

The University of Science and Technology of China Alumni Foundation BYLAWS

(revised on 01/07/2011 - passed on 01/12/2011 - effective on 03/03/2011)

ARTICLE I

Section 1. Name:

The name of the organization is the University of Science and Technology of China Alumni Foundation, hereinafter referred to as "USTCAF". The University of Science and Technology of China will be abbreviated as USTC in this document.

Section 2. Nature:

The USTCAF is a non-profit organization. All members of the USTCAF work voluntarily. The USTCAF is independent of USTC. The USTCAF is independent of any USTC alumni association.

Section 3. Registered Office Address:

The registered office of the USTCAF within the State of Delaware shall be at 7 Burkwood Drive, Newark, DE 19713.

Section 4. Other Offices:

The USTCAF may also have offices other than said registered office within the United States and around the world. Such office address(es) shall be made publicly available, within seven (7) days of its establishment, on the USTCAF website.

Section 5. URL:

The website of USTCAF shall be <http://www.ustcaf.org>.

ARTICLE II

Section 1. Mission:

The foundation is founded to:

- a. Promote the excellence of members of USTC, including students, teachers, and alumni in USA and elsewhere;
- b. Promote the academic and cultural exchange between USTC and researchers in USA.

Section 2. Goals and Awards:

a. USTCAF shall raise donations from USTC alumni and elsewhere. USTCAF shall present various awards to USTC students and faculty members, but not limited to, to accomplish USTCAF mission.

37 b. USTCAF offers awards defined in following sections. Depending on the
38 fund availability and circumstances, USTCAF can decide additional criteria
39 for scholarship or award recipients. USTCAF will announce these additional
40 criteria before the application procedure starts. USTCAF will also sponsor
41 awards set up by private groups (see Article IV-5). Any new award and its
42 selection criteria must to be consistent with USTCAF mission and must be
43 approved by the Board (GB) (see Article IV-1). USTCAF current or retiring
44 leadership within certain years may not be eligible for any award (see
45 Article III-3(i)).

46
47 c. Provide a scholarship to the most outstanding high school graduates in
48 China to attend USTC. The scholarship is named "USTC Alumni Foundation
49 Outstanding New Student Award". The recipients must be either ranked top in
50 his/her province, or ranked top among all new students admitted to USTC.

51
52 d. Provide an award, named "USTCAF Young Faculty Career Award" to
53 outstanding young USTC faculty members at the HEFEI campus, based on
54 achievements or promises in teaching and research.

55
56 e. Provide a scholarship to the USTC students based on financial need with
57 some minor academic standing requirements. The scholarship is named "USTCAF
58 Goodwill Fellowship".

59
60 f. Provide award to people making significant, recognized achievement in
61 promoting scientific exchange programs between USTC and universities in the
62 USA and other countries. Provide financial assistance to bring distinguished
63 professor(s) based in USA and other countries to give (series) lectures in
64 USTC, or qualified USTC professor(s) to visit and lecture in USA and other
65 countries.

66
67 g. Provide a scholarship to the best graduates of USTC to assist them going
68 to good graduate schools in the USA and other countries.

69
70 h. Provide a scholarship to the best college graduates in USA and other
71 countries, excluding those from USTC, to attend USTC for their graduate
72 studies.

73
74 i. Assist USTC to recruit distinguished faculty members. Provide fellowship
75 to bring promising young postdoctoral researchers from USA and other
76 countries to work in USTC.

77 **ARTICLE III**

78 **Section 1. Organization:**

79 a. The USTCAF shall have a Governing Board, being referred as GB in this
80 document, consisting of no less than ten (10), but no more than twenty
81 (20) members. These members are called directors. The important
82 decisions must be made by the GB meetings.

83 b. The USTCAF shall have a three-member executive committee (EC),
84 consisting of a chairperson, a vice-chair, and a secretary, and several
85 other standing committees in charge of various functions/areas. Standing
86 Committees include Membership/Alumni Services, Fund-raising, Finance,
87 Publicity, Communication, USTC Liaison, and Scholarship.

88 c. The head and members of committees are appointed by the GB. There
89 should be GB directors in each committee.

90 **Section 2. Executive Committee:**

- 91 a. The EC supervises the management, represents USTCAF externally, solves
92 urgent problems, and sets agenda for the board (GB) meetings.
93 b. The EC shall follow the bylaws and execute the resolutions of the GB.
94 c. The EC must file a report on GB operations once every two months.
95 d. The EC is responsible to deposit fund raised by the USTCAF into a bank
96 and to co-sign all checks.
97 e. The EC is responsible to record all contributions, member lists, and
98 all expenditures.
99 f. Vice-chair will serve as acting chair at Chairperson's absence.
100 g. Chairperson is the official spokesperson for USTCAF. He/she can
101 authorize any other officer or board member to represent him/her
102 externally.
103 h. Chairperson and other leaders of USTCAF are forbidden to conduct any
104 political, business and other activities under the name of USTCAF
105 inconsistent with the mission of USTCAF.

106 **Section 3. Procedures:**

- 107 a. GB is elected by members of the USTCAF. The procedure is defined by
108 Article III-4. The term of the GB shall be the duration of time between
109 the two dates of election result announcement of the two consecutive
110 general elections. The timing of election is defined in the article
111 III-4.
112 b. Any member of GB can send a petition to the EC for a board debate on
113 his/her proposal, usually, by electronic mail. The voting deadline must
114 be at least seventy two hours after the call. A quorum needs two-third
115 of directors. A passing resolution needs two-third votes. Only the
116 Chairperson, a majority of the EC, or three GB members can initiate such
117 debates and voting.
118 c. The Chairperson is elected by GB. Only those directors of GB are
119 qualified for the Chairperson. The term for the Chairperson is for the
120 duration of the GB term. No one is to be elected as the chairperson
121 consecutively and no one is to be elected as the chairperson more than
122 once during the same GB term. A chairperson-elect shall appoint a vice-
123 chair and a secretary and thus form the EC. A two-thirds vote from GB is
124 needed to disapprove such appointment and the chairperson-elect shall
125 then appoint new persons to the posts.
126 d. Upon an impeachment of two-third directors of GB, the Chairperson is
127 to step down in fifteen days.
128 e. Any officer can resign from the GB, the EC, or other subcommittees
129 provided a notice of resignation seven days in advance.
130 f. Any officer can be dismissed by 2/3 directors of GB at anytime.
131 Initiation of dismissal shall be from the Chairperson, a majority of EC
132 or three GB members. The counting of dismissal votes (both the quorum
133 and two-thirds criteria) shall exclude the GB member who is subject to
134 dismissal recommendation.
135 g. The term for heads of committees is the same as the GB term and it
136 requires a GB decision to fill a vacancy due to resignation, dismissal
137 or term maturation.
138 h. Every GB member must report to the Chairperson by email once every
139 other month either by contacting the Chairperson directly or
140 participating in discussions at GB email list.
141 i. Current GB members and GB members who served in the past two terms are
142 not eligible for any award sponsored by USTCAF. Other than normal

- 143 expenditures, GB members or volunteers should not receive compensation
144 from USTCAF for their work (see Article IV-3).
- 145 j. GB may select new GB members if the lower limit of GB is about to
146 bereached due to resignation or dismissal. If the size of GB is less
147 than the minimum, all the remaining members of GB may still select new
148 GB members.
- 149 1) The nomination shall be from the Chairperson, the majority of
150 the EC, three GB members or one quarter of all remaining GB
151 members.
- 152 2) Such selection shall receive two-thirds votes from all the
153 remaining GB members.
- 154 3) The selected GB members' term shall expire upon the next
155 election.
- 156 4) The number of selected GB members shall be such to have GB
157 reach its minimum size.
- 158 k. GB may decide to appoint advisors, upon nomination from the
159 Chairperson or two GB directors. Such advisors may participate in GB
160 meetings, monitor email communications, audit financial reports and
161 relevant documents, and participate in discussions, but do not have a
162 voting right.

163 **Section 4. Election:**

- 164 a. The GB or the Election Committee shall conduct a general election
165 which will close no earlier than 11 months and no later than 13 months
166 from the closing date of a previous general election.
- 167 b. The voting mechanism shall be through electronic mail ballot: one
168 ballot per member.
- 169 c. If multiple email ballots were received from the same member during
170 the voting period, the last such email ballot from this member will be
171 processed for purposes of ballot validation and counting of votes.
- 172 d. The election will be conducted by the current GB, or by a committee
173 appointed by the current GB.
- 174 e. The GB or the Election Committee shall set a date of record for each
175 election 30 days prior to the first day of voting.
- 176 f. All persons whose memberships are valid on the date of record will be
177 eligible to vote in the upcoming election.
- 178 g. The election quorum requires the return of ballots from one fourth or
179 more of the number of members who are eligible to vote in the general
180 election on the date of record.
- 181 h. The quorum must be specified in the election ballot.
- 182 i. The voting period of an election shall be at least two weeks and the
183 dates of the first and last days of voting period shall be specified in
184 the election ballot.
- 185 j. The announcement of election shall be sent out to the complete list of
186 members that are on USTCAF's records for at least three times, no less
187 than seven (7) calendar days apart. The same announcement shall also
188 be published on USTCAF website within three (3) calendar days since the
189 first email announcement.
- 190 k. All nominations must be submitted to the election committee at least
191 seven (7) days before the election.
- 192 l. Qualification for GB candidacy:
- 193 1) The candidate must have been a member of USTCAF for 180 days
194 or more from the date of record;
- 195 2) The candidate must maintain a valid membership status during
196 the whole duration of his/her expected GB term if elected;

- 197 3) The candidate shall not be a current student or employee of
198 USTC;
199 4) The candidate shall not, on behalf of entities other than
200 USTCAF, handle or expect to handle USTCAF's matters during the
201 expected GB term;
202 5) The candidate must have electronic mail access (see III-
203 3(h)(j));
204 6) The candidate is encouraged to include, if applicable, his or
205 her past leadership or public service experience in his or her
206 candidacy statement.
- 207 m. The ballot should properly identify every candidate by their names, in
208 Chinese characters or PinYin. If applicable, a candidate's USTC class
209 number shall also be specified.
- 210 n. In the ballot, the candidates shall be listed in the order by which
211 the Election Committee receives the candidacy statement emails.
- 212 o. In case that a quorum is not met in an election or if the GB otherwise
213 fails to declare the success of a general election within timeframes
214 specified in these bylaws, a re-election shall be organized within no
215 less than 30 days and no more than 90 days from the last date of voting
216 of the failed election:
- 217 1) The election committee shall be comprised of no less than
218 three life-time members;
- 219 2) All the members who were eligible to vote at the failed
220 election shall be entitled to vote in the re-election;
- 221 3) All the members whose memberships become newly effective
222 between the date of record of the failed election and the date of
223 record of the reelection shall be entitled to vote in the re-
224 election;
- 225 4) All the then-sitting GB members, including those who resign
226 after the date of record for the failed election, shall be
227 excluded from the election committee as well as the candidacy in
228 the re-election; other candidacy qualification requirements still
229 apply.
- 230 5) All the members who participate in re-election shall
231 constitute the quorum.
- 232 6) The GB-elect shall receive majority votes;
- 233 7) The GB-elect shall be subject to the upper limit of the GB
234 size;
- 235 8) The GB-elect shall not be subject to the lower limit of GB
236 size;
- 237 9) The term of the GB-elect shall start from the date of re-
238 election result announcement;
- 239 10) The GB-elect shall have the authority to shorten its own term
240 by organizing a new general election;
- 241 11) The GB-elect shall have all other rights and authority the
242 same as an otherwise normally elected GB.

243 **Section 5. Membership:**

- 244 a. Life-time members are those donating no less than the lifetime
245 membership dues during any calendar year.
- 246 b. Regular members are those donating no less than the regular membership
247 dues during any calendar year. The regular membership expires within
248 one year.
- 249 c. There shall not be membership for non-natural-person entities.
- 250 d. There shall be only one membership per natural person.

- 251 e. A membership shall become effective 45 days after the earliest
252 donation dates by which time the respective membership due requirement
253 is met. Such date shall be available from a donation receipt issued by
254 USTCAF.
- 255 f. For donation records in which there are multiple natural persons,
256 USTCAF shall allocate the whole donation to the person whose email was
257 provided in the donation form unless the donors provided instructions,
258 in writing, on the allocation of donation among donors.
- 259 g. A member shall be entitled to change his or her email address after a
260 process of verification. Change of membership emails shall become
261 effective immediately upon the verification is completed.
- 262 h. A donor may opt to reject the membership at the time of making
263 donations if a clear indication of such intention is specified on the
264 donation form and/or in the memo field of the payment transaction
265 documents.
- 266 i. A member shall be entitled to cancel his or her membership at any time
267 by informing, in writing, the GB or GB-appointed Membership Committee
268 of such intention. A process of verification on the identity and
269 intention will be conducted by officers of the GB or the Membership
270 Committee. The termination of the membership shall become effective
271 immediately after the verification is completed.
- 272 j. Membership, once cancelled, cannot be reinstated without new
273 donations. All past donations prior to the cancellation shall be
274 excluded from any future considerations of membership establishment.
- 275 k. The GB is authorized to terminate a membership upon verification of
276 the death of a member.
- 277 l. The amount of dues is set by the GB. It may change at most once per
278 calendar year and no less than six (6) months apart from the last
279 change.
- 280 m. Percentage changes to membership dues shall not exceed 25 per cent in
281 either direction during any GB term with exceptions allowed for
282 rounding to the nearest dollar amount.
- 283 n. The regular membership due shall not be greater than one-third of the
284 life-time membership due.
- 285 o. Memberships, once established, shall not be retrospectively affected
286 by future changes in membership dues.
- 287 p. The EC shall be responsible for collecting the dues and keeping
288 membership records up-to-date. The collected dues and records shall be
289 kept by GB as well.
- 290 q. Any financial contribution from one individual to the Foundation is
291 considered as a membership payment. Unless otherwise specified by
292 donors, those who donate more funds than the membership due will be
293 listed as members automatically.
- 294 r. The account summary shall be presented to the GB and public at least
295 once every two months.
- 296 s. The Foundation keeps the anonymity of all or part of information of a
297 donor from the public, if he or she explicitly instructs so.

298 **Section 6. Member meetings:**

- 299 a. Only the GB can call the general member meetings. Members can submit
300 proposed agenda items to the Chairperson or the directors of the GB.
301 Announcement of the general member meeting including the agenda will be
302 sent to all members no later than seven days before the meeting.
- 303 b. A quorum needs one-third of members in such a case.
- 304 c. Any resolution needs two-thirds for-votes. Such meetings are rare.

305 **Section 7. Minutes:**

- 306 a. Minutes of the meeting shall be prepared by the chairperson of the
307 meeting and shall be distributed within two weeks after the meeting.
308 b. Records of the approved minutes shall be kept by the EC.

309 **ARTICLE IV**

310 **Section 1. Award Procedure:**

- 311 a. All USTCAF awards, no matter the source of funding is the general
312 fund, or any sub-fund (see IV-5), must be approved by the Board (GB).
313 b. In general, the Board (GB) would approve the award criteria and the
314 awardee selection made by a private group whose USTCAF sub-fund covers
315 the award, unless there is a concern, such as negative recommendations
316 from USTC when verifying applicants' materials, or narrow selection
317 base which may cause frauds, or possible discrimination in criteria or
318 selection.
319 c. In a normal situation, a sub-fund must submit a description and
320 criteria of a new award to the Board (GB) six months in advance before
321 the award can be issued.

322 **Section 2. Fund campaign:**

- 323 a. All donation forms and campaign letters under the name of the
324 Foundation must be approved by the chairperson.
325 b. All contributions must be payable directly to "USTC Alumni
326 Foundation".
327 c. To make checks payable to any fund raising member is illegal.

328 **Section 3. Expenditures:**

- 329 a. Guaranteed eighty five percent (85%) of fund will go to the
330 scholarships. The rest of the fund would cover registration cost, fund
331 transaction fee, postage cost, materials for printing award
332 certificates, and other operational costs.
333 b. Salary or work compensation for USTCAF officers/directors of the board
334 is forbidden.
335 c. Expenditures for fund raising parties will never be paid by USTCAF.
336 Such expenditures must be paid by the party members only, not from the
337 checks payable to the Foundation.
338 d. Any expenditure inconsistent with the mission of USTCAF is forbidden.

339 **Section 4. Financial reports:**

- 340 a. At least once a year, the Bookkeeper (secretary) needs to present a
341 list of all contributions that year and a list of total contributions
342 by each person in the history, which will be sent to every member as a
343 form of receipt.
344 b. All fund transactions and their description would be listed on USTCAF
345 website so that the fund balance can be checked at any time by public.

346 **Section 5. Private Scholarship:**

- 347 a. Anyone who wishes to set up private scholarship under USTCAF
348 sponsorship and management is welcome to do so.
349 b. In general, the organizers of the private scholarship should be
350 responsible for the fundraising; a certain percentage of the private

- 351 fund will be paid to the general fund; the organizers of the private
352 scholarship have the right to set up their own criteria within the
353 mission of USTCAF.
- 354 c. Details of the private scholarship will be regulated by the guideline
355 for private scholarship and the contract between the organizers of the
356 private scholarship and USTCAF (see IV-1).
 - 357 d. All such private funds and the general fund must be listed on website
358 for public to view.
 - 359 e. All funds are to be centrally managed by a committee under the
360 supervision of GB, according to a fund management guideline.

361 **Section 6. Regional subcommittees:**

- 362 a. All members are encouraged to form local subcommittees for the
363 Foundation.
- 364 b. A regional subcommittee will be expelled from the Foundation if it
365 collects its own member dues, or its own fund.
- 366 c. The Chairperson shall make decisions to dismiss any regional
367 subcommittee if its policy disagrees with that of the Foundation.

368 **ARTICLE V**

369 **Section 1. Amendments:**

- 370 a. The Bylaws may be amended by member meetings specified by Article III-
371 7.
- 372 b. The Bylaws can also be amended by two-thirds for-votes of GB. However
373 the new Bylaws can be effective only after fifty (50) days of the
374 amendment.
- 375 c. To ensure the continuity and independent nature of USTCAF, Article I-
376 1, Article I-2 and Article II-1 of this bylaw shall never be changed in
377 principle.

378 **THE END**