

LeRoy Collins Institute By-Laws
Formally adopted by board of directors, February 19, 2025
Last Revised February 19, 2025

I. Organization and Mission

- a. The LeRoy Collins Institute is a nonpartisan, statewide policy organization that promotes creative solutions to issues facing the people of Florida and the nation. The Institute is an affiliate of Florida State University College of Social Science and Public Policy
- b. The mission of the Institute is to draw upon the legacy of former Florida Governor LeRoy Collins to develop public policy that will help to inform decision-makers and empower all Floridians and the nation for generations to come.

II. Membership and Governance

- a. **Status** - The Institute is defined as University Center in the College of Social Science at Florida State University.
- b. **Membership** – The membership of the Institute is comprised of an executive director and a board of directors limited to 25 members.
- c. **Vacancies and Removal - Officers.** A vacancy in any elective office may be filled, upon a majority vote of the Board of Directors, for the unexpired portion of the term. In the event of a vacancy in the Chair and/or Vice Chair positions, an election will be held as soon as practical after the vacancy occurs to select a member of the Board, by a majority vote, to the applicable vacant position(s) for the respective unexpired portion of the term. The Chair and the executive director under extraordinary circumstances may remove a board member.
- d. **Committees** – The Board Chair, in consultation with the Executive Director can appoint committees, task forces, or workgroups as may be deemed appropriate from time to time to accomplish the goals and objectives of the Institute.
- e. **Selection.** The Nominating Committee, appointed by the Chair of the Board of Directors, presents a slate of proposed new directors to the board for a vote at a regular meeting. The Nominating Committee also presents a slate of directors whose terms on the board are under consideration for renewal. Election shall be effective upon the vote of a majority of the Board of Directors. Vacancies among the Board may be filled, upon a majority vote of the Board of Directors, for the unexpired portion of the term.
 - i. **Nominating Committee.** The Chair appoints a Nominating Committee consisting of the elected officers and at least three Board members. The committee presents a slate of proposed new members, a slate of members whose terms are under consideration for renewal, and a slate of officers to the Board of Directors for a vote at a regular meeting.
 - ii. Elections are typically held at the fall board meetings (elections can be held via email).
 - iii. **Qualifications.** Board members are expected to have experience in public

service, policy development, or policy research to assist in developing policies of critical interest to the state. Partisan and nonpartisan elected or appointed officials should not be considered.

- iv. **Terms.** The members serve three-year terms and may be re-elected.
- v. The Dean of the College of Social Sciences and Public Policy serves as an ex officio, and non-voting member of the board
- vi. The Executive Director is an ex officio non-voting member of the board.

f. Board Member Responsibilities

- i. **Attend meetings.** Attendance at full board meetings is an expected requirement of membership on the board. The inability of a member to attend multiple meetings, for reasons other than health, emergency or other obstacle that, in the discretion of the officers, is excusable, may be grounds for removal. Board members unable to participate on a regular basis will not be eligible for re-election when their current three-year term expires. If a board member misses 3 meetings within a term they will likely not be renewed.
- ii. Familiarizing yourself with public policy issues before the board for consideration; advising on the research program; provide reviews and meaningful input to research proposals and researchers.
- iii. Support the institute in a variety of ways including recognizing opportunities for outside funding, speaking engagements, operations, collaboration with other policy think tanks, and in general promoting the brand and work of the institute.

- g. **Chair and Vice-Chair** – The board selects a chair and vice-chair via a nomination and election. They serve three-year terms and may be re-elected. The chair presides over Board Meetings. The vice-chair presides in the chair's absence. The vice-chair position is not successive to the chair position unless elected.

h. Executive Director – The University employs a director for the Institute.

- i. The Executive Director is appointed after consultation between the Dean and the Institute's Board of Directors.
- ii. The Executive Director conducts the research program of the Institute and serves as the administrative officer of the Institute.
- iii. The Executive Director and Chair consult to establish committees for the conduct of Institute business as needed.
- iv. The Executive Director reports to the Board on Institute activities and future plans at each meeting and between meetings as needed.
- v. The Executive Director oversees record-keeping, communications, functioning of office staff, Institute publicity and website content.
- vi. The Executive Director serves as principal financial officer of the Institute and oversees and authorizes the receipt and expenditure of all monies, prepares an annual budget and financial reports as needed.
- vii. The Executive Director initiates grant requests, writes proposals and responses, and serves as the Principal Investigator (PI) of all grants

secured.

- viii. The Executive Director presents a proposed research program to the Board for review. The program will address major Florida public policy issues and involve collaboration with other universities as well as other organization and government entities.

III. Meetings

- i. A full board meeting is held at least twice each calendar year.
- ii. The members are not compensated, but can be reimbursed up to \$1000 for travel related to attending the board meetings.
- iii. Meetings may be held virtually.
- iv. A quorum at any meeting consists of at least the chair or a vice chair and 4 additional members.
- v. Members receive notification of meetings, minutes, and other meeting materials via email (or delivered mail when necessary).

IV. Operations and Fiscal Reporting

- a. As a Florida State University Institute FSU or the College of Social Sciences provides the following services to the Institute:
 - i. Workspace for the executive director and support staff.
 - ii. Endowment Fund management through FSU Foundation.
 - iii. Grant administration through FSU Research Foundation.

V. Amendments

- a. Members may propose an amendment to the by-laws in consultation with the Executive Director and Chair. To be adopted, a proposed amendment must receive an affirmative vote by a majority of the board.

VI. IV. Conflicts of Interest

- a. In the event that any member has a conflict of interest that might properly limit the member's fair and impartial participation in Board deliberations or decisions, the member must inform the Board as to the circumstances of such conflict. If those circumstances require the nonparticipation of the affected member, the Board may nonetheless request from the member any appropriate nonconfidential information which might inform its decisions. "Conflict of interest," includes, but is not limited to, any transaction by or with the Institute in which a member has a direct or indirect personal interest, or any transaction in which a member is unable to exercise impartial judgment or otherwise act in the best interest of the Institute.