

## **Bylaws**

### ARTICLE I

#### **Name, Purpose and Governance Structure**

*Section 1 – Name:* The name of the corporation is the Collegiate Information and Visitor Services Association, Inc., (hereinafter, “CIVSA” or the “Association”).

*Section 2 – Purpose:* CIVSA is organized exclusively for educational and organizational purposes.

*Section 3 – Governance Structure:* The functions of CIVSA are carried out through the CIVSA Board, voting members and such committees, subcommittees and working groups as may be established and authorized by executive officers in accordance with the procedures set forth in these Bylaws. The Board may from time to time supplement the provisions of these Bylaws by resolution and/or by the adoption of the CIVSA Operations Manual (hereinafter, the “Manual”) specifying provisions and procedures applicable to specific areas of the Association’s governance and activities. Such additional provisions shall not be inconsistent with these Bylaws.

### ARTICLE II

#### **Membership**

*Section 1 – Eligibility:* CIVSA is a nonprofit organization classified as 501(c)(3) by the U.S. Internal Revenue Service. To be eligible for membership, individuals must be employed by institutions entitled to exemption from U.S. federal income tax under Section 115(a) of the U.S. Internal Revenue Code of 1954 as a public educational institution or under Sections 501(c)(3) and 509(c)(1), (2) or (3) of this code or subsequent statutes. Individuals that do not meet these criteria are ineligible to become members with voting status but may affiliate with CIVSA through non-voting membership categories upon acceptance.

*Section 2 – Annual Dues:* Membership expires on an annual basis. Annual dues and payment deadlines will be determined by the Executive Board as defined in the Manual. Membership renewal communications and reminders will be sent to the membership in a timely fashion.

*Section 3 – Rights and benefits for members:* Members in good standing are entitled to attend meetings. Members in good standing with voting status are entitled to one vote as part of any quorum of the Association. A complete listing of benefits for members is available on the CIVSA website and in the Manual.

*Section 4 – Resignation and termination:* Resignation from membership shall be effective upon receipt of a member's notice of resignation to Association Headquarters. All voting memberships may be transferred from one individual to another within an institution upon written notice for the remainder of the membership year. Membership in CIVSA shall be suspended or terminated if a member does not pay all required membership dues in full by the due date established by the Board. Termination of membership shall not extinguish such member's financial obligations, if any.

### ARTICLE III

#### **Meetings**

*Section 1 – Annual conference:* An annual conference shall be held at a site to be determined by the Executive Board.

*Section 2 – Membership meeting:* An annual meeting of the Association's membership shall be held during the annual conference for the purpose of conducting elections and transacting all business which may be brought before it.

*Section 3 – Board meetings:* A meeting of the Board shall be held at least twice a year.

*Section 4 – Regional meetings:* At least one meeting will be held during the annual conference for each geographical region.

*Section 5 – Notice of meetings:* All general membership meetings shall be announced in writing to all members at least thirty (30) days in advance. Meetings of the Board shall be held at the call of the President or two members of the Executive Board with at least thirty (30) days advance notice.

*Section 6 – Quorum:* A simple majority of members in good standing present at any meeting shall constitute a quorum.

*Section 7 – Voting:* General membership voting will take place at the annual conference. Officers will be elected by secret ballot with a majority rule of ballots cast with advance notice sent for absentee ballots. Amendments to the Bylaws shall be adopted by two-thirds vote of member quorum. Any action of the Executive Board may be vetoed by two-thirds vote of member quorum. Action votes throughout the year by CIVSA Board will be determined by majority rule.

## ARTICLE IV

### **Executive Board and Regional Directors**

*Section 1 – Elected positions, qualifications and duties:* The Executive Board shall consist of the President, President Elect, Immediate Past President, Secretary, Treasurer, and Director of Communications. Regional Directors shall consist of one member elected from each of the specified geographical regions. Candidates must be current with their annual dues to the Association. Candidates must have attended one annual conference prior to the election they are running in. Only one elected office may be held at one time. Candidates must be in attendance at the Annual Conference unless exceptions for special circumstances are approved by the Executive Board. Specific duties for Executive Board officers and Regional Directors are defined in the Manual.

*Section 2 – Terms:* The office of President is a three-year term to facilitate transition for incoming and advisement from outgoing officers. The elected member will serve one year as President Elect, one year as President and one year as Immediate Past President. The Treasurer and Director of Communications serve two-year terms; the Secretary and Regional Directors serve one-year terms. Officers may run for consecutive terms in the same office when their term is complete.

*Section 3 – Elections and procedures:* The election for the Executive Board officers will be by secret ballot with the winner declared by simple majority at the annual conference. The nominating committee will develop an election slate to include biographical information for each candidate which will be provided to the general membership 30 days prior to the annual conference. Additional nominations may be taken from the floor or submitted in writing to the Secretary prior to the start of the annual conference. Voting members not able to attend the annual conference may submit an absentee ballot (by email or in writing) to the Secretary no later than one full week prior to the start of the conference. Regional Directors are to be elected by members of their respective regions at a scheduled time during the annual conference by secret ballot with the winner declared by simple majority.

*Section 4 – Quorum:* The quorum for elections of Executive Board officers and Regional Directors shall be the total number of voting members in good standing at those respective elections.

*Section 5 – Vacancies:* In the event of a vacancy in the office of President, the President Elect will immediately assume the office of President. Upon the vacancy of the President Elect's office, the Executive Board will identify and appoint an Interim President Elect for the remainder of that fiscal year. In the event of a vacancy in any elected office except the aforementioned, the vacancy will be filled by a member with voting privileges elected by a majority vote of the Executive Board. All vacancies will only be filled for the remainder of the predecessor's term.

## ARTICLE V **CIVSA Board**

*Section 1 – Board role, size and compensation:* The CIVSA Board consists of executive officers, regional directors, committee chairs and other positions appointed by the Executive Board. All board members are strongly encouraged to attend two annual meetings of the CIVSA Board as part of their role in the governance of the Association. Board members do not receive compensation in the form of a stipend or salary. Any travel reimbursements or allotments are determined by the Executive Board as defined in the Manual.

*Section 2 – Resignation, termination:* Resignations from Board members shall be effective upon written receipt of notice to the Executive Board. An individual board member may be removed, with or without cause to include excessive absence of post, by a two-thirds vote of the total membership of the Board. Such a vote may be initiated by written petition of ten (10) percent of the voting membership or by a simple majority vote of the Executive Board.

## ARTICLE VI **CIVSA Committees**

*Section 1 – Committee formation:* The Association may have standing committees which will have duties and responsibilities as designated by the Executive Board. The President may appoint ad hoc committees as deemed appropriate with the approval of the Executive Board. All CIVSA committees are listed on the CIVSA website with specific details outlined the Manual.

*Section 2 – Committee structure:* The Executive Board may make such provisions for appointment of the chair of committees; establish procedures to govern their activities, and delegate authority as may be necessary or desirable for the efficient management of the business and activities of the Association. All expenditures of Committees require prior approval of the Executive Board.

*Section 3 – Resignation, termination and absences:* Resignation from committee members shall be effective upon written receipt to the committee chair. Resignation from committee chairs shall follow the process described in Article V, Section 2 of these Bylaws.

## ARTICLE VII

### **Association Management**

The national headquarters and all of its physical records will be maintained by an association manager or management firm. Communication will be managed through an official Association mailing and email address, phone number, and the CIVSA website.

## ARTICLE VIII

### **Finance**

*Section 1 – Fiscal Year:* The fiscal year of the Association shall be from July 1 – June 30.

*Section 2 – Association Income:* Income shall be derived from membership dues and such other sources as the Executive Board may approve.

*Section 3 – Dues:* Association dues shall be assessed and collected as prescribed by the Executive Board. Any proposal to increase dues shall be approved by the Executive Board and circulated in writing to all members of the Association.

## ARTICLE IX

### **Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE X  
**Amendments**

Proposals to amend these Bylaws may be initiated by a resolution of the Executive Board or by petition with a ten percent member quorum. Deadline for petitions is January 15 and may be submitted by mail or e-mail to the CIVSA Secretary. The membership will receive information 30 days prior to the annual meeting of the Association's membership to allow members to make an informed decision. Such an Amendment shall be approved by two-thirds vote of the member quorum.

CERTIFICATION

These bylaws were approved at a meeting of the CIVSA membership by a two-thirds majority vote on \_\_\_\_\_, 2011.