

BY-LAWS of the MINNESOTA ASSOCIATION of FINANCIAL AID ADMINISTRATORS

ARTICLE I MEMBERSHIP

Section 1. Types of Membership

Membership shall be of the following types - regular membership, associate membership, retired membership, and legacy membership.

Section 2. Regular Membership

(a) Regular membership shall be limited to persons actively engaged in the administration of student financial aid in any institution of post-secondary education located within the State of Minnesota.

(b) Regular members shall be entitled to vote as a member of the Association, to attend meetings of the Association, shall be entitled to hold office in the Association, and to be a committee member or chairperson on standing and ad hoc committees/task forces.

Section 3. Associate Memberships

(a) Associate membership shall be open to persons associated with public and private organizations including Minnesota institutions of post-secondary education concerned with or engaged in the support and/or administration of student financial aid.

(b) Associate members shall be entitled to attend meetings of the Association, serve on standing and ad hoc committees/task forces and will be permitted to chair ad hoc committees/task forces. Associate members shall not be entitled to vote, hold office or chair standing committees of the Association.

Section 4. Retired Memberships

(a) Retired memberships shall be limited to individuals who retire by the end of spring conference or approval by executive council.

(b) Retired members shall be entitled to attend meetings of the Association and serve on standing and ad hoc committees/task forces. Retired members shall not be entitled to vote nor be appointed to chair a committee or task force.

Section 5. Legacy Membership

Any deceased member of the association is

assigned legacy membership for historical purposes only by the end of spring conference.

Section 6. Loss of Membership

Any member of the Association may be dropped from membership by action of the Executive Council for conduct of the member, or their employer, which in any way tends to injure the Association or to affect adversely its reputation or which is contrary to or destructive of its objectives.

Section 7. Membership Application

Application and payment for membership in the Association shall be made to the Treasurer-Elect for processing. The membership year shall be from May 1 to April 30.

Section 8. Membership Dues

The amount of annual dues for membership in the Association shall be determined annually by the Executive Council. Retired members are exempt from paying dues.

Section 9. Member Reimbursement for Association Business

Association members may be paid or reimbursed from association funds for approved expenses incurred while on Association business according to rates set by the Executive Council.

ARTICLE II OFFICERS OF THE ASSOCIATION

Section 1. Officers

The officers of the Association shall be the President, President-Elect, Vice President, Past Vice President Past President, Secretary, Treasurer and Treasurer-Elect.

Section 2. Terms

(a) The President-Elect, Vice President, Secretary, and Treasurer-Elect shall be elected at large from the regular members of the Association. The President-Elect, Vice President and Treasurer-Elect shall serve a one-year term or until a successor is elected. The Secretary shall serve a one-year term.

(b) The office of President shall be filled by the President-Elect upon the expiration of the President's one-year term of office, the office of Past Vice President shall be filled by the Vice President upon the expiration of the Vice President's one-year term of office and the office of Treasurer shall be filled by the Treasurer-Elect upon the expiration of the Treasurer's one-year term in office.

Section 3. Duties

(a) The President shall be the chief elected officer of the Association, shall preside at all meetings of the Association, and shall be Chairperson of and preside at all meetings of the Executive Council. The President shall appoint the chairpersons of all committees and task forces, except as otherwise specified in the By-Laws, and shall be an ex-officio member of all committees. The President shall chair the Financial Management Committee. The President shall submit an annual report to the Association on all matters which may be of interest or concern to the members of the Association which have taken place during that term of office. The President shall prepare the annual budget for the Association, represent the Association at appropriate meetings, and provide direction for each committee chairperson.

(b) The President-Elect shall preside at all meetings of the Association and the Executive Council in the absence of the President and represent the Association when designated by the President. The President-Elect shall assist the President with policy management of the Association, including coordinating the work of the Sector Representatives and serving as a member of the Financial Management Committee and Futures Committee. The President-Elect shall perform other duties as assigned by the President.

(c) The Vice President shall assist the President with administrative management of the Association, including coordinating the work of standing and ad hoc committees and task forces, including monthly reports. The Vice President is responsible for reviewing the established committee and position descriptions. This individual is also responsible for arranging meetings and preparing correspondence for Executive Council. The Vice President shall serve as a member of the Financial Management Committee, shall be an ex-officio member of all other committees, and shall perform other duties as assigned by the President. This individual performs the duties of the President in the absence of both the President and the President-Elect.

(d) The Secretary shall be responsible for developing, distributing and maintaining the records of the Association and the Executive Council. This individual shall perform other duties as assigned by the President.

(e) The Treasurer shall be responsible for the expenditure of funds in accordance with the decisions of the Executive Council and authorized by the President. The Treasurer shall also prepare a Treasurer's report for each Executive Council meeting, Association meeting and an annual report of the Association's financial activities. A copy of the Association's financial records shall be delivered to the President by February 1 of each year. The Treasurer shall have the Association's records audited at the end of each term of office. The Treasurer shall serve as a member of the Financial Management Committee and shall perform other duties as assigned by the President.

(f) The Treasurer-Elect shall be responsible for the receipt of funds. As directed by the Treasurer, the Treasurer-Elect shall assist any committee or sponsored activity needing advice or financial services. The Treasurer-Elect shall serve as a member of the Financial Management Committee and shall perform other duties as assigned by the President.

(g) The Sector Representative is to be the primary contact between the Executive Council and the members whom this individual has been selected to represent. The Sector Representative shall perform other duties as assigned by the President.

(h) The Past President shall be responsible for chairing the Nominations and Elections Committee. The Past President shall serve as a member of the Financial Management Committee and Futures Committee and shall perform other duties as assigned by the President.

(i) The Past Vice President shall be Chairperson for the Audit Committee and serve as a member of the Financial Management Committee and the Futures Committee. The Past Vice President shall perform other duties as assigned by the President.

Section 4. Compensation and Expenses

None of the elected officers of the Association shall receive any compensation for their services on behalf of the Association. Any necessary travel expenses of an elected or appointed official on behalf of the Association may be paid or reimbursed from Association funds.

Section 5. Vacancies

(a) A vacancy in the office of President shall be filled by the President-Elect, who shall serve for the remainder of the vacated term and the next regular term of office. A vacancy in the office of Past Vice President shall be filled by the Vice President, who shall serve for the remainder of the vacated term and the next regular term of office. A vacancy in the office of Treasurer shall be filled by the Treasurer-Elect who shall serve for the remainder of the vacated term and the next regular term of office.

(b) A vacancy in the office of President-Elect, Vice President, Secretary or Treasurer-Elect shall be filled by an active member appointed by the Executive Council who shall serve until the next regular election of officers.

(c) A Sector Representative vacancy shall be filled by an active member of that sector appointed by the Executive Council who shall serve until the next regular Sector Representative election for that sector.

ARTICLE III THE EXECUTIVE COUNCIL (BOARD OF DIRECTORS)

Section 1. Functions

The Executive Council shall have full authority over the affairs of the Association and shall perform the functions of the Association during the interim between meetings of the Association.

Section 2. Composition

The Executive Council shall be composed of the officers and one representative from each sector of post-secondary education within the State of Minnesota as follows: (1) University of Minnesota schools, (2) state universities, (3) two year public colleges, (4) private non-profit colleges and universities, (5) private for-profit colleges and universities, (6) associate members.

Section 3. Meetings

(a) The Executive Council shall meet when scheduled by the President or upon petition by two other members of the Executive Council. The time and place of such meetings shall be designated by the President.

(b) Fifty percent of the Executive Council shall constitute a quorum at any meeting of the Executive Council.

(c) Executive Council is entitled to enter an executive session for discussion of sensitive or private matters. Only voting Executive Council members may be present during the executive session.

ARTICLE IV COMMITTEES/TASK FORCES/ APPOINTED POSITIONS

Section 1. Functions

Committees of the Association, both standing and ad hoc/task forces, and appointed positions may be established to promote the purposes and goals of the Association.

Section 2. Composition

(a) The Chairperson(s) or appointed position(s) shall be appointed by the President and be approved by the Executive Council. The number of years served shall be determined by the President.

(b) Committee members shall be selected by the committee chairperson(s) and approved by the Executive Council. If it is at all possible and appropriate, all sectors of the Association shall be represented on each committee.

ARTICLE V MEETINGS OF THE ASSOCIATION

Section 1. Annual Meetings

The Association shall meet at least annually. The time and place of each such meeting shall be set by the Executive Council and notice thereof shall be given to all members of the Association at least 15 days prior to the established meeting date and time.

A quorum shall consist of 20 percent of the voting membership.

Section 2. Other Meetings

Other meetings may be called by the Executive Council.

ARTICLE VI RESOLUTIONS

Resolutions to be presented to the Association must be submitted in writing to the Executive Council one week prior to their consideration by the membership. The Executive Council shall determine the constitutionality and relevancy of resolutions to be presented to the membership.

ARTICLE VII VOTING

Section 1. Procedures

Unless otherwise specified a majority vote is required to approve an action of the Association. A vote may be taken in a meeting called by the President at which a quorum prevails, or distributed to the members by mail, electronic means or other means as appropriate to common distribution, in which case the number voting must be equivalent to or exceed that required for a quorum.

Section 2. Nominations, Elections, and Balloting

Nominations will be sought by the Nominations and Elections Committee of the Executive Council on a schedule that will permit the slate of candidates to be announced to the membership no later than December 1. Voting will be commenced upon announcement of candidates. Ballots will be distributed to members with an eight (8) calendar day response. In case of a tie vote, the committee shall conduct a second election using the same procedures as the first election. In the event of a second tie, the President shall conduct a special election. The committee shall notify the Executive Council of the election results and prepare a report for publication in the next association newsletter.

ARTICLE VIII AMENDMENTS TO THE BY-LAWS

Section 1. Approval

These By-Laws may be amended by an affirmative vote of at least two-thirds of the Association members actually voting.

Section 2. Procedure

Amendments to the By-Laws may be initiated by the Executive Council, a duly constituted committee of the Association, or any member of the Association. Such amendments must be in writing and, if initiated by an individual member, shall be signed by at least 10 voting members in good standing. Copies of such amendments and appropriate ballots shall be delivered to the Secretary for distribution to all voting members of the Association before any vote is taken on the proposed amendments. The amendments must be provided to the membership 15 calendar days in advance of the scheduled vote.

ARTICLE IX INTERNAL REVENUE STATUS

Section 1. Code References

References herein to sections of the Internal Revenue Code of 1954, as amended, are to provisions of such code as those provisions are now enacted or to corresponding provisions or any future United States Internal Revenue Law.

Section 2. Purposes As It Relates to Non-Profit/Tax Exempt Status

The Minnesota Association of Student Financial Aid Administrators is organized and operated exclusively for charitable and educational purposes within the meanings of Sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1954. No part of the net earnings of the organization shall inure to the benefit of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as herein able stated). No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not be empowered to make the election campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the organization shall not carry on any activities not permitted to be carried on

(a) by an organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1954 as an organization described in Section 501(c)(3) of such code.

(b) by an organization described in Sections 509(a)(1), (2), or (3) of the Internal Revenue Code of 1954 (as the case may be), and/or

(c) by an organization, contributions to which are deductible under Sections 170(c), 2055(a), or 2522(a)(2) of the Internal Revenue Code of 1954.

ARTICLE X RULES OF ORDER

Robert's Rules of Order revised (by Henry Martin Robert) shall govern the proceedings of the Association not otherwise specified in the By-Laws.