



CHANCELLOR'S CENTURIONS

THE UNIVERSITY OF TEXAS SYSTEM

BY-LAWS OF THE CHANCELLOR'S CENTURIONS OF THE UNIVERSITY OF TEXAS SYSTEM

ARTICLE 1 NAME; PURPOSE; MEMBERSHIP

SECTION 1. Name:

The Chancellor's Centurions of The University of Texas System (the "**Chancellor's Centurions**") is an association existing for the support and benefit of The University of Texas System, Office of the Chancellor. The Chancellor's Centurions is an entity separate from the Chancellor's Council of the UT System (the "**Chancellor's Council**"). Official use of the organization's name shall be made only when authorized by the Chancellor's Centurions.

SECTION 2. Purpose:

- (a) The Chancellor's Centurions is a network early and mid-career leaders formed to educate and inspire the next generation of Texas' higher education and health volunteer leaders by engaging in dialogue on matters of societal importance with the UT System Chancellor, UT System leadership, and higher education supporters across the State of Texas.
- (b) In addition to the purposes of Active Members and Ex Officio Members described below, the Chancellor's Centurions will work to increase support of the UT System through outreach efforts among early and mid-career leaders. Outreach is defined to mean "creating and employing strategies to improve public understanding of the impact of the UT System on Texas, the nation and the world."
- (c) Members will interact with the UT System in activities that enhance their involvement in higher education and health issues. Through these interactions, Members will be kept informed of the educational, research, clinical and service missions of the UT System.

SECTION 3. Membership:

Individuals may become members of the Chancellor's Centurions ("Active Members") through nomination by UT System institutions, UT System Administration, Chancellor's Centurions members, Chancellor's Council Executive Committee members, UT System Board of Regents or by self-nomination. Active Members need not be graduates of a UT System institution or residents of the State of Texas. Membership should consist primarily of early and mid-career leaders and consideration should be given to representation of these groups accordingly. Furthermore, due regard should be given to overall diversity, as well as institutional and geographic regional representation in the membership. The membership roster of the Chancellor's Centurions shall be maintained by the UT System Department of External Relations. The number of the Members will fluctuate, but shall be approximately one hundred Active Members and is subject to change by action of the Chancellor's Centurions Leadership Committee.

ARTICLE 2

PURPOSE, QUALIFICATIONS and RESPONSIBILITIES; PROSPECTIVE MEMBERS; TERMINATION; RESIGNATION

SECTION 1. Purpose, Qualifications and Responsibilities of Active Members:

- (a) The purpose of Active Members is to promote the initiatives of the Chancellor of the UT System and the UT System Board of Regents and to recognize early and mid-career leaders who support the UT System and any of the UT System institutions. The program will create a network to educate and inspire the next generation of Texas' higher education and healthcare volunteer leaders. Chancellor's Centurions will engage with the UT System Chancellor, UT System leadership and other leaders interested in promoting higher education and supporting healthcare initiatives across the state.
- (b) The responsibilities of Active Members are to:
 - (1) To serve as ambassadors for the Chancellor of the UT System and the UT System Board of Regents by offering advocacy and feedback relating to initiatives, concerns, and issues of importance to the UT System, UT System institutions and society at large;
 - (2) To educate and engage other young alumni, friends and constituents of the UT System and the public about UT System's higher education and healthcare initiatives and to promote the UT System's work and services to the public;
 - (3) To attend at least one (1) meeting during any fiscal year; and

- (4) To provide a minimum annual contribution of Five Hundred Dollars (\$500.00) to the UT System.
- (c) Active Members serve a term of three (3) years.
- (d) Active Members in good standing may choose to extend their service for two (2) additional terms, not to exceed nine (9) years of service on the Chancellor's Centurions.
- (e) Active Membership terms shall begin on September 1st and end on August 31st of each UT System fiscal year. Should an Active Member not be able or is unwilling to complete the responsibilities of his or her term, he or she will no longer be a member.
- (f) Active Members are encouraged to be involved with individual UT System institutions, and encouraged to further their engagement after serving on the Chancellor's Centurions.
- (g) Active members will have opportunities throughout the year to visit various UT System campuses and learn about a wide range of educational topics and research initiatives being implemented or developed at those institutions.
- (h) Active Members are encouraged to attend or participate in educational events or projects that will broaden their understanding of higher education and healthcare initiatives across the state.

SECTION 2. Purpose, Qualifications, and Responsibilities of Ex Officio Members:

- (a) The purpose of the Chancellor's Centurions Ex Officio Members is to serve the Chancellor's Centurions by providing guidance regarding the mission of the UT System and the UT System's respective policies. Ex officio members with full voting rights include the UT System's Chancellor, Vice Chancellor for External Relations, Associate Director of Development and the immediate past Chancellor's Centurions Co-Chair.
- (b) The responsibilities of Chancellor's Centurions Ex Officio Members are to provide direction and guidance to the Chancellor's Centurions with the following:
 - (1) Promoting programs that highlight and reward excellence throughout the UT System, encouraging future contributions benefitting the UT System and the UT System institutions and society at large.

- (2) Advocating the needs and goals of the UT System, the UT System institutions, higher education and healthcare to alumni, prospective members, community leaders, friends of the UT System community, and citizens of the State of Texas, the nation and world.
- (3) Educating and engaging alumni, prospective members, community leaders, friends of the UT System community, and citizens of the State of Texas, the nation and world on the mission of the UT System.
- (4) Informing external groups, such as media, elected officials, and other public groups, of the extraordinary contributions of the UT System and the UT System institutions to the State of Texas, the nation and the world.

SECTION 3. Prospective Members:

- (a) Prospective members or individuals nominating a prospective member are required to submit an online application located on the Chancellor's Centurions website.
- (b) Prospective members with nominations pending are encouraged to begin engagement with the Chancellor's Centurions before their official term starts by reviewing written and online communications from the Chancellor's Centurions and attending Chancellor's Centurions events. Terms for new members shall begin on September 1st and end on August 31st of each UT System fiscal year pursuant Section 1 of Article 1.

SECTION 4. Termination or Suspension of Membership:

- (a) Members who do not follow the guidelines pursuant Section 1 (b) of Article 2 may have their membership rescinded, unless special circumstances exist as determined by the Membership Committee.

SECTION 5. Resignation of Membership:

- (a) Any Member of the Chancellor's Centurions may withdraw from membership by tendering a written resignation to the Membership Chair at any time.

ARTICLE 3
OFFICERS; ELECTIONS AND TERMS OF OFFICE; ADMINISTRATIVE FUNCTIONS

SECTION 1. Officers:

The officers of the Chancellor's Centurions shall be: Co-Chairs, Co-Chairs-Elect, Membership Committee Chair, Philanthropy Committee Chair and Events Committee Chair, all of whom must be Active Members. These individuals shall comprise and be known as the Chancellor's Centurions Leadership Committee ("CCLC").

SECTION 2. Elections and Term of Office:

(a) Co-Chairs

- (1) The initial Co-Chairs will be elected by the Active Members pursuant to Article 6 after consultation with members of the UT System External Relations staff. Subsequent Co-Chairs-Elect will be nominated by the CCLC and Regional Leaders pursuant to Section 1 of Article 4 and will be elected by the Active Members pursuant to Article 6.
- (2) Each Co-Chair will serve a term of three years, beginning at the fall meeting of the Chancellor's Centurions and concluding before the fall meeting of the Chancellor's Centurions of the Co-Chair's third year.
- (3) The Co-Chairs shall preside at all Chancellor's Centurions meetings, appoint Regional Leaders, committee members, and perform other duties as associated with the office such as planning meeting agendas and determining strategic priorities as examples.

(b) Co-Chairs Elect

- (1) The Co-Chairs Elect shall assume the duties of the Co-Chairs in case of the Co-Chair's absence. The Co-Chair-Elect shall succeed to the office of Co-Chair every three years, assuming office at the fall meeting of the Chancellor's Centurions.
- (2) The Co-Chairs Elect shall be elected at the beginning of the Co-Chairs' third year of their term at the fall meeting of the Chancellor's Centurions.

(c) Committee Chairs

- (1) Each Committee Chair will serve a two-year term, beginning at the fall meeting of the Chancellor's Centurions and concluding before the fall meeting of the Chancellor's Centurions of the Committee Chair's second year.
- (2) The initial Committee Chairs will be appointed by the Co-Chairs after consultation with members of the UT System External Relations staff. Subsequent Committee Chairs will be nominated by each respective Committee or by self-nomination and will be elected by the Active Members pursuant to Article 6.
- (3) Committee Chairs are responsible, in consultation with the Co-Chairs, for planning and execution of the critical functions of their respective committees as outlined in Article 4.

SECTION 3. Administrative Functions:

- (a) The Chancellor's Centurions will be guided by the CCLC.
- (b) The CCLC shall appoint Regional Leaders who shall serve as an organizing point person for local contact with the Chancellor's Centurions.
- (c) The CCLC shall have the power to appoint mentors of technology and finance to support the functions of the Chancellor's Centurions.
- (d) Members of the UT System External Relations staff will provide administrative and other support services to the Chancellor's Centurions.

ARTICLE 4
COMMITTEES and NOMINATING PROCESS

SECTION 1. Membership Committee & Nominating Process:

- (a) The Membership Committee oversees the selections process for Active Members. The Membership Committee also makes recommendations regarding Active Members whose current term has lapsed.
- (b) The Membership Committee shall be responsible for organizing and welcoming all prospective members to the Chancellor's Centurions. The Membership Committee Chair shall coordinate with committee members

to share the responsibility of reviewing new nominations and initiating contact with prospective members.

- (c) Prospective members are required to submit an online application located on the Chancellor's Centurions website pursuant Section 2 of Article 2. Any revisions of the online applications submitted on the Chancellor's Centurions website shall be coordinated by the Membership Committee Chair and UT System External Relations Staff.
- (d) The Membership Committee shall be responsible for ensuring that all Active Members comply with the responsibilities of Active Members as listed in Section 1 of Article 2. The Membership Committee shall notify any Active Member that are in non-compliance with those responsibilities.
- (e) The Membership Committee shall consist of as many committee members as necessary to support the objectives of the Chancellor's Centurions and the committee. The Membership Committee Chair, in consultation with the Co-Chairs shall have the power to appoint and remove members from the committee.
- (f) The Membership Chair shall coordinate all contact with prospective members and provide response to any nominations received through the online portal within two weeks. Upon submitting an application, the prospective member will receive an email receipt notifying them of the nomination process. Additionally, the Membership Committee will record Active Member attendance at each regular meeting, special meeting and organized events.

SECTION 2. Events Committee & Nominating Process:

- (a) The Events Committee shall be responsible for organizing and communicating all meetings and group events of the Chancellor's Centurions. The Events Committee is charged with finding new and exciting ways to interact with the member institutions within the UT System and arranging for the support of the Chancellor's Centurions with active initiatives being implemented by the UT System Chancellor.
- (b) The Events Committee Chair and/or Committee shall take and maintain all meeting minutes and notifications of any voting activities taken by the Chancellor's Centurions.
- (c) The Events Committee shall consist of as many committee members as necessary to support the objectives of the Chancellor's Centurions and the committee. The Events Committee Chair shall have the power to appoint and remove members from the committee.

SECTION 3. Philanthropy Committee & Nominating Process:

- (a) The Philanthropy Committee will be a standing committee with the responsibility of coordinating and communicating the philanthropic efforts of the Chancellor's Centurions.
- (b) The Philanthropy Committee shall consist of as many committee members as necessary to support the objectives of the Chancellor's Centurions and the committee. The Philanthropy Committee Chair shall have the power to appoint and remove members from the committee.

SECTION 4. Special Committees:

The Co-Chairs may from time to time establish special committees and appoint Members to such committees as shall be helpful to the Chancellor's Centurions in the performance of their activities.

ARTICLE 5

MEETINGS; REGIONAL MEETINGS and REGIONAL LEADER RESPONSIBILITIES; GUESTS

SECTION 1. Regular and Special Meeting:

Regular meetings of the Chancellor's Centurions shall be held throughout the year in the fall and spring. It is intended that each year at least one meeting of the Chancellor's Centurions will be held in conjunction with a meeting of the Chancellor's Council. Special meetings including regional events may be held at any time when called for by the Co-Chairs or a majority of the Active Members. As stated in Article 2 of Section 1, Active Members are encouraged and expected to attend at least one (1) meeting during any fiscal year.

SECTION 2. Regional Meetings and Regional Leader Responsibilities:

- (a) The State of Texas will be divided into four regions as determined by the CCLC. Each Active Member shall be included into their applicable region. Upon application of a new member, Regional Leaders will receive contact information of the new applicant.
- (b) Regional Leaders are encouraged to host biannual meetings to promote the responsibilities of Active Members and solicit prospective new members.
- (c) Regional Leaders shall be appointed by the CCLC and are requested to serve as an organizing point person for local contact with the Chancellor's Centurions.

- (d) The Regional Leader is primarily responsible for holding biannual social or philanthropic events which will increase interaction and participation of Active Members to fulfill the purpose of the Chancellor's Centurions. These events may be as small or as large as the Regional Leader deems appropriate. Any social functions may be covered under the Chancellor's Centurions operating budget at appropriate levels of expense.

SECTION 3. Guests:

Upon invitation by Active Members and in consultation with the Co-Chairs, guests may attend meetings of the Chancellor's Centurions in order to present information about actions to be considered by the Chancellor's Centurions or of interest to its Active Members.

**ARTICLE 6
VOTING**

SECTION 1. Action at a Meeting:

The affirmative vote of a majority of the Active Members of the Chancellor's Centurions present at a meeting shall constitute the decision and the action of the Chancellor's Centurions. Although Active Members are encouraged to invite spouses and guests to Chancellor's Centurions meetings, voting will be restricted solely to Active and Ex Officio Members.

SECTION 2. Action by Written Consent:

If a majority of Active Members (including Ex Officio Members) agree upon an action, they may grant that consent in writing. Active and Ex Officio Members may vote on the proposed action by mail ballot, electronic mail or and other means of electronic transmission approved by the CCLC and consistent with applicable laws.

**ARTICLE 7
CONFLICT OF INTEREST**

Any Active Member can voluntarily excuse him/herself from any portion of the meeting at which an item being considered represents a conflict of interest for that member. Any financial, personal, official interest, or conflict (or appearance of conflict) should result in the member refraining from discussing or voting on said item.

**ARTICLE 8
FISCAL POLICIES**

The fiscal year of the Chancellor's Centurions shall be September 1 to August 31. All financial matters will be reviewed by the CCLC in consultation with the UT System Department of External Relations. Additionally, there will be made available annual financial reports to the membership at large. The CCLC shall have the power to appoint mentors of finance to support the functions of the Chancellor's Centurions fiscal policies.

**ARTICLE 9
AMENDMENTS**

Amendments to these By-Laws may be initiated by the Co-Chairs, Ex Officio Members or a majority of Active Members and shall be submitted to the Active Members at least fifteen (15) days prior to their consideration and may be adopted upon the vote specified in Section 1 of Article 6. Any requirement of prior notice of amendments to these By-Laws may be waived with the consent of a majority of the Active Members present at any regular or special meeting of the Chancellor's Centurions.

**ARTICLE 10
ADOPTION**

Adoption of these By-Laws of the Chancellor's Centurions shall be effective upon the vote specified in Section 1 of Article 6 and shall take effect immediately upon adoption.