

# WCET Bylaws

## WCET BYLAWS

**ARTICLE I: NAME.** The name of this organization is the WICHE Cooperative for Educational Technologies (WCET).

**ARTICLE II: PURPOSE.** The purpose of WCET is to improve access to, and the quality of, education through the appropriate use of telecommunications and information technologies. In order to achieve this purpose WCET will:

- A. Foster the exchange of useful information among its members;
- B. Provide a forum for dialogue concerning the requirements of the education community, technologies appropriate to respond to these requirements, economic and technical issues, techniques for applying the technologies, and other matters of common concern;
- C. Encourage mutually beneficial cooperative activities among its members;
- D. Encourage and conduct research and development activities in the technologies, applications, techniques, and issues important to the purpose of WCET;
- E. Engage in related activities which support the purpose of WCET as are deemed desirable by its members.

**ARTICLE III: MEMBERSHIP.** Membership in WCET is at the organizational level. Employees or students of a member organization are eligible for the benefits of membership in WCET.

- A. Eligibility and rights of members. Any institution, organization, government agency or corporation with an interest in educational telecommunications issues is eligible to become a member. Members have voting rights for any election held by WCET. Member's employees or students are eligible to serve in any elected office of WCET.
- B. Official Representative. Each member shall designate an individual to serve as the Official Representative who shall be entitled to vote on behalf of that member in any election. By written notification, an Official Representative may designate another individual within that member organization to serve as a proxy and to vote on behalf of that member. The Official Representative shall be the channel for all official communications between the member and WCET. Any communication with the Official Representative shall constitute communication with that member.
- C. Termination of Membership. Member organizations may terminate their membership at any time by written notice to the Executive Director of WCET. An organization's membership may be terminated by failure to pay dues. An organization's membership may also be terminated for cause by a two-thirds vote of the Executive Council.
- D. Meaning of WCET Membership. Membership in WCET does not constitute an external review or certification of the quality of an institution or any educational program it provides, and should not be construed as such. When an organization knowingly violates this understanding, it loses its WCET membership.

# WCET Bylaws

## ARTICLE IV: GOVERNANCE.

- A. Association with WICHE. WCET is a program of the Western Interstate Commission for Higher Education. As such, it is subject ultimately to the governance of the WICHE Commissioners. Annual reports concerning WCET will be made to the WICHE Commission by the Chair of the Executive Council or by the Executive Director.
- B. The Steering Committee. Representative of the membership of WCET, the Steering Committee will advise on the activities of WCET and make recommendations on policy issues to the Executive Council and the Executive Director.
- C. Steering Committee Membership
  - 1. Membership. Steering Committee members are elected to serve three-year terms. Steering Committee terms will be staggered so that approximately one third will be elected each year. Steering Committee membership is as follows:
    - a. One person elected from each of the following membership categories for a total of six positions:
      - 1. Two-year public colleges
      - 2. Four-year/graduate public colleges and universities.
      - 3. A second representative of four-year/graduate public colleges and universities
      - 4. Private and proprietary colleges and universities
      - 5. State governing/coordinating boards
      - 6. Corporations
    - b. Three people elected at-large each year for a total of nine positions. In forming the slates for these at-large positions, the Nominating Committee shall give preference to the leadership of Common Interest Groups for two of the election slates.
    - c. The Executive Director of WCET.
  - 2. Eligibility. Anyone employed by a WCET member is eligible to serve on the Steering Committee.
  - 3. Nominations. The Steering Committee shall select a Nominating Committee to identify candidates and to create the slate(s) of individuals running for open Steering Committee positions each year.
- D. Steering Committee Officers. The Steering Committee shall annually elect a Chair and Vice Chair from among its membership.
  - 1. Duties. The Chair shall call and preside at all meetings of the Steering Committee. The Vice Chair shall assume the duties of the Chair in the Chair's absence or upon request of the Chair.
  - 2. Succession by the Vice Chair. Upon the confirmation of the Steering Committee and at the end of the chair's term, the vice chair will assume the role of chair. If an incoming chair's term is expiring, that individual's term will automatically be extended for one year.
- E. Executive Council. Policy decisions for the conduct of the business of WCET shall be the responsibility of the Executive Council.
- F. Executive Council Membership.
  - 1. Membership. The membership of the Executive Council is comprised, as follows:
    - a. The Chair and Vice Chair of WCET Steering Committee.
    - b. The Executive Director of WCET.

## WCET Bylaws

- c. Four members elected directly by WCET membership to serve staggered, three-year terms. The Official Representative, or a designated proxy, shall vote on behalf of each member.
    - d. Optionally, no more than two members appointed by the Executive Director.
  - 2. Eligibility. Anyone employed by a WCET member is eligible to serve on the Executive Council. Steering Committee members are eligible to seek election to the Executive Council.
- G. Executive Council Officers. The Executive Council shall annually elect a Chair and Vice Chair from among its membership. The Chair shall call and preside at all meetings of the Executive Council. The Chair shall call and preside at all meetings of the Executive Council and business meetings of WCET membership. The Vice Chair shall assume the duties of the Chair in the Chair's absence or upon request of the Chair.
- H. Office Holders. The following items relate to anyone holding an elected office or official position within WCET:
  - 1. Resignations. A holder of any elected office or official position may resign at any time by giving written notice to the Executive Director. The resignation shall take effect at the time specified therein; and unless otherwise specified, acceptance of the resignation shall not be necessary to make it effective.
  - 2. Vacancies. Vacancies in official offices or positions shall be filled in by the following methods:
    - a. Official Representative. The member will be asked to appoint a new Official Representative.
    - b. Elected Offices. The Executive Director shall coordinate an election to fill an unexpired term.
  - 3. Removal. Removal of a holder of an elected office for cause must be approved by a two-thirds vote of the body that elected the office holder.
  - 4. Compensation. Elected officers or holders of official positions within WCET shall not receive compensation, except that expenses for attendance at meetings or for assignments undertaken on behalf of WCET may be reimbursed as circumstances permit and pursuant to policies of the Executive Council and WICHE.
- I. Executive Director. The Executive Director shall be responsible for administering the work of WCET pursuant to decisions of the Executive Council and within the procedures of WICHE. The Executive Director shall be responsible for the records and accounts of WCET and shall have administrative responsibility for other staff members. The Executive Director shall be appointed pursuant to WICHE personnel procedures by the President of WICHE in consultation with members of the Executive Council.
- J. Common Interest Groups. Common Interest Groups allow WCET members to form together under a common unifying theme. The Executive Council shall maintain and publish the rules regarding Common Interest Groups.
- K. Committees and Task Forces. The Executive Council and Steering Committee may establish committees and task forces at their discretion.
- L. Policies. Informed by the WCET Bylaws, the Executive Council may establish policies regarding WCET membership, operations, or activities at their discretion.

**ARTICLE V: PRINCIPAL OFFICE.** The principal office of WCET shall be in the same city as that of WICHE.

## WCET Bylaws

**ARTICLE VI: MEETINGS.** WCET shall have an Annual Conference and such other meetings as are called by the Officers or by a vote of two-thirds of the Member Representatives.

- A. Annual Conference.
  - 1. The purpose of the Annual Conference shall be to conduct business of WCET and to hold such other sessions as shall advance the purpose of WCET.
- B. Quorum Defined. For meetings of the Executive Council or the Steering Committee, a quorum shall consist of not less than half the membership of the Committee. For meetings of the WCET Membership, a quorum shall be defined as those members in attendance.
- C. Rules of Procedure. In the event a question of order or procedure shall arise which is not covered in these bylaws, Robert's Rules of Order (Revised) shall prevail.
- D. Meetings of the Executive Council and the Steering Committee. The Executive Council and the Steering Committee shall each meet in person during the Annual Conference of WCET and in person or via telecommunications at the call of the Chair or as the result of a ballot in which at least two-thirds of their members request such a meeting
  - 1. Notice. Notice is required not less than 60 days prior to the Annual Conference; not less than 30 days prior to other meetings to be attended in person; and not less than ten days prior to a meeting to be conducted via telecommunications.
  - 2. Executive Sessions. Executive sessions of the Executive Council or the Steering Committee may be held at the discretion of the Chair or at the request of any three members present. The Executive Director shall be present at all executive sessions except those dealing with his/her performance or compensation.

**ARTICLE VII. DUES AND FEES.** Members shall be assessed such annual dues as fixed by the Executive Council upon the recommendation of the Steering Committee and the Executive Director. A financial report, including an income statement and balance sheet for the prior fiscal year, shall be presented at the Annual Conference.

**ARTICLE VIII. AMENDMENTS.** Upon the recommendation of two-thirds of the Members of the Executive Council, these bylaws may be altered, amended, or repealed by a majority vote of the members. Official Representatives must be provided the wording of the proposed alteration, amendment or repeal 30 days prior to any vote to change these by-laws. The vote may be held in-person, by mail, or electronically.

As amended September 25, 2008.