



Charter - Atlanta SPIN 2006

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1 ESTABLISHMENT

The Atlanta area Software Process Improvement Network (SPIN) organization, hereafter referred to as the Atlanta SPIN, was established on 12 October 1994, as a non-profit organization.

2 PURPOSE

Atlanta SPIN is to provide a forum for the free and open exchange of software process improvement experiences and ideas. Our purpose is to: 1) to enhance our membership's knowledge and skills through an active program of networking, publication, recognition of excellence, and mutual support, and, 2) to help sustain organizational commitment to the improvement of software quality, maturity, and process.

The organization will serve as a source of educational, scientific, and practical information for its members, other SPIN organizations and the Atlanta-area software community.



3 OBJECTIVES

In carrying out its purpose, the Atlanta SPIN organization will act to accomplish the following objectives within the software community:

- Promote the transfer of software improvement knowledge and innovation to all participants.
- Share lessons learned among participants and other SPIN organizations.
- Promote the improvement of productivity in software development.
- Ensure that the Atlanta SPIN is aligned with the overall SEPG objectives.
- Promote the advancement of software quality.
- Promote software process maturity.
- Promote cooperation between industry, academia, and government with respect to software process improvement technology.

4 MEMBERSHIP

Membership in the Atlanta SPIN is open, without discrimination, to all individuals, companies, universities, and government organizations who are interested in furthering the objectives of the Atlanta SPIN.

An individual, company, university or government organization becomes a member of the Atlanta SPIN by enrolling in the organization and paying any required dues.

5 ORGANIZATION

The Atlanta SPIN will consist of a Board of Directors and various standing and ad hoc committees. All committee members and officers will receive no remuneration for their services.

5.1 BOARD OF DIRECTORS

The Board of Directors will consist of a President, Vice-President, Secretary, Treasurer, and as many At-Large members as necessary to meet the goals of Atlanta SPIN.

The responsibilities of the Board of Directors will be as follows:

- Manage the affairs of the Atlanta SPIN organization.
- Generate the operating budget.
- Approve or authorize all expenditures, either by individual appropriation, or by budget.
- Maintain coordination with other SPIN organizations.
- Maintain coordination with the Software Engineering Institute (SEI) at Carnegie-Mellon University.
- Approve programs for SPIN meetings.
- Set the long-term strategy for Atlanta SPIN.
- Set annual SMART (Strategic, Measurable, Achievable, Realistic and Timebound) goals to meet the long-term strategy.
- Review progress toward these goals, do proper analysis where goals are not met, and implement the subsequent changes to Board processes to mitigate the risk of missing future goals.
- Make appointments to vacancies in elected board positions.
- Appoint standing and ad hoc committee Chairpersons.
- Establish and disband standing and ad hoc committees.

5.1.1 Responsibilities of the President

The President will preside at regular meetings of the Atlanta SPIN and at meetings of the Board of Directors. He/she will be responsible for leading the overall activities of the organization and for the duties of other officers in the event of their absence or incapacity, until they are replaced by the Board of Directors, and will be the point-of-contact for the other organizations, including other SPINs.

5.1.2 Responsibilities of the Vice President

The Vice President will assist the President in presiding over the Atlanta SPIN, and will assume the duties of the President upon the latter's request, absence, or incapacity.



5.1.3 Responsibilities of the Secretary

The Secretary will be responsible for recording the minutes of the Board of Directors meetings, conveying minutes to the Library Committee, and disseminating all Atlanta SPIN membership correspondence, aside from meeting announcements.

5.1.4 Responsibilities of the Treasurer

The Treasurer will be the custodian of all funds of the Atlanta SPIN under direction from the Board of Directors. The Treasurer will render a report once every 90 days (i.e. once per quarter, at a minimum) of the Atlanta SPIN calendar year, in addition to any special reports (such as monthly activities or balance reports) required by the Board of Directors. The Treasurer will monitor all expenditures against the budget and will have authorization to sign Atlanta SPIN checks. Checks may be co-signed by the SPIN President.

5.2 STANDING COMMITTEES

Standing committees will serve at the discretion of the Board of Directors, and will support the continuing long-term activities of the Atlanta SPIN. The Chairperson of each standing committee will be responsible for appointing all members of his/her committee and for ensuring that meeting minutes are forwarded to the Library Committee. The committees may include, though not limited to the following:

5.2.1 Education Committee

The Education Committee will be responsible for the topics and presenters at all Atlanta SPIN meetings, training sessions, etc. This committee is also responsible for generating and maintaining the general meeting checklist to ensure that all tasks are assigned to an individual, and that backup individuals are also assigned.

5.2.2 Library Committee

The Library Committee will be responsible for maintaining all literature pertinent to the mission of the organization. The library will include all meeting minutes and any available presentation materials. The committee chairperson will be responsible for saving the documents in an appropriate on-line document repository and for disseminating them to the board members. The Library Committee will be composed of a Webmaster and an Archivist, at a minimum.

- The Webmaster shall be responsible for maintaining the SPIN Web site (<http://www.atlantaspin.org>) that is available to all members through the Internet.
- The Archivist shall be responsible for maintaining the on-line organization and storage of the Board Files directory (wherever that may reside.) The board archives include (but are not limited to) board meeting minutes, general meeting working documents, and working directories for committees. These archives will be used to store meeting minutes and related documents and other records as necessary to conduct the business of the Board of Directors and the Atlanta SPIN organization.

5.2.3 Membership Committee

The Membership Committee will be responsible for supporting membership, publicity, and communications activities. The Committee will solicit and enroll new members into the organization and maintain a database of the current members. It will publish communications regarding SPIN meetings and activities to publicize the organization and keep the membership informed. The Webmaster will be responsible for publicizing these activities via the ongoing administration of the SPIN Web site at <http://www.atlantaspin.org>. The Webmaster will work together with this committee to create the necessary meeting announcements in an appropriate format for distribution to the members.

5.2.4 Goal-Setting Committee

The Goal-Setting Committee will review member feedback to be used for goal setting during the latter part of the SPIN calendar year. This committee should meet periodically throughout the SPIN calendar year, collect input that could drive goals, analyze them, and vet them for a vote in November of the calendar year.

5.2.5 Sponsorship Committee

The Sponsorship Committee will be responsible for the development and maintenance of sponsorship programs. The Committee will be responsible for the continuous solicitation and recruitment of corporate and individual



sponsors. It will track and report sponsorship status to the Board of Directors. The Committee will maintain relationships with sponsors and encourage sponsor involvement in SPIN activities.

5.2.6 AD HOC COMMITTEES

Ad hoc committees will be established by the Board of Directors for the conduct of specific, limited-term activities. The Chairperson of each ad hoc committee will be responsible for appointing all members of his/her committee and for ensuring the meeting minutes are forwarded to the Library Committee.

6 CONDUCTING OFFICIAL BUSINESS

No official business of the Atlanta SPIN will be conducted unless a quorum of the Board of Directors is present. A quorum is defined to be at least fifty (50) percent of the active Board members.

7 NOMINATIONS AND ELECTIONS

7.1 Selection of New Board Members

This will be the responsibility of existing board members.

Nominations will be accepted from the membership.

7.2 Election of Officers

This will be the responsibility of existing board members and will occur once per calendar year.

A slate of nominations for the following positions will be presented by the ad-hoc Nominating Committee to the board of directors for vote at the election meeting:

- President
- Vice-President
- Secretary
- Treasurer
- Board of Director At-Large Members

The elections will be conducted by secret ballot of contested offices. The winner of the office will be determined by a simple majority vote among the participating board members.

7.3 Dismissal of Board Members

This dismissal of a board member will occur upon missing three or more consecutive meetings without notice or for disruptive conduct or general lack of participation/contribution.

Any elected officials can be removed from office by a recommendation of two-thirds (2/3) majority vote of the active Board of Directors.

7.4 Replacement of Dismissed Board Members

Dismissed board members will be replaced at the discretion of the Board.

8 MEETINGS

Meetings of the Atlanta SPIN membership will take place regularly during the year at a site that is open and accessible to all members. An announcement for each membership meeting will be disseminated to all members in advance of each meeting.

Meetings will be held on a monthly basis at a pre-designated site published in advance to the SPIN membership.

9 DUES

All dues related issues will be addressed by the Board of Directors and will be approved by 2/3 vote of a quorum of the Board of Directors.

10 ATLANTA SPIN CALENDAR YEAR

The Atlanta SPIN calendar year will run from January 1 to December 31.



11 CHARTER REVISIONS

Charter revisions must be approved at board meetings by a majority (i.e., two-thirds, 2/3) vote of the board members present. The charter should be reviewed periodically by the Board and kept up-to-date.

12 DISSOLUTION OF ORGANIZATION

Dissolution of the Atlanta SPIN organization by consent of the members shall consist of majority (i.e, two-thirds, 2/3) vote of the Board of Directors, together with a majority vote at a meeting which has been publicized in advance to all members of the organization for the purpose of taking this vote.

13 APPROVALS

Date:

Total Number of Directors:

Number of Directors Present:

Number of Approvals: **Number of Abstains:**