

Faculty Information Technology Advisory Council Bylaws

BYLAWS OF Indiana University [Bloomington] College of Arts & Sciences Faculty Information Technology Advisory Council [hereby abbreviated as FITAC]

ARTICLE I - NAME, PURPOSE

Section 1: The name of the organization shall be FITAC.

Section 2: FITAC is organized exclusively for the purposes of guiding the College of Arts & Sciences [COAS] information technology [IT] strategy and service offering by acting in an advisory capacity for the Executive Dean of COAS as well as the Chief Technical Officer [CTO] of COAS. FITAC serves to reconcile needs of both faculty and IT staff, with special focus on matters related to security and infrastructure. This includes review, and recommendation for approval, of all COAS IT guidelines, as well as being part of the process that evaluates IT exemptions to Indiana University, Bloomington [IUB] University-level policies as part of the exemption procedure for COAS. FITAC members may from time-to-time be required to liaise with fellow faculty to support the implementation of IT best practices and policies with COAS.

ARTICLE II - MEMBERSHIP

Membership shall consist only of the members of the Board of Directors. The Board of Directors will be composed of faculty from a representative sample of COAS departments and schools, as well as *ex-officio* non-voting members composed of the COAS Chief Technology Officer, the COAS Director of Research Infrastructure, and an [appropriate] Associate Dean of COAS. There will be one Chair and one vice-Chair for FITAC. There will be a [non-voting] administrative assistant [who will function in a secretarial role] of FITAC, appointed by the Dean's office of COAS.

ARTICLE III - MEETINGS

Section 1: Meetings. The dates of meetings [during the semester] shall be set by the Board of Directors. The Board shall meet at least 4-5 times per academic year, at an agreed upon time and place that will be arranged by FITAC's Administrative Assistant [nominated by COAS] with direction from the FITAC Chair.

Section 2: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair, Vice-Chair, Associate Dean, or one-third of the Board.

Section 3: Notice of Meeting. Notice of each meeting [including special meetings] shall be given to each voting member, by email, not less than 10 days before the meeting. In practice, prior to, or at the start of each semester a schedule of approximate monthly meetings will be set in advance, to ensure that Members can attend as many meetings as possible during the semester.

ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of the Council. The Board shall have no fewer than 14 members. The Board receives no compensation.

Section 2: Board member appointment. Terms of new directors or designation of current directors for a second term will occur as the first item of business at the first meeting of the academic year. New directors will be appointed by the office of the Executive Dean.

Section 3: Terms. All Board members shall serve 2-3 year terms, but are potentially eligible for reappointment. Appointments are set by the Executive and Associate Dean of COAS. The variable duration of appointments ensures a staggering of the rotation of new members ensuring that institutional memory can be preserved on FITAC.

Section 4: Quorum. The quorum will be a simple majority. The chair does not vote except if there is a tie. No business can be transacted, or motions made or passed without a quorum. Voting for motions can also be called for via email by the Chair or Vice-Chair – with the voting operation to be conducted and overseen by the [non-voting] Administrative Assistant.

Section 5. Officers and Duties. There shall be 2 officers of the Board consisting of a Chair, Vice Chair. Their duties are as follows:

The Chair shall convene regularly scheduled Board meetings, shall preside or arrange for the Vice-Chair to preside at each meeting should the Chair be unavailable to participate in a meeting.

The Vice-Chair will chair *ad hoc* committees (taskforces) on special subjects as designated by the board. The Vice-Chair shall also chair meetings of FITAC, should the Chair not be able to attend a meeting.

Additionally, FITAC will have an administrative assistant who shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all FITAC meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that appropriate records are maintained. This secretarial function will always be filled by a COAS administrative assistant, appointed by an Associate Dean of COAS [who is an *ex-officio* Member of the Board].

Section 6: Vacancies. When a vacancy on the Board exists, nominations for new members may be received either from present Board members by FITAC's Administrative Assistant, or from the Associate Dean who serves on FITAC, at the end of an academic year. These nominations shall be sent out to the Executive Dean for discussion prior to the beginning of the next academic year. The Executive Dean will consider the existing expertise and representation across the core College and Schools on FITAC, and whether or not these new Members will fill important gaps on the Board.

These vacancies will be filled only for the end of a particular Board member's term.

The Chair and Vice-Chair are elected by the Board of Directors at a face-to-face meeting of FITAC. When the Chair's term has ended the Vice-Chair becomes the next Chair, and an election should be conducted for the position of Vice-Chair at the FITAC meeting *preceding* the change in officers of the Board.

Section 7: Resignation, Termination and Absences. Resignation from the Board must come via email and be received by the Administrative Assistant, who will pass this information on to the FITAC Chair, Vice-Chair and COAS Associate Dean who is a member on FITAC. A Board member can be dropped for excess absences from the Board. A Board member may be removed for other reasons by the Executive Dean. Should the Chair or Vice-Chair need to resign from the Committee they will inform the COAS Associate Dean [who serves on FITAC].

ARTICLE V – SUB-COMMITTEES

Section 1: The Board may create *ad hoc* sub-committees (taskforces) as needed. The Vice-Chair is the *de facto* subcommittee Chair. In the case where more than one sub-committee is convened, the Chair has the option of appointing a Board member to Chair an additional sub-committee.

Section 2: The two officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

ARTICLE VI – AMENDMENTS

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be set out with regular Board announcements.

These Bylaws were approved at a meeting of the Board of Directors of FITAC on November 11, 2019.