

Bylaws of C. R. Anderson Foundation

Bylaw I --- About

The C. R. Anderson Foundation, (hereinafter referred to as the Foundation), formerly the C. R. Anderson Research Fund, was established as an Illinois general not-for-profit corporation in honor of Professor C. R. Anderson, pioneer teacher of Business Communication at the University of Illinois for 40 years and founder of the American Business Communication Association, now known as the Association for Business Communication (hereafter referred to as ABC). This Foundation shall be administered by a Board of Directors as outlined in the following bylaws.

Bylaw II --- Purposes

The purposes of the Foundation are as set forth in its Articles of Incorporation, as amended.

Bylaw III --- Activities

In furtherance of the purposes of the Foundation, the Foundation will, at a minimum,

- A. Maintain a C. R. Anderson Research Fund. Through financial support from ABC and/or other contributors, this Fund will provide a continuous source of revenue for research and educational activities. In managing this Fund, the Board of Directors shall
 1. Allocate funds for research projects needed in Business Communication, including new research projects and projects already under way. This research may be any organized inquiry, theoretical or applied, into the subject of Business Communication that has significance for the teaching or learning of Business Communication. The Fund shall invite, in particular, proposals that demonstrate imagination and intellectual rigor in conception, design, and execution of research. Applicants must be members of ABC.
 2. Evaluate the recommendations of ABC's C. R. Anderson Research Fund Committee for allocating research funding and, after considering other relevant factors, determine which projects to fund and to what extent. No member of the C. R. Anderson Research Fund Committee is eligible for an award.
 3. Require a final report from Fund award recipients within six months of the completion of their projects.
 4. Require presentation of the research results at an ABC conference and encourage publication of the findings resulting from the above research investments.
 5. Publish funded proposals, final project reports, and other documents to the ABC website as needed and appropriate.

- B. Manage financial donations to support Margaret Baker Graham Research Grants. After evaluating the recommendations of ABC's Graduate Committee and considering other relevant factors, these grants will be allocated to doctoral students engaged in research in the discipline of business communication.
- C. Enable other tax-exempt donations, such as sponsorships for activities, grants, and awards that will further the purposes of the Foundation.

Bylaw IV --- Board of Directors

- A. The Board of Directors shall be composed of five persons: the three immediate Past Presidents of ABC, the President of ABC, and the Executive Director of ABC. In the event that an eligible Past President declines or is unable to serve, the next prior Past President shall serve as a member.
- B. If feasible, the annual meeting of the Board shall be held at the annual conference of ABC at a time and place arranged by the Board's President in conjunction with the conference organizers. If no such time and place can be found, the meeting shall be held online after the conference at a time determined by the President.
- C. Special meetings as the members deem desirable to conduct their business may be called by the President or shall be held upon request of three Board members.
- D. The Board may conduct business by email, phone, or other appropriate communication means. The Secretary-Treasurer shall keep records of all transactions and shall make them available to members of the Board upon request.
- E. A member may resign by submitting a letter of resignation to the President.
- F. Members shall serve without compensation.
- G. The Board of Directors shall establish such committees as it so desires from time to time to assist in the carrying out of the purposes of the Foundation. Members of these committees are not required to be members of the Board of Directors. Such committees shall be only advisory, and all actions of the Foundation shall be taken by its Board of Directors.
- H. The Board of Directors shall establish from time to time the Operational Policies and Procedures of the Foundation.

Bylaw V --- Officers

Officers of the Foundation shall be as follows:

- A. President
 1. The President of the Foundation is the immediate Past President of ABC. The President shall preside over all meetings of the Board of Directors. In the event that any eligible Past President declines or is unable to serve, the next prior Past President shall serve as President.
 2. With assistance from the Secretary-Treasurer, the President shall provide or prepare all documents and instruments necessary to conduct the business of the Foundation as authorized by the Board unless otherwise stated in these bylaws.

3. The President may call special meetings of the Board of Directors.
4. The President shall designate meeting times and locations.

B. Vice President

1. The Vice President of the Foundation is the President of ABC.
2. The Vice President shall perform all the functions of the Board President in the absence or disability of the President.

C. Secretary-Treasurer

1. The Executive Director of ABC shall be the Secretary-Treasurer.
2. The Secretary-Treasurer shall assist the President with preparing or providing all documents and instruments necessary to conduct the business of the Foundation as authorized by the Board.
3. The Secretary-Treasurer shall supervise the handling of funds and keep a record of all financial transactions.
4. The Secretary-Treasurer shall make all records available for an annual compilation report and tri-annual audit, in conjunction with the financial records of ABC.
5. The Secretary-Treasurer shall serve all notices required by law and these bylaws, unless otherwise served by the President.
6. The Secretary-Treasurer shall keep a complete and accurate record of all meetings.

Bylaw VI --- Income, Financial Records, and Dissolution

- A. The funds available to the C. R. Anderson Foundation shall be provided by voluntary contributions of members of ABC and other individuals or organizations or by allocation of funds by action of the Board of Directors of ABC.
- B. All funds provided the Foundation shall be maintained in an account in a banking institution separate and apart from operating funds of ABC. All withdrawals, investments, and other transactions by the Foundation will require a majority vote of the Board of Directors along with the signature of the Secretary-Treasurer of the Foundation.
- C. Should the Board of Directors decide to terminate the Foundation, all obligations shall be paid. Any funds available after this will be distributed to such other not-for-profit association, corporation, or research fund as determined by the Board of Directors and having a purpose similar to that of the Foundation and which qualifies as a tax exempt organization under Section 501c(3) of the Internal Revenue Code.

Bylaw VII --- Amendments

These bylaws may be amended at any meeting of the Board of Directors by a majority affirmative vote of the Directors, provided notice of the proposed amendment has been sent to each Director not less than 15 days prior to the meeting date. The members of the Board of Directors may unanimously waive said notice. These bylaws also may be amended by a unanimous written consent of the Directors, which each Director may approve in writing by electronic means.

The following are adopted pursuant to Bylaw IV(H) above but are not part of these Amended Bylaws:

CR Anderson Foundation --- Operational Policies and Procedures

1. Project proposals may be submitted to the Foundation by public agencies, institutions, private industry, or individuals in accordance with procedures established by the Foundation.
2. Funding shall be provided for specific projects or for specific individuals.
3. Project funding will be set by the Board at the time of approving a project.
4. Project proposals submitted shall be for a specific period of time. A complete budget on an annual basis shall accompany each project proposal.
5. Grants may not be expended for any purpose not stated in the proposed budget as approved by the Foundation.
6. A financial report of the C. R. Anderson Foundation shall be presented by the Secretary-Treasurer at each C. R. Anderson Foundation Board meeting.
7. Auditing/accounting of the C. R. Anderson Foundation's financial records shall be conducted at the same time as the ABC annual compilation/tri-annual audit.
8. No officer, director, founder, or selection committee member of the Foundation or of ABC, or (as determined in the discretion of the Board) any major contributor to the Foundation or to ABC, or any of their immediate family members, will be eligible to receive any grant, funding or award from the Foundation.

