of Chair in the year after they have been duly elected.
 3. Recording Secretary – The Recording Secretary shall keep in permanent form, complete and accurate minutes, and recordings of all meetings of the

organization and shall distribute electronic copies of the meeting minutes or have copies available at the meetings.

4. Corresponding Secretary – The Corresponding Secretary issues the notice or call to meeting, manages all incoming and outgoing correspondence on behalf of the organization, and keeps a record thereof.
 5. Treasurer – The Treasurer shall receive, deposit, disburse and manage (within the confines of a Federally-insured financial institution) all funds of the organization; shall keep an accurate account of financial transactions and give financial reports to the membership at all general meetings.
 6. Financial Secretary – The Financial Secretary shall assist the Treasurer to receive, deposit, disburse and manage (within the confines of a Federally-insured financial institution) all funds of the organization; shall keep an accurate account of financial transactions and give financial reports to the membership at all general meetings.
- C. Officers shall meet (via virtual or in-person communication) to develop agendas and discuss any concerns and/or business prior to the ADC meeting.
- D. Resignation
1. If an officer can no longer fulfill their role, the officer in question must submit a written resignation letter to the ADC chair(s) as well as the Chair of the Governance Committee at least two weeks prior to stepping down from office, if feasible.
 2. If the Chair can no longer fulfill their role, the Chair-Elect will serve as Chair, effective on the date of resignation.

3. If the Chair-Elect can no longer fulfill their role, the position will remain vacant until the next general election is held.
4. If the Chair and Chair-Elect can no longer fulfill their role(s), a special election will be held to fill those vacancies.
5. For any other office(s), the Chair may solicit volunteers to fill those positions until the next general election, ratified by a simple majority of members voting at a general body meeting.
 - a. Those appointed to serve in roles other than Chair will begin their term of office on the last day of the month after their appointment.

VII. OTHER OFFICERS

- A. These officers can be appointed by the Chair to carry out ADC business and execute on special projects of interest to the entire membership body. Such officers include, but are not limited to:
 1. Web Master - The web master shall maintain the organizations web page, and at other times may perform such duties as directed by the Chair of the ADC.
 2. Committee Chairs – Committees shall be presided over by the ADC Chair or Chair-Elect. Committee chairpersons shall serve one (1) year renewable terms or until the committee is dissolved, whichever is shorter.
 - a. Standing Committees
 - i. Executive
 - a) Strengthen relations with UWM leadership.
 1. Increase representation of African Diaspora faculty and staff on UWM governance and search committees.

2. Strengthen partnerships with university governance entities and search and screen selection process.
3. Connect members to opportunities for participation on university committees.
 - b) Act as a liaison on university governance committees.
 - c) Help lead and support major organizational change.
 - d) Fund development.
 - e) Build coalitions with other faculty and staff affinity groups at UWM.
- ii. Governance
 - a) Support the ADC Chair or Chair-Elect in governance-related matters.
 - b) Review bylaws annually.
 - c) Review proposed bylaws changes.
 - d) Recommend policies, practices and amend, as necessary.
- iii. Nominating and Elections
 - a) Manage nomination & elections processes annually, or as prescribed in the bylaws.
 - b) Solicit nomination for all offices.
 - c) Develop and present a slate of nominees for elected office to the membership body to be voted upon.
 - d) Ensure timely and compliant election processes.
- iv. Branding and Marketing

- a) Develop original ADC organizational branding.
 - b) Build partnerships with other campus organizations.
 - c) Raise awareness of ADC through multi and social media approach.
- v. Membership Services
- a) Recruit members with respect of diversity, inclusion, and equity.
 - b) Build community through communication, networking, and events.
 - c) Maintain and periodically update member directory.
 - d) Survey members regarding strengths, needs, and interests.
 - e) Engage in professional development activities.
 - 1. Create interorganizational networking, professional development, onboarding, and mentoring workshops and events.
 - 2. Support initiatives that result in professional advancement of ADC members.
- vi. Student Support
- a) Support efforts with UWM organizations for recruitment, retention, and graduation of African Diaspora students.
- vii. Scholarship/Fundraising
- a) Increase retention and graduation rates at UWM for African Diaspora students by awarding financial support.

- b) Collaborate with Executive Committee to facilitate partnerships with UWM and external organizations, community groups and corporations to solicit funding for ADC scholarships, outreach activities, programming, and special events.

VIII. INACTIVE OFFICERS

- A. Any officer that fails to serve in a satisfactory role can be removed from office for failure to fulfill their duties as outlined herein. Examples of such conduct include failure to regularly attend meetings and not executing on required responsibilities per Section VI.
- B. Procedure to Remove an Officer
 - 1. The Chair shall speak with the officer in question regarding failure to serve satisfactorily and indicate to the officer, in writing, what the expectations are for the officer's role.
 - 2. If there is no change in performance/activity upon written warning, then all officers shall consult with the officer in question about the officer's failure to perform.
 - 3. If the officer still does not carry out their responsibilities to the membership, the Chair shall make a report to the membership of the ADC regarding the continued service of the officer in question.
 - 4. Membership shall vote on the action (s) to be taken, with a simple majority required for quorum purposes.

IX. VOTING REQUIREMENTS

- A. Voting is an act reflecting active participation in the ADC. Only those considered active members of ADC may vote in general body or special elections, as defined in the bylaws under Section IV, subsection A. Voting shall normally be held to:
 - 1. Elect ADC officers.
 - 2. Amend the ADC bylaws.
 - 3. Accomplish ADC business.
 - 4. Poll the opinion(s) of members on matters of collective interest or concern.

X. ELECTIONS

A. Nomination Procedure

- 1. In the Spring of each year, the Chair shall request volunteers to constitute a Nominating Committee of at least three (3) members.
- 2. Should the number of volunteers fall below three (3) members, the Chair shall appoint members such that the Nominating Committee shall consist of at least three (3) members.
- 3. The Nominating Committee will prepare a slate of nominees for election.
- 4. Additional nominations may be made from the floor prior to the election, provided those so nominated agree to serve.

B. Spring Election Procedure

- 1. A ballot will be prepared with the slate of nominees, with votes tallied at a general body meeting.
- 2. Persons receiving the majority of votes cast at the meeting for each office shall be declared elected.

3. Those newly elected officers will be announced at the meeting or as soon thereafter.
4. Officers shall assume their duties in the Fall semester following the election, on September 1st of each year.

XI. ADVISORY BOARD

- A. The purpose of the advisory board is to strengthen the infrastructure of ADC and to help guide the organization wisely. Members shall consist of UWM alumni, retirees, students, and community members who are invested in the success of African Diaspora faculty, staff, and students.
- B. Advisory board members shall be appointed by the ADC Chair for an indefinite term and can be removed by the ADC Chair or by two-third majority of the membership, for cause.
- C. There shall be no more than thirteen (13) members on the advisory board each year.
- D. Advisory board members shall not be considered members as outlined in Section IV to constitute a quorum at general body meetings or to vote.

XII. CONSTITUTION AND BYLAWS CHANGES

- A. Any proposed change must be submitted in writing to the ADC Chair at least two (2) weeks prior to a general body meeting. The proposed change should be passed on to the chairperson of the Governance committee for review.
- B. A “Notice of Proposed Bylaw Change” shall be sent to all ADC members at least seven (7) days before the general body meeting where the changes may be voted upon and adopted.

C. Bylaws shall be voted on and approved by two-thirds (2/3) of the members in attendance.

D. Proposed bylaws changes can be submitted anytime.

XIII. ENDORSEMENTS

A. The ADC shall be nonpartisan and shall take no position or action endorsing or condemning any person, candidate, or official submitted to the vote of the people.

XIV. OTHER

A. Parliamentary Order - The rules in the most recently revised edition of Robert's Rules of Order shall govern the ADC, its meetings, officers, and all committees in all cases to which they apply and do not conflict with the specific provisions of these Bylaws or any special rules that the ADC may adopt by vote.