

# CHARTER OF THE COUNCIL OF CHAPTERS

**December 2021 Revisions Approved August 2023**

## Article I. NAME

The name of this organization is the Council of Chapters (also known as the COC) of the American Statistical Association.

## Article II. OBJECTIVES

The primary goals of the Council of Chapters shall be to (1) encourage the development of Chapters, (2) assist in promotion of specific Chapter activities, (3) foster member involvement in the functions of the American Statistical Association (the Association), and (4) act as a liaison body linking individuals to local Chapters, Chapters to Chapters, and both individuals and Chapters to the Association.

The specific objectives and functions of the Council of Chapters are to support and achieve the goals listed above. The activities of the Council of Chapters shall include, but shall not be limited to, the following:

1. Strengthening and invigorating the Chapters through:
  - a. Fostering the formation of new Chapters;
  - b. Reactivation of dormant Chapters;
  - c. Assistance with development of various Chapter activities;
  - d. Identification of potential visiting professionals for Chapter functions;
  - e. Dissemination of information regarding professional benefits from Chapter and Association membership.
2. Organizing programs at National meetings, including
  - a. Two invited sessions at the Joint Statistical Meetings (JSM) with the approval of the meeting program chair, one of which shall be (i) of general lay interest ("At Large") and organized by the Council of Chapters with assistance from a chapter in the region where the annual meeting will be held and (ii) the other to be organized under the supervision from the Council of Chapters by the ("Host") chapter(s) located within the district where the annual meeting will be held. As the annual meeting has limited locations where the meeting might be held, a rotation has been developed for districts to be selected from for both the "At Large" and "Host" sessions.(see Responsibilities and Procedures Manual for rotations);
  - b. A workshop, to be managed by the Chair-Elect, for informal discussion and

information exchange among Chapter and Council of Chapters officers in conjunction with the JSM.

3. Promoting the Statistics Profession and enhancing the professional effectiveness of chapter members through:
  - a. Training and professional development of members at the chapter level;
  - b. Educating the general public about the statistics profession and its role in society and public policy;
  - c. Assisting in outreach activities that promote statistics education.

#### Article III. MEMBERSHIP

The Council of Chapters of the Association shall consist of its officers, as described in Article VIII, and one Representative from each Chapter of the Association. The Chapter Representative shall be designated by each Chapter, ideally for a three-year term. The manner of designating this Representative shall be a Chapter prerogative. To provide flexibility (particularly for annual report filing and chapter representation at JSM business meetings), the Representative's term may be less than three years, and the Representative's non-voting responsibilities may be shared with one or more Chapter Officers. All members of the Council of Chapters must be full members of the Association, as defined by the Bylaws of the Association, and be a member of at least one Chapter.

The United States (including its territories) and Canada shall be divided into three geographic regions to be established by the Governing Board, as described in Article VI. Each Region shall be divided into two Districts, one odd-numbered and one even-numbered, thus forming six districts. The Governing Board must review the region and district boundaries at least once every ten years. The Governing Board may revise the Districts, taking into account changes in the geographic distribution of the Chapter membership and the number of chapters within each district. Insofar as feasible, Districts should have approximately equal numbers of full members of the Association who belong to at least one Chapter of the Association and reside within the District.

#### Article IV. CHAPTERS

Members of the Association within a specific well-defined geographic area in the United States, its territories, and Canada, and in other countries without a statistical society, may petition to form a Chapter to develop and pursue the objectives of the Association.

1. *Definition.* Chapters are defined by geographic area
2. *Formation.* A Chapter may be chartered by a majority vote of the Governing Board of the Council of Chapters based upon a petition of at least ten full members of the Association, a proposed Chapter constitution, and a list of officers. Each Chapter shall be governed by a constitution that is (a) consistent with this Charter and with the Constitution and By-Laws of the Association and (b) provides for an annual meeting

and annual election of officers. A copy of the Chapter constitution and all subsequent amendments must be filed with the Chapters and Sections Manager of the Association. The Committee on Chapter Status shall advise the Chapter proposers on the language of the constitution and geographic area of the Chapter.

3. *Dissolution.* The charter of a Chapter may be surrendered if at least two-thirds of its members vote to do so. The Governing Board may withdraw the charter of a Chapter with a vote of two-thirds of the Governing Board if the Chapter has operated in a manner inconsistent with the aims or objectives of the Association or the Council of Chapters or with its own constitution, or if the Governing Board deems the Chapter to be inactive. The Governing Board shall interpret the term "inactive." Notice must be given to the Chapter constituency that such action is being considered at least one year before such action by the Chapter or the Governing Board.
4. *Membership.* All individual members of the Association shall be eligible for membership in any Chapter. Only full members of the Association may serve as President, Chapter Representative, Secretary, and Treasurer of a Chapter.

#### Article V. SECTIONS

The Council of Chapters and the Chapters of the Association shall work with the Council of Sections and the Sections of the Association to promote the statistics profession.

#### Article VI. GOVERNING BOARD

The Governing Board of the Council of Chapters shall consist of the officers as described in Article VIII. The Governing Board shall manage the affairs of the Council of Chapters. Actions taken by the Governing Board during the past year and a plan for future activities shall be presented at the annual meeting of the Council of Chapters for discussion and further action, as appropriate.

The Governing Board shall have the power to establish a Chapter as specified in Article IV. The Governing Board shall have the power to withdraw the charter of a Chapter, as specified in Article IV.

Except as otherwise provided by this Charter, or by the Constitution or By-Laws of the Association, actions of the Governing Board shall require the presence of a quorum and a majority vote of those present. The quorum for the Governing Board is defined as at least fifty percent of the Board members.

#### Article VII. EXECUTIVE COMMITTEE

The Executive Committee of the Council of Chapters Governing Board shall consist of the Chair, Chair-Elect, Past Chair, Secretary, and the Board Representatives whose term begins in even years.

The Executive Committee shall plan for meetings of the Governing Board and serve in an advisory capacity to the Governing Board.

The Executive Committee is empowered to act for the Governing Board when in the judgment of the chair such action is immediately necessary. Under such circumstances an affirmative vote of all but one of the members of the Executive Committee is required for any action. The Governing Board shall be notified of any such actions within seven days and may overrule such action by a majority vote.

## Article VIII. OFFICERS AND ASA LIAISON TO THE COUNCIL OF CHAPTERS

### 1. Officers

The officers of the Council of Chapters shall be the Chair, Chair-Elect, Past Chair, Secretary, one Vice-Chair from each of the six Districts (as described in Article III), Communications Officer, and one Board Representative of the Council of Chapters from each of the three Regions (as described in Article III).

The **Chair** is the chief officer of the Council of Chapters and shall preside at all meetings of the Council of Chapters, Governing Board, and Executive Committee. The Chair shall coordinate duties of the officers and other members of the Council of Chapters and prepare an annual report, for publication in a news bulletin, on the activities of the Council of Chapters. The Chair shall appoint a Program Chair who will be responsible for organizing the Council of Chapters program session at the JSM that is scheduled for the year immediately following the Chair's term.

The **Chair-Elect** shall serve as a member of the Governing Board and the Executive Committee and shall preside over meetings of the Council of Chapters and its committees in the absence of the Chair. The Chair-Elect, in consultation with the Chair, shall designate members of the committees of the Council of Chapters. The Chair-Elect shall organize and conduct a workshop among Chapter and Council of Chapters officers at JSM.

The **Past Chair** shall serve as a member of the Governing Board and the Executive Committee and shall preside over meetings of the Council of Chapters and its committees in the absence of the Chair and Chair-Elect. The Past Chair shall provide guidance to the Program Chair who is responsible for organizing the Council of Chapters program sessions at JSM and facilitating the organization of the invited session allocated to the chapters located within the district where the annual meeting will be held (see Responsibilities and Procedures Manual for rotation). The Past Chair shall chair the committee appointed to revise the Council of Chapters Charter in accordance with Article XI, Section b. The Past Chair shall oversee undertaking revisions to the Council of Chapters Responsibilities & Procedures document and the Chapter Officers Handbook. Additionally, the Past Chair will serve on the Nomination Committee for the Association for a term of two years, beginning the year serving as Past Chair.

The **Secretary** shall serve as a member of the Governing Board and Executive Committee. The Secretary shall be responsible for the minutes of all meetings of the Council of Chapters and the Governing Board.

The six **Vice-Chairs** of the Council of Chapters serve as members of the Governing Board. Their duties include facilitating the flow of information between the Chapters

in their district, the Governing Board, and the Chapters and Sections Manager of the Association. The Vice-Chairs shall also serve in the Chapter Status Committee as prescribed in Article XI, Section 4c. The Vice-Chairs shall also act on special, possibly unanticipated, tasks. The two Vice-Chairs who are in the last year of their 3-year terms will be responsible for (1) chairing the Traveling Course Committee and (2) presenting the Annual Report of the Chapter Survey at the JSM Council of Chapters Business Meeting. The two Vice-Chairs will decide as to which activity they will manage.

The **Communications Officer** shall serve as a member of the Governing Board. The Communications Officer shall publicize the Council of Chapters and its activities by editing and overseeing publication and distribution of a chapter officers' newsletter or other Council of Chapters publications with the assistance of the central office of the Association. The Communication Officer will take minutes at the Chapter Status Committee meetings.

The three **Board Representatives** of the Council of Chapters serve as representatives of the Council, and not of any individual Chapter. Their duties include attending meetings of the Board of Directors of the Association and reporting Board activities at the annual meeting of the Council of Chapters.

Policies and procedures for officers shall be included in the Council of Chapters Responsibilities and Procedures Manual and be updated on a regular basis.

## 2. Association Liaison

A member of the Association Central Office staff shall be designated by the Executive Director of the Association as a liaison to the Council of Chapters. The ASA liaison may attend all meetings of the governing board as an ex-officio member of the board. The Association Liaison shall not have any voting rights.

## Article IX. METHOD OF SELECTION

All members of the Council of Chapters shall be eligible to vote for the position of Chair-Elect. Each year, the Committee on Nominations of the Council of Chapters shall submit at least two candidates for Chair-Elect. The Chapter and Sections manager of the Association shall then send a ballot and a brief biographical sketch of each nominee for Chair-Elect to the members of the Council of Chapters. This mailing shall occur by a date that will allow for the selection of the Chair-Elect prior to the JSM that precedes the beginning date of the Chair Elect's term.

The Secretary shall be designated by the Chair-Elect in consultation with the Chair, Past Chair, and Board Representatives of the Council of Chapters. If possible, this designation shall be made at least two months prior to the date on which the Secretary takes office.

Each Chapter Representative on the Council of Chapters is eligible to vote for the position of Vice-Chair from the Chapter's respective District. Each year the Committee on Nominations of the Council of Chapters shall submit at least two nominees for each of the two Vice-Chairs from the two Districts designated to elect a new Vice-Chair. The Chapters

and Sections Manager of the Association shall then send a ballot and a brief biographical sketch of each nominee for Vice-Chair to all Chapter Representatives of the Council of Chapters from the relevant District. This shall occur by a date that will allow for the selection of the Vice-Chair prior to the JSM that precedes the beginning date of the Vice-Chair's term.

The Communications Officer shall be designated by the Chair-Elect in consultation with the Chair, Past Chair, and Board Representatives of the Council of Chapters. If possible, the designation shall be made at least two months prior to the date on which the Communications Officer takes office. The Communications Officer, together with the Executive Committee may appoint a director of Social Media, or additional ad hoc positions to create a Communications Committee as necessary to assist with responsibilities of the office.

Each year, the Committee on Nominations of the Council of Chapters shall submit at least two candidates for the office of Board Representative of the Council of Chapters from the Regions designated to elect a new Representative. Nominees must reside in the Region at the time of nomination and must be full members of the Association for the five years preceding the start of their term in office as specified in Article VI of the Constitution of the Association. As part of the Association's annual election, the Secretary of the Association shall send a ballot and brief biographical sketch of each candidate for Board Representative of the Council of Chapters to all full members. All full members of the Association shall be eligible to vote for Board Representative of the Council of Chapters.

Except as provided for below, the Governing Board shall fill any vacancy on the Governing Board that occurs between elections. If a vacancy occurs in the office of Chair and the office of Chair-Elect is not vacant, then the Chair-Elect, if willing and able, shall become Chair for the remainder of the current term, as well as for the entirety of the succeeding term. In any other case of a vacancy in the office of Chair or Chair-Elect, the Governing Board shall fill the vacancy by choosing one of the elected officers of the Council of Chapters.

If a vacancy occurs in the office of Past Chair, the office shall remain vacant for the remainder of that term.

A vacancy in the Board Representatives of the Council of Chapters or in the Vice-Chairs shall be filled by appointment by the Governing Board with the approval of the Council Representatives from the Region or District of the vacancy. Such appointees must be a member of the Association and belong to at least one chapter comprising the region or district where the vacancy occurred.

Nominees for an office of the Council of Chapters must have been a full member of the Association at the time of nomination; additional requirements for the Association membership of the Board Representative nominee are specified in Article VI of the Association Constitution. All elections shall use the method of approval voting and shall conform to the voting procedures and requirements described in Article III of the By-Laws of the Association.

#### Article X. TERMS OF OFFICE

Once elected to the position of Chair-Elect, the incumbent shall normally serve a three-year term. The first year shall be as Chair-Elect, the second year as Chair, and the third year as Past Chair. The Past-Chair shall not be eligible for immediate reelection as Chair-Elect.

The Secretary shall be appointed for a one-year term to coincide with the Chair's term as Council of Chapters Chair. The Secretary shall serve for a period of one year and is eligible for reappointment provided that the total continuous period of service as the Secretary does not exceed five years. Any exceptions to this five-year rule must be made with a majority vote of the Governing Board.

The Vice-Chairs shall each serve a three-year term. No Vice-Chair completing a full term shall be eligible for immediate reelection to the same office.

The Communications Officer shall be appointed for a one-year term to coincide with the Chair's term as Council of Chapters Chair. The Communications Officer shall serve for a period of one year and is eligible for reappointment provided that the total continuous period of service as the Communications Officer does not exceed five years. Any exceptions to this five-year rule must be made with a majority vote of the Governing Board.

Each Board Representative of the Council of Chapters shall serve a three-year term, one Representative being elected each year in a three year cycle. No Board Representative completing a full term shall be eligible for immediate reelection to the same office.

Terms of office shall end, and new terms shall begin, on January 1, but each office holder shall serve until a successor takes office.

The Governing Board may provide shorter terms during periods of organizational transition.

No individual may serve simultaneously in two or more capacities in the Council of Chapters.

#### Article XI. COMMITTEES

1. *Types.* The Committees of the Council of Chapters shall consist of the Executive Committee, Standing Committees as provided by this Charter, and such Standing or Current Committees as the Chair or the Governing Board may establish. Current Committees may be established in order to satisfy a particular need or interest of the Council of Chapters. All committees must have a statement of the charge or purpose from the Governing Board.
2. *Membership.* The term of membership on Standing and Current Committees, if not otherwise specified in this Charter, shall be three years. Initial terms shall be set by the Chair or the Governing Board for one, two, or three years so that, as nearly as possible, one-third of the members shall be appointed each year. No member may serve on a committee for more than six consecutive years without Governing Board

approval, except for ex officio members. Members of committees shall serve until their successors are appointed or elected, unless they have served six consecutive years in the committee under question. Each committee shall be governed by a chair appointed by the Chair of the Council of Chapters and the chair may appoint a vice-chair to assume the responsibility of the chair in the absence of the committee chair. All members of Standing Committees, as well as chairs of Current Committees, shall be full members of the Association.

3. *Normal Time of Appointment.* To allow new members of Standing and Current Committees may begin work promptly, the Chair-Elect shall normally designate these members. If possible, the designations shall be made at least two months prior to the date on which the new committee members take office.

4. *Standing Committees.*

- a. ***Committee on Nominations for the Council of Chapters.*** The Committee on Nominations shall consist of six members, each representing a unique district. Each year, with the consent of the Governing Board, three members shall be appointed by the Chair to serve two-year terms. Only Presidents, Past Presidents, Secretaries, and Treasurers of Chapters as well as members of the Council of Chapters shall be eligible for appointment to the Committee on Nominations. Each Appointee must be a full member of the Association. The Committee on Nominations shall be chaired by the Chair-Elect of the Council of Chapters. The Committee on Nominations shall make nominations for offices and positions as provided in Article VIII or in the Constitution and By-Laws of the Association. Members of the Committee on Nominations are not eligible for nomination by the Committee.
- b. ***Charter and Responsibilities/Procedures Documents Review Committee.*** Not more than three years after the adoption of the Charter or ratification of periodic revisions, the Chair shall appoint a Charter Committee for the purpose of reviewing the Charter of the Council of Chapters. If necessary, the Charter Committee shall prepare a revision to be submitted to the Governing Board not more than five years after the adoption of this Charter, in accordance with Article XIV of the Constitution of the Association. In the event that the Charter Committee undertakes a major revision of the Charter, the Governing Board may extend the life of the current Charter for one year at a time. A Charter review shall occur at least every five years. Similar time frame will be followed for the review of the Responsibilities and Procedures document.
- c. ***Committee on Chapter Status.*** The Committee on Chapter Status consists of the six Vice-Chairs, the Communications Officer, and Board Representative(s) whose term(s) start in odd numbered years. The Board Representative in their second and third year who started their term in an odd year will serve as chair of this committee. Regardless of the year elected, the first year Board Representative shall be a member of this committee. The committee shall examine proposals for new Chapters, making recommendations if necessary. It shall also monitor the activities of existing Chapters and make recommendations to the Governing Board concerning action for chapter revival and dissolution.
- d) ***Traveling Course Committee.*** This committee for organizing the traveling courses to be offered through the Council of Chapters will consist of the six District Vice-



Chairs or their representatives/designee. One of the District Vice-Chairs, serving in the last year of their term, will serve as Chair for this committee. The Traveling Course committee will develop a roster of courses to be made available to the chapters. The chair of this committee and the ASA Staff Liaison works with the speaker/instructor and chapters to select dates for scheduling the course.

5. *Current Committees.* The life of a Current Committee may not exceed five years without a review for its need by the Governing Board. Any committee that is to continue for more than one year must have a charge approved by the Governing Board, and each committee shall submit an annual report to the Governing Board.

Each committee shall prepare and present an annual report to the Governing Board. The Council of Chapters Responsibilities and Procedures Manual shall include procedures for each individual Standing Committee. Current Committees established in accordance with this article may be dissolved at any time by majority vote of the Governing Board.

## Article XII. PUBLICATIONS

The Governing Board may authorize non-journal periodicals, reports, proceedings, or other publications.

Editors for Council of Chapters publications shall be appointed, from the full members of the Association, by the Governing Board.

## Article XIII. MEETINGS

The annual meeting of the Council of Chapters shall be held at the JSM and announced in advance to the members of the Council of Chapters. Between meetings the Council of Chapters may conduct business by mail, telephone, or other electronic means.

The full Governing Board shall meet at least two times per year. A meeting shall be held in connection with the JSM; another shall be held at a time and place designated by the Chair with the consent of the Governing Board. Meetings shall be held at the call of the Chair, or by the vote of all but one of the majority of the members of the Executive Committee, or by petition signed (or e-signed) by at least five members of the Governing Board. Between meetings the Governing Board may conduct business by mail, telephone, or other electronic means.

Meetings shall follow Roberts' Rules of Order, except where otherwise noted in this Charter or the Constitution and By-Laws of the Association.

## Article XIV. AMENDMENTS

1. *Proposal.* Amendments to this Charter may be proposed by the Governing Board or by a petition signed by at least ten members of the Council of Chapters. An amendment originating by petition shall be referred to the Governing Board, which will vote on its recommendation regarding ratification. Periodic revisions, as provided for in Article XI, shall be referred to the Governing Board, which may recommend ratification as a

whole or in parts. The Governing Board may also decide upon the final wording of the proposed revision as long as such wording is consistent with the original intent of the petition.

2. *Ratification*. All proposed amendments shall be submitted to the members of the Council of Chapters for mail and/or electronic vote at the time of the next annual election of Officers or as deemed necessary by the Governing Board. If approved by a majority of the members of the Council of Chapters who submitted a vote, the amendment is subject to the approval of the Association's Board of Directors. If approved by the Board of Directors, the amendment shall take effect immediately.