

# SSERCA Bylaws

## Article I. Organization Name

1.0 The name of the organization is: Sunshine State Education & Research Computing Alliance. The abbreviation SSERCA may be used.

## Article II. Purpose

2.0 The Mission.

The mission of SSERCA is to further the development of a statewide computational science infrastructure of advanced scientific computing, communications and education resources by promoting cooperation between Florida's universities. SSERCA will among other activities cultivate funding of, and support for, computational science initiatives in support of Florida academic institutions and contribute to the State's economic development. Therefore, the Membership of the Sunshine State Education & Research Computing Alliance has joined to:

2.0.1 Promote public support for extending advanced scientific computing and networking resources, the continued development of a statewide information infrastructure, education and outreach programs related to computational science, and access by the State's researchers to scientific computing environments

2.0.2 Provide a forum for discussion and information exchange with State and Federal agencies and legislators to ensure continued support for advanced scientific computing and communications

2.0.3 Provide a collaborative framework to pursue more effectively external funding to further the mission of SSERCA

2.1 Achieving Purpose. To achieve these purposes the organization shall:

2.1.1 Organize and conduct meetings, discussion groups and other similar programs concerned with exchange of information and development and execution of decisions and policies

2.1.2 Establish mechanisms to gather and provide information relevant to its purpose

2.1.3 Develop a cohesive plan and implement a statewide cyberinfrastructure to drive research and support education within the State of Florida

2.2 Conducting Business. To achieve these purposes, the business of the organization shall be conducted, as appropriate, at meetings of the Member Institutions as specified in Article VI of these Bylaws, and when permitted, by electronic or other means, as specified in Article VII of these Bylaws.

# Article III. Institutional Participation in SSERCA

3.0 SSERCA shall be made up of member institutions and affiliate institutions. Member and affiliate status shall be granted to those applying institutions in accordance with these Bylaws.

## 3.1 Institutional Participation Criteria.

3.1.1. Members - An organization or institution shall be recognized as a member if it:

1. Subscribes to the purposes stated in Article II
2. Has a research or education affiliation with a higher education academic institution in the State of Florida
3. Has an active program in the use or support of advanced scientific computing
4. Or, indicates its commitment to fulfill criteria stated in 1-3
5. During the course of the calendar year a member contributes resources, both intellectual and physical
  1. Commitment to contribute an equal share of staff time to support SSERCA sponsored events and projects
    - a. Member institutions currently contribute approximately one half an FTE to SSERCA events and projects.
    - b. Staffing for SSERCA projects and events will vary according to member priorities.
    - c. Staff will have an appropriate level of skills for assigned tasks.
    - d. A larger financial contribution to SSERCA projects and events can be made to compensate for a lesser contribution of staff.
  2. Commitment to contribute physical assists to SSERCA sponsored projects in the form of compute components and data storage
    - a. A minimum of 200 processor cores will be available to host SSERCA related projects
    - b. A minimum of 5 TB of data storage will be available to host SSERCA related projects
    - c. A commitment to host an equal share of SSERCA sponsored trial and dedicated accounts.
  3. Joint financial commitment to SSERCA approved events and projects
    - a. Each member institution paid approximately \$5,000 to support joint activities related to SC11
    - b. Cost related to SSERCA internal organizational meetings are typically borne entirely by the host institution
6. Participates in SSERCA functions (governance meetings, technical BOFs, scientific discussions)
7. Informs the Secretary of member representation (See Section 3.3)

3.1.2 Affiliates - An organization or institution shall be recognized as an affiliate if it:

1. Subscribes to the purposes stated in Article II
2. Has a research or education affiliation with a higher education academic institution in the State of Florida
3. Participates in SSERCA functions with the exception of voting rights.
4. Appoints a liaison to SSERCA

## 3.2 Institutional Representation Requirements

### 3.2.1 Members

3.2.1.1: Each member institution will name one representative to the Executive Board. This representative should be named by the Provost, Vice President for Research, or President of the sponsoring institution and be able to speak on the behalf of said institution

3.2.1.2: Each member institution will name a representative to the Managing Committee. The representative should be the person in the director level position that has responsibility for managing the program or department which provides support for advanced research computing. These representatives will:

1. Be the points of contact for all communications concerning SSERCA business.
2. Be responsible for communicating policy concerns to the member institution and providing SSERCA with their member institution's position on issues of importance.
3. Be directly active in the member institution's computational science activity
4. Be authorized to make decisions for the member institution.
5. Be responsible for the member institution's one (1) vote on the management committee.

3.2.1.3 Each member institution will name a faculty representative to SSERCA. This representative should be directly involved in advanced research computing activities at their institution. The faculty representatives will:

1. Be responsible for communicating policy concerns to the member institution faculty and providing SSERCA with their member institution faculty's position on issues of importance.
2. Be directly active in the member institution's computational science activity
3. Be their institutions representative on the Faculty Committee.

### 3.2.2 Affiliates

3.2.2.1: Each affiliate institution will name one person to represent that institution at SSERCA meetings.

3.2.2.2: Each affiliate institution will name one representative to act as a liaison to SSERCA. These liaisons will:

1. Be the points of contact for all communications concerning SSERCA business.
2. Be responsible for communicating policy concerns to the affiliate institution and providing SSERCA with their affiliate institution's position on issues of importance.
3. Be responsible for the Member Institution's vote when called for by the Chair.
4. Be directly active in the affiliate institution's computational science activity.
5. Be able to facilitate access to SSERCA resources for the affiliate institution.

3.2.2.3 Each affiliate institution may will name a faculty representative to SSERCA. This may be the same person that is named in 3.2.2.1 above. The faculty representatives will:

1. Be responsible for communicating policy concerns to the member institution faculty and providing SSERCA with their member institution faculty's position on issues of importance.
2. Be directly active in the member institution's computational science activity
3. Be their institutions representative on the Faculty Committee.

## 3.3 Application for Institutional Participation.

### 3.3.1 Members

3.3.1.1 An Institution applying for Membership must submit an application to the SSERCA secretary who shall process all applications in accordance with SSERCA policies and

applicable Bylaws. The application must adequately show the Institution's ability to meet all requirements stated in section 3.1 and 3.2.

3.3.1.2 Before voting on an application a minimum of thirty (30) days of open discussion must be allowed. A vote must be taken no later than six (6) months after the date of the accepted application.

3.3.1.3 An applying Institution shall become a member upon receiving a majority approval from the voting member institutions. A communication containing the outcome of the vote and any pertinent discussion shall be generated by the Secretary and sent to the applying Institution and current members.

### 3.3.2 Affiliates

3.3.2.1 An Institution applying for affiliate status must submit an application to the SSERCA secretary who shall process all applications in accordance with SSERCA policies and applicable Bylaws. The application must adequately show the Institution's ability to meet all requirements stated in section 3.1 and 3.3.

3.3.2.2 Before voting on an application a minimum of thirty (30) days of open discussion must be allowed. A vote must be taken no later than six (6) months after the date of the accepted application.

3.3.2.3 An applying Institution shall become an affiliate upon receiving a majority approval from the voting member institutions. A communication containing the outcome of the vote and any pertinent discussion shall be generated by the Secretary and sent to the applying Institution and current members.

## 3.4 Institutional Participants Rights.

### 3.4.1 Members

3.4.1.1 SSERCA Voting. As required by the Bylaws or requested by the Chair, when a member institution vote is called, each member institution is allowed one (1) vote, for which the institutional executive board representative is responsible.

3.4.1.2 Elected Office. Institutional executive board representatives shall have the right to hold elected office.

### 3.4.2 Affiliates

3.4.2.1 Executive Board Representation Voting. The SSERCA affiliates shall elect one (1) voting member appointed to the Executive Board.

## 3.5 Institution Participant Responsibilities.

### 3.5.1 Members

3.5.1.1 Each member institution must abide by all rules and Bylaws in force at that time.

3.5.1.2 Member institutions agree to make a good faith effort to attend SSERCA meetings. Members may submit written proxies or designate an alternative representative.

### 3.5.2 Affiliates

- 3.5.2.1 Each affiliate institution must abide by all rules and Bylaws in force at that time.
- 3.5.2.2 Member institutions agree to make a good faith effort to attend SSERCA meetings.

### 3.6 Institution Participation Termination.

#### 3.6.1 Members

3.6.1.1 Voluntary. A member institution may terminate membership at any time; however, it must fulfill all obligations incurred up to the point of termination.

3.6.1.2 Involuntary. If a member institution fails to act in accordance with standing SSERCA rules or Bylaws, the Chair shall send a letter of warning to its institutional representatives. If the issues persist, the Chair shall then recommend termination of the institution's membership. A vote will then be called to formally terminate the member status, with a two-thirds (2/3) vote required to revoke member status. The Chair will send a letter or email to the institutional representatives informing the institution of the termination action.

3.6.1.3 In the event of either a voluntary or involuntary termination, the terminated member has no claim to any assets held by SSERCA.

#### 3.6.2 Affiliates

3.6.1.1 Voluntary. An affiliate institution may terminate membership at any time; however, it must fulfill all obligations incurred up to the point of termination.

3.6.1.2 Involuntary. If an affiliate institution fails to act in accordance with standing SSERCA rules or Bylaws, the Chair shall send a letter of warning to its institutional representatives. If the issues persist, the Chair shall then recommend termination of the institution's affiliate status. A vote will then be called to formally terminate the affiliate status, with a two-thirds (2/3) vote required to revoke the institutions status. The Chair will send a letter or email to the institutional representatives informing the institution of the termination action.

3.6.1.3 In the event of either a voluntary or involuntary termination, the terminated affiliate has no claim to any assets held by SSERCA.

### 3.7 Institutional Participant Termination of Board Members and Representatives

#### 3.7.1 Members

3.7.1.1 Voluntary. A member institution may replace any board member or representative that they have appointed at any time; however, this action does not relinquish them from any obligations they currently have with respect to any duties or pending work.

3.7.1.2 Involuntary. If a Member's Representative fails to act in accordance with standing SSERCA rules or Bylaws, the Chair shall have the authority to send a letter of warning to the member institution's administration. If the issues persist, the Chair shall then recommend replacement of the member institution's representative. A vote will then be called to formally terminate the representative, with a two-thirds (2/3) vote required for ratification. The Chair will send a letter or email to the member institution's administration.

#### 3.7.2 Affiliates

3.7.2.1 Voluntary. An affiliate institution may replace any representative or liaison that they have appointed at any time; however, this action does not relinquish them from any obligations they currently have with respect to any duties or pending work.

3.7.2.2 Involuntary. If an affiliates representative or liaison fails to act in accordance with standing SSERCA rules or Bylaws, the Chair shall have the authority to send a letter of warning to the institution's administration. If the issues persist, the Chair shall then recommend replacement of the affiliate institution's representative or liaison. A vote will then be called to formally terminate the representative or liaison, with a two-thirds (2/3) vote required for ratification. The Chair will send a letter or email to the member institution's administration.

## **Article IV. Structure**

### 4.0 Elected Officers.

4.0.1 Three officers shall be elected from Member Institution's Representatives. These officers will be elected as the Chair, Vice Chair, and Secretary.

4.0.2 The term of office for an elected officer shall be one (1) year. Officers may serve consecutive terms..

4.0.3 Each Term of Office shall begin January 1 unless otherwise designated..

### 4.1 Responsibilities of the Chair. .

4.1.1 The Chair shall be responsible for arranging and presiding over all general business meetings..

4.1.2 The Chair shall act as an official representative of SSERCA..

### 4.2 Responsibilities of the Vice Chair. .

4.2.1 The Vice Chair shall substitute for the Chair in his or her absence. The Vice Chair shall be responsible for recruitment of Member Institutions..

### 4.3 Responsibilities of the Secretary. .

4.3.1 The Secretary shall take and report minutes of all general business meetings..

4.3.2 The Secretary shall ensure that all Bylaws are followed..

4.3.3 The Secretary shall oversee all elections..

## **Article V. Officer Elections**

### 5.0 Nominations. .

5.0.1. All SSERCA Institutional Representatives shall be eligible to make nominations or be nominated for officer election..

5.0.2 Nominations shall be opened on or before Feb 1.

5.0.3 Nominations must be submitted electronically or by other written means to the Nominating Committee.

5.0.4 Nominations shall close on March 1, at which time the Nominating Committee shall present to the Membership a slate of at least one nominee for each vacant office and shall at that time call for additional nominations. The call for additional nominations shall end on April 1.

## 5.1 Elections. .

5.1.1 The Secretary shall distribute ballots to all Institutional Representatives no later than May 1. Ballots must be returned to the Secretary no later than June 1. Balloting in writing or electronic means as directed by the Secretary is allowed..

5.1.2 The ballots of all elections will be counted within one week following the close of voting. No ballots will be counted that are received after June 1. To be elected, a candidate must receive a majority of the votes of the Members. All candidates for office will be informed immediately of the results of the election by the Secretary..

# Article VI. Meetings

## 6.0 General Meetings. .

6.0.1 SSERCA shall hold at least four meetings a year..

6.0.2 Quorum: At all meetings at least two-thirds (2/3) of the Member Institutions must be present to act on SSERCA business.

6.0.3 Locations of meetings. Locations of meetings can rotate among Member sites, or other locations based upon mutual agreement. Representatives shall be notified one month in advance of all meeting dates and locations.

6.0.4 Emergency board meetings may be called by the Board Chair for the purpose of relaying information about, or resolving or mitigating pressing issues which have been determined to potentially pose a detrimental threat or advantageous outcome upon SSERCA itself, or the interests of SSERCA members. Such meetings shall follow Article VII voting procedures which establish a two-thirds (2/3) vote based on a quorum for physical presence meetings or a two-thirds (2/3) membership vote for virtual/conference call meetings, to ratify any decisions.

6.0.5 Conference calls and electronic meetings may be conducted at more frequent intervals than the four regular meetings throughout the year. Binding decisions can be made by two-thirds (2/3) of the votes of the entire membership.

# Article VII. Procedures for ratifying positions or actions

7.0 SSERCA will ratify official positions or actions only in consultation with Members. Official ratification can occur with a simple majority of votes cast given a quorum. All ratified positions will be accompanied by a numeric vote count.

# Article VIII. Committees

8.0 The Board Chair may authorize the formation or dissolution of specialized work committees at anytime. The Chair will appoint members to the committee and make changes to the committee membership as appropriate.

8.1 Standing Committees - Institutional representation on standing committees is outlined in section 3.2 of these bylaws.

8.1.1 Executive Board

8.1.1.1 The Executive Board will be responsible for establishing policy and authorizing actions for the SSERCA organization.

8.1.1.2 Each member institution will have one representative on the Executive Board with one (1) vote.

8.1.1.3 Any financial resources required by the committee must be approved by simple majority of votes cast given a quorum.

8.1.1.4 The institutional representatives from the affiliate institutions will elect one (1) voting affiliate faculty representative to participate on this committee.

8.1.2 The managing committee is a standing committee sanctioned to perform the daily work of SSERCA.

8.1.2.1 The representative from each member institution will have one (1) vote on this committee.

8.1.3 The faculty committee is a standing committee tasked with the responsibility of representing the views of faculty from member and affiliate institutions.

8.1.3.1 This committee will be comprised of the faculty representatives from each of the member institutions and each of these representatives will have one (1) vote.

8.1.3.2 The faculty representatives from the affiliate institutions will elect one (1) voting affiliate faculty representative to participate on this committee.

8.1.3.3 The non-voting affiliate faculty representative are strongly encourage to attend meetings of the faculty committee and represent the faculty at their institution in all discussions.

## **Article IX. Amendments to the Bylaws**

9.0 General.

9.0.1 A ballot on an amendment to SSERCA Bylaws may be initiated by petition of one-third (1/3) of the Member Institutions.

9.0.2 All Member Institutions must have the opportunity to vote on amendments. The Secretary shall prepare and send to each Institutional Representative a statement of the proposed amendments and a ballot, with a specified due date. The due date shall be at least thirty (30) days, but not more than six (6) months, from the time of delivery.

9.1 Ratification.

9.1.1 Bylaws may be amended at any regular business meeting by two-thirds (2/3) of votes cast, a quorum being present, or a two-thirds (2/3) vote of the entire membership if voting is held, by electronic or other means, outside a regular business meeting.

9.1.2 All ballots must be returned to the Secretary. Any ballot not received from a Member Institution by the specified date shall be considered a negative vote on all proposed amendments.

## **Article X. Financial Structure**

10.0 General.

10.0.1 SSERCA, due to its early stage of development is initially being formed as an unincorporated informal group. It is anticipated that sometime in the future SSERCA may decide to establish itself as a formal legal entity which shall be incorporated in the state of



Florida and registered as a not-for-profit organization. If such a decision is made, SSERCA will apply to the Internal Revenue Service for status as an exempt from income tax organization under section 501(c)(3) of the Internal Revenue Code. SSERCA will also apply to the Internal Revenue Service for a determination that it is not a private foundation.

10.0.2 Should SSERCA incorporate, sources for funding may include membership dues, grants, investment income, and "payment-in-kind" services. A SSERCA budget shall be submitted for approval to Members by December 31 of each year. The budget will be passed with a two-thirds (2/3) vote.

## **Article XI. Definitions**

11.0 Member: Any participating institution which has joined SSERCA.

11.1 Board Member: Any individual who has been appointed by the Member Institution to serve on the board

11.2 Representative: Any individuals who have been appointed by the Member Institution to serve on the Managing Committee.

11.3 Elected Officers: Any Board Member or Representative who has been elected to serve as either the Chair, Vice Chair, or Secretary of SSERCA.