

BYLAWS
IDAHO STEM ACTION CENTER BOARD

Update 24, 2020

ARTICLE I

NAME

The name of this body shall be the Idaho STEM Action Center (“STEM AC”) and its Board, the STEM Action Center Advisory Board (“Board”). In 2015, STEM AC was established within the Executive Office of the Governor in accordance with Chapter 8, Title 67 Idaho Code (Idaho Code 67-823) to coordinate policy and programs related to science, technology, engineering, and math (STEM) education in Idaho and to enhance access to and awareness of STEM opportunities throughout Idaho for communities, educators, and students while aligning STEM education efforts to workforce needs.

ARTICLE II

DUTIES

STEM AC will fulfill the responsibilities outlined in Idaho Code 67-823 and subsequent legislation directed at STEM AC. These duties shall include, but not be limited to, the following:

- 1) Advising the Governor, Legislature, and appropriate executive agencies on matters related to coordinating, developing, and implementing a comprehensive STEM strategy for Idaho that:
 - a. Increases public access to and awareness of STEM education and training opportunities;
 - b. Improves the effectiveness, quality, and coordination of STEM programs designed to create a STEM-skilled workforce;
 - c. Provides for the most efficient use of federal, state, and local resources;
 - d. Partners with both the public and private sectors to provide in-kind and monetary support to Idaho’s STEM education system.
- 2) Assisting the Governor in carrying out the functions of STEM AC and legislation directed at STEM AC and its Board including, but not limited to:
 - a. STEM AC Enabling Legislation, Idaho Code 67-823
 - b. Oversight of the STEM Education Fund, Idaho Code 67-824
 - c. The Computer Science Initiative, Idaho Code 33-1633

- d. Computer Science Access for All, Idaho Code 33-1634
 - e. Idaho Education Tax Credit for STEM Education, Idaho Code 63-3029A
 - f. STEM School Designation, Idaho Code 33-4701
 - g. STEM Diploma, Idaho Code 33-523
- 3) Develop and provide oversight of procedures, programs, criteria performance measures, and expenditures for STEM AC and Computer Science Initiative established under section 63-823 and 33-1633, Idaho Code; and
 - 4) Such other duties as the Governor assigns STEM AC and its Board.

ARTICLE III

MEMBERSHIP

SECTION A. APPOINTING AUTHORITY

The Board shall consist of nine members, consistent with Idaho Code 67-823. As directed in legislation, the membership shall be as follows:

1. The director of the department of commerce, or his/her designee;
2. The director of the department of labor, or his/her designee;
3. One (1) member of the state board of education;
4. The superintendent of public instruction, or his/her designee; and
5. Five (5) members appointed by the governor, who shall serve at the pleasure of the governor for terms of three (3) years, and who shall be residents of the state and represent manufacturing or STEM-related industries.

SECTION B. TERMS OF APPOINTMENT.

Appointees shall serve at the pleasure of the Governor, and their appointments shall be for three-year terms. Per Idaho Code 67-823, the terms of the first Board shall be staggered with three (3) appointments expiring July 1, 2018; three (3) appointments expiring July 1, 2019; and three (3) appointments expiring July 1, 2020. Thereafter, the term of office for each member shall be three (3) years.

A vacancy occurring other than by expiration of term shall be filled in the same manner as the original appointment and for the balance of the unexpired term.

If an appointee or designee resigns or is removed during the term of his/her appointment, the STEM AC Executive Director shall inform the Governor and a new appointment will be made by the Governor within the appropriate category of membership. The new appointee shall complete the remainder of the term for which the original appointment was made.

A member may be reappointed at the pleasure of the Governor.

Attendance. The Board may recommend to the Governor that a member missing two consecutive meetings, without just cause, shall be replaced.

Alternates. A member may send an alternate to represent him/her at a Board meeting; however, the alternate shall not have voting rights unless a written request that the member's proxy be delegated to a vote is submitted to the Chairperson of the Board prior to the meeting.

ARTICLE IV

OFFICERS AND THEIR DUTIES

SECTION A. Per Idaho Code 67-823, the Chairperson of the Board shall be elected annually by the members of the Board at the first meeting after the beginning of each fiscal year. To the extent possible, the Chairperson should be a representative from industry, as allowable. The duties of the Chairperson shall be:

- 1) To call and preside at all meetings of the Board;
- 2) To make committee assignments, if needed;
- 3) To appoint committee chairpersons, if needed;
- 4) To appoint other individuals to committees, if needed.

SECTION B. The Vice Chair of this body shall be elected annually by the members of the board at the first meeting after the beginning of each fiscal year. To the extent possible, the Vice Chair should be a representative from industry, as allowable. The duties of the Vice Chair shall be:

- 1) To preside at meetings in the absence of the Chairperson; and
- 2) To assume other responsibilities, as requested by the Chairperson.

ARTICLE V

MEETINGS

SECTION A. The Board shall meet at least quarterly, as directed by the Chairperson. To the extent possible, meetings of the Board shall be scheduled at least three months in advance via Board consensus.

SECTION B. Special meetings may be held at the call of the Chairperson or by a simple majority vote of the Board members.

SECTION C. The principle meeting place of the Board shall be in Boise, Idaho. The Chairperson may hold meetings in other Idaho cities for the purpose of obtaining additional input regarding regionalized STEM efforts. As determined by the Chairperson, members

may participate in meetings by phone, video, and/or web conferencing.

SECTION D. Action items to be included on meeting agendas shall be made available to the Chairperson no less than seven (7) days prior to the scheduled meeting.

SECTION E. STEM AC and its Board exists to serve the public interest. Therefore, actions of the Board and its meetings shall be conducted in accordance with Idaho Open Meeting Law, I.C. § 74-201 – 74-208.

ARTICLE VI

STAFF

SECTION A. The Board shall be staffed by an Executive Director of STEM AC appointed by the Governor and additional personnel as appointed by the Executive Director.

SECTION B. As directed in Idaho Code 67-823, the STEM AC Executive Director shall execute contracts and authorize expenditures from the STEM AC appropriation and external fundraising efforts. The STEM AC Executive Director shall report annually to the Board the financial status of revenue and expenditures.

SECTION C. The STEM AC Executive Director shall provide an annual report to the Governor and joint finance-appropriations committee on the commitments and expenditures made in the preceding fiscal year and the results of the activities funded by STEM AC.

ARTICLE VII

QUORUM

SECTION A. A quorum of the Board shall consist of fifty percent plus one of the members of the Board. No official business shall be conducted in the absence of a quorum.

SECTION B. Each Board member is entitled to one vote.

ARTICLE VIII

RULES

SECTION A. The conduct of the meetings shall be in accordance with the current edition of Robert's Rules of Order, Newly Revised, except where inconsistent with these bylaws.

SECTION B. Business shall be conducted by a majority vote of those present, assuming a

quorum is present.

SECTION C. Voting shall be done in a manner most appropriate to the issue. Voting may be done by email or teleconference in compelling and unusual circumstances, as determined by the Chairperson, and as allowed in the Idaho Open Meeting Law. Secret ballots shall not be used.

SECTION D. Minutes are to be distributed to all Board members within two (2) weeks of the Board meeting for review. Board members can provide feedback to these meeting minutes. A final copy of the minutes will be distributed to the board members prior to Board meetings. Minutes will be made available to the public through the STEM AC website.

SECTION E. Formal decisions or directives from the Chairperson, and major deliberations will be reported in sufficient detail to make the intention clear. Records of attendance and reports, and the names of persons who make and second motions shall be included.

ARTICLE IX

COMMITTEES

SECTION A. STANDING OR TEMPORARY COMMITTEES

The Board may designate and appoint one (1) or more standing or temporary committees, each of which shall consist of two (2) or more Board members. All committees must have at least three (3) members. Board committees can also include community members, i.e. people who do not serve on the Board. The STEM AC Executive Director can serve as an ex officio, non-voting member of each committee. Unless otherwise specified, these committee members serve a two-year term.

No committee shall have the authority to:

- (a) fill vacancies on the Board or on any committee which has the authority of the Board;
- (b) amend, alter, or repeal the Bylaws;
- (c) appoint a committee or elect, appoint, or remove any member of any committee;
- (d) adopt a plan for the distribution of the assets of STEM AC;
- (e) approve expenditures to the STEM AC annual budget or any substantial changes to the approved budget;
- (f) take any action which requires Board approval under state law.

SECTION B. Committees of the Board will advise and submit recommendations to the full

Board. Recommendations from committees shall be placed on a consent agenda. Any Board member who wishes to remove an item from the consent agenda may request that the item be placed on the agenda for full discussion.

SECTION C. All rules that apply to the Board shall also apply to the Committees of the Board.

ARTICLE X

AMENDMENT TO BYLAWS

SECTION A. These bylaws may be amended or repealed at any regular meeting of the Board by a two-thirds vote, provided that copies of such amendments have been submitted in writing to each member at least seven (7) days before they are proposed.

SECTION B. These bylaws and all amendments to them are subject to the approval of the Governor.