

**BYLAWS  
OF THE  
AIR UNIVERSITY BOARD OF VISITORS**

**ARTICLE I: PURPOSE**

The Air University (AU) Board of Visitors (hereafter referred to as “the Board”), under the provisions of the Federal Advisory Committee Act of 1972 (5 USC., Appendix, as amended), shall provide the Secretary of the Air Force, in conjunction with the AU Commander and President, independent advice and recommendations on matters pertaining to the educational, doctrinal, and research policies and activities of AU. The Board shall be responsible for making recommendations on significant decisions of policy and procedures for such activities.

**ARTICLE II: RULES OF CONSTRUCTION**

Nothing in these bylaws shall be construed to supersede the provisions of the charter of AU Board of Visitors, the public laws of the United States, nor any Air Force or Department of Defense regulation, directive, or instruction. Nothing in these bylaws shall be construed to create liability for any Board member or for actions taken by the Board or AU.

**ARTICLE III: COMPOSITION**

The Board of Visitors is an independent body appointed by the Secretary of Defense. Neither the Chair of the Board, Vice Chair, nor a majority of its members may be civilian employees of the government or active/retired military officers. The senior-ranking retired military officer on the Board will serve as an advisor to the Board’s Chair on military-related matters. Board members can have no contractual, employment, or personal or familial financial interests in AU. The Board will be comprised of no more than fifteen members and will meet at the call of the Board’s DFO, in consultation with the Board Chair and the Commander and President, AU.

**ARTICLE IV: POWERS AND DUTIES**

As the primary active body charged with the responsibility for advising the Secretary of the Air Force on policies and activities of AU, the Board has broad and significant influence upon the programs and operations of AU. Accordingly, the Board has the duty to make constructive recommendations and to ensure that the mission of AU is implemented by establishing broad institutional policies, as well as to ensure the most appropriate use of financial resources to support institutional goals and sound educational programs. The Board is responsible to acclaim the selection of the AU Chief Executive Officer (Commander and President). The Board and any committee thereof will operate in accordance with the Federal Advisory Committee Act (5 USC Appendix) as implemented in the Code of Federal Regulations and DODI 5105.4, *DOD Federal Advisory Committee Management Program*, as supplemented by the Air Force.

The Board shall, without limitation, have primary responsibility for making recommendations to:

1. Ensure and approve a clearly defined, published statement of purpose for AU and its’ components.

2. Ensure AU's educational programs are evaluated and are clearly related to the purpose of AU.
3. Ensure AU provides financial information that accurately represents the total operation of AU and demonstrates adequate financial support of its programs and operations.
4. Ensure the planning and evaluation process identifies and integrates projected educational, physical, and financial development and incorporates procedures for program review and institutional improvement at AU.
5. Ensure guidelines and procedures exist to develop or evaluate within AU: (a) educational effectiveness; (b) quality of student learning; (c) administrative and educational support services; and (d) teaching, research, and public service.
6. Ensure regular evaluations of the effectiveness of AU's research processes.
7. Review and make recommendations on the number and type of degrees and the number and nature of department, divisions, schools, or colleges through which AU curricula are administered.
8. Ensure that formal, annual evaluations of the Chief Executive Officer (AU Commander and President) are presented to the Secretary of the Air Force.
9. Ensure that AU degree programs are compatible with the stated purpose of AU and are based on fields of study appropriate to higher education.
10. Ensure and advise on the appropriate use of technology in enhancing learning programs.

## **ARTICLE V: OFFICERS**

**Section 1: Eligibility.** Only appointed members approved by the Secretary of the Air Force may serve as officers of the Board. The officers of the Board are elected by board members. Positions include: the Chair, Vice Chair, and past-Chair. In addition, the Chair and Vice Chair of each subcommittee are selected by the Board Chair. All Chair nominees are approved by the AU Commander and President and appointed by the Secretary of the Air Force.

**Section 2: Terms.** The Board Chair will fill a two-year term that begins with the spring Board meeting. The Vice Chair and Past-Chair will fill one or two-year terms (depending on their term of service expiration) that also begins with the spring Board meeting. Subcommittee Chairs and Vice Chairs will fill two-year terms that begin with the spring Board meeting. There is no Past-Chair position on Subcommittees.

**Section 3: Voting.** Officers of the Board will normally be elected by majority vote at the regular annual fall Board meeting every two years. In the event of a vacancy in any office of the Board, the Board may elect an appointed member to fill the unexpired portion of the term of that office. The Past-Chair will collect nominations for officer positions on the Board and present the information to the Board Chair for announcement.

**Section 4: Duties of the Chair.** The Chair shall: preside at all meetings of the Board; approve members of subcommittees; select the Chair of each subcommittee, render the charge to each subcommittee; and sign the minutes of each meeting of the Board.

**Section 5: Duties of the Vice Chair.** The Vice Chair shall: preside at meetings in the absence of the Chair. The Vice Chair, when acting as Chair, shall enjoy all the powers of the Chair. The Vice Chair assumes the duties of the Chair after completion of the Chair's two-year term.

**Section 6: Duties of the Past-Chair.** The past-Chair shall be responsible for coordinating proposed new membership and managing the election of Board officers.

**Section 7: Duties of the Subcommittee Chair(s).** The Subcommittee Chair(s) shall preside at their respective Subcommittee meeting and sign the minutes of each Subcommittee meeting. The Subcommittee Vice Chair shall preside at meetings in the absence of the Chair. The Vice Chair, when acting as Chair, shall enjoy all the powers of the Chair. The Vice Chair assumes the duties of the Chair after completion of the Chair's two-year term.

## ARTICLE VI: MEMBERSHIP

**Section 1: Length of Service.** Board members may serve up to two, four-year terms of service, for a total of eight years (renewable annually). Board membership should be staggered so that no more than one-third of the Board's members are replaced in any given year.

**Section 2: Appointment/Nominations.** Nominees for Board membership are accepted from present or former Board members, AU school personnel, or other Air Force personnel. The Vice President for Academic Affairs accepts these nominations throughout the year and presents them to the Past-Chair (Article V, Section 6 above). The Past-Chair may request the Board Chair establish an *ad hoc* group (Article VII, Section 7 below) to review and report on each nominee. The Board will deliberate and present their candidate nominations to the AU Commander and President for approval prior to being forwarded to the Secretary of the Air Force and the Secretary of Defense for approval and appointment. The Office of the Vice President for Academic Affairs will prepare an approval package for submission through the appropriate Air Force channels to the Secretary of Defense as required by DODI 5105.4, *DOD Federal Advisory Committee Management Program*.

**Section 3: Removal.** Members may resign at any time, may be removed for failing to attend three consecutive meetings, or may be removed for cause. Resignations must be submitted in writing to the Committee Chairperson and the Designated Federal Officer (DFO). In the unlikely event that a member must be removed for cause, the Secretary of Defense, or designee, shall have the authority to do so. Such removal requires that written notice of the proposed removal be provided to the Chair and the affected member. This notice shall contain the reason for the proposed removal and an opportunity for the member affected and the Chair, respectively, to provide written responses if either so desires. Such written statements must conform to the form and manner prescribed in the notice of proposed removal and must be received by the Secretary of Defense or designee within the time limit prescribed in the notice of proposed removal. After consideration of such response and following the expiration of the time limit, the Secretary of Defense or designee will issue a letter advising the member and the Chair of the Board of such removal or retention. The decision of the Secretary of Defense will be final.

**Section 4: Ethical Obligations.** No Board member shall have any personal or familial, contractual, employment, or financial interest in AU. Board members are appointed as special government employees and must comply with all applicable ethics laws.

**Section 5: Balance.** Committee membership, as a whole, shall be balanced in terms of points of view, diversity, and the functions to be performed.

**Section 6: Requirements.** As a condition of membership, an updated, signed resume / *curriculum vitae* and biography must be submitted to the DFO annually. Photos and member credentials will be placed on AU's website. In addition, the Office of Government Ethics Form 450, *Confidential Financial Disclosure Report* and the Ethics Training Certification must be accomplished annually.

**Section 7: Ad Hoc or other groups.** *Ad hoc* or other groups may be required to address items of special interest to the Board.

## ARTICLE VII: SUBCOMMITTEES

**Section 1: Subcommittees.** The mission of AU encompasses broad educational areas such as: graduate education, undergraduate education, Professional Continuing Education, Professional Military Education, and officer accessions. To provide appropriate oversight, advice, and counsel, the Board will act as a committee of the whole and shall establish subcommittees as necessary to review and make recommendations to the full board on subjects that the Board shall designate. Subcommittees will be comprised of five to ten members and will meet at the call of the Board's DFO, in consultation with the Board and Subcommittee's Chairpersons and the Commander and President, AU.

**Section 2: The Air Force Institute of Technology (AFIT) Subcommittee.** The Air Force Institute of Technology (AFIT) Subcommittee is a permanent subcommittee under the charter of the AU Board. The AFIT Subcommittee will provide advice and recommendations to the AU Board of Visitors concerning engineering and technology graduate programs. More specifically, the Subcommittee will review all new courses, schools, programs, degree programs, academic and strategic plans, legislative and accreditation issues. The Subcommittee will also review policies and practices on AFIT's academic personnel (appointment, promotion, tenure, sabbaticals, etc.), bursar and registrar functions.

**Section 3: Ad Hoc or other groups.** *Ad hoc* or other groups may be required to address items of special interest to the Subcommittee.

**Section 4: Subcommittee Voting.** Only appointed members of a Subcommittee may vote in any deliberations of that Subcommittee. An affirmative vote of the majority of the members present of a Subcommittee shall be required for any recommendation by the Subcommittee to the Board. Minority opinions may be provided to the Board if Subcommittee members so desire.

**Section 5: Reporting.** The Chair of each Subcommittee will report the action, findings, and recommendations of the Subcommittee to the entire Board in the form of Subcommittee meeting minutes for approval and action as necessary.

## ARTICLE VIII: MEETINGS, PROCEDURAL RULES, QUORUM, AND VOTING

**Section 1: Meetings.** There shall be at least two full Board meetings annually, one in the spring and one in the fall. The full Board shall be kept advised in a timely fashion of the purpose and content of such other meetings as may be scheduled from time-to-time by the Chair. All Board meetings shall proceed according to a written agenda provided to members in advance of such meeting. All meetings will be conducted according to the Federal Advisory Committee Act requirements.

**Section 2: Procedure.** Except as noted herein, the meetings of the Board will be conducted in the spirit with the latest edition of *Robert's Rules of Order*.

**Section 3: Quorum.** A quorum to conduct business of the Board shall consist of a majority of appointed members (present in person or by electronic means) then serving.

**Section 4: Voting.** Only appointed Board members may vote. An affirmative vote of a majority of the appointed members at a meeting with a quorum present shall be required for any official action of the Board. Board members may vote by any means.

**Section 5: Proposed Motions for Voting.** Only appointed Board members, including the Chair, may propose motions for a vote or may second the motions of others.

**Section 6: Support:** The AU Academic Affairs Office will assist the Board and Chairs of any subcommittee with any necessary information and administrative support.

**Section 7: Communication Requirements.** The AU Academic Affairs Office shall inform Board members of relevant AU activities at least twice annually in writing.

**Section 8: Meetings Materials.** Meeting materials will be provided via electronic means in advance of meetings.

## ARTICLE IX: AMENDMENTS TO THE BYLAWS

The Board may amend the bylaws by a majority vote of the Board members after reasonable deliberation. Proposed changes will be coordinated through the DFO, the AF Group Federal Officer and the Deputy General Counsel, Fiscal, Ethics and Administrative Law, (SAF/GCA) prior to formal adoption by the AU Board, in order to eliminate potential conflicts.