These bylaws were created on July 5, 2011 and approved by the CISML Executive Board on July 12, 2011. Amendments to Articles IV, V, and VI approved by the CISML Executive Board on November 10, 2013.

BYLAWS OF THE
Center for Intelligent Systems and Machine Learning (CISML)
University of Tennessee, Knoxville

These bylaws are applicable within the authorization established by the Board of Trustees and the College of Engineering, of the University of Tennessee, hereby referred to as the University or UT.

ARTICLE I – NAME

The name of this organization, established October, 2010, shall be the Center for Intelligent Systems and Machine Learning, hereby referred to as the Center. Where appropriate, the Center’s acronym, CISML, may be substituted for the Center.

ARTICLE II – PURPOSE AND POLICIES

Section 1 – Purpose

The Center shall reside in, and be a function of, the University’s College of Engineering, which may hereby be referred to as COE. The primary purpose of the Center is to facilitate collaborations between faculty, industrial, and national lab affiliates, as well as students working on diverse research projects pertaining to the theory and practice of intelligent systems and machine learning technologies, as well as to advance the frontiers of research in related disciplinary areas. By its very nature, the work will be interdisciplinary, which is expected to yield greater impact as well as valuable resources for attracting larger-scale research funding than would otherwise be possible.

Section 2 – Policies

The policies of this Center, unless explicitly defined herein, shall be in harmony with the policies of the University and the University’s College of Engineering. In the event that policies are in conflict, University policy shall supersede all others.

For the purpose of this document, a quorum shall constitute the minimum number required for a vote, and a majority vote shall be necessary for Center business requiring Executive Board approval. A quorum is defined as 50% or more of the Executive Board membership. The Executive Board is defined in Article V.
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ARTICLE III – PARTICIPANTS

Section 1 – Participants

Center participants may be composed of faculty, staff, and students of the University, as well as National Laboratory and affiliated researchers, consultants, industry representatives, and others with an interest in the Center as determined by the Center’s Director and Executive Board.

a – Faculty Affiliates

Faculty Affiliates are persons appointed by the University to faculty rank who participate in the activities of the Center. In addition, faculty affiliates may be voting or non-voting. Voting faculty affiliates are 1) faculty members who make the minimum required annual financial contribution to the Center; or 2) faculty members whose academic unit makes the minimum annual financial contribution to the Center on the faculty member’s behalf; or 3) faculty who are responsible for acquiring and maintaining any Industry Affiliate participants. Voting faculty shall constitute the Executive Board, defined in Article V. Non-voting faculty members are those who participate in activities and operations of the center but do not meet any of the three required criteria for voting privileges. Annual required contribution amounts for voting privileges and membership on the Executive Board shall be determined by the Executive Board.

b – Staff

Staff participants are non-faculty persons employed by the University who participate in the activities of the Center.

c – Students

Student participants are persons engaged in study at the University on either a full-time or part-time basis, who are working with an affiliate member, and who participate in the activities of the Center.

d – Industry Affiliates

Industry Affiliates are organizations and entities outside of the University who meet the following requirements. Industry Affiliate designation is achieved via an annual financial sponsorship by the external organization or entity to the Center in the amount determined annually by the Executive Board. For the purpose of the sponsorship, annual is defined as 12 consecutive months beginning on the 1st day of the first month following receipt of the Industry Affiliate funds until the last day of the 12th month.

e – National Laboratory Affiliates
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National Laboratory Affiliates are individuals employed by the National Laboratories of the U.S. federal government as staff researchers who collaborate and/or engage with other Center participants on behalf of the Center for the express purpose of research, development, and/or student instruction. National Laboratory Affiliate designation is achieved via an invitation to National Laboratory research staff by the Center’s Director, and their subsequent acceptance, to participate in the Center.

f – Others

Other participants may be involved in Center activities and programs upon approval by the Executive Board.

Section 2 – Approval to Participate

The Executive Board must approve affiliation with the Center. Anyone affiliated with the Center may recommend additional individuals or organizations for participation in the Center. Such recommendations shall be made to the Director.

Section 3 – Terms and Conditions

The Director, along with the Executive Board, shall determine the terms and conditions of all participants beyond what is explicitly defined in this document.

Section 4 – Role of Participants

All participants are encouraged to be actively engaged in the activities of the Center and may propose programs to be implemented by the Center. If approved by the Executive Board, these programs may receive Center support as necessary and when possible. All participants will have priority consideration in Center activities. Participants are expected to support the programs of the Center and assist the Director and other Center administrative staff, defined in Article IV, in program development.

ARTICLE IV – ADMINISTRATION

Section 1 – Administration

Overall Center oversight shall include a Director and an Associate Director, an Executive Board and Internal Advisory Board. Center administration may also include staff positions such as a Program Manager, an Assistant Director, an Administrative Assistant or other positions. The Center administrative staff shall consist of the Director and the Associate Director, may include
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other staff positions as determined by the Director, and is hereby referred to as the administrative staff. The administrative staff shall be responsible for general oversight and management of the daily operations and activities of the Center.

Section 2 – Director

A Director shall administer the Center. The Director must be an active member of the University faculty and shall report to the COE’s Associate Dean of Research and Technology. The Associate Dean shall appoint the Director for a term of two years, subject to approval of the Internal Advisory Board and the Executive Board. The appointment is renewable. If the sitting Director leaves the Center, the University, is not reappointed or is otherwise incapable of performing her/his Center duties, a new Director shall be appointed by the Associate Dean with the approval of the Internal Advisory Board and the Executive Board. The Associate Director shall assume Director duties until a new Director is appointed.

Section 2a – Powers and Duties

The Director shall define duties of the Associate Director, Assistant Director, and Program Manager not expressly defined in Sections 3a, 4a, and 5a, respectively, of this Article. The Director shall be responsible for providing regular Center status reports to the COE’s Associate Dean for Research and Technology as well as other deans of research of the affiliated colleges. The reports may include a summary of the year's activities and a financial report, as well as information about funded efforts (e.g., grants, contracts), scholarly publications and technical reports, students supported by the Center, theses and senior projects completed under the auspices of the Center, honors and awards to faculty and students, development efforts, including addition of Industry and National Laboratory Affiliates, and any other noteworthy achievements. The Director shall actively recruit Center participants defined in Article III.

Section 3 – Associate Director

The Associate Director, who shall be appointed by the Director to a two year term with the approval of the Executive Board, will report to the Director. Said appointment is renewable with Executive Board approval. The Associate Director must be an active member of the University faculty or National Laboratory Affiliate. If the sitting Associate Director leaves the Center, the University (or National Laboratory), is not reappointed or is otherwise incapable of performing his/her Center duties, the Director, with the approval of the Executive Board, shall appoint a new Associate Director.

Section 3a – Powers and Duties

The Associate Director will assist the Director in policy creation, management, and enforcement for the Center. He/she will assist the Director with all budgetary and communication matters and
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meet periodically with the Program Manager (or other Center staff) to resolve faculty and student matters pertaining to the Center.

Section 4 – Assistant Director

The Assistant Director, who shall be appointed by the Director to a two year term with the approval of the Executive Board, will report to the Director. Said appointment is renewable with Executive Board approval. The Assistant Director must be an active member of the University faculty or National Laboratory Affiliate. If the sitting Assistant Director leaves the Center, the University (or National Laboratory), is not reappointed or is otherwise incapable of performing his/her Center duties, the Director, with the approval of the Executive Board, shall appoint a new Assistant Director.

Section 4a – Powers and Duties

The Assistant Director will assist both the Director and Associate Director in policy creation, management, and enforcement for the Center. He/she will assist the Director and Associate Director with all budgetary and communication matters and meet periodically with the Program Manager (or other Center staff) to resolve faculty and student matters pertaining to the Center.

Section 5 – Program Manager

The Program Manager shall be appointed by the Director with the approval of the Executive Board and will report to the Director and the Associate Director. If the acting Program Manager leaves the Center, the University, or is otherwise incapable of performing his/her Center duties, the Director, with the approval of the Executive Board, may appoint a new Program Manager.

Section 5a – Powers and Duties

The Program Manager shall be responsible for the daily operations of the Center, including budgeting, research program development, Center development (e.g., fundraising activities), Center sponsored activities (e.g., workshops, seminars), internal/external communication efforts, and any other duties assigned by the Director and/or the Associate Director.

ARTICLE V – EXECUTIVE BOARD

Section 1 — Membership
ARTICLE VI – INTERNAL ADVISORY BOARD

Section 1 – Membership

Internal Advisory Board members, hereby referred to as the Advisory Board, will consist of the Associate Deans responsible for research (or their appointees) from the colleges represented by the Center faculty affiliates. This Board serves in an advisory capacity to the Center.

Section 2 – Powers and Duties

The Advisory Board shall provide advice and comment on Center programs, as needed, shall engage in public relations and support activities for Center programs, and shall provide overall guidance and direction to the Center as appropriate.
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Section 3 – Meetings

The Advisory Board, along with the Center Director and/or Associate and Assistant Directors, will meet at least once a year to review Center programs and to provide general direction to the Center. The Advisory Board may elect to meet for special purposes at any other time upon agreement of a majority of Advisory Board members, at the request of the Center’s Director, or at the request of a quorum of Executive Board members.

ARTICLE VII – FISCAL POLICIES

Section 1 – Fiscal Year

The Center’s fiscal year shall correspond to that of the University.

Section 2 – Annual Budget

A draft budget, to coincide with the University’s upcoming fiscal year, shall be submitted for review to the Executive Board annually in February. A final budget shall be submitted to the Executive Board for approval the following June. A balanced budget shall be required annually. Once approved, budget changes may only be made with approval of the Executive Board.

Section 3 – Accounts and Audit

A Center staff member or other entity, determined by the Executive Board, shall maintain the Center accounts, and these shall be audited annually in accordance with Center policies. Center accounts will be managed according to University fiscal policies.

Section 4 – Reporting

An annual report shall be prepared by the Center for the Advisory Board, which outlines the activities and achievements of the Center, at the end of each fiscal year.

Section 5 – Funding
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The Center may be financed by University Office of Research funds, federal and state grants and contracts, and also college, unit and individual faculty research incentive funds (RIF), as well as other revenue generated by Center activities. The Center may also be funded via external federal, state, and local sponsors, including private industry.

Section 6 – Dissolution

In the event the Center is dissolved, members of the Executive Board, in conjunction with the Internal Advisory Board, must approve a plan for the equitable distribution of assets and/or debts back to the appropriate university accounts belonging to members of the Executive Board and/or appropriate departments.

ARTICLE VIII – AMENDMENTS

The bylaws may be amended by a quorum of the Executive Board with the approval of the COE’s Associate Dean of Research and Technology. Any participant of the Center may propose amendments to the bylaws.