

BYLAWS
ILLINOIS STATE UNIVERSITY
STAFF COUNCIL

ARTICLE I: COUNCIL YEAR

Section 1. The Council year will be from July 1 to June 30.

ARTICLE II: MEMBERSHIP

Section 1. Distribution of seats for at-large members. Representation on the Council is based on reasonable distribution of seats, so that both employee classes are well-represented while allowing for shifts based on preferences of staff voting in elections. The distribution will be:

- A. Seven seats reserved for Administrative/Professional (AP) staff at-large.**
- B. Seven seats reserved for Civil Service (CS) staff at-large.**
- C. Five open seats at-large.** These seats may go to anyone eligible to be elected to an AP or CS at-large seat, and are distributed as described in Article III.

Section 2. Term of office for at-large members. At-large members serve three-year terms, and may not serve more than two consecutive terms.

- A. Staggering of terms.** To the extent possible, terms should be staggered so that one third of at-large seats are up for election each year.

Section 3. Participation agreement for at-large members. At-large members are expected to support the work of the Council either as an officer, a representative, a committee chair, a liaison, or otherwise contribute to at least one committee initiative in each calendar year. Exceptions to this should be discussed with the Executive Board.

Section 4. Temporary ex officio members.

- A. Creation of temporary ex officio roles.** Temporary roles may be created by the Executive Board for specific purposes as need dictates.
- B. Selection of temporary ex officio members.** Temporary ex officio members do not need to be eligible for at-large membership. The Executive Board will nominate individuals for temporary ex officio roles. Nominees are approved by a majority vote of the Council.
 - a.** Temporary ex officio roles, and occupants who wish to continue in them, must be renewed yearly by a majority vote of the Council.
- C. Rights and privileges of temporary ex officio members.** Temporary ex officio members may participate in discussion and debate, and may provide support to Council activities and projects. They may not vote or make motions in Council meetings.

ARTICLE III: ELECTION OF MEMBERS

Section 1. Eligibility to vote in Council elections.

- A. Administrative Professional.** Must have a minimum 50% AP appointment and not hold faculty rank.
- B. Civil Service.** Must be full-time and benefits eligible.

Section 2. Seat allocation.

- A. AP staff at-large.** The seven AP nominees with the highest vote totals among AP nominees will be elected to the seven reserved AP seats.
- B. CS staff at-large.** The seven CS nominees with the highest vote totals among CS nominees will be elected to the seven reserved CS seats.
- C. Open seats at-large.** The five nominees, either AP or CS, with the highest vote totals after the top seven AP and CS nominees as described above, will be elected to the five open seats.

Section 3. Election process. The election process will be overseen by the Elections Committee, with the additional support of the Council as needed.

- A. Nomination.** In mid-February nominations will open for available seats. Eligible staff can nominate themselves or be nominated by other AP and CS staff. The Elections Committee will verify the eligibility of nominees.
- Nomination statement.** Eligible nominees who accept nomination will provide a statement of interest that identifies their AP or CS designation, their working title, the university office or unit in which they are employed, and their reasons for pursuing election to the Council. The statement will be included with the nominee's name on the election ballot. The Elections Committee will review nomination statements for completeness, and the statements will be provided on the Council website.
- B. Electronic ballot process.** The Elections Committee will create an electronic ballot to be distributed to all eligible AP and CS staff, which will include a link to nomination statements, by mid-March. Election will be by secret ballot. Each eligible voter may cast only one ballot for a candidate. Write-in candidates will not be allowed.
 - a. At-large seats.** The ballot will be divided into a list of AP nominees and a list of CS nominees. All eligible voters may vote for both AP and CS at-large nominees.
 - b. Only eligible CS voters.** Only eligible CS voters may vote for the role of EAC representative.
- C. Counting of ballots and notification of winners.** Results will be tabulated by the Elections Committee by the end of March. An official record of ballots will be retained by the Council for a minimum of three (3) years.
 - a. Distribution of seats.** The reserved AP seats will go to the AP nominees with the highest vote totals. The reserved CS seats will go to the CS nominees with the highest vote totals. The open seats will go to nominees, either AP or CS, with the highest vote totals after winners of the reserved AP and CS seats.
 - b. Tie breaking.** In case of a tie, the winner will be determined by lot.
- D. Notification of results.**
 - a. To nominees.** All persons listed on the election ballot will be notified of the results by the Election Committee. Winners must confirm their acceptance to the Council within an allotted time frame determined by the Elections Committee. If a winner declines their seat or fails to confirm by the deadline, the seat may be awarded to the recipient with the next-highest vote total for the appropriate category (AP for AP reserved, CS for CS reserved, either AP or CS for open).

- b. Public notification.** After the winners of all seats have been confirmed, public notification of the results will be given through Council and university communication channels.

Section 4. Employee Advisory Committee (EAC) representative. The EAC representative is elected through the same election calendar and procedures as at-large members. In accordance with State Universities Civil Service System Statute and Rules, Section 70/36C, only CS staff are eligible for the role of EAC representative, and only eligible CS voters may vote for EAC representative. Nominees may not run for both at-large and EAC representative seats.

Section 5. Appeals. A nominee may appeal an election result within five (5) working days of the date of the notification of election results to nominees by the Elections Committee. The nominee must submit a statement to the Elections Committee containing all facts the candidate attests to be the true basis for the appeal.

- A.** Within five (5) working days following receipt of the appeal, the Elections Committee will submit their response to each item in the appeal to the Executive Board, together with any additional comments or information pertinent to the conduct of the election.
 - B.** The Executive Board will decide on the appeal within five (5) working days of receiving the Elections Committee's response.
 - C.** If a majority of Executive Board members approves of the appeal, a new election will be called within thirty (30) working days. If a majority does not approve, the appeal is denied and the election will be considered valid as held. The nominee who submitted the appeal will be notified in writing by the Executive Board within five (5) working days following the Executive Board's decision.

Section 6. Seating of new and returning members.

- A. Orientation.** Newly elected members will attend a regular Council meeting in May (or both, if considered appropriate) to begin the Council orientation process. They will also be integrated into Council shared resources and communications at this time.
 - B. Transition.** Newly elected members transition to full membership in the first meeting of the new Council year. Departing members will leave the Council after the election of the new Executive Board in that meeting.

Section 7. General election regulations.

- A.** Election to the Council is on a nonpartisan basis.
 - B.** University policy prohibits distribution of campaign materials through campus mail or email.
 - C.** Should an election situation arise not specifically covered in the Bylaws, appropriate measures will be taken in accordance with procedures established by the Elections Committee. All determinations by the Elections Committee will be final.

ARTICLE IV: REMOVAL OF MEMBERS AND FILLING VACANCIES

Section 1. Removal of members. Any at-large member of the Council may be removed from membership for cause as determined by the Executive Board and Council.

A. Removal process. A member under consideration for removal will meet with the Executive Board to discuss the situation. The Executive Board will then vote. If the Executive Board votes unanimously to remove the member, then the Council votes. A member is removed with a two thirds (2/3) vote of the Council.

B. Ex officio members.

- **Human Resources liaisons.** The Executive Board will consult with the Associate Vice President, Human Resources regarding the removal of Human Resources liaisons.
 - EAC representative.** The EAC representative is subject to the same removal policies as at-large Council members.
 - Temporary ex officio roles.** Occupants of temporary ex officio roles may be removed at the recommendation of the Executive Board by a majority vote of the Council.

Section 2. Filling vacancies.

A. Vacancies. If a seat is vacated, the seat will be filled by the nominee from the most recent election with the next highest vote total for that seat category (AP, CS, or both for open). If there are no nominees, or none who accept the seat, the Executive Board may recommend appointment of someone eligible for election to the Council. They will be appointed with a majority vote of the Council.

- Length of appointment.** The appointment will be for the remainder of the previous occupant's term. The length may be adjusted to maintain appropriate staggering of terms as outlined in Article II, Section 2.
- Change in classification.** If a council member's employee classification changes from AP to CS or CS to AP during their term, and the member wishes to complete their term, the Executive Board may bring the matter to the Council for a vote. If two thirds (2/3) approve, the member may remain. If the member has a representative, committee, or other role specific to the employee classification they left, they surrender that role, and the process for filling a vacancy in that role will be followed. If, after completing that term, the member wishes to run for election to the Council under their new employee classification, it will count as running for reelection and term limits outlined in Article II, Section 2 apply. If the member declines to remain, or the Council does not approve, the normal process for filling vacancies will be followed.

B. EAC representative. The process for filling EAC representative vacancies is the same as at-large vacancies, with two differences.

- For vacancies, if there are no nominees from the most previous election, or none who accept the seat, a new election must be run in accordance with Article III Section 4 of the Bylaws.
- If the EAC representative switches employee classification from CS to AP, they must vacate their seat.

ARTICLE V: OFFICERS

Section 1. Classification. One Co-Chair will be AP and one will be CS. The Secretary and Treasurer may be either AP or CS.

Section 1. Administrative Professional and Civil Service Co-Chairs.

- A. Division of responsibilities.** The Co-Chairs have equal authority. They should share responsibilities and alternate certain duties, such as presiding over meetings, appropriately.
- B. Duties.**
 - a. Preside over Council meetings, including calling special meetings as appropriate.
 - b. Preside over meetings and activities of the Executive Board in carrying out the duties of the Executive Board as outlined in the Constitution and Bylaws.
 - c. Speak for and represent the interests of the Council to individuals and groups outside the Council.
 - d. Speak for and represent the interests of all AP and CS staff to other individuals and groups, including in regular meetings with the University President.
 - e. Appoint individuals to committees, ex officio roles, and outside representative roles in accord with the procedures outlined in the Constitution and Bylaws.
 - f. Act as Council parliamentarian. During regular meetings, the Co-Chair not presiding over the meeting should act as the parliamentarian.
 - g. If a Co-Chair is unable to perform some duty due to absence or other reason, the other Co-Chair will perform that duty.

Section 3. Secretary.

- A. Duties.**
 - a. Prepare and distribute Council meeting agenda.
 - b. Transcribe and distribute Council meeting minutes.
 - c. Maintain Council attendance information.
 - d. Maintain and archive permanent Council records, including the Constitution, Bylaws, meeting agendas, meeting minutes, significant Council correspondence, and other records as appropriate.
 - e. Oversee votes done by secret ballot.
 - f. Act as Chair in the absence of both Co-Chairs.

Section 2. Treasurer.

- A. Duties.**
 - a. Serve as coordinator for all financial accounts of the Council.
 - b. Provide reports on Council finances at Council meetings and at the request of the Executive Board or Council.
 - c. Pay all authorized obligations as they come due.
 - d. Act as Chair in the absence of both Co-Chairs and the Secretary.

ARTICLE VI: ELECTION OF OFFICERS

Section 1. Election process for officers.

- A. Eligibility for officer roles.** At-large members of the Council may be elected to any of the officer roles. Members may occupy only one officer role at a time.
- A. Election process.**
 - a. After membership elections have concluded and before the first meeting of the upcoming Council year, council members whose terms are expiring and who are

not eligible or not running for re-election will compose a temporary Nominations Committee for Executive Board and representative elections. The Nominations Committee will accept nominations for Executive Board. If no nominations are put forward for a role, the Committee may nominate someone for that role.

- i. Nominees will be given the option of submitting a statement explaining their interest in and qualifications for the role.
- b. Nominees will be announced at the first meeting of the Council year. In that meeting, nominees will present their qualifications and reasons for pursuing a role on the Executive Board.
- c. There will be an anonymous vote overseen by the Nominations Committee. The members of the Nomination Committee do not vote. The nominee with the most votes for a role is elected. In the event that only one person is nominated for a role, a vote for that role is not needed.

Section 2. Removal of officers and vacancies.

- A. **Removal.** Any officer may be removed from their office for cause as determined by the Council. An officer is removed with a two thirds (2/3) vote of the Council.
- B. **Vacancies.** If an officer is removed, steps down, or a vacancy on the Executive Board is otherwise created, the remaining officer(s) will take on the duties of the vacated role until an election can be held at an upcoming meeting. Upon election, the replacement officer will complete the term for the vacated role.

Section 3. Terms of officers. Officers serve one-year terms, and may hold the position for up to three consecutive terms as long as they continue to be elected members of the Council.

ARTICLE VII: REPRESENTATIVES AND LIAISONS

Section 1. Election process for representatives.

- A. **Eligibility for representative roles.** All at-large members of the Council may be elected to any of the representative roles. Officers may also serve as representatives.
- B. **Election process.** Representatives for the upcoming year are elected by a majority vote of the Council at the first meeting of the Council year. The Nominations Committee will oversee nominations for representative roles following the procedure outlined in VI.1.A.

Section 2. Removal and replacement of representatives.

- A. **Removal.** Any representative may be removed from their role for cause as determined by the Council. A representative is removed with a two thirds (2/3) vote of the Council.
- B. **Vacancies.** If a representative is removed, steps down, or a vacancy is otherwise created, an election will be held for a replacement at an upcoming meeting. Upon election, the replacement representative will complete the term for the vacated role.
- C. **Extended absence.** If a representative expects to be unable to carry out their role for an extended period of time because of leave or other commitments, they should notify the Council Co-Chairs. The Co-Chairs will discuss the situation with the member to determine whether a temporary replacement is appropriate. If so, a current member of the Council may be appointed by the Executive Board to fill the role until the representative can return.

- a. **EAC representative.** The EAC representative may not have a temporary replacement appointed, as the occupant of this role is determined in accordance with State Universities Civil Service System Statute and Rules, Section 70/36C.

Section 3. Terms of representatives. All representatives will be elected for one-year terms, and may run for reelection as long as they continue to be elected members of the Council.

Section 4. Descriptions of representative roles.

- A. **Academic Senate.** The Academic Senate is the primary shared governance body that recommends educational policy for the University and advises the President on its implementation. The Academic Senate also provides a venue for faculty, staff and student participation in academic shared governance. In addition to internal committee meetings, the Academic Senate meets twice a month during the fall and spring semesters.
 - a. **Representation.** The Council currently has two voting members on the Academic Senate, one representing AP staff and one representing CS staff.
 - i. The Council also has a voting seat on two committees, the Planning and Finance Committee and the University Policy Committee. These roles are taken by the Academic Senators and alternate year by year between them.
 - ii. The Council also has a non-voting liaison role on two committees, University Policy Committee (separate from the Senator) and the Academic Well-Being Committee. These are not the Academic Senators, and are chosen from among other Council members.
 - b. **Roles.**
 - i. **Senators:** Senators are expected to attend all Academic Senate meetings and provide regular reports to the Council. In addition, Senators are expected to represent and advocate for the Council and their respective staff class, to vote in line with the preferences of the Council and their respective staff class, and to serve as voting members on committees of the Academic Senate as appropriate.
 - ii. **Liaisons:** Liaisons are expected to attend all meetings of their respective committees, and provide regular reports to the Council. In addition, liaisons are expected to represent and advocate for the Council and their respective staff class.
- **Campus Communications Committee (CCC).** The Campus Communications Committee facilitates communication between the Board of Trustees and various campus constituencies. The Committee meets prior to each Board of Trustees meeting to create a formal letter to be read at the Board of Trustees meeting addressing campus successes, concerns, and issues. In addition, the CCC hosts the Coffee Hour prior to each Board of Trustees meeting, bringing in speakers on topics that would be of interest to the Board of Trustees and other campus representatives.
 - c. **Representation.** The Council has three members on the CCC. One is always AP, one is always CS, and one alternates between AP and CS. All three represent the Council and staff as a whole.
 - d. **Role.** Participate in all CCC meetings representing the interests of staff, assist in brainstorming content for the letters, draft and edit the letters, and present the letters at the Board of Trustees meetings as needed.

- **Employee Advisory Committee (EAC).** The Employee Advisory Committee of SUCSS (State Universities Civil Service System) is advisory to the SUCSS Merit Board, as outlined in State Universities Civil Service Act (110 ILCS 70/36c). The EAC represents civil service members of state universities.
 - e. **Representation.** There is one EAC representative, elected parallel to at-large members as outlined in Article III, Section 4 of the Bylaws.
 - f. **Role.** Attend all meetings of the EAC or its subcommittees, participate in discussions on behalf of civil service employees, work with the Designated Employer Representative (DER) and local employee council, attend Merit Board meetings when possible, provide updates and reports to the Council on EAC activity, and help constituents by answering questions about the Civil Service System and assisting with problems when possible.
 - g. **Term.** The EAC representative serves a term of four (4) years.
- B. Foundation Board.** The Foundation Board receives updates and provides feedback on the status of the Illinois State University Foundation, which covers private donations and gifts to the university.
 - a. **Representation.** The Council has two members on the Foundation Board. One is always AP, and one is always CS.
- **Role.** Attend all meetings, participate in discussions on behalf of the Council, and provide reports to the Council on Foundation Board activity.
- **ISU Annuitants Association (ISUAA).** The ISUAA is the local chapter of the State Universities Annuitants Association (SUAA), and represents University employees who participate in SURS (State University Retirement System), retirees receiving a SURS pension, their spouses, and survivors.
 - b. **Representation.** The Council has two members on the ISUAA. One is always AP, and one is always CS.
- **Role.** Attend all meetings of the ISUAA, participate in discussions on behalf of the Council, and provide reports to the Council on ISUAA activity.
- C. Team Excellence Award Committee.** Oversees the nomination and selection process for the Team Excellence Award.
 - a. **Representation.** The Co-Chairs of the Awards Committee are the Team Excellence Awards representatives.
 - b. **Role.** Participate in the Team Excellence Award Committee on behalf of the Council.
- D. Parking and Transportation Advisory Committee.** The Parking and Transportation Advisory Committee is responsible for assisting the Office of Parking and Transportation staff in developing policies, procedures, and regulations, as well as establishing fees, for University Parking Regulations and programs.
 - a. **Representation.** The Council has four members on the Parking and Transportation Advisory Committee. Two are always AP, and two are always CS.
- **Role.** Attend all meetings, participate in discussions on behalf of the Council, and provide reports to the Council on Committee activity.
- E. Police Chief Advisory Council.** The Police Chief Advisory Council provides a forum for discussions between the ISU Police Department and campus constituencies on matters relating to the campus community, campus climate, crime reduction, community policing, and delivery of police services.

- a. **Representation.** The Council has two members on the Police Chief Advisory Council. One is always AP, and one is always CS.
- **Role.** Attend all meetings, participate in discussions on behalf of the Council, and provide reports to the Council on Council activity.

Section 5. Liaisons.

- A. **Human Resources liaisons.** Provide the Council with status reports from HR and seek input on issues for subsequent HR endeavors.
 - a. **Representation.** One acts as liaison for AP, and one for CS.
 - b. **Selection process.** Liaisons are selected in accordance with the process outlined in the Constitution.
- B. **Web Manager.** Supports the Council in developing and maintaining the Council's online presence, including the Council website, newsletters and listservs, social media, and custom communication for incoming and retired AP and CS staff.
 - a. **Selection process.** The Web Manager is appointed by, and serves at the pleasure of, the Executive Board. The Web Manager may be an at-large member of the Council or chosen from outside the Council to serve ex officio. A Web Manager serving ex officio need not be eligible for at-large membership.

ARTICLE VIII: COMMITTEES

Section 1. Committee roles.

- A. **Committee chair.** Committee chairs are at-large members of the Council and serve on a volunteer basis, subject to the approval of the Executive Board. Unless otherwise specified, chairs may be either AP or CS. Some committees have co-chairs, with the distribution of duties specified for those committees.
 - a. **Duties.** Chairs are responsible for ensuring the work of their committees is completed, leading other committee members, and reporting to the Council on committee work at regular meetings. Committee chairs should hold meetings of their committees as appropriate.
- B. **Regular member.** At-large members of the Council may volunteer or be recruited by committee chairs to support the work of the committees, subject to the approval of the committee chair.
- C. **Ex officio member.** Chairs may appoint people outside of the Council to serve as ex officio committee members, especially if they have knowledge or expertise not otherwise available to the committee. Ex officio members need not be eligible for at-large membership. In such cases, the chair should consult with the Executive Board before making the appointment.
- D. **Minimum membership.** Committees should typically have at least two members to ensure reasonable distribution of committee workload, though this may not always be feasible or necessary. Committee chairs should seek further membership as need dictates through regular and ex officio members. At-large Council members should be willing to support the work of committees as regular members when feasible.

Section 2. Standing committees.

- A. Scholarship Committee.** Oversees the application and selection process for Administrative Professional and Civil Service scholarships.
 - a. Distribution of duties.** The committee has two co-chairs, one AP and one CS. Each co-chair manages the scholarship process for their respective employee classification.
- B. Awards Committee.** Provides representation on the Team Excellence Award Committee and oversees the application and selection process for Administrative Professional and Civil Service awards.
 - a. Distribution of duties.** The committee has two co-chairs, one AP and one CS. Both serve as representatives to the Team Excellence Award Committee, while each manages the award process for their respective employee classification.
- C. Elections Committee.** Oversees the annual elections for the Council, including EAC representative. Involves recruitment of candidates, promotion of the election, and management of the voting process.
 - a.** The chair of the Elections Committee cannot be someone who will be running for re-election in that Council year.
- D. Programming and Events Committee.** Oversees programming and event coordination for the Council, such as staff social and professional development opportunities, and provides venues for staff to interact with the Council.
- E. Communication, Outreach, and Marketing Committee.** Oversees Council communications through various channels, including management of Council newsletters, social media, and online content.
- F. Employee Concerns and Well-Being Committee.** Studies questions and concerns regarding policy, quality of life, and issues impacting AP and CS staff, including topics such as university policy changes, staff benefits, and staff concerns. Provides analyses and recommendations to the Council as appropriate.
 - a. Distribution of duties.** The committee has two co-chairs, one AP and one CS. Both lead the committee jointly on issues of common concern to AP and CS staff. Each also leads a subcommittee devoted to topics specific to their employee classification.
 - b. Liaisons.** The Human Resources liaisons have standing appointments with this committee and with the subcommittee they serve as liaison for. The EAC representative is encouraged to work closely with this committee.
- G. Discounts Committee.** The Discounts Committee is consulted when changes or new proposals are recommended to the staff discount program.

Section 3. Ad hoc committees. Ad hoc committees in response to particular needs may be formed by the Executive Board as appropriate, subject to majority vote of the Council. The goals, composition, and duration of such committees will be determined by the Executive Board in conjunction with the appointed chair or co-chairs of the committee. Ad hoc committees are expected to provide updates on their work to the Executive Board and the Council.

ARTICLE IX: MEETINGS

Section 1. Time and place of regular meetings. Regular meetings of the Council will be held twice per month on days and times determined in advance. During the summer months, meetings

may only be held once per month if determined to be appropriate by the Council. The dates of regular meetings may be changed by the Co-Chairs with the advice and consent of the Council.

Section 2. Quorum. A majority of at-large Council members will constitute a quorum. Quorum is required for the Council to conduct substantive business, such as voting.

Section 3. Attendance. At-large and ex officio members are expected to attend all regular meetings, as well as all special meetings where their presence is appropriate, and should provide advance notice of absence to the Secretary.

- A. Excessive absences.** Excessive absences, as determined by the Executive Board, may result in a meeting with the Council Co-Chairs to discuss the member's level of commitment and ability to continue service with the Council. This meeting will be documented. If a solution is not found, the Co-Chairs may find cause for moving to remove the member from the Council following procedures outlined in Article IV, Section 1 of the Bylaws.
- B. Extended absence.** If a member expects to be absent for more than three consecutive meetings because of leave or other commitments, they should notify the Council Co-Chairs. The Co-Chairs will discuss the situation with the member to determine whether a temporary replacement is appropriate. If so, the appropriate unelected nominee (AP for AP at-large, CS for CS at-large, AP or CS for open) from the most recent Council election with the highest vote total will be asked to fill the temporary absence. If the nominee declines, the process continues until a replacement is found. Rejecting a temporary appointment in no way affects a person's standing on the elections roster and is without prejudice.

Section 4. Voting. Voting on motions, policies, amendments, nomination, election, and similar Council matters will typically be done during meetings. In cases where the following rules conflict with rules or procedures stated elsewhere in the Constitution or Bylaws, the rules or procedures stated elsewhere take priority.

- A. Counting votes.** Unless otherwise noted, a majority of votes is required to pass or approve a motion. The number of votes will be based on attendance, assuming quorum has been met. For instance, a majority of the Council means a majority of those present for the vote plus any voting in absentia.
- B. Anonymous voting.** Any member may call for a vote to be done by secret ballot. The Secretary will count and verify the votes. An at-large member other than the Secretary may be charged with counting and verifying the votes if chosen by a two thirds (2/3) vote of the Council.
- C. Voting in absentia.** If a member will be absent from a meeting where a vote will be held, where all relevant information on the issue is provided before the vote, and where debate on the subject of the vote is closed, the member may inform the Secretary of their intended vote, and the Secretary will record that vote as though the member were present.
- D. Asynchronous voting.** For votes on issues where all relevant information is provided before the vote, and debate on the subject of the vote is closed, the Executive Board may, at its discretion, call for an asynchronous vote, whether through online polling or other means. A clear timeframe for the vote must be stated, and secure methods used. Voting procedures are otherwise the same as for regular voting.

E. Abstentions. Those who abstain from a vote do not count as casting a vote.

ARTICLE X: PARLIAMENTARY PROCEDURES

Section 1. The rules contained in *Robert's Rules of Order* will govern the meetings of the Council wherever they are applicable and not in conflict with the Constitution or Bylaws.

Section 2. For regular meetings, the Co-Chairs of the Council will alternate who runs the meeting and who serves as parliamentarian. For special meetings, distribution of roles will be determined as appropriate. For staff-wide meetings, in the case of AP or CS-specific meetings, the corresponding Co-Chair will run the meeting, with the other Co-Chair serving as parliamentarian; for meetings of all staff, distribution of roles will be determined as appropriate.

ARTICLE XI: AMENDMENTS

Section 1. Proposal of Amendments. Amendments to the Bylaws may be proposed by any member of the Council via a motion. The proposed amendment will be presented in writing at a later Council meeting for deliberation.

Section 2. Approval of Amendments. The amendment will be put to a vote in a Council meeting after it has been presented in writing. If two thirds (2/3) of the Council vote to approve the amendment, the amendment is adopted.