

# CONSTITUTION

of the

## COUNCIL ON UNDERGRADUATE RESEARCH

The mission of the Council on Undergraduate Research is to support and promote high-quality mentored undergraduate research, scholarship, and creative inquiry.

### CONSTITUTION

#### ARTICLE I

##### Name and Purpose

Section 1. The name of the organization shall be "The Council on Undergraduate Research", hereinafter designated as CUR.

Section 2. The purpose of CUR is to support and promote mentored undergraduate research, scholarship, and creative inquiry in all fields of academic study and in all types of institutions of higher learning. It shall operate as a non-profit educational association.

Section 3. To support its goals CUR may from time to time promote and carry out studies and projects consistent with its purposes, may commission others to carry out studies in its name, and may, on request, make the results of such studies and projects known to appropriate representatives of state and federal agencies, non-profit research organizations, and other non-profit agencies or foundations. To this and other ends, CUR may apply for, administer and use grants and funds from state and federal granting agencies and non-profit private foundations. Property may be acquired, held, and disposed of by CUR in any lawful manner consistent with the prohibition against acquisition and disposition of property by organizations as defined in Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or may be amended.

#### ARTICLE II

##### Organization and Governance

##### Section 1. Organizational Structure

A. Membership in CUR is available to individuals and institutions with an interest in supporting and promoting high-quality undergraduate student-faculty collaborative research and scholarship in all fields of academic study and in all types of institutions of higher learning.

1. Membership is in good standing for the fiscal year, upon payment of the annual dues set for the

category of membership.

B. CUR's individual members are organized into divisions.

1. A division must have 60 members in good standing and at least 12 Councilors. Once a division reaches these targets it is considered to be a regular division of CUR.

2. A division that has fewer than 60 members or fewer than 12 Councilors on the first day of the annual meeting will be considered a Probationary Division.

i. Probationary divisions have three years to reach a total membership of at least 60 and a total number of Councilors of at least 12. If a probationary division does not meet these targets in three years or has fewer than 30 members in good standing on the first day of the annual meeting it will be dissolved at the conclusion of the annual meeting. The dissolution of a probationary division is made without vote.

ii. Exceptions can be approved by a majority vote of the Executive Board.

iii. Members of a dissolved division will be asked to select a division to be associated with upon dissolution. If a division has a member serving as an Executive Board Council Representative at time of dissolution, that member will be allowed to finish his/her term, regardless of his/her new divisional affiliation.

C. CUR has a representative body, hereafter called the General Council.

1. The General Council shall consist of the Councilors of the Divisions, officers and General Representatives of the Executive Board, and Emeritus Presidents.

2. The Executive Board of the General Council shall consist of the President, the Immediate Past President, the President-Elect, the Treasurer, nine Council Representatives, and four General Representatives. All members of the Executive Board must be CUR members. The Executive Officer shall be a non-voting, ex-officio member of the Executive Board. The President shall chair the Executive Board.

D. Committees.

1. Standing Committees of the General Council shall include Finance, Nominations, and the National Conferences on Undergraduate Research Oversight Committee (NOC).

2. Other standing committees may be established or abolished as needed by the Executive Board.

3. The members of these standing committees shall be appointed by Division Chairs and are subject to the approval of the Executive Board. Each committee shall have a Chair, appointed by the President from the committee membership. Each standing committee must have representation from each Division. The President shall have the further option of appointing up to three additional members to any committee.

4. Ad Hoc committees may be created or abolished from time to time as deemed necessary by the Executive Board. Ad hoc committees do not require representation from all divisions.

## Section 2. Election and Term of Office.

### A. Councilors

1. Each Divisional Council shall consist of at least twelve but no more than twenty-four Councilors, as determined by the Division.

2. Each Division shall elect its Councilors by ballot from among its members. All nominees must be members in good standing in CUR to be placed on the ballot. Once elected, they must remain members in good standing to continue as Councilors.

3. Divisional Councilors shall be elected for staggered three-year terms, with one third of the Councilors to be elected in each year. When a Councilor resigns or is unable to complete a term that Council position shall remain vacant until the next annual election of Councilors when a replacement shall be elected to complete the term.

4. Election of Councilors shall be completed prior to May 1 each year. The term of office for Councilors shall begin at the conclusion of the annual meeting following their election.

5. Newly elected Councilors who attend the annual meeting may be designated as voting members of the General Council by their Division to replace standing Councilors not in attendance, as long as the number of voting Councilors does not exceed that Division's allotted total. Newly elected Councilors so designated shall be chosen by lot.

### B. Executive Board Officers and Council Representatives.

1. The officers shall be a President, Immediate Past President, President-Elect, Treasurer, and an Executive Officer.

2. A person elected President-Elect shall serve for three years: the first year as President-Elect, the second year as President, and the third year as Immediate Past President. The Treasurer may serve up to three consecutive three-year terms.

3. There shall be nine Council Representatives from different divisions elected by the General Council. They will serve three-year terms, with one third of the Councilor representatives elected in each year, for a maximum of two consecutive terms. Candidates can run for election again as a Council Representative after a one-term absence.

Council Representatives will be elected from divisions without a continuing Council Representative in a given year. Representatives must remain Divisional Councilors throughout their Executive Board term.

If a Council Representative cannot complete an elected term, a substitute Council Representative will be appointed by the affiliated Division for the duration of the term. This service as a substituted Council Representative will count as one Executive Board term.

4. The General Council shall elect its President-Elect, Treasurer, and Council Representatives to the Executive Board from a slate of candidates for each position. Candidates for CUR Officer positions must be members in good standing of CUR and must remain so during their terms of office if elected. Candidates may not be members of the Nominations Committee or the Nominations Vetting Committee.

5. The Nominations Committee will issue a call for nominations from the entire CUR membership by October 15 each year and nominations will close no sooner than 30 days afterward.

6. The slate of candidates shall be developed by a Nominations Vetting Committee consisting of the Nominations Committee Chair, the Immediate Past President, and five Councilors elected by the General Council.

The five Councilors elected to the Nominations Vetting Committee by the General Council will serve staggered three-year terms, and must be from different divisions. Divisions without a continuing member in a given year can put forward a candidate for the Nominations Vetting Committee. The candidates must be members in good standing of CUR and must remain so during their terms of office if elected. The Nominations Committee will develop and make known to the CUR membership the criteria used to evaluate nominees.

7. The Nominations Vetting Committee shall send to the Nominations Committee the slate of candidates for Council Representatives and the open offices each year. The Nominations Vetting Committee shall seek to put forward more than one candidate for each office, but may put forward a single candidate if only one qualified candidate is willing to be nominated. The Nominations Vetting Committee shall explain the circumstances underlying any non-contested election in writing.

8. The Nominations Committee shall present to the General Council a slate of candidates each year.

9. Elections will be conducted by electronic ballot. Election of Officers shall be completed prior to May 1 each year. Officers and Council Representatives must be elected by a plurality of votes cast. Newly

elected Officers and Council Representatives will assume responsibility at the conclusion of the final General Council Meeting at the next annual Business Meeting.

10. The President-Elect shall serve as acting President in the absence of the President, and the Immediate Past President will serve as acting President in the absence of both the President and President-Elect. If the President is unable to complete a term, the position shall remain vacant until such time as it is filled by the normal accession of the current President-Elect. In the event that the President-Elect or Treasurer is unable to complete a term of office, the Nominations Vetting Committee shall be reconvened immediately by the President to nominate candidates for the vacant position, and a ballot of the General Council shall be undertaken expeditiously. Elected candidates will assume office immediately.

11. The Executive Officer shall be appointed by the Executive Board to a three-year renewable term. Consideration for renewal will be completed no later than twelve months prior to the end of an appointment. Reappointment for subsequent terms of up to three years can be made. The Executive Board shall act in the absence of the Executive Officer in executive session to appoint, evaluate, renew or terminate the Executive Officer.

#### C. General Representatives of the Executive Board.

1. There will be four General Representatives. General Representatives will be elected by the Executive Board and will be voting members of the General Council.

2. General Representatives will serve a maximum of two consecutive three-year terms. Candidates for these positions must be members in good standing of CUR and must remain so during their terms of office if elected.

Candidates may not be members of the Nominations Committee or the Nominations Vetting Committee.

3. Nominations for General Representatives will be made as follows. The criteria for a call for nominations will be prepared by Nominations Vetting Committee following Executive Board-identified priorities, based on needed skills, expertise and/or diversity. Start dates of General Representatives will be staggered, with no more than two General Representatives beginning board service in a given year.

Using these criteria the Nominations Committee will issue a call for nominations from the entire CUR membership by October 15 each year and nominations will close by November 15. Nominations may come from outside the organization, but candidates must be a member of CUR at the time their nomination materials are completed. Nominations Vetting Committee will review the slate of candidates, presenting candidates to the Nominations Committee for approval.

4. General Representatives will be elected by the Executive Board at a regularly scheduled meeting of the Executive Board that meets a quorum by April 1 of each year.

#### D. Divisional Officers.

1. The officers of the Division shall include a Chair, a Vice Chair, and a Secretary.
2. The Division officers are elected by and from the Councilors in that Division and serve three-year terms.
3. The Division Councilors may elect a Vice-Chair to assist the Chair for a term of up to three years. The Vice-Chair serves as the Division Chair's designee to the Division if the Division Chair cannot serve.
4. In the final year of a Chair's term, the Division Councilors shall elect a Chair-Elect (the Vice-Chair is eligible) who will succeed to the office of Chair in the subsequent year. If the Vice-Chair is elected Chair-Elect, a new Vice-Chair will be elected for a term of one to three years.
5. Each Division may elect a Secretary from among its Councilors to a term of up to three years.
6. In the event that any Divisional officer is unable to complete a term of office, the Division's Nominations Committee shall nominate candidates to serve the remainder of the term, and an election shall be conducted by ballot of the Councilors of the division.

#### E. Emeritus Presidents.

1. Past Presidents who are members in good standing are granted status as a special class of non-elected voting members of the Council called "Emeritus Presidents".
2. Emeritus Presidents must select a Division in which to reside. Emeritus Presidents are eligible to run for Divisional Councilor and if so elected, are eligible to stand for election for Council Representative to the Executive Board, Divisional Chair, Divisional Vice-Chair, Divisional Secretary, or Chair-Elect.

### Section 3. Duties and Responsibilities

#### A. The General Council:

1. shall elect the President-Elect and Treasurer of CUR and Council Representatives of the Executive Board.
2. shall determine the mission of CUR
3. shall hold authority over the Constitution and By-Laws, and

4. shall from time to time advise the Executive Board as appropriate.

5. may add Divisions at any annual meeting, by a two-thirds vote.

#### B. Executive Board.

a. The Executive Board will set and implement CUR's strategic directions as informed by the mission and the advice of the General Council.

1. The President shall set the agenda and preside at meetings of the General Council, shall be the public representative of the General Council, and shall communicate regularly with the General Council. The President shall serve as the primary contact for the Executive Officer for CUR. The President may appoint ad hoc task groups that function during that President's term of office and report directly to the President.

2. The President-Elect shall serve as the primary contact person with committee and task force chairs regarding Executive Board business. If necessary, the President-Elect shall be appointed by the President to serve for a delineated period of time in place of the President. During the delineated period, the President-Elect shall appoint the committees of CUR subject to the approval of the Executive Board and shall assume other duties or responsibilities as may be assigned by the President.

3. The Immediate Past President shall serve as the chair of a Strategic Planning Task Group, shall serve as the primary contact with Division Chairs about Executive Board business, and shall assume other duties or responsibilities as may be assigned by the President.

4. The Treasurer shall accept, invest, and disburse funds as authorized by the Executive Board, serve as a member of the Finance Committee, maintain an accurate account of the financial state of CUR, and prepare the budget for consideration at the annual meetings.

5. The Executive Officer shall serve as the principal administrator of CUR, as directed by the Executive Board.

6. Minutes of meetings of the General Council and the Executive Board shall be taken by a senior staff member of the National Office.

7. Fiduciary responsibility, including approval and oversight of the budget, is vested in the Executive Board.

8. No member of the Executive Board (except for the Executive Officer) shall receive any compensation from CUR for services performed in his or her capacity as CUR official. Executive Board members may receive reimbursement for out-of-pocket expenses.

9. The Executive Board shall prepare an Annual Report of CUR's business, property, and other affairs during the preceding fiscal year. This report shall be filed with the records of CUR. An annual report of CUR's affairs also shall be prepared in conformity with the laws of the State of Minnesota pertaining thereto.

10. During periods between annual meetings, matters of policy initiated by the President shall be reviewed by the Executive Board and resolved by the following possible actions: (1) approve or disapprove; (2) send to the General Council for approval or disapproval.

#### C. Divisional Council.

1. The Divisional Chair shall preside at the annual meetings of the Divisional Council, appoint its committees, coordinate its projects, and act as the public representative of the Division.

2. The Divisional Secretary shall maintain the records of the Divisional Council, make regular reports to the Council, carry out general correspondence, and perform such other duties as may from time to time be delegated or necessary.

3. The Chair of each Division shall appoint a Nominations Committee of Councilors for nomination of candidates for Councilors and officers. All elected officers and those councilors standing for election shall be excluded from the Nominations Committee. A slate of nominees for officers shall be sent to the Councilors prior to the annual meeting.

4. The policies and projects of each Division shall be decided by its Councilors, consistent with the policies of the General Council. Each Division shall establish such committees as it deems necessary for the proper functioning of that body.

5. During periods between annual meetings, matters of policy arising from a Division shall be reviewed by the respective Chair with the President and resolved by the following possibilities: (1) Executive Board action is not required; (2) Executive Board action is required; (3) Action by the General Council is required.

#### Section 4. Meetings.

##### A. General Council Meetings.

1. The General Council shall hold an annual meeting. The time and place shall be selected by the Executive Board and notice furnished to the members at least three months in advance of the meeting.

2. Special meetings may be called by a ballot of the General Council at the request of the Executive Board. A majority vote of a quorum (see Article II, Section 5.A.1) of the General Council is required to



convene a special meeting.

B. Executive Board Meetings.

1. The Executive Board shall hold at least two meetings annually, one during, and one offset approximately six months from, the General Council meeting.

C. Divisional Meetings.

1. Each Division shall hold its annual meeting in conjunction with the annual meeting of the General Council.

D. National Student Conference

1. CUR will sponsor conferences for students that will welcome presenters from all institutions of higher learning and all fields of academic study.

2. These conferences will be known as NCUR (National Conferences on Undergraduate Research)

Section 5. Voting.

A. Quorum.

1. A quorum for the General Council shall consist of forty percent of the membership of the General Council.

2. A quorum for each Divisional Council shall consist of forty percent of its Councilors.

3. A quorum for the Executive Board shall consist of two-thirds of its members.

B. Majority Vote.

1. Matters of policy shall be decided by a majority vote of members of the General Council present at meetings of the General Council or by a majority vote by ballot.

C. Ballots.

1. The term ballot throughout this document means a vote held by mail, fax, or electronic media. All eligible voters shall have the opportunity to cast ballots.

2. The balloting period shall be stipulated on the ballot.

**ARTICLE III**

## Amendments

Section 1. Amendments to this Constitution or Bylaws can be made only at the annual meeting, a special meeting, or by ballot. Written proposals for any amendments to the Constitution or Bylaws must be sent to the members of the General Council at least thirty days prior to the vote.

Section 2. Amendments to this Constitution must be approved by a two-thirds majority of votes cast by members of the General Council.

Section 3. Amendments to the Bylaws must be approved by a two-thirds majority of votes cast by members of the General Council.

## **ARTICLE IV**

### Tax-Exempt Status

Section 1. CUR is non-stock and non-profit. No part of the net earnings of CUR shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that CUR shall be authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the objectives set forth in Article I. No substantial part of the activities of CUR shall be the carry-on of propaganda, or otherwise attempting to influence legislation, and CUR shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any of the provisions of the Articles of Incorporation, CUR shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2. If in any one year CUR is found to be a private foundation, then and in that event, its income for each such taxable year shall be distributed at such time and in such manner as not to subject the foundation to tax under Section 4942 of the Internal Revenue Code, and the foundation shall not engage in any act of the self-dealing (as defined in Section 4941(d) of the Internal Revenue Code), and shall not retain any excess business holdings, (as defined in Section 4943(c) of the Internal Revenue Code), and shall not make any investments in such manner as to subject the foundation to tax under Section 4944 of the Internal Revenue Code, and shall not make any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code).

## **ARTICLE V**

### Dissolution

Section 1. CUR may be dissolved by the members when, for any reason whatsoever, its continued

existence is unnecessary or undesirable. A Resolution to dissolve may be made and, to be effective, must be ratified in the manner prescribed above for Constitutional amendments, except that in addition, an affirmative vote must be cast at two consecutive annual meetings.

Section 2. In the event of dissolution or termination of CUR, the Executive Board shall, after the payment of all of the liabilities of CUR, dispose of all of the assets of CUR exclusively for the objectives of CUR, in such manner, or to such organization or organizations organized exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Executive Board shall determine. Any of such assets not so disposed of shall be disposed of by the Court of proper jurisdiction, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VI**

### Parliamentary Authority

Section 1. The procedures contained in Robert's Rules of Order, Revised, shall govern the meetings of the General Council, the Executive Board, and the Divisional Councils in all cases to which they are applicable except insofar as the Rules are inconsistent with the Articles of Incorporation, Bylaws, or the special rules of the Council or the state laws of the jurisdiction in which CUR operates.

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