

The Chair's Advisory Board
Of the

THE STEPHENSON DEPARTMENT OF
ENTREPRENEURSHIP & INFORMATION SYSTEMS
IN
THE E. J. OURSO COLLEGE OF BUSINESS
AT
LOUISIANA STATE UNIVERSITY

AMENDED AND RESTATED
STATEMENT OF PRINCIPLES

Article I – Name

The name of this committee shall be the SDEIS Chair's Advisory Board (the "Advisory Board") of the Stephenson Department of Entrepreneurship & Information Systems (the "Department") of the E. J. Ourso College of Business (the "College") of the Louisiana State University (the "University"). The Advisory Board is an initiative of the Department and is not the intention of the members to form an unincorporated association or any other juridical person.

Article II - Purpose

The Advisory Board is a committee of volunteers established for the purposes of promoting and supporting the educational programs of the Department and strengthening the Department's role within the College by increasing its resources and enhancing its outreach.

Article III - By-Laws

The operating procedures of the Advisory Board shall be established by its By-Laws.

Article IV - Membership

The membership of the Advisory Board shall include all members as of the date of the adoption of this Statement of Principles and any members elected after such date. The Chairman of the Stephenson Department of Entrepreneurship & Information Systems (the "SDEIS Chair") may assign faculty members, staff and students to the Advisory Board ex-officio. Ex-officio members will participate fully in all activities of the Advisory Board, including committees, and will ensure that the Advisory Board's activities are consistent with the policies of the Department and the University.

Article V - Officers

The officers of the Advisory Board shall be a President, a Vice-President, and an immediate Past President.

Article VI – Executive Committee

The officers, past Presidents of the Advisory Board (who shall serve at the SDEIS Chairman’s pleasure) and such other members of the Advisory Board as the SDEIS Chairman may appoint from time to time shall comprise the Executive Committee. The SDEIS Chairman and such faculty members, staff and students of the College as the SDEIS Chairman shall appoint will be ex-officio members of the Executive Committee.

Article VII - Funds and Liability

All funds received by the Advisory Board shall be deposited in the LSU Foundation. All funds shall be disbursed through the LSU Foundation at the discretion of the SDEIS Chairman.

No member of the Advisory Board shall be liable to the Advisory Board except for his or her unpaid pledges and no personal liability shall attach to any member of the Advisory Board in connection with any of its undertakings.

Members of the Advisory Board, including officers and members of the Executive Committee, shall have no authority to borrow money or incur any obligation, indebtedness or liability in the name of or on behalf of the Advisory Board.

No member of the Advisory Board shall have any authority to obligate the Advisory Board, any other member of the Advisory Board, the SDEIS Department, the College or the University.

Article VIII - Amendments

This Statement of Principles may be amended upon reasonable notice by a majority vote of the members present or participating electronically at any meeting of the Advisory Board or by a majority vote of all the members in an election called for that purpose by the SDEIS Chairman or the President.

Adopted: December 18, 2015

Revised: June 30, 2017

Revised: November 8th, 2017

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Article I - Membership

Section 1. Members shall serve three-year terms, renewable at the discretion of the Stephenson Department of Entrepreneurship & Information Systems Chairman (the "SDEIS Chairman").

Section 2. While the Advisory Board assesses no dues, it is expected that Advisory Board members will support the department and its programs.

Article II - Meetings of the Entire Membership

Section 1. The Advisory Board shall meet at such times and places as the SDEIS Chairman shall determine. Reasonable notice shall be given.

Section 2. Advisory Board members may participate in meetings by telephone, video-conference, e-mail or any other electronic means which permits the participants to be identified with reasonable certainty.

Article III - Nominations and Elections

Section 1. The SDEIS Chairman and the Executive Committee shall nominate officers and new members. In the ordinary course, the nominee for President will be the serving Vice-President. Serving members may be nominated for additional terms at the discretion of the SDEIS Chairman and the Executive Committee.

Section 2. Members shall vote on nominations for officers and new members:

- (i) at a meeting of the Advisory Board and election shall be by a majority of the members present at or participating electronically in such meeting, or
- (ii) in an election called for that purpose by the SDEIS Chairman or the President and election shall be by a majority vote of all the members.

Section 3. Nominees for membership in the Advisory Board shall serve provisionally until elected.

Article IV – Officers

Section 1. The officers shall begin service upon the close of the meeting or election at which they are elected.

Section 2. Any vacancy in office shall be filled for the balance of the term through an appointment by the President with the approval of the Executive Committee.

Section 3. The officers shall have only the powers and duties assigned to them by the SDEIS Chair.

Section 4. An officer's normal term of office shall be one year.

Article V - Committees

Committees may be appointed as deemed necessary by the President.
The President shall appoint a chair of each committee.

Article VI - Amendments

These By-Laws may be amended upon reasonable notice by a vote of two-thirds of the Executive Committee or by a majority vote of the members present or participating electronically at any meeting of the Advisory Board or by a majority vote of all the members in an election called for that purpose by the SDEIS Chairman or the President.

Article VII - Dissolution

In case of dissolution of the organization, funds remaining in the LSU Foundation/ Advisory Board accounts shall be distributed for the benefit of the Department according to the direction of the SDEIS Chairman.

Article VII – Action by Written Consent

Any actions of the Advisory Board and the Executive Committee which may be taken in a meeting may be taken by the written consent of a majority of their respective members. For the purposes of these By-Laws facsimile transmission, e-mail, text messaging or any other form of electronic transmission of text shall be considered a "writing".

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