

**BYLAWS OF
THE TENNESSEE HISTORICALLY BLACK COLLEGES AND UNIVERSITIES SUCCESS
ADVISORY BOARD**

**Article I
Name and Purpose**

Section 1.1 This advisory board has been established pursuant to Tenn. Code Ann. §49-7-217 and shall be known as the Historically Black College and University Success Advisory Board, hereinafter referred to in these Bylaws as “Advisory Board.”

Section 1.2 The purpose of the Advisory Board shall be to carry out the responsibilities outlined in Section 2.1 of these Bylaws.

**Article II
Responsibilities**

Section 2.1 Pursuant to Tenn. Code Ann. §49-7-217(f), the Advisory Board shall have the responsibility to provide advice and guidance to the Tennessee Higher Education Commission (“the Commission”) in the following areas:

- a) Improving the identity, visibility, and distinctive capabilities and overall competitiveness of HBCUs;
- b) Engaging the philanthropic, business, government, military, homeland security, and education communities in a dialogue regarding new HBCU programs and initiatives;
- c) Improving the ability of HBCUs to remain fiscally secure institutions that can assist the state in reaching its educational goals;
- d) Elevating the public awareness of HBCUs; and
- e) Encouraging public-private investments in HBCUs.

Section 2.2 Each member of the Advisory Board shall conduct any efforts on behalf of the Advisory Board within the scope of the responsibilities provided in Section 2.1 of these Bylaws and in compliance with applicable Commission policies regarding the Code of Ethics (LR5.0) and Disclosure of Conflict of Interest (LR5.1). Each member shall submit a conflict of interest disclosure statement to the Director of HBCU Success by July 1 each year. A newly appointed member shall file a conflict of interest disclosure statement no later than thirty (30) days following appointment to the board. Members shall amend their disclosure statements as needed throughout the year to reflect any change in circumstances regarding interests requiring disclosure.

Article III Membership

Section 3.1 Membership. Membership on the Advisory Board is governed by the provisions of Tennessee Code Annotated §49-7-217(f). The Advisory Board shall consist of no more than twenty-five (25) members appointed by the Commission. Appointed members shall be representative of a variety of sectors, and should be appointed so that there is always an odd number of voting members on the board and are at least two members representing each of the three (3) grand divisions of the state.

Section 3.1a Ex Officio Members. All current presidents of the seven Tennessee Historically Black Colleges and Universities shall serve as ex officio, non-voting members of the Advisory Board.

Section 3.2 Term Length. The term length of Advisory Board members appointed by the Commission shall be three (3) years. Members may not serve more than two (2) consecutive terms, but may be reappointed after three (3) years have elapsed since the last date of service on the Advisory Board.

Section 3.3 Vacancies. In the event that a member of the Advisory Board ceases to serve for any reason prior to the end of his/her term, a successor to serve the unexpired term of such member may be appointed by the Commission, upon the recommendation of the Advisory Board.

Article IV Officers

Section 4.1 The Advisory Board officers shall consist of a chair, vice-chair, and a secretary, each elected by the Board members from among their own number. Officers will be elected each year. The term of all officers shall be for one year or until their successors are elected; and their duties shall be those ordinarily performed by such officers. Officers may serve consecutive terms.

Article V Meetings

Section 5.1 Regular Meetings. The Advisory Board shall hold at least two (2) regular meetings each year. Written notice of regular meetings shall be given to each member of the Advisory Board at least thirty (30) days prior to the meeting. Special meetings of the Advisory Board may be called by the Chair when deemed necessary. Written notice of each special meeting shall be given to each member of

the Advisory Board at least fifteen (15) days prior to the meeting and shall specify the date, time, and place of the meeting and the business to be transacted. Commission staff shall be responsible for issuing notices of all regular and special meetings.

Section 5.2 Meetings Open to the Public. Meetings of the Advisory Board shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act, Tenn. Code Ann. §8-44-101 et seq.

Section 5.3 Quorum. A quorum shall consist of a majority of the number of voting members currently appointed to the Advisory Board. Whenever a quorum is present, a majority vote of those voting members of the Board present at the meeting shall determine all actions.

Article VI Committees

Section 6.1 The Chair is authorized to appoint such committees and committee chairs as needed to conduct the business of the Advisory Board. Such committees shall make recommendations, but shall have no power to act on behalf of the Board.

Article VII Rules of Procedure

Section 7.1 Questions of procedure and organization not specifically addressed in these Bylaws shall be governed by rules contained in the most current edition of *Robert's Rules of Order Newly Revised* to the extent applicable and consistent with these Bylaws and any special rules of order, standing rules, or policies adopted by the Advisory Board.

Article VIII Adoption, Amendment, and Repeal of Bylaws

Section 8.1 These Bylaws shall be adopted by an affirmative two-thirds (2/3) roll-call vote of the total voting membership of the Advisory Board.

Section 8.2 The Advisory Board may change these Bylaws by amendment, by adoption of one or more new Bylaws, or by repeal of one or more existing Bylaws at any regular or special meeting by an affirmative two-thirds (2/3) roll call vote of the total voting membership of the Advisory Board; provided that a copy of the

amendments or new Bylaws to be offered or notation of the Bylaws to be repealed shall be furnished to each member in writing at least seven (7) days in advance of the meeting.

Appendix

Advisory Board Member Responsibilities

As noted in its Bylaws, the purpose of the HBCU Success Advisory Board is to provide advice and guidance to the Tennessee Higher Education Commission (“the Commission”) in the areas of improving the identity, visibility, and distinctive capabilities and overall competitiveness of HBCUs; engaging the philanthropic, business, government, military, homeland security, and education communities in a dialogue regarding new HBCU programs and initiatives; improving the ability of HBCUs to remain fiscally secure institutions that can assist the state in reaching its educational goals; elevating the public awareness of HBCUs; and encouraging public-private investments in HBCUs.

Members of the HBCU Success Advisory Board will serve as advisors, ambassadors, and advocates both to and on behalf of Tennessee’s HBCU sector. To meet these purposes and to advance the strategic plan for Tennessee HBCU Success, the responsibilities of Advisory Board members are to:

1. Attend regular board meetings and other events/functions as requested. Review agenda and supporting materials prior to board meetings.
2. Contribute to a rich discussion regarding the overall success and sustainability of Tennessee’s HBCUs, based on their varied experiences and knowledge bases inside and outside of higher education.
3. Foster relationships and connections with potential students and their families, alumni, potential employers of HBCU graduates, and with individuals, corporations, and other organizations that might be in a position to support HBCUs, their students, faculties, and missions.
4. Respect the limitations of their individual and collective authority as an advisory body, rather than a governing body over any particular institution.
5. Individually and collectively serve as a sounding board for the Commission and institutional leadership, helping them to lead the Tennessee HBCU sector with wisdom, skill, and creativity.

Adopted, January 15, 2020