

BYLAWS OF THE ASSOCIATION OF CHINESE-AMERICAN PROFESSORS AND SCIENTISTS AT THE UNIVERSITY OF MARYLAND

(Passed by the Assembly on 13 May 2004)

Article I: Name

The name of this organization shall be Association of Chinese-American Professors and Scientists (ACAPS) at the University of Maryland (UM), hereafter referred to as the Association.

Article II: Missions

The Association is organized, and shall be operated for non-political and non-profit purposes. The missions of the Association are as follows:

1. To facilitate professional and social interactions among Chinese-American scholars at the UM.
2. To represent the voice and enhance the visibility of Chinese-American professors and scientists as a key contributor to the UM.
3. To encourage innovative instruction, and intellectual growth of Chinese-American professors and scientists in a broad range of academic disciplines so as to enhance the UM's reputation and influence in the United States and the world.
4. To intensify connections with other UM organizations in an attempt to promote academic freedom and diversity among the UM's faculty, staff and students.
5. To promote cooperation and exchange with other academic organizations in both the United States and China for the benefit of the economy and culture of the state of Maryland, the nation, and beyond.

Article III: Prohibited Activities

The Association shall not participate in political campaign or any activity irrelevant to its missions. The Association shall not engage in profit-seeking activities.

ARTICLE IV: MEMBERSHIP

The Association membership shall consist of Chinese-American professors and scientists and other scholars of any ethnic groups who are interested in furthering the missions of the Association. The membership shall include:

1. **Regular member** - An individual who is a professor, lecturer, scientist, librarian or administrator employed by the UM may become a regular member.
2. **Associate member** – a research associate, faculty research assistant, adjunct and visiting faculty member of the UM, or a scholar who was previously affiliated with the University may become an associate member.
3. **Honorary member** - An individual who has provided services or made exceptional contributions to the Association may be elected as an honorary member by the Board of Directors.
4. **Corporate member** – A corporation, academic institution, and other organization desirous of supporting the Association may become a corporate member. The designated representatives of the corporation, institution, or organization shall enjoy the privileges of regular members.

All members who agree with the missions of the Association and pay annual membership dues have an equal right to vote, hold post, and propose and participate in the Association's meetings and activities.

ARTICLE V: BOARD OF DIRECTORS

1. Board of Directors

The Board of Directors (hereafter referred to the Board) shall consist of five members-- President, President-Elect, a Secretary, a Program Director, and a Treasurer. None of the board members can serve for more than two terms. Each term for the President constitutes one year while for other members two years. All the Board members shall serve without pay. The Board has the power to recruit a new member to fill its unexpected vacancy but this appointment is subject to approval by next annual meeting of the Association. The resolution of the Board shall be reached by a simple majority of the board members.

2. Duties of the Board Members

a. **President.** The President shall preside at all meetings, sign with the secretary all written documents of the Association, and perform all duties usually assigned to her/his office. She/he is responsible for enhancing communication with the University administration and promoting the Association's activities to the general public.

b. **President-Elect.** The President-Elect shall be responsible for the program planning (up to 3-5 years) and annual budget plan of the Association, shall preside in the absence of the President, and carry out duties delegated to her/him by the President or by the Board. The President-Elect will automatically become the President in the following year.

c. **Secretary.** The Secretary shall keep all records, notify members of meetings, notify officers of election, and carry out the immediate duties of the treasurer in her/his absence. The Secretary shall prepare and maintain a membership directory.

d. **Program Director.** The Program Director shall design the Association's academic programs, review the members' program proposals, and arrange academic or other activities approved by the Board.

e. **Treasurer.** The Treasurer shall collect membership fees, receive donations and grants to the Association, and make disbursements as directed by the Board. She/he shall deposit all monies in a bank under the name of the Association, her/his signature being registered as valid.

3. Ad Hoc Committees.

The Board of Directors has the power to establish ad hoc committee(s) as it deems necessary for implementing the functions and activities proposed by the President and approved by the Board.

ARTICLE VI: MEETINGS AND PROGRAMS

1. Meetings

There shall be one Annual Meeting of the Association every Spring. The Annual Meeting will elect the Board of Directors and listen to the reports by the President and the Treasurer of the Association. The President or the Board may call special meetings to discuss issues relating to the Association's missions or its members' benefits.

2. Programs and Activities

Every member of the Association may propose programs or activities. The proposal shall be reviewed and approved by the Board. Programs and activities include research projects, scientific meetings, and other academic, social or entertainment activities sponsored or co-sponsored by the Association.

3. Vote and Quorum

Every member can call and second a motion of vote on the Association's matters. Except the Bylaws stipulates otherwise, resolutions shall be reached by the vote of a simple majority of members present at the meeting. It requires a quorum to enter into any voting procedure. 50% of the members actually present shall procure the quorum. If a quorum is not present at any meeting, the Board shall adjourn the vote until a quorum shall be present.

4. Elections

A general election for the President and for a half of the board members shall be held every year. If necessary, a nominating committee shall be appointed by the Board to organize the election. Members can nominate other members or self-nominate for candidacy for board directorship . The candidates receiving the majority votes from the members attending the annual meeting shall be elected.

ARTICLE VII: MEETING NOTICE

All meetings and activities of the Association shall be called by a board member with approval of the President or the Board. A meeting notice, stating the purpose, agenda, place, and time, shall be distributed by email, telephone, or fax, to all members in advance. A notice for the Annual meeting should be announced 30 days in advance.

ARTICLE VIII : FINANCES

1. The annual membership dues shall be established by the Board. The amount of current membership dues is:

Regular Member - \$20.00
Associate Member - \$10.00
Honorary Member - \$20.00
Corporate Member - \$200.00

2. The Association may receive donations in any amount and in any form allowed by Articles II and III. The source and the amount of the donation shall be reported to the membership at the Annual Meeting.
3. The Association may receive grants to carry out any project that is consistent with its missions stated in Article II.
4. Accurate account of said receipts and disbursements shall be maintained by the Treasurer up to 6 years.
5. The Board of Directors shall be responsible for the financial well-beings of the Association. The incomes and expenses of the Association shall be reported to the membership at the Annual Meeting.
6. The fiscal year of the Association shall be from January 1 to December 31 of each year.

Article IX: Adoption and Amendments

1. A draft of the Bylaws shall be presented to the Board of Directors for discussion and revision. The Bylaws shall be proposed by the Board and adopted by a two-thirds majority of the members present at the inaugural meeting of the Association. The Bylaws shall take effect immediately after it is adopted.

2. A motion of amendments must be proposed by the Board of Directors or by membership petition with ten or more member signatures. Amendments to the Bylaws must be distributed at least 15 days in advance of the meeting at which they will be discussed. Approval of an amendment requires a two-thirds majority vote of the members present at the meeting of the Association. The amendment to the Bylaws shall take effect immediately after it is approved.

Article X: Dissolution

Based on the resolution by a two-thirds majority of members, the Board of Directors shall be authorized to wind up and dissolve the Association in accordance with the regulations set forth in the Bylaws.

Article XI: Explanations to the Bylaws

The authority to interpret the Bylaws shall be reserved to the Board of Directors.

Signed in dual copies by Da-Lin Zhang (President)

May 27, 2004

Jing Lin (Secretary)

May 27, 2004

The Board of Directors held a meeting on 4 August 2004, and recommended changing the Bylaws for the addition of the category of life membership. A motion was moved by Chi Lee, seconded by Da-Lin Zhang, and passed unanimously. It was presented to the members and passed on 25 September 2004, during a picnic gathering. Life membership due will be \$200.

Amendment to the Bylaws of ACAPS:

Life member - A regular member who pays a lifetime membership of \$200. He/she shall be exempt from annual dues. A life member shall have the same privileges of membership as regular members.