ARTICLE VIII. DISTANCE LEARNING AND STUDENT SERVICES MEMBERS COUNCIL

Section A. Authority and Responsibility
The Members Council on Distance Learning and Student Services (DLSS) is an advisory body to the Florida Virtual Campus (FLVC) that provides advice and recommendations regarding virtual courses and programs, innovative technology and online student support services. The Chair shall regularly transmit the advice of the Members Council to the Executive Committee.

Section B. Membership
The Members Council consists of one primary representative and one alternate representative from each university in the State University System and each institution in the Florida College System. These institutional representatives shall be appointed by the President or his/her designee. Each university or institution’s primary representative will have a single vote within the members council. In the absence of the primary representative, the alternate representative will have the institution’s vote, including voting authority on the primary representative’s committee assignment.

Associate Representative: An associate representative from each ICUF institution may also attend meetings, participate in member council initiatives and licensing when appropriate and contribute to Member Council work, but will remain ex-officio members. These institutional representatives shall be appointed by the President or his/her designee.

The composition of the Members Council will be reviewed periodically by the Executive Committee and the Members Council. Amendments to the composition of the Members Council will be recommended by the Executive Committee to the Members Council. Upon approval by the Members Council, amendments to the composition of the Members Council shall be forwarded by the Chair to the Florida Virtual Campus Board of Directors/Executive Advisory Council for final approval.

Members Council shall establish responsibilities to remain in good standing which include, but are not limited to: statutory requirements, operational guidelines and member council participation.

On June 1st of each year the FLVC Staff will review attendance by institutional primary members and alternate members at the past year’s FLVC DLSS meetings and develop an attendance report. This report will be verified by the Executive Director of the FLVC Distance Learning and Student Services. The Executive Director will then forward to each university/college President the attendance report for his/her primary and alternate representatives.

Section C. Officers of the Distance Learning and Student Services Members Council

(1) Officers. The officers of the Distance Learning and Student Services Members Council shall consist of the Chair, the Chair-Elect, the Past Chair and the Secretary. These officers, in addition to the Chairs of the Committees, shall serve as the Executive Committee of this body.
Selection of Officers and Term of Office. The Members Council will hold an annual officers. The Chair and Chair Elect shall alternate between members from the State University System and the Florida College System. One representative may not serve concurrently in more than one office. The term of office shall commence on the first day of July each year. Each officer shall serve for one year, except in special circumstances approved by the operational head of the Distance Learning and Student Services unit of the FLVC.

Vacancy in Office. In the event of a vacancy in the office of the Chair, the Chair Elect shall the position of Chair and shall serve out the remainder of the Chair’s term of office in addition to service for the term for which they were elected. In the event of a vacancy in the office of the Chair Elect, the Members Council shall hold a special election as soon as practicable to select a successor who shall serve out the remainder of the Chair Elect’s term of office. In the event of a vacancy in the office of Past Chair, the previous Past Chair shall serve out the remainder of the Past Chair’s term of office.

Chair. The Chair shall preside at all meetings of the Members Council and shall have the call any special or emergency meetings of the members council. The Chair shall serve as the spokesperson of the DLSS Members Council.

Chair Elect. The Chair Elect shall perform the duties of the Chair and have the same power authority in the absence or disability of the Chair.

Secretary. The Secretary shall record, prepare and submit minutes of all member council as well as collect and submit minutes of all DLSS member council standing committee meetings.

Staff. The operational head of the Distance Learning and Student Services unit of the FLVC as staff to the Members Council. In the absence of an operational head of Distance Learning and Student Services, the FLVC Executive Director or designee will serve as staff to the Members Council.

Meetings of the Distance Learning and Student Services Members Council

Meetings. The Members Council shall meet periodically and no less than two times a year, determined by the Chair.

Use of Technology. Meetings may be held in person, by telephone, online, or by other means. If meetings are held in person, any member may choose to participate by any other available means.

Agenda. The Chair, in consultation with the operational head of Distance Learning and Services unit of the FLVC, shall approve items to be placed on the agenda for each Members Council meeting. Any representative may request items to be placed on the agenda for discussion or action at a meeting, subject to approval by the Executive Committee. All agenda items and supporting documentation must be submitted to the staff of the Members Council with sufficient time for distribution to the representatives of the meeting where the item will be considered.

Quorum and Voting. A majority of the institutions of the Members Council must be present constitute a quorum to transact official business. The decision of the majority of members in attendance and voting on an issue shall prevail, unless otherwise provided herein. The vote upon any resolution, motion or other matter may be by voice vote, but the Chair may require a roll call vote if deemed appropriate. Voting by proxy or by mail is not permitted. Alternate representatives may serve on committees.

Minutes Meeting Notes. Minutes Meeting notes of the meetings of the Members Council member. The DLSS Members Council Secretary. The Secretary shall coordinate with FLVC staff to file,
make available online all minutes, agendas and agenda materials, notices, resolutions, and other documents pertaining to the business and proceedings of the Members Council.

Section E. Committees

(1) Purpose. The Executive Committee shall have the authority to establish committees or task forces of the Members Council. Committees and task forces of the Members Council shall consider matters that are encompassed within the subject matters assigned to each committee and make recommendations to the Members Council.

(2) Membership and Quorum. The Members Council shall have the authority to appoint and members of each committee, and select committee chairs. A majority of committee members present at a committee meeting constitutes quorum for purposes of committee business.

(3) Standing Committees. There will be a minimum of one Standing Committees of the DLSS Council: The Executive Committee.

(a) The Executive Committee is the coordinating body of and represents the Members Council. The Executive Committee of the FLVC DLSS Members Council shall work together with the Library Members Council, the and the Executive Director to facilitate a collaborative and open communication process for FLVC operations.

- Fostering communication among member institutions about FLVC issues and operations;
- Creating Committees and Task Forces as needed;
- Recommending operating budget issues and legislative budget requests for consideration and approval;
- Recommending an annual plan of work for consideration of the Members Council; and
- Reviewing recommendations of the Members Council on changes to Council membership.

(b) Meetings of the any Standing Committee shall occur periodically and as needed, as determined by the Chair. Meetings may be held in person, by telephone, online, or by other virtual means. If meetings are held in person, any member may choose to participate by any other available means. A quorum will consist of the members present.

(c) Minutes of committee or task force meetings shall be kept by each committee Secretary and disseminated to the DLSS Members Council Secretary in a timely manner.

(d) Each Committee and Task Force shall elect a Chair and Secretary. These positions must be filled by primary representatives. Alternate representatives may serve on committees in an ex-officio (non-voting) capacity. The Chair of each committee shall report on any committee business at FLVC DLSS Members Council meeting.

(4) Parliamentary Rules. When not in conflict with any of the Members Council’s Operating Procedures, policy, or state law, the most current version of Robert’s Rules of Order shall be utilized as a guide in conducting the meetings and business of the DLSS Members Council.

(5) Amendment and Review of Procedures. The operating procedures of the FLVC Members Distance Learning and Student Services may be amended as needed after review by the Executive Committee, being recommended for adoption by the Members Council, and being approved by the Board of Directors/Executive Advisory Committee. Recommendations to amend the operating submitted to the Chair of the Members Council for review by the Executive Committee.
Recommendations to amend the *bylaws* operating procedures of the Members Council may be any representative in the DLSS Members Council. After review by the Executive Committee, the recommendation will be either returned to the person recommending the amendment for more information, or will be submitted to the members of the Members Council for consideration. After the recommended amendment has been received by the members of the Members Council, it will be placed on the agenda as a discussion item for the next meeting of the Members Council. The amendment to the *bylaws* operating procedures will be recommended by the Members Council for adoption by the *Advisory Committee* if it is approved by the majority of the members of the Members Council.

The Executive Committee will annually review the Operating Procedures of this body.

**ARTICLE X. AMENDMENT OR SUSPENSION OF PROCEDURES**

**Section A. Amendments**

*These operating procedures* may be amended or repealed by a two-thirds vote of the members present at any regular meeting, provided there is a quorum and that such proposed amendment or repeal has been publicly noticed prior to the meeting at which the proposed action is to be taken.

**Section B. Suspension of Operating Procedures**

Any provision of the Board’s *these* Operating Procedures may be suspended by a two-thirds vote of the members present in considering any matter to come before the Members Council, provided there is a quorum.

History: Approved 1/28/2013; amended 4/25/2013; amended __________.