

**CONSTITUTION AND BYLAWS**

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# CONSTITUTION AND BYLAWS

## CONSTITUTION

### ARTICLE I - NAME

The name of this organization shall be the Texas Association of Student Financial Aid Administrators and shall hereafter be referred to as the Association in this document.

### ARTICLE II - PURPOSES

The Association is organized for education and research purposes of its membership and shall not be operated for profit. In furthering these general purposes, the Association shall be dedicated to:

Section 1. **Encouraging** students to pursue higher education.

Section 2. **Promoting** student financial aid programs in the post-secondary institutions of the state.

Section 3. **Facilitating** communication, activities, services, and professional development among constituencies involved in student financial aid administration in the state.

Section 4. **Inspiring** professional competencies in the field of student financial aid administration.

Section 5. **Motivating** innovation and creativity in the financial aid field to span all cohorts.

**Encourage, Promote, Facilitate, Inspire, Motivate**

### ARTICLE III - OFFICERS

Section 1. a. The voting officers of the Association shall be a President, President-Elect, Immediate Past President, and eight (8) representatives at large. They shall serve as members of the Board of Directors and shall include representatives of institutions in the State of Texas who hold voting membership in the Association. The Board of Directors will hereafter be referred to as the Board in this document.  
b. The officers of the Association shall also include a Vice President, who will be a member of the Board elected by a majority vote of the Board. The Immediate Past President shall serve as Parliamentarian of the Association.

Section 2. The appointed officers of the Association shall be the Treasurer and Secretary. The Treasurer must be a representative of an institutional member. The Treasurer and Secretary shall serve at the will of the President.

Section 3. Four members of the Board elected at large and the President-Elect shall be elected

each year. Board members elected at large shall be elected for two-year terms. The President-Elect shall be elected for a one-year term as President-Elect and will automatically serve as President the following year and Immediate Past President the next following year.

Section 4. All members of the Board are eligible for re-election the succeeding year with the exception of the President-Elect, President, and Immediate Past President.

Section 5. The Board shall be the agency which carries out the general administrative and executive function of the Association. In the management of business, property and assets of the Association, the Board of Directors shall be vested with all powers possessed by the Association itself, including the power to appoint and remunerate agents and employees.

#### **ARTICLE IV - MEMBERSHIPS**

Section 1. This Association shall consist of three types of membership: voting membership, associate membership, and individual membership. Special membership may be established by vote of the Association upon recommendation of the Board.

Section 2. Voting memberships shall be limited to any postsecondary institution in Texas eligible to participate in any federally and/or state funded student financial aid program. Voting membership shall include institutions within the State of Texas which (1) operate under their own OPEID; (2) have a full-time financial aid administrator; and (3) award financial aid to students attending post-secondary institutions. No institution may cast more than one ballot.

Section 3. Associate membership shall be open to public and private agencies and organizations concerned with or engaged in the support and/or administration of student financial aid to include representatives of government agencies (state and federal), foundations, banks and other financial institutions, guarantee agencies, organizations involved in providing services and products to postsecondary institutions, and private and community organizations interested in student financial aid matters. Associate member institutions play an active role in Association activities, may serve as members of committees, and shall have all rights and privileges of membership except the right to vote, serve as a committee chair, or hold office on the Board.

Section 4. Individual membership shall be open to persons who are school counselors, officials with the Department of Education, students, or others not eligible for membership through Sections 2-3 above who are concerned with or engaged in the support and/or administration of student financial aid.

- Section 5. Representatives of voting member institutions shall be allowed all rights and privileges normally accorded members of an educational and professional association including the right to vote. Associate and individual members will have these same rights and privileges except that they may not vote, hold elective office, or initiate actions in meetings of the Association. Associate and individual members may submit proposals for action in meetings of the Association through the Board.
- Section 6. The Board shall prescribe the forms and procedures to be used in approving application for membership.
- Section 7. Other persons concerned with student financial aid, not eligible for membership, are encouraged to attend meetings of the Association.

#### **ARTICLE V - MEETINGS**

- Section 1. The Association shall hold at least one annual meeting, beginning no later than October of each year, on the date and at the place determined by the Board.
- Section 2. Special meetings may be called, as deemed necessary or desirable, by the President with the approval of the Board.
- Section 3. Notices of meetings and workshops shall be mailed or emailed to the membership or posted to the listserv or website at least thirty (30) days before the meeting date.

#### **ARTICLE VI - REPRESENTATION**

- Section 1. Any member institution of higher learning, associate member, or interested persons shall be entitled to send one or more representatives to Association meetings and workshops. Only one appointed representative of any given voting member institution shall be eligible to vote. Only one representative of any given voting member institution shall be eligible to be elected to a voting office in the Association.
- Section 2. All actions taken in meetings of the Association shall be recorded and posted on the Association's website so that all members may have access to them.

#### **ARTICLE VII - AMENDMENTS**

- Section 1. The Constitution and Bylaws may be amended by the affirmative vote of a majority of the designated voting members who vote at the scheduled meeting of the Association or by affirmative vote of a majority of the designated voting members who vote by a

mail, email, or online ballot, or any other means agreed upon by the board provided that the proposed amendment shall have been discussed at an Association meeting or posted to the Association's listserv for thirty (30) days with requests for membership comments, unless the Board declares that emergency action is required.

- Section 2. The Board may propose amendments for approval by the Association.
- Section 3. Proposed amendments may be submitted to the Board by petition of any five voting or associate members of the Association. Such proposals shall be submitted at least sixty (60) days prior to the meeting of the Association at which such proposed amendments are to be discussed.
- Section 4. At least thirty (30) days prior to Association action, the proposed amendment and the Board's recommendation shall be mailed or emailed to all voting members of the Association or posted to the listserv or website.
- Section 5. The Association may, by action at a scheduled meeting, provide that a proposed amendment not supported by the Board be submitted for approval by ballot in accordance with Section 1 above.
- Section 6. The counting of votes for constitutional amendments will be private and supervised by the Secretary or another appropriate individual designated by the President. Results will be submitted to the President and announced to the membership at the next business session of the Association, included in the official Association minutes and published to the members through the website.

## **BYLAWS**

### **1. Dues and Membership**

- Section 1. There shall be no initiation fee charged for admission to the Association. Thereafter, annual membership dues and due structure for voting membership, associate membership, and individual membership will be established annually by a majority vote of the Board.
- Section 2. The membership year will coincide with the Association budget year.
- Section 3. A member or member institution failing to pay annual dues by the end of the membership year shall be presumed to have canceled such membership.
- Section 4. A canceled membership may be reinstated by reapplying for membership.

### **2. Duties of Officers and Committees**

- Section 1. The President shall be the chief executive officer of the Association and the Board, and shall preside over all meetings. They shall appoint the chairpersons of all committees unless otherwise specifically provided for in these Bylaws. They shall report annually to the Association upon actions of the Board and other items of concern to the members.
- Section 2. The Vice President and the President-Elect, in that order, shall assume the duties of the President in the latter's absence.
- Section 3. The President-Elect shall assist the President and shall have all the powers and perform all duties of the President when both the President and the Vice President are absent. The President-Elect shall fulfill all the duties which may be delegated to them by the President.
- Section 4. The Secretary shall be a non-voting officer of the Board appointed by the President. The Secretary shall serve at the will of the President. The Secretary shall be responsible for preparing minutes of all meetings of the Association, the Board of Directors and for maintaining all relevant Association records.
- Section 5. The Treasurer shall be a non-voting officer of the Board appointed by the President and confirmed by the Board of Directors. They manage the Board's review of and action related to the Board's financial responsibilities and works with the President to ensure appropriate policies, procedures, record-keeping, and internal controls are utilized. The Treasurer shall submit an Annual Report to the Association. The books of the Association shall be audited at the conclusion of each of the Association's fiscal years at the direction of the Board of Directors.

Section 6. Six voting members shall constitute a quorum at any official meeting of the Board. The Board shall have all power and authority over the affairs of the Association during the interim between meetings of the Association, except that of modifying any official action of the Association. Regular meetings of the Board shall be scheduled each year. Special meetings may be called by the President or by request of two (2) or more members of the Board. Board meetings may be conducted in person, telephonically, by video conferencing, by internet-based media or any other electronic media and means agreed upon by the board.

Section 7. All committees shall function as directed by the President and present reports as required.

### **3. Vacancies in the Presidency and the Board of Directors**

Section 1. At the initial Board meeting following the change of Presidents, the Board shall elect from the Board a person to serve as Vice President for that year. The Vice President shall act as an assistant to the President during their term of office. In the event that the President is unable to complete their term of office, the Vice President would assume the role of President for the duration of the term and serve as Past-President the following year.

Section 2. In the case of other vacancies on the Board, where a member is unable to complete their term of office, resigns, or is no longer employed in the area of financial aid by a voting member institution, the President will designate a replacement to fill the vacant position and should consider alternate nominations from the most recent election results, if available.

### **4. Nominations and Elections**

Section 1. The President-Elect shall appoint a Vice Chairperson of the Nominations and Elections Committee. The Vice Chairperson will become Chairperson for the following year. The Chairperson and Vice Chairperson must be representatives of voting member institutions.

No member of the Board shall be eligible to serve on the Nominations and Elections Committee. No member of the Nominations and Elections Committee will be nominated for office.

Section 2. Annually, the Nominations and Elections Committee will call for online nominations to compile a list of candidates to fill the expiring terms on the Board and to fill the Office of President-Elect.

- Section 3. The Nominations and Elections Committee Chairperson shall submit, in writing, to the President and Board a list of candidates at least sixty (60) days prior to the annual meeting. At least thirty (30) days prior to the elections, the list of nominees shall be mailed or emailed to all members of the Association or posted to the website. No nominee shall be named without their consent and acknowledgment of availability to serve. Only one candidate from any given voting member institution shall be submitted for nomination for a voting office.
- Section 4. If possible, nominations shall take into consideration the need for representation from two (2) and four (4) year private and public institutions, medical and dental institutions, proprietary institutions, and various geographical areas.
- Section 5. No member institution shall have more than one vote.
- Section 6. Voting shall be by mail, email, or on-line ballot. Ballots must be received by the Nominations and Elections Committee no later than fifteen (15) days prior to the annual meeting. The candidate for President-Elect receiving the highest number of votes shall be considered elected. The four (4) candidates receiving the highest number of votes shall be considered elected to the Board. A one-year vacancy on the Board will be filled by the person receiving the fifth (5<sup>th</sup>) highest number of votes. If there is a tie vote, a run-off election will be held before the annual meeting.
- Section 7. For voting purposes, the Treasurer shall provide a certified list of voting members that are current with their dues prior to the nomination and election.
- Section 8. If voting by mail, the mail ballot must be received by the published deadline. Mail ballots will be counted by the Nominations and Elections Committee prior to the fall meeting.
- Section 9. The tabulation of votes will be private and will be supervised by the Nominations and Elections Committee Chairperson who will ensure that results are also provided to the President. Results of the election will be posted on the Association's listserv and announced to the membership at the Association's business meeting at the annual conference following the election results.
- Section 10. The ballots will be disposed of by the Nominations and Elections Committee Chairperson thirty (30) days after the results are announced at the annual meeting.



## 5. Committees

- Section 1. Within the first two months after election, the President-Elect shall appoint Vice Chairpersons of such committees as deemed necessary to carry out the functions of the Association during their term. All such appointments shall be subject to approval by the Board. The Vice Chairpersons shall become Chairpersons of these committees the following year.
- Section 2. Chairpersons of all committees shall serve a period of one year but may be re-appointed to succeed themselves.
- Section 3. The following Standing Committees are established as permanent structures for the organization:
- Membership
  - Nominations and Elections
  - Fall Conference
  - Training
  - Finance

*Ad hoc* committees may be formed as deemed necessary by the President.

## 6. Parliamentary Authority

*Roberts Rules of Order, Revised* shall govern the proceedings of the Association except when the otherwise specified in the Constitution and Bylaws.