



OSHER LIFELONG LEARNING INSTITUTE AT AUBURN UNIVERSITY

**CHARTER OF THE ADVISORY COUNCIL OF
THE OSHER LIFELONG LEARNING INSTITUTE AT AUBURN UNIVERSITY
“OLLI at Auburn”**

**ARTICLE I
PURPOSE**

The purpose of the Osher Lifelong Learning Institute at Auburn University (OLLI at Auburn) Advisory Council is to advise the Office of the Vice President for Auburn University Outreach (AU Outreach) and the AU Outreach employee (who reports to the Vice President of AU Outreach) who is designated to manage the OLLI at Auburn program (OLLI Director) on all aspects of the Osher Lifelong Learning Institute at Auburn University. Members of OLLI at Auburn participate in a variety of activities, including academic courses, social activities, special lectures, workshops, and events at Auburn University. This Charter of the OAC is subject to the direction and discretion of Auburn University Outreach through the Vice President of AU Outreach and the OLLI Director.

As representatives of the OLLI at Auburn membership, the OAC shall advise the OLLI Director, and AU Outreach through the OLLI Director, and make recommendations regarding programs, activities, curriculum, development, strategic planning and social activities.

OLLI at Auburn activities will be conducted as a learning cooperative in which the members may provide the instruction or act as course leader, all as volunteers.

**ARTICLE II
ORGANIZATION**

The Advisory Council shall have up to 12 voting members, with four new Advisory Council members elected each year by the OLLI at Auburn members designated as Academic Members by AU Outreach (hereafter “Academic Members”). Members of the Advisory Council must be Academic Members. Only OLLI Academic Members may vote in the election of the Advisory Council members. Advisory Council members shall serve staggered three-year terms or until their successors are elected. The immediate past Advisory Council Chair, should that person have completed his/her three-year term on the Board, shall serve as a non-voting ex-officio member of the Advisory Council. The OLLI Director and standing committee chairs shall be ex-officio members of the Advisory Council, but shall not be entitled to vote. The OLLI Director, however, shall have final approval authority of all Advisory Council actions. Should the OLLI Director disapprove of any Advisory Council action, that disapproval and the reasons therefor shall be communicated to the Advisory Council in writing at a regular or special meeting of the Advisory Council.

The Advisory Council name shall be The Osher Lifelong Learning Institute at Auburn University Advisory Council (Advisory Council).

ARTICLE III
OFFICERS

The officers of the Advisory Council shall be the Chair, Vice-Chair and a Recording Secretary, and shall be elected from the Advisory Council members by the Advisory Council members and approved by the OLLI at Auburn Director. The officers shall hold office for one year.

The Chair shall preside over all meetings of the Advisory Council.

The Vice-Chair shall perform the duties of the Chair in the Chair's absence. Unless the Advisory Council votes otherwise, the Vice-Chair shall become Chair of the Council at the end of the term of the Chair.

The Recording Secretary shall take the minutes of all Advisory Council meetings.

ARTICLE IV
COMMITTEES

The Advisory Council activities and meetings will be organized through the implementation of the committee structure. The standing committees are the Curriculum Committee, Development Committee, Membership Committee, Nominating Committee, Promotion and Publicity Committee, Social Committee, Administrative and Resources Committee, Review and Planning and the Technology Committee. The Advisory Council shall designate a chairperson for each committee; such chairperson need not be a member of the Advisory Council. Advisory Council members are encouraged to volunteer to serve as committee chairpersons. Standing committees may be added or abolished by a majority vote of the Advisory Council, or by the OLLI Director. The OLLI Director shall approve any change in committee structure. The OLLI Director shall have final approval of all Advisory Council standing committee and ad hoc committee actions. Should the OLLI Director disapprove any Advisory Council standing committee or ad hoc committee action, that disapproval and the reasons therefor shall be communicated to the committee chair and the Advisory Council in writing.

Each committee chair shall determine the size of their committee and may vote in committee deliberations. Each committee chair shall select committee members from OLLI General and Academic Members who volunteer to serve on their respective committee. Each committee is charged to fulfill its designated responsibilities and report its actions to the Advisory Council. Each standing committee, with the exception of the Nominating Committee, shall consist of a chairperson and members selected by the Chair and approved by the full Advisory Council and by the OLLI Director. Each committee shall adopt a charter, which shall govern committee action; the committee charter shall not conflict with the Advisory Council Charter. The OLLI Director shall approve any change in committee membership. The committee chair shall designate a committee member to take the minutes of committee meetings.

The Advisory Council Nominating Committee shall be comprised of past Advisory Council Chairs who wish to serve and an equal number, plus one, from the OLLI academic membership so that a majority of the Advisory Council Nominating Committee is from the OLLI Academic Membership. The OLLI Academic Members of the Advisory Council Nominating Committee shall be selected by the OLLI at Auburn Director. In the event that there are less than five members of the Nominating Committee as determined above, the OLLI Director shall appoint additional members from the OLLI Academic Membership so that the Nominating Committee is comprised of at least five individuals. The OLLI Director shall solicit input from the OLLI membership regarding Advisory Council nominations. Members of the Advisory Council Nominating Committee may not be nominated for Advisory Council

membership. The Advisory Council nominees shall be submitted to the membership each year for approval at the Annual Membership Meeting.

Ad Hoc Committees shall be appointed by the Chair or the OLLI Director as needed, and shall be approved by the Advisory Council and by the OLLI at Auburn Director.

ARTICLE IV ADVISORY COUNCIL OPERATIONS

The Advisory Council will meet at least four times a year, or more often at the call of the OLLI Director. The four scheduled meetings shall be held quarterly: September, January, April, and June. One-third of the Advisory Council membership shall constitute a quorum. Actions of the Advisory Council are subject to the approval of the OLLI Director.

All meetings of the Advisory Council and Advisory Council committees shall be open to all OLLI at Auburn members, subject to the discretion of the OLLI Director. With the permission of the Advisory Council and/or committees, members of the general public may also attend Advisory Council and committee meetings.

ARTICLE V MEMBERSHIP MEETINGS

There will be an Annual Membership Meeting each year at a time designated by the Advisory Council and approved by the OLLI Director. The OLLI Director, or the Advisory Committee Chair with the approval of the OLLI Director, may call other membership meetings as needed.

Membership in OLLI at Auburn shall be in membership categories as determined by AU Outreach, which currently are Academic Members and General Members. At the Annual Membership Meeting, the OLLI at Auburn Academic Membership shall vote on the slate of nominees approved by the nominating committee. Should the Advisory Council nominee slate as sanctioned by the nominating committee not be approved by a majority of the Academic Members present and voting, then nominations for the Advisory Council shall be solicited from the floor. Upon approval by a majority of the Academic Members present and voting, the person or persons nominated from the floor shall be the current year additions to the Advisory Council. However, any person nominated from the floor cannot have been an Advisory Council member during the preceding year.

ARTICLE VI AMENDMENTS TO THE CHARTER

OLLI members may submit proposed amendments to this Advisory Council Charter to the OLLI Director. The OLLI Director will report any proposed Charter amendments to the entire Advisory Council at its next regular meeting, for the Advisory Council's deliberation. The Advisory Council may, by a two-thirds majority vote of the entire Advisory Council, recommend to the OLLI Director any Charter amendment so proposed. The OLLI Director, in his/her sole discretion, shall approve or disapprove any proposed Charter amendment. If the OLLI Director approves the proposed Charter amendment, the proposed amendment shall become immediately effective. If the OLLI Director disapproves the proposed Charter Amendment, the proposed amendment shall have no force or effect.

**ARTICLE VII
TRANSITION**

Upon approval by the Vice President of AU Outreach, this Advisory Council Charter shall replace the Constitution and Bylaws of The Osher Lifelong Learning Institute at Auburn University, OLLI at Auburn, adopted 13 May 2015 (‘prior structure’), and those documents shall have no further force and effect. Members of the Board of Directors created under the prior structure shall become the initial members of the Advisory Council, with their term of service under this Advisory Council Charter being the member’s respective remaining term under the prior structure. Committee chairs and committee members appointed under the prior structure shall become committee chairs and committee members under this Advisory Council Charter. Further, the Advisory Council shall then select an initial Chair, Vice Chair, and Recording Secretary from among its members, pursuant to the procedure prescribed above, subject to the approval of the OLLI Director. The Advisory Council Chair, Vice Chair, and Recording Secretary so selected shall serve until the first membership meeting held pursuant to this Advisory Council Charter. Prior structure Presidents who served a full term shall be entitled to membership on the Nominating Committee if they so desire.

**ARTICLE VIII
RULES OF ORDER**

The rules contained in the latest edition of Roberts Rules of Order shall be the final authority in the conduct of meetings, including the OLLI at Auburn annual membership meeting, the Advisory Council, the standing committees and any ad-hoc committees, when they are not inconsistent with the rules of AU Outreach or Auburn University applicable to OLLI at Auburn.

**ARTICLE IX
RELATIONSHIP WITH AUBURN UNIVERSITY**

The Advisory Council, in all of its actions, shall comply and conform to the policies and procedures of Auburn University. The policies and procedures of Auburn University are controlling in the event of any conflict with this Charter.

**ARTICLE X
RELATIONSHIP WITH THE OSHER FOUNDATION**

Auburn University, through Auburn Outreach, is an endowed grantee of the Osher Foundation, and as such, is required to follow the Osher Foundation funding guidelines of its contractual agreement with the Osher Foundation. The Advisory Council shall use its best efforts to facilitate Auburn University Outreach’s compliance with the terms of the agreement with the Osher Foundation, and shall take no action that violates the terms or the spirit of the agreement.

Approved this _____ day March, 2016.

**Linda Shook, Director
OLLI at Auburn**

**Royrickers Cook, PhD
Assistant Vice President for
University Outreach
Auburn University**