



State of New Jersey

THOMAS A. EDISON COLLEGE

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BYLAWS

BOARD OF TRUSTEES

THOMAS A. EDISON COLLEGE OF NEW JERSEY

ARTICLE I - MEETINGS OF THE BOARD

Section 1.1 MEETINGS. a. Stated meetings shall be held on the second Wednesday of September, December, March and June. The stated meeting in September shall be the annual meeting. Special meetings shall be held on the call of the Chairman, or on the written request of five members. The Chairman may change the date of a stated meeting when he shall deem it desirable to do so.

b. The Board and its respective committees shall be free to hold executive sessions, without any non-Board members save such as may be invited.

Section 1.2 QUORUM OF THE BOARD. Five voting members of the Board shall constitute a quorum. When there are vacancies on the Board, a quorum shall consist of one-half the number of members presently serving, plus one.

Section 1.3 PRESIDING OFFICER. In case the Chairman shall not attend a meeting at which a quorum is present, the Vice Chairman or, in his absence, the Board member present who is senior in service may call the meeting to order and preside.

Section 1.4 ORDER OF BUSINESS. The calendar of the Board shall be prepared in such form as the Board may determine from time to time. The order of business may be determined by resolution of the Board.

Section 1.5 PARLIAMENTARY PROCEDURE. Except as herein otherwise specifically provided, the Board shall be governed in its procedure by parliamentary rules and usage as set forth in Robert's Rules of Order, Revised.

ARTICLE II - OFFICERS OF THE BOARD

Section 2.1 OFFICERS. The Officers of the Board shall be the Chairman, the Vice Chairman, and the Secretary. The President shall be secretary of the Board.

Section 2.2 TERM OF OFFICE. From among its members the Board shall elect a Chairman and Vice Chairman at the annual meeting. The Chairman and the Vice Chairman shall hold office until their successors shall be elected. Any person elected as Chairman or Vice Chairman may be re-elected for two additional terms of one year each, but shall be ineligible for re-election for two years thereafter. The Chairman and Vice Chairman shall be chosen by secret ballot, the vote of five members of the Board being necessary to a choice. Vacancies in the office of Chairman or Vice Chairman shall be similarly filled by the Board for the balance of the term. Officers shall take office upon election.

Section 2.3 NOMINATING COMMITTEE. At the June meeting, the Chairman shall appoint a Nominating Committee composed of three members, which shall report a recommended slate of candidates for Chairman and Vice Chairman for consideration by the Board at its annual meeting.

Section 2.4 DUTIES OF THE CHAIRMAN. The Chairman shall preside at all meetings of the Board, shall be a member ex officio of all committees and shall be entitled to vote at all meetings of the Board and of all its committees. Unless otherwise provided herein or otherwise determined by the Board, the Chairman shall appoint all standing and special committees, and shall designate the chairmen and vice chairmen of such committees.

Section 2.5 DUTIES OF THE VICE CHAIRMAN. The Vice Chairman shall preside in the absence of the Chairman of the Board at all meetings of the Board, and shall be a member ex officio of all committees of the Board.

ARTICLE III - COMMITTEES OF THE BOARD

Section 3.1 OTHER COMMITTEES. Other committees of the Board may be established by the Board or by the Chairman. Membership in such committees will be established by the Chairman.

ARTICLE IV - AMENDMENTS

These bylaws may be amended, altered, repealed or added to in any manner not inconsistent with the laws of the State of New Jersey or of the rules and regulations of the State Board of Higher Education by the affirmative vote of a majority of the whole number of the Board of Trustees at any public meeting of the Board of Trustees, provided that a copy of the proposed amendment has been furnished to each member of the Board of Trustees by the Secretary at least 30 days before the meeting at which the vote upon the amendment is to be held. Amendments may be proposed by the President or any three members of the Board.

UNANIMOUSLY APPROVED BY THE BOARD OF TRUSTEES,
July 11, 1973