

By-Laws

ARTICLE I ORGANIZATION

1.01. **Name of Institute.** The Griot Institute for the Study of Black Lives and Cultures.

1.02. **Definition of Bylaws.** These Bylaws constitute the code of rules adopted in 2021 by The Griot Institute for the Study of Black Lives and Cultures for the operation of its day-to-day affairs and the function of its Advisory Board.

1.03. **Mission of the Institute.** The mission of the Institute shall be as stated on its webpage and shall align with the university mission and its strategic plan, while remaining committed to The Institutes founding goals and its need to address emerging and unexpected, but relevant issues.

1.04. **Structure of Advisory Board.** Institute is organized based on the Bucknell University **GUIDE FOR CENTERS AND INSTITUTES Prepared by Provost Council | January 2020.**

1.05. **Official Office.** The Office of The Griot Institute is at 202 Hildreth Mirza Hall on the Bucknell Campus Lewisburg, PA 17837.

ARTICLE II PURPOSES OF THE INSTITUTE

2.01. **Purposes.** The Institute is organized for collaborative interdisciplinary exploration of the aesthetic, artistic, and scholarly cultural products and intellectual currents of historical and contemporary Africana communities. The express purpose of this Institute shall be to employ various narrative forms as a thematic and theoretical framework for its projects and programming in order to both generate and disseminate knowledge that supports the multiple Black communities on campus and in the wider community across the globe. The principal of these programs is for scholarly, literary, artistic, and educational purposes to support student learning beyond the classroom and in connection to leading intellectuals, and to provide faculty and staff opportunities to engage with scholars, artists, and ideas they don't typically engage in the dominant canons of their disciplines. Specifically, the annual Griot speaker series engages cutting edge artistic and intellectual productions by academics and public intellectuals, who provide theoretical insights into Black lives and cultures through their various narratives. Narrative is deployed in a speaker series; a published book series; book groups; artists' performances; screenings of culturally, artistically, or historically important films; and as well, the archiving of, research on, and maintenance or preservation of Black lives and cultures in narratives and artifacts in all their varied forms on Bucknell's campus, over its entire history to the present.

In furtherance of these goals and in accordance with the Provost Council's Guide for Centers and Institutes 2020, the Griot Institute shall apply for, request, receive, hold and use contributions, gifts or grants made available for such purposes by federal, state or local governments or any private corporation, association, foundation, organization or person.

ARTICLE III ADVISORY BOARD MEMBERS

3.01. Definition of Advisory Board Members. The Advisory Board is the group of persons vested with advisory status in the planning of programming of the Griot Institute.

3.02. Appointment of Advisory Board Members. The Advisory Board members shall be those invited by the Director after discussion with the Advisory Board. All members of the Advisory Board can recommend new advisory Board members to the Director for consideration. When vacancies are open, the Director will suggest replacement members for Advisory Board consideration.

3.03. Qualifications of Advisory Board Members. Advisory Board members shall show an enthusiastic interest in promoting the success and vibrancy of the Griot Institute as well as proficiency or interest in critical analysis of Black Lives and Cultures in artistic/intellectual output in any of the academic disciplines, popular culture, activism, or other appropriate realm.

3.04 Number of Advisory Board Members. The number of Advisory Board Members of the Griot Institute shall be no more than 15 members and no fewer than five (5) members total in any semester; in addition, two (2) ex officio members will sit on the board. The composition of the board shall be no more than eight (8) faculty, up to eight (8) staff, and up to five (5) students to reach a total of 15 sitting members. Ex officio members are: 1) The Director of the Griot Institute, who serves as the Chair of the Advisory Board; and 2) The Programs Manager who serves as the Secretary for Advisory Board meetings. Representation from Critical Black Studies (CBS) Faculty (whether from the Department's core faculty or affiliate faculty) is encouraged. No individual department shall be represented by more than two (2) of its core faculty in the eight (8) Advisory Board positions.

3.04.1 Suggested Configuration of Advisory Board. The Advisory Board should strive for representation from faculty, staff, and students across campus and when possible from across the three colleges. The Advisory Board composition shall, when possible, include students from BACSA and BSU as well as students outside those organizations who self-identify as Black, African American, or of other relevant identities. All Advisory Board members must have intellectual/artistic expertise in fields related to the Study of Black Lives and Cultures in any discipline, have an embodied life long experience of Blackness, and/or a passion, and/or expertise in either: African; African American; or African descended people in South and Central America, Asia, Caribbean, Middle East, Europe; or interest in intellectual work of Black creators in Film, Performing Arts, History, Literature, Religious Studies, Activism, to name a few areas. Otherwise Advisory Board members will have critical skills in fundraising and

development, marketing/communications, and have a strong interest in supporting the expressed mission of the Griot Institute.

3.04.2 Ad Hoc Members. In addition to Advisory Board Members, it is useful to build and maintain relationships with related local intellectual, art, and cultural organizations in the area. Ad Hoc members can be identified and asked to help for the purposes of relationship building, communication, and when possible and appropriate, partnerships in programming efforts. Ad Hoc members may attend the Griot Institute Advisory Board meetings by prior agreement, invitation, and request time on the Advisory Board Meeting agenda to share information regarding their organization and its activities.

3.05 Selection of Board Members. Each of the new Advisory Board Members shall be confirmed or re-confirmed annually, in May and August by the Advisory Board. Each Advisory Board Member may remain in office even when on leave for a single semester. If on leave for more than one semester a successor may be selected to replace the member on longer term leave. Confirmation of all Advisory Board Members will be held at the first annual meeting of the Griot Institute.

3.05.01. Terms of Advisory Board Members. Advisory Board members shall annually express their interest and intent via email to continue on the Advisory Board and to inform the Director if they will be on UTFL, sabbatical, or other forms of leave. Each Advisory Board member shall serve a three-year term. No member shall serve more than two consecutive three-year terms with the exception of the Director and the Programs Manager. Advisory Board members who have completed the allotted two consecutive terms must rotate off the Advisory Board for one complete year, after which they are eligible for future nomination to the Advisory Board when there are vacancies to fill. All Advisory Board members are encouraged annually to self-assess their own Advisory Board participation and future time commitments and availability required for Advisory Board service **before** agreeing to continue their term.

3.06 Vacancies on the Advisory Board. The Advisory Board may declare vacant the seat of any member of the Advisory Board who is absent from three (3) consecutive regular Advisory Board meetings without furnishing satisfactory explanation to the Advisory Board, or who, in the full Advisory Board opinion, and over a reasonable amount of time does not exhibit sufficient commitment to the Griot Institute's endeavors. New Advisory Board members appointed to fill a vacancy will serve for the unexpired term of the predecessor in office. Any vacancy occurring in the Advisory Board shall be filled by appointment by the Director in consultation with the Advisory Board.

ARTICLE IV STAFF

4.01. Staff. The Staff of the Griot Institute shall consist of the following personnel: Director, Programs Manager, and Student Interns.

4.02. **Director.** The Director shall set the vision and lead the Griot Institute. The Director shall supervise and be responsible for the day-to-day affairs of the Griot Institute. The Director shall perform all duties incident to such office and such other duties of annual reports, student research project development and maintenance, and book series editor.

4.03. **Programs Manager.** The Programs Manager supports the work of the Director, manages outreach and follows up with guest speakers, provides assistance keeping minutes of all meetings of the Advisory Board, is the steward physically archiving the historical records, and shall help keep and maintain correct financial accounts.

ARTICLE V ADVISORY BOARD MEETINGS

5.01. **Place of Advisory Board Meetings.** Meetings of the Advisory Board, regular or special, shall be held on Bucknell's campus in person whenever possible and virtually when necessary.

5.02. **Regular Advisory Board Meetings.** Regular meetings of the Advisory Board shall be set at the beginning of each semester by the Director. At least three meetings per semester will be held unless extenuating circumstances warrant otherwise.

5.03. **Notice of Advisory Board Special Meeting.** Written electronic notice stating the place, day, and hour of any special meeting of the Advisory Board shall be delivered to each Board member no less than two (2) calendar days before the date of the meeting, by or at the direction of the Director of the Griot Institute. Such notice shall state the business to be transacted at, or the purpose of, such meeting.

5.04. **Call of Special Advisory Board Meetings.** A special meeting of the Advisory Board may be called by either:

- (i) The Director, or
- (ii) Five or more members of the Advisory Board.

To call a special meeting, all members of the Advisory Board must be informed in accordance with all rules and regulations listed in 5.03.

5.05. **Quorum.** The presence, in person, of the Director and a majority of the members of the Advisory Board shall constitute a quorum. An act of the Director and a majority of the Advisory Board members present at a meeting at which a quorum is present shall be the act of the Advisory Board.

ARTICLE VI ACTION

6.01. **Procedure.** When a vote is determined more useful than consent discussion, each Advisory Board Member shall have one vote. At all meetings, discussion and consensus are acceptable and where votes are required all votes shall be conducted electronically to preserve anonymity via email or in an electronic voting survey.

6.02. **Action by Consent.** Any action of the Director or Advisory Board, may be taken without a meeting if a consent in writing, setting forth the action taken, is signed by all the persons on the Advisory board entitled to voice an opinion or to vote with regard to the subject matter of the consent, or all Advisory Board Members, and filed with the Programs Manager. If all Advisory Board Members have filed an acceptance of electronic consent voting via the Director's Declaration of Preferred Notice, *electronic* consent or voting on a decision shall be permitted when deemed useful or necessary.

ARTICLE VII REMOVAL OF ADVISORY BOARD MEMBERS

7.01. **Termination of Advisory Board Members.** Advisory Board Members shall be terminated upon receipt by the Advisory Board of the written resignation of an Advisory Board Member, by the death of an Advisory Board Member, by action pursuant to paragraph 3.06, or for cause detrimental to The Griot Institute as may be determined by the Advisory Board.

7.02. **Removal of Advisory Board Members.** Advisory Board Members may be removed by two-thirds vote of the Advisory Board when in their judgment the best interests of the Griot Institute shall be served. The Director and Programs Manager of the Griot Institute are under contracts and must be removed by the Provost or HR.

ARTICLE VIII COMMITTEES

8.01. **Definition of Committees.** The Griot Institute may have certain committees, each of which shall consist of one (1) or more Advisory Board Members, which shall have and exercise some prescribed authority of the Advisory Board in the management of the Griot Institute. However, no such Committee shall have the authority of the Advisory Board in reference to affecting any of the following:

- (1) Filling of vacancies in the Advisory Board.
- (2) Adoption, amendment, or repeal of Articles of Incorporation or of Bylaws.
- (3) Amendment or repeal of any resolution of the Advisory Board.
- (4) Action on matters committed by Bylaws or resolution of the Advisory Board to another committee of the Advisory Board.

8.02. **Appointment of Committees.** The Advisory Board, by resolution duly adopted by a majority of the Advisory Board Members in office may designate and appoint one or more Committees and delegate to such Committees specific and described authority of the Advisory Board to exercise in the management of the Griot Institute. However, the creation of such committees will not operate to dismiss the Advisory Board, or any individual employee of the Griot Institute (Director, Programs Manager, or Interns) from any employment or responsibility at the Griot Institute.

ARTICLE IX
OPERATIONS

9.01. **Fiscal Year.** The fiscal year of The Griot Institute shall begin July 1 and end June 30 of each year.

9.02. **Execution of Documents.** The Director in cooperation with the Programs Manager shall supervise the maintenance and keeping of records of all receipts and disbursements. The records shall be submitted with the annual report to the Griot Institute's Direct Report. The Director shall determine the appropriate signatories for checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness and shall, by resolution, determine the appropriate authorizations for such payments.

9.03. **Books and Records.** The Griot Institute shall keep correct and complete records of accounts, projects under way, annual reports, survey feedback on events, and shall also keep minutes of the meetings of the Advisory Board. The Griot Institute shall keep at its office and in electronic record form all of its Bylaws including amendments.

9.04. **Conflict of Interest.** No Advisory Board member or staff person shall voice opinion to the Advisory Board, vote or otherwise participate in a decision on any matter in which that individual has, or within the preceding twelve (12) months had, any personal interest professional, pecuniary, or otherwise.

ARTICLE X
HIRING AND SALARIES

10.01. **Hiring.** The Director shall hire employees determined to be necessary in the conduct of the business of the Griot Institute.

10.02. **Director.** The Provost may appoint a Faculty Director, who shall serve a three-year term, and who shall have general supervision over the administration of the intellectual work of the Griot Institute.

ARTICLE XI
AMENDMENTS

11.01. **Modification of Bylaws.** These Bylaws may be altered, amended, repealed or added to by creating a sub-committee to review the Bylaws through an affirmative vote of a majority of the members of the Advisory Board. There must then be a reading of the proposed amendments at an Advisory Board meeting prior to a discussion and consent or full Advisory Board vote to change those Bylaws. Written notification of the proposed amendment(s) and of the reading shall be sent to all Advisory Board members in advance.

ADOPTION OF BYLAWS

Written by the Director for Bucknell's Griot Institute for the Study of Black Lives and Cultures, March 25, 2021, at Lewisburg, PA and made available for review by Advisory Board members October-December 2021, ByLaws finalized December 20, 2021.