

SUNYFAP CONSTITUTION

Adopted May 1982
Updated May 2004

Article I NAME

The name of this organization shall be “State University of New York Financial Aid Professionals”, SUNYFAP, Inc.

Article II EXEMPT PURPOSE

The organization is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, and not for pecuniary profit or financial gain.

Article III PURPOSE

The purposes of this organization are: to foster professional growth of the membership; to develop and maintain a system of professional communication and dialogue among financial aid personnel and with the admissions, business officer, and guidance communities, as well as other student personnel professionals; to serve as a professional forum for discussion of financial aid policy and procedures; to encourage research consistent with the purposes of the organization; to engage in activities and provide services consistent with the public service mission of the University; and, to work with SUNY System Administration, public policymakers, and campus administrators in serving the best interests of applicants, the University, and the public.

Article IV TERMINATION DISTRIBUTION

The assets of the organization shall be dedicated to its exempt purpose. In the event of the termination of the organization, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds. The balance of all monies and other property received by the organization from any source, after the payment of all debts and obligations of the organization, shall be used or distributed exclusively for the purpose set forth in Article II or III, or for any other charitable educational purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist, or as they may be amended.

Article V MEMBERSHIP, DUES, AND VOTING

- Section 1 All SUNY personnel who are professionally employed in a financial aid office are eligible for active membership.
- Section 2 Associate membership shall be available to any other individual who is not eligible for active membership.
- Section 3 The Executive Council shall handle any disputes arising over the Definition of active or associate membership.
- Section 4 To be considered in good standing, a member must have paid his/her annual dues.
- Section 5 Membership in SUNYFAP shall be individual, thereby enabling each paid, active member to vote on an equal basis on all proposals before the membership without regard to title or position.
- Section 6 Voting shall be by individual, active members in good standing. However, a two-thirds majority of paid active members can approve a motion to vote by an alternative method.

Article VI OFFICERS

- Section 1 The officers of this organization shall consist of President, Vice-President, Secretary, Treasurer, and Immediate Past President. The officers shall be active members of the organization, with the exception of the Immediate Past President, who may be an associate member with full voting privileges.
- Section 2 Officers other than the Immediate Past President shall be elected every two years as specified in the By-laws.
- Section 3 The term of each officer shall begin at the end of the business meeting and continue throughout the succeeding two (2) years.
- Section 4 An officer may be elected to no more than two consecutive terms in the same office. An individual who has served two such consecutive terms in the same position may not be re-elected to the same position for the following term, but may subsequently be re-elected to the same office. Appointments to fill a vacancy in an office do not limit the right of the individual to be elected to two consecutive terms
- Section 5 Vacancies shall be filled as specified in the By-laws.

Article VII EXECUTIVE COUNCIL

- Section 1 The Executive Council shall consist of the officers of the organization, and six Members-at-Large as specified in the By-laws.
- Section 2 The term of office of each of the Members-at-Large shall begin after the business meeting and continue through the two succeeding years.
- Section 3 The six Members-at-Large may be elected for no more than two consecutive terms in the same position. An individual who has served two such consecutive terms in the same position may not be re-elected to the same position for the following term of office, but may subsequently be re-elected to the same office. Appointments to fill a vacancy in an office do not limit the right of the individual to be elected to two consecutive terms.
- Section 4 Vacancies shall be filled as specified in the By-laws.
- Section 5 The Executive Council shall act on behalf of the organization between meetings and promote its growth and development. The Executive Council will meet as necessary and appropriate to conduct the business of the organization.
- Section 6 Meetings of the Executive Council may be called by the President or by a petition signed by five (5) members of the Executive Council.

Article VIII MEETINGS

- Section 1 There shall be one business meeting each year.
- Section 2 Additional meetings of the membership may be called by a majority vote of the Executive Council or by a petition signed by twenty (20) active members in good standing of the Association.
- Section 3 The Secretary shall notify all members in writing at least thirty (30) days in advance of the business meeting or any other meeting of the membership.
- Section 4 Parliamentary Authority - The business of the organization shall be conducted according to Robert's Rules of Order (revised) except where the By-laws of the organization prescribe an alternative procedure. The President shall appoint a Parliamentarian from the Executive Council to resolve questions of order.
- Section 5 All motions to conduct the business of the organization shall be approved by a simple majority of those present and voting, unless otherwise specified in the By-laws.

Article IX COMMITTEES

- Section 1 There shall be standing committees of the organization as defined in the By-laws.
- Section 2 Special committees may be appointed by the President as deemed necessary, subject to the approval of the Executive Council.
- Section 3 Members of committees will serve for one (1) year, commencing with the business meeting.
- Section 4 All committees shall submit written reports at least once annually to the membership.

Article X PROCEDURE FOR AMENDING THE CONSTITUTION

- Section 1 Proposed amendments may be submitted to the Governance Committee by petition signed by no less than ten (10) active members of the organization in good standing.
- Section 2 Such proposed amendment shall be forwarded to the Executive Council with a recommendation for action. If the proposed amendment is approved by a simple majority vote of the Executive Council, it will be presented to the membership.
- Section 3 Proposed amendments not approved by the Executive Council may be resubmitted to the Secretary by a petition signed by twenty (20) active members in good standing. The Secretary shall distribute such proposed amendments to the membership for consideration.
- Section 4 A proposed amendment must be distributed in writing to the membership thirty (30) days in advance of a business meeting, at which time it will be discussed.
- Section 5 Ballots will be distributed either by mail or electronically within thirty (30) days from the date of the meeting at which the amendment was discussed.
- Section 6 A three-fifths (3/5) affirmative vote of active members in good standing who cast ballots is required for approval of an amendment.

BY-LAWS

Article I **MEMBERSHIP, DUES, AND FISCAL YEAR**

Section 1 Application for membership in the organization shall be made to the Chair of the Membership Committee in accordance with the policies of the organization as approved by the Executive Council. Approval of the application is granted based on the requirements for Active and Associate membership.

Section 2 The amount of annual membership dues shall be set by the Executive Council in accordance with budgetary needs of the organization and shall be payable to SUNYFAP.

Section 3 The fiscal year of the organization shall be from May 1 through April 30.

Section 4 Bills for annual membership dues shall be sent with registration materials for the annual conference. Follow up mailings will be prepared by the Chair of the Membership Committee as directed by the Executive Council. Dues are payable by July 1st of each fiscal year and members in arrears may be dropped from the organization.

Section 5 In the event of a change of employment, membership remains with the individual. The type of membership, Active or Associate, may be adjusted to reflect new job responsibilities.

Section 6 The membership year shall commence no later than the beginning of the annual business meeting.

Article II **ELECTIONS**

Section 1 Nominations for offices will be solicited from the general membership in good standing, both active and associate, no later than October 1 by the Immediate Past President or the individual acting in that capacity as specified by the Constitution and By-laws.

- a. The Immediate Past President shall form a committee whose membership assures adequate representation by institutional type.
- b. Only active members in good standing will be eligible for nomination.
- c. The Nominations and Elections Committee shall be responsible for determining which eligible candidates will be placed on the ballot.

Section 2 Elections of officers and Members-at-Large are to be conducted by written ballot. Such ballots shall be distributed no later than November 1 to all members who are eligible to vote. Ballots shall be due back no later than three (3) weeks from the date of distribution. All references to written ballots in this article shall include both written and electronic ballots

Section 3 A majority of votes cast shall be required to win each office.

Section 4 In the event that a majority of votes are not cast for an individual candidate, then a run-off election will be conducted for the two candidates receiving the greatest number of votes in the first balloting. The run-off election shall occur within five (5) business days (excluding holidays and weekends) of the date ballots were returned and counted. Ballots for the run-off election shall be due back three weeks from the date of mailing.

Section 5 The President, Vice President, Secretary, Treasurer, and the six Members-at-Large will be elected to two (2) year terms. The Members-at-Large will be elected on alternate years from the officers and will be comprised of three (3) representatives from the community college sector and three (3) representatives from state operated campuses.

Section 6 Newly elected officers and Members-at-Large will assume their respective offices at the end of the business meeting, but no later than May 1 following their election . During the time between completion of the election and taking office, newly elected officers and Members-at-Large shall be invited as observers to all Executive Council meetings.

Article III Duties of the Officers

Section 1 President - The President Shall:

- a. Serve as presiding officer at Executive Council and business meetings and as official representative of the organization;
- b. Have sole authority for entering into contracts on behalf of the organization, after approval by the Executive Council;
- c. See that an annual audit is conducted;
- d. Provide an annual report to the membership on the state of the organization and the actions of the Executive Council.

Section 2 Vice President - The Vice President Shall:

- a. Perform the duties of the President in his/her absence, resignation or inability to complete an elected term;
- b. Be responsible for the oversight of all special committees and the standing Membership Committee.

Section 3 Secretary - The Secretary Shall:

- a. Conduct all official correspondence pertaining to the organization, as directed by the President;
- b. Be responsible for notifying all members in writing of all meetings as required by the Constitution, By-Laws, or organizational policy;
- c. Keep and distribute the minutes of business meetings to all members and Executive Council minutes to all officers and Members-at-Large;
- d. Maintain custody of all organization records other than those maintained by the Treasurer;
- e. Maintain and distribute a list of all actions and motions approved by the Executive Council and membership of the organization;
- f. Maintain and distribute the organization's policies and procedures;
- g. Serve as a member of the Governance Committee.

Section 4 Treasurer - The Treasurer shall:

- a. Be responsible for the collection of fees and dues, and shall verify the up-to-date roster of members as maintained by the Membership Committee;
- b. Have charge of all funds and shall deposit such funds in a bank or other repository as designated by the Executive Council. Such money shall be disbursed only by the Treasurer and/or the President for such bills as have been approved by the Executive Council;
- c. Keep an accurate account of all transactions;
- d. Render a detailed report with documentation at any meeting of the Executive Council;

- e. Submit a report at the business meeting;
- f. Chair the Budget Committee;
- g. With the assistance of the Budget Committee, prepare and present an annual budget at the business meeting;
- h. Be responsible for compliance with tax exempt status bookkeeping and filing;
- i. Arrange for an annual review of the organization's finances and fiscal records. This can be an informal review conducted by three (3) active members of the organization who are appointed by the President and approved by the Executive Council. Only those members who do not serve currently on the Executive Council or Budget Committee shall be appointed to conduct the review. The committee shall have the power to require a review or a formal audit by a licensed accountant for good cause.

Section 5 Immediate Past President - Shall be the most recent Immediate Past President of the organization who is an active or associate member. The Immediate Past President Shall:

- a. Serve as consultant to the Executive Council with full voting privileges;
- b. Chair the Governance Committee;
- c. Chair the Nominations and Elections Committee.

Article IV COMMITTEES AND APPOINTMENTS

Section 1 The President shall make all appointments as are deemed necessary to carry out the functions of the organization. All such appointments shall be subject to approval by the Executive Council.

Section 2 Standing Committees: The Standing Committees of the organization shall be those identified in the By-laws. In addition to the duties defined for each Standing Committee, additional duties may be assigned by the President with the approval of the Executive Council.

- a. Budget Committee - The Budget Committee Shall:
 - i. Make recommendations to the Executive Council as to expenditures of the organization;

- ii. Prepare a proposed budget at least once a year for the upcoming fiscal year. This budget shall be presented to the Executive Council for approval at least one (1) month before the business meeting.

- b. Governance Committee - The Governance Committee Shall:
 - i. Review the Constitution and Bylaws at least once annually and make recommendations to the Executive Council for changes, if needed;
 - ii. Review all petitions for amendment, and make recommendations on such amendments to the Executive Council;
 - iii. Recommend the policies and procedures of the organization.

- c. Nominations and Elections Committee - The Nominations and Elections Committee Shall:
 - i.. Solicit and collect nominations;
 - ii. Develop a slate of nominees;
 - iii. Carry out the elections of the organization.

- d. Membership Committee - The Membership Committee Shall:
 - i. Maintain an up to date roster of members;
 - ii. Promote and solicit membership for the organization.

Article V VACANCIES IN OFFICE

- Section 1 In the event that the President is unable to take office or complete the term of office, the Vice President shall assume the Presidency.

- Section 2 If the Vice President is unable to complete the term of office, the position shall be filled by a member of the Executive Council who is appointed by the President and approved by a majority vote of the Executive Council.

- Section 3 If the Secretary or Treasurer are unable to complete the terms of office, the President shall appoint a replacement subject to approval by a majority vote of the Executive Council.

Section 4 In the event no Past President is willing or eligible to serve in the position of Immediate Past President, the President shall appoint, with the approval of the Executive Council, an active member to fulfill the duties of the Immediate Past President. This individual shall be a voting member of the Executive Council.

Section 5 If a Member-at-Large is unable to fulfill the term of office, the President shall appoint a replacement from that sector subject to approval by a majority vote of the Executive Council.

Article VI REMOVAL FROM OFFICE

Section 1 Any officer or Member-at-Large of the organization may be removed from office by a three-fourths (3/4) vote of the Executive Council at two (2) consecutive meetings of that Council which are held not less than twenty-one (21) calendar days apart.

Section 2 Any officer or Member-at-Large subject to removal from office shall be relieved of all organizational duties during the period of time that elapses between the two (2) meetings at which the vote to remove from office is considered.

Section 3 Chairs of standing and special committees serve at the pleasure of the President, except for those committees whose chairs are specifically defined in these By-Laws.

Section 4 Members of standing and special committees serve at the pleasure of the Chair, except for those committee members who are specifically defined in these By-Laws.

Article VII QUORUMS

Section 1 At any business meeting of the organization a quorum shall be forty (40) active members in good standing.

Section 2 At any special meeting of the organization a quorum shall be thirty (30) active members in good standing.

Section 3 A quorum of the Executive Council shall be a majority of that group.

Article VIII AMENDMENT OF BY-LAWS

Section 1 Proposed amendments shall be submitted to the Governance Committee by petition signed by no less than ten (10) active members of the organization who are in good standing.

Section 2 Such proposed amendments shall be forwarded to the Executive Council with a recommendation for action. If the proposed amendment is approved by a simple majority vote of the Executive Council, it will be presented to the membership.

Section 3 Proposed amendments not approved by the Executive Council may be resubmitted to the Secretary by a petition signed by no less than twenty (20) active members in good standing. The Secretary shall distribute such proposed amendments to the membership for consideration.

Section 4 A proposed amendment must be distributed in writing to the general membership thirty (30) days in advance of a general meeting, at which time it will be discussed.

Section 5 Ballots will be distributed either by mail or electronically within thirty (30) days from the date of the meeting at which the amendment was discussed.

Section 6 In order to be approved, an amendment must receive an affirmative vote from a majority of active members in good standing who cast ballots.

3/10/2005