

# **BYLAWS OF THE SOCIETY OF SENIOR FORD FELLOWS**

## **ARTICLE I – NAME**

This organization, hereafter referred to as the SSFF, shall be called the Society of Senior Ford Fellows.

## **ARTICLE II – MISSION**

The mission of the Society of Senior Ford Fellows shall be to leverage its collective achievements as publicly facing scholars in the arts, education, engineering, humanities, natural sciences, and social sciences in order to influence academic, national, and global conversations and action toward the attainment of social justice, equity, and the advancement of intellectual rigor and democratic values in the United States and global society.

## **ARTICLE III – MEMBERSHIP**

1. The Members of the SSFF shall be accomplished scholars who
  - a. Have opted in by notification to the Secretary of the SSFF, and
  - b. Have been grantees of a Ford Foundation Fellowship and for whom at least seven (7) years have elapsed since receiving the doctoral degree.
2. The membership shall be maintained from year to year by the payment of designated annual dues or other method established by the SSFF.
3. Individuals may retain membership as long as they continue to adhere to the Terms and Conditions as defined by the Executive Board.
4. Any Member of the SSFF may resign upon notice to the Secretary.
5. Members of the SSFF may be removed for failure to pay dues or for other infringement of the Terms and Conditions through a process defined therein.
6. All Members in good standing are eligible to vote in SSFF elections and may be elected to office in the SSFF.
7. The privilege of voting in elections of the SSFF shall be limited to Members of the SSFF whose opt-in notification of membership in the SSFF has been received at least thirty (30) days prior to the date the voter ballots are distributed.
8. The Members of the SSFF shall not issue any public position papers or statements in the name of the SSFF without approval as described in Article IX (Communications).

## ARTICLE IV – EXECUTIVE BOARD

### 1. Governance

The SSFF shall be governed by an Executive Board, which shall

- a. Establish the policies and have responsibility for the affairs of the SSFF.
  - b. Appoint Members to Standing Committees and Ad Hoc Committees to address specific issues of concern to the Society.
  - c. Identify topics of interest to the SSFF; coordinate the writing of publications, timely policy and position statements via scholarly networks, the media and other modes of communication that stand on the SSFF's unique scholarly credibility; and utilize other mechanisms for disseminating the determinations and considered opinions of the SSFF, either directly or via the Communications Committee.
  - d. Establish robust and continuing collaborations with the Ford Foundation and the National Academy of Sciences.
2. Composition. The SSFF's Executive Board shall consist of the immediate Past President, President, President-Elect, Vice President, Secretary, Treasurer, and six (6) Members-at-Large.

### 3. Executive Board Meetings

- a. The Executive Board shall meet at least four times a year (quarterly). One meeting shall be called the Annual Meeting, and will be held in conjunction with the Meeting of Senior Ford Fellows every other year.
- b. Any member of the Executive Board may participate in a meeting of the Executive Board in person or by means of telephone conference, electronic chat, or similar communication methods by which all persons participating in the meeting can see or hear the responses of all other members at the same time.
- c. Any Member of the Executive Board unable to attend a meeting may name a nonvoting alternate to represent them, subject to the approval of the President.
- d. The President of the SSFF shall preside over Executive Board Meetings.
- e. A majority of the Members, including at least two (2) Officers, shall constitute a quorum.
- f. The acts of a majority of the Executive Board Members participating in a meeting at which a quorum is present shall be the acts of the Executive Board.
- g. In event of a tie vote, the President shall have one (1) additional tie-breaking vote.

4. Public Statements. Neither Individual Members nor or members of the Executive Board shall issue any public statements in the name of the SSFF without the prior written approval of the majority of the Executive Board Members. The Terms and Conditions shall include an official acknowledgment text that Members may use to identify their affiliation with the SSFF.

## **ARTICLE V – OFFICERS**

1. Officers. The Officers of the SSFF shall be President, President-Elect, (immediate) Past President, Vice President, Secretary, and Treasurer.
2. Duties of the President, President-Elect, and (immediate) Past President. It is intended that the presidential line shall constitute a non-hierarchical collaborative structure of three who work together to provide continuity of leadership for the SSFF. The President, President-Elect, and Past President, shall
  - a. Preside at all meetings of the Executive Board. The gavel of authority to preside will be held by default by the President. If the President is unable to preside at a given meeting, the gavel shall reside with the President Elect. If the President Elect is unable to preside, the gavel shall reside with the Past President.
  - b. Have responsibility for the implementation of the policies of the SSFF as established by the Executive Board.
  - c. Prepare agendas for meetings of the Executive Board.
  - d. Prepare a yearly report of the activities of the SSFF to be made available to the Members of the Society.
  - e. In consultation with the Executive Board, have the ability to make statements on behalf of the SSFF.
  - f. Mentor one another in the duties of the presidential line to ensure continuity of leadership for the SSFF.
  - g. Perform other functions as appropriate or as provided by the Bylaws.
3. Duties of the Vice President. The Vice President shall chair the Communications Committee, and perform other functions as provided in the Bylaws.
4. Duties of the Secretary. The Secretary shall
  - a. Maintain and permanently archive the records of the SSFF.
  - b. Prepare and distribute Minutes of the SSFF’s Executive Board meetings within four

(4) weeks after each meeting.

- c. Arrange for distributing, and counting the election ballots from the membership.
- d. Inform the SSFF's Executive Board, candidates, and SSFF membership of the election results.
- e. Perform other functions as appropriate or as provided in the Bylaws.

5. Duties of the Treasurer. The Treasurer shall:

- a. Have responsibility for all funds in the custody of or at the disposal of the SSFF.
- b. Authorize disbursements from such funds for SSFF expenses.
- c. Present a financial report at each meeting of the Executive Board.
- d. Perform an annual self-audit and external review, and submit for review by the presidential line.
- e. Perform other functions as appropriate or as provided in the Bylaws.

## **ARTICLE VI – ELECTION AND TENURE OF THE OFFICERS**

Qualifications. SSFF Officers and Members-at-Large of the Executive Board must be members of the SSFF.

Frequency of Elections. Elections shall be held annually by electronic and/or paper ballot as hereafter provided.

Inaugural Nomination and Election of the President, President-Elect, Past President, Vice President, Secretary, Treasurer and Members-at-Large of the Executive Board. In conjunction with ratification of these Bylaws, an inaugural election shall be held with at least two (2) candidates for the office of President, at least two (2) candidates for the office of President-Elect, at least two (2) candidates for the office of Vice President, at least two (2) candidates for the office of Secretary, at least two (2) candidates for the office of Treasurer, and at least two (2) candidates for each of the six (6) openings for Member-at-Large.

Subsequent Nomination and Election of the President-Elect, Vice President, Secretary, Treasurer and Members-at-Large of the Executive Board. The Nominating Committee (as defined in Article IX) shall nominate at least two (2) candidates for the office of President-Elect, at least two (2) candidates for the office of Vice President, at least two (2) candidates for the office of Secretary, at least two (2) candidates for the office of Treasurer, and at least two (2) candidates for each opening for Member-at-Large. This shall occur in the final year of tenure of each position. Nominations to the ballot from the general membership are possible as addressed in Article IX.

Terms of Office. The terms of office shall be as follows:

1. The President-Elect shall be elected by the membership for a one-year (1-year) term of office, shall then become the President for a one-year (1-year) term of office, and shall then become Past President for a one-year (1-year) term of office.
2. The runner up for the inaugural President election shall be the inaugural Past President.
3. The Vice President shall be elected by the membership for a three-year (3-year) term of office, thus serving continuously with one presidential line.
4. The Secretary shall be elected by the membership for a three-year (3-year) term of office, thus serving continuously with one presidential line.
5. The Treasurer shall be elected by the membership for a three-year (3-year) term of office, thus serving continuously with one presidential line.
6. The inaugural Members-at-Large shall serve staggered terms from three (3) years to one (1) year.
  - a. Two (2) shall stand to serve three-year (3-year) terms on the Executive Board.
  - b. Two (2) shall stand to serve two-year (2-year) terms on the Executive Board.
  - c. Two (2) shall stand to serve one-year (1-year) terms on the Executive Board.
7. After the expiration of the terms of office of the inaugural Members-at-Large, all subsequent Members-at-Large shall serve staggered three-year (3-year) terms.
8. Nominating and Balloting
  - a. Nominations shall be solicited from SSFF members via the Internet, newsletters and/or other means approved by the Executive Board.
  - b. Election ballots shall be made available electronically or by mail to the membership no later than 1 July and are to be returned to the Secretary no later than 1 September.
  - c. Election shall be by plurality of those voting.
9. Assumption of Office. Newly elected Officers and Executive Board Members-at-Large shall take office on January 1 following the elections.
10. Removal from Office. Any Officer or other Executive Board Member may be removed from office by special election requiring a two-thirds (2/3) majority vote of fifty one percent (51%) of the Members of the Society.

11. **Resignations.** Any Officer or Executive Board Member may resign at any time by giving written notice to the Executive Board. Resignation shall take effect upon receipt of notice thereof, or at such later time as shall be specified in such notice; and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.
12. **Vacancies in Office.** The mode of succession following vacancies in office shall proceed as follows:
  - a. If a vacancy occurs in the office of President, the President-Elect shall succeed and serve until the end of the year, and her/his one (1)-year term of office as President shall commence on the following day, January 1.
  - b. If a vacancy occurs in the office of President-Elect, the Secretary shall assume the additional duties of President-Elect until the end of the year, and a new President-Elect shall be elected and assume office on the following day, January 1.
  - c. If a vacancy occurs in the office of Vice President, the Executive Board shall appoint a Member of the SSFF to serve until the end of the year, and a new Vice President shall be elected and assume office on the following day, January 1.
  - d. If a vacancy occurs in the office of Secretary, the Executive Board shall appoint a Member of the SSFF to serve as Secretary until the end of the year, and a new Secretary shall be elected and assume office on the following day, January 1.
  - e. If a vacancy occurs in the office of Treasurer, the Executive Board shall appoint a Member of the SSFF to serve as Treasurer until the end of the year, and a new Treasurer shall be elected and assume office on the following day, January 1.
  - f. If a vacancy occurs in the position of Member-at-Large, the Executive Board shall appoint a Member of the SSFF to serve for the remainder of that position's term of office.
  - g. The Executive Board shall decide other situations concerning vacancies.

## **ARTICLE VII – ADVISORY COMMITTEE**

1. The Executive Board shall empanel an Advisory Committee that shall include at least five (5) members, at least two of whom shall be members of the SSFF. The intent is for the Advisory Committee to include a variety of different kinds of scholars in and out of academia, industry, government, private sector, and other settings.
2. In addition to the above members, the Director of the Fellowships Office of the National Academy of Sciences, or their deputy, shall be invited to serve on the Advisory Committee.

3. In addition to the above members, the Ford Foundation Program Director with purview over the Ford Foundation Fellowships program, or their deputy, shall be invited to serve on the Advisory Committee.
4. The Executive Board shall consult with the Advisory Committee at least annually, and will at minimum provide the Advisory Committee annually with copies of the President's report.
5. The Advisory Committee shall be empowered to meet at will and to provide solicited or unsolicited input to the Executive Board.

#### **ARTICLE VIII – OFFICIAL YEAR**

The official year of the SSFF is a calendar year from January 1 through December 31.

#### **ARTICLE IX – APPOINTED COMMITTEES**

1. There shall be three (3) Standing Committees of the SSFF as described below, plus any other Standing Committee or Ad Hoc Committee deemed necessary for the operation of the Society in the judgment of the Executive Board.
2. The Presidential line shall nominate, and the Executive Board shall appoint, Standing Committee and Ad Hoc Committee Chairs.
3. The Committee chairs shall nominate, and the Executive Board shall appoint, Members to fill Standing Committee and Ad Hoc Committee vacancies that may arise.
4. Except as otherwise provided by resolution of the Executive Board, Members of Standing Committee and Ad Hoc Committees shall be appointed from among the Members of the SSFF.
5. The Standing Committees shall be as follows:
  - a. Nominating Committee
    - i. The Nominating Committee shall be chaired by the Society's Past President and shall include Members of the SSFF appointed by the Executive Board to staggered three-year (3-year) terms of office.
    - ii. The Nominating Committee shall advise the Presidential line on suitable candidates for SSFF offices and committees.
    - iii. The Nominating Committee shall prepare a slate of candidates for the positions of President-Elect, Secretary, Treasurer, Members-at-Large and such other positions as may be necessary, in accordance with Article VI of these Bylaws. Additionally, nominations for any office may be made in writing and endorsed by at least twenty (20) regular members to the chair of the

Nominating Committee no later than the first business day in October of the year preceding. For each office to be vacated, the names of at least two candidates, including all candidates validly nominated in writing, shall be placed on the ballot.

- iv. The Nominating Committee shall advise the Executive Board on suitable candidates for the Advisory Committee (Article VII) when vacancies arise.

b. Membership Committee

- i. The Membership Committee shall be charged with maintaining membership rosters, reviewing applications for membership, and conferring with NAS and the Ford Foundation as to eligibility of members.
- ii. The Membership Committee shall be charged with advising the Executive Board on matters related to ethical conduct as it pertains to membership.
- iii. The Executive Board shall appoint the Chair of the Membership Committee. That Chair may appoint other members as necessary.

c. Program Committee

- i. The Program Committee shall consist of the President, President-Elect, Past President, Secretary, Treasurer and other Society Members appointed as necessary by the Executive Board.
- ii. The Executive Board shall appoint the Chair of the Program Committee.
- iii. The Program Committee shall be responsible for organizing conferences (including especially the regularly recurring Senior Ford Fellows conference), regional meetups, workshops, symposia and other meetings within areas of interest to the SSFF.

d. Communications Committee

- i. The Communications Committee shall be responsible for collecting and reporting on issues and events in the interests of SSFF members.
- ii. The Committee shall establish a mechanism, platform, and/or process for soliciting and developing forward facing pieces (e.g., op-ed or other position statements), scholarly articles and white papers, proposed policies, etc. The Committee shall endeavor to facilitate collaboration among Members in the development of these pieces, and shall create a clear process by which Members may sign onto or otherwise identify themselves with a piece. The Terms and Conditions shall include an official acknowledgment text that Members may use to identify their affiliation with the SSFF.



- iii. Any article, position statement, editorial, or other communication that are authored by the SSFF as a whole shall have been endorsed by the Presidential line, the Executive Board, and a quorum of the Members as defined in the Terms and Conditions.
  - iv. The Communications Committee shall maintain the SSFF's presence in the social media.
  - v. In consultation with the Executive Board, an SSFF Newsletter or other work of the committee may be made available to the public.
  - vi. In consultation with the Executive Board, a series of books or journal may be developed.
  - vii. The Vice President shall Chair the committee and may serve as editor for a SSFF Newsletter to a renewable three-year (3-year) term. The Chair may recruit Committee members as needed from Members of the SSFF.
6. Ad Hoc Committees shall be appointed as determined by the Presidential line in consultation with the Executive Board.
  7. Any member of a Standing Committee or Ad Hoc Committee may participate in a meeting of the Committee in person or by means of telephone conference, electronic chat, or similar communication method by which all persons participating in the meeting can see or hear the responses of all other members at the same time.

## **ARTICLE X – AMENDMENT OF BYLAWS**

1. Proposals for Amendments to these Bylaws may be made by
  - a. The Society's Executive Board, or by
  - b. Petition to the President signed by no fewer than ten (10) Members of the SSFF.
2. The Executive Board must act upon amendments within six (6) months of submission.
3. Approval by a two-thirds (2/3) majority of the Executive Board is required for further consideration of an Amendment.
4. The Secretary shall distribute copies of the proposed Amendment to all Members of the SSFF, not more than four (4) weeks after approval by the Executive Board.
5. The Secretary shall incorporate a vote on any proposed Amendment approved by the Executive Board in the following Election of Officers and/or Executive Board Members-at-Large.

6. The adoption of a proposed Amendment shall require that the number of members voting reach a quorum as defined in the Terms and Conditions and that the amendment received an affirmative vote of no less than two-thirds ( $2/3$ ) of the Members who participate in the voting.
7. An adopted Amendment shall become effective as soon as the official count of the ballots is completed.