



ACM**SIGGRAPH**

**BYLAWS: Proposed Modification
December 16, 2017**

Color Coding:

Proposed version and rationale

Current version

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Article 1. Name, Scope, Mission, and Purpose

1.1 *Name.* This organization shall be called ACM SIGGRAPH.

1.2 *Scope.* ACM SIGGRAPH shall function as the special interest group on computer graphics and interactive techniques of the Association for Computing Machinery, Inc. ("the ACM").

1.3 *Mission.* ACM SIGGRAPH's mission is to promote the generation and dissemination of information on computer graphics and interactive techniques.

1.4 *Purpose.* ACM SIGGRAPH's purpose is to foster a membership community whose core values help them to catalyze the innovation and application of computer graphics and interactive techniques.

Article 2. Defined Terms

2.1 The "EC" means the ACM SIGGRAPH Executive Committee.

2.2 A "director" is an elected member of the EC.

Replace: A "director" is an elected or appointed voting member of the EC.

2.3 A "quorum" at meetings will consist of at least fifty percent of the directors. Absent a quorum, the directors may not vote on any matters at a meeting.

2.4 A "majority vote" occurs when a quorum is present, and at least fifty percent of the quorum (those voting, or directors present) votes in favor of a matter.

2.5 A "supermajority vote" requires an affirmative vote from 75% of all directors.

~~A "Director-at-Large" is a Director who is not an Officer (as set forth in Article 4.1).~~

Delete as all members of the EC are now elected as directors.

2.6 A "position" means one of the following: President, Vice President, Treasurer, and Director-at-Large.

Replace: A "position" means one of the elected or appointed members of the EC.

2.7 An "officer" is means one of the following: Chair, Chair-Elect, Treasurer, Treasurer-Elect

Note: Throughout the remainder of this document, the term President has been replaced with Chair and Vice President has been replaced with Chair-Elect.

Article 3. Charter

3.1 ACM SIGGRAPH will exist until dissolved as provided in Bylaw 6 of the ACM.

Article 4. ACM SIGGRAPH Officers and Executive Committee

4.1 *EC*. The EC comprises officers, directors at large, and ex officio members. The duty of the EC is to guide and oversee all of the activities of ACM SIGGRAPH. ~~There are ex officio members on the EC for purposes of communication and deliberation.~~

Replace: *EC*. The EC comprises directors, both elected and appointed, and ex officio members. The duty of the EC is to guide and oversee all of the activities of ACM SIGGRAPH.

Rationale: Moving rationale for ex officio members from by-laws to policies.

4.2 *Officers*. The officers of ACM SIGGRAPH are the President, the Vice President, and the Treasurer.

Replace: *Officers*. The officers of ACM SIGGRAPH are the Chair, the Chair-elect, the Treasurer, and the Treasurer-elect.

4.3 *Number of directors-at-large*. The number of directors-at-large shall be set by the EC with a supermajority vote and shall be no fewer than four and no more than ten.

Replace: *Number of directors*. When these bylaws were approved (2018), there are nine Director positions. The number of elected directors can be changed by the EC with a supermajority vote and shall be no fewer than seven and no more than thirteen.

Rationale: Include the existing three officers among the count for director. Currently there are three officers (President, Vice President, and Treasurer) and six elected Directors, for a total of nine elected Directors under the new model. If the EC wants to change this number, e.g., by adding another elected Director position, then this is the mechanism by which it would be done.

4.4 *Ex officio Members*. The EC may designate ex officio offices.

Replace [Minor fix of wording]: *Ex officio Members*. The EC may designate ex officio members.

4.5 *Election of directors*. Directors are elected to three-year terms beginning ~~July 1~~ of the year of their election.

Replace [Minor adjust to current practice]: September 1

Addition: Directors in the third year of their term are ineligible for the position of Chair-Elect or Treasurer-Elect.

4.6 *Terms*. No person may serve in the same position for more than two consecutive full terms.

Addition: without a break in service of at least one term (three years).

4.7 *Directors must be members*. All directors and candidates for director must be voting members of the ACM and ACM SIGGRAPH.

4.8 *Only one position*. No person may hold more than one position simultaneously.

Addition: *Appointed directors*. The EC may appoint up to three voting directors. As with the elected directors, these individuals will serve three year terms and may be reappointed at most once.

Article 5. Duties of the Officers

Addition: The EC shall select, from among its directors, a Chair, Chair-elect, Treasurer, and Treasurer-elect who will fulfill the duties outlined below.

5.1 *Chair*. The duties of the Chair are:

- leading and managing ACM SIGGRAPH;

- calling and presiding at EC meetings; and
- conducting ACM SIGGRAPH's activities in accordance with the policies of the ACM;

5.2 *Chair-elect*. The duties of the Chair-elect are:

- Assisting the Chair in leading and managing ACM SIGGRAPH; and
- presiding at meetings when the Chair is absent.

5.3 *Treasurer*. The duties of the Treasurer are:

- managing ACM SIGGRAPH's finances according to the Financial Accountability Policy of the ACM. ~~This includes preparing the annual budget, monitoring the Group's disbursements for adherence to the annual budget, and preparing financial reports as required; and~~

Rationale: Delete detail and move to policies from bylaws.

- reporting ACM SIGGRAPH's finances to members at least once a year in ACM SIGGRAPH's regular publications.

Addition: 5.4 *Treasurer-elect*. The duties of the Treasurer-elect are:

- To shadow and assist the Treasurer in managing ACM SIGGRAPH's finances.

Article 6. Vacancies and Incapacitation

6.1 *Chair*. Should the Chair leave office before their term expires, the Chair-elect will become the Chair. Should the Chair become incapacitated or be unable to fulfill their duties, the Chair-elect will temporarily assume the duties of the Chair.

Addition: The EC will then elect a new Chair-elect from among the directors.

Addition: *Treasurer*. Should the Treasurer leave office before their term expires, the Treasurer-elect will become the Treasurer. Should the Treasurer become incapacitated or be unable to fulfill their duties, the Treasurer-elect will temporarily assume the duties of the Treasurer. The EC will then elect a new Treasurer-elect from among the directors.

6.2 *Other positions*. Should any position other than Chair or Treasurer become vacant, the EC shall appoint someone to fill the vacancy for the remainder of the position's current term.

6.3 *Resignation.* A director may resign at any time by giving written notice to the Chair or, if the Chair is resigning, to the Chair-elect. The resignation shall be effective as of the time the resigning director specifies unless otherwise agreed.

6.4 *Removal.* A director may be removed for just cause by a supermajority vote of the EC with the approval of the SIG Governing Board Executive Committee.

Article 7. Membership

7.1 *Full members.* A person becomes a full member of ACM SIGGRAPH only after enrolling and paying the required dues. The dues for ACM SIGGRAPH are determined by the EC with the approval of the SIG Governing Board Executive Committee.

7.2 *Associate members.* An associate member is a person who ~~is not a full member but meets the requirements for Associate membership as determined by the EC.~~

Replace: meets the requirements for associate membership as specified in the ACM SIGGRAPH Policies.

7.3 *Voting members.* All full members of ACM SIGGRAPH may vote in any ballot conducted by ACM SIGGRAPH. ~~Associate members cannot vote.~~

7.4 *Member benefits.* The benefits of the full and associate members are set by the EC with the approval of the SIG Governing Board Executive Committee

Article 8. Reports and Records

8.1 *Reports.* ACM SIGGRAPH's Chair is responsible for filing reports about ACM SIGGRAPH as required by the SIG Governing Board. ~~These include:~~

~~An annual report on the activities of ACM SIGGRAPH during the previous fiscal year;~~

~~8.2 All reports required by the Financial Accountability Policy of the ACM; and~~

~~Closing reports on conferences and symposia co-sponsored by ACM SIGGRAPH, as required by ACM.~~

Delete: reports are specified by the SIG Governing Board and need not be specifically called out here.

8.3 ACM SIGGRAPH will maintain appropriate records, including ~~membership and financial records,~~

Delete: records now maintained by ACM.

Addition: as required by the ACM bylaws.

Article 9. Elections

9.1 *Slate*. The EC must select a slate of candidates and announce the slate to all ACM SIGGRAPH voting members at least two months before the election. For each officer, the slate must contain at least two candidates. For directors-at-large, the slate must contain at least one more nominee than there are openings to be filled.

Replace: *Slate*. The EC must select a slate of candidates and announce the slate to all ACM SIGGRAPH voting members at least two months before the election. Two or more candidates will be assigned to each open Position.

9.2 *Petition candidates*. A petition from 1% of the voting members of ACM SIGGRAPH will place other consenting and eligible candidates on the ballot. Notice of intent to submit a petition and the President must receive completed petitions at least one month before the election.

Replace: A petition from 1% of the voting members of ACM SIGGRAPH will place a consenting and eligible candidate on the ballot for a specific position. All candidates must be ACM Professional members as well as members of ACM SIGGRAPH. The petition process will be in accordance with the ACM SIG petition process.

Rationale: adjust to match ACM Policies and Bylaws.

9.3 *Election*. The election will be conducted among eligible voters by ACM Headquarters by August 15, following the election procedures of the ACM, unless different procedures have been approved by the SIG Governing Board. The new directors will take office on September 1. Of all the ballots returned in an election, ~~the candidates receiving the largest number of effective votes win.~~ The SIG Governing Board will resolve ties.

Replace: the candidates receiving the largest number of effective votes for each position win.

Article 10. Amendments

10.1 These bylaws may be amended by a majority vote of the Executive Committee of the ACM, or by a vote of ACM SIGGRAPH's members as described in Articles 10.2 and 10.3. With approval of the EC and of the Executive Committee of the ACM, 2/3 of all the members of the SIG Governing Board may amend Article 1 of these bylaws without a referendum of the members.

Replace: These bylaws may be amended by a vote of ACM SIGGRAPH's members as described in Articles 10.2 and 10.3 or by current policies outlined in the ACM Bylaws.

10.2 Amendments to these bylaws may be proposed by the EC, the SIG Governing Board, or a petition from 1% of the voting members of ACM SIGGRAPH. All proposed amendments must be approved prior to being submitted for a vote of the membership, by the Chairman of the SIG Governing Board ~~by the Constitution and Bylaws Committee of ACM~~ after the Executive Director of ACM has provided his advice.

Revise to match ACM Policy.

Replace [minor change in wording to use gender neutral pronoun]: their

10.3 The ballot on the proposed amendment(s) will be conducted among the eligible voters by ACM Headquarters following the procedures of the ACM for voting bylaw amendments, unless a different procedure has been approved by the SIG Governing Board. ~~The proposal is adopted only if a majority of the effective votes of returned ballots approve it, and only if at least 10% of the ballots are returned.~~ The Chair will send a clean copy of the amended bylaws to the Executive Director of ACM and to the Chairman of the SIG Governing Board.

Replace [minor change in wording]: The proposal is adopted only if a majority of the returned ballots are affirmative, and only if at least 10% of the ballots are returned.

Article 11. Dissolution

11.1 Should ACM SIGGRAPH be dissolved, its assets will be supervised by the SIG Governing Board.

Replace [minor, current practice]: Should ACM SIGGRAPH be dissolved, the distribution of its assets will be supervised by the SGB EC.

Rationale: change to match ACM bylaws.

Article 12. EC Meetings

12.1 *In-Person Meetings*. All in-person meetings are open to all members of the ACM or ACM SIGGRAPH.

12.2 *Alternatives to In-Person Meetings*. A meeting may also take place through any other mode of communication (such as phone and internet) agreed to by the EC.

12.3 *Meeting notices*. For each meeting, notice of the date, place, and time of the meeting must be sent to the directors at least two days before the meeting.

12.4 *Voting*. Votes may be taken by any means of communication agreed to by the EC. All votes must be recorded and confirmed in the meeting minutes.

Article 13. Consistency

13.1 The Constitution, bylaws, and policies of the ACM and of the SIG Governing Board take precedence over any conflicting provisions of these bylaws.