

NeASFAA Board of Directors  
Email correspondence 3-15

Motion out of the AG committee to present the recommended changes (below) to the officer's section of the bylaws for the association to vote on. Bailey seconded.

No discussion.

Matt called for a vote.

Motion approved.

## **Action Item #1 – Officer's Bylaws Changes**

### **Justification:**

Along with our attempt to reorganize how committees are structured comes a need to revise the language in the Bylaws that refers to the function of the officers that traditionally are in charge of or are ex-officio on the committees. Since committees may be different in the future you would not want an officer to be affiliated with a committee that no longer exists. All committee type language has been removed. Reference to officer's committee duties will be listed in the P&P which prevents duplication of language and occasional conflicts between documents.

In addition the AG committee with the boards input felt it prudent to also look at the language holistically, making sure that all of the language in the responsibilities was something that would be generally true for the office all of the time and take out anything that was too prescriptive and should be best addressed in the P&P. This way the Bylaws do what they should in outlining the general description of the association structure without defining specific organizational functions and procedures.

### **OLD Language**

#### **ARTICLE VI: OFFICERS OF THE BOARD OF DIRECTORS**

**Section 6. President** The President shall be the chief executive officer of the Association, preside at all meetings of the Association and be Chairperson and preside at all meetings of the Board of Directors. The President shall appoint, from the Corporation's membership, the members and Chairmen and be an ex-officio member of all non-Board of Directors committees. The President shall attend all meetings of the members and the Board of Directors and present a final report to the membership at the annual meeting at the end of the term of office. The President may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors. The President is directly responsible of overseeing and coordinating the functions of the Finance & Audit and Corporate Development committees. The President also serves as the voting representative of NeASFAA on the Rocky Mountain Association of Student Financial Aid Administrators Board of Directors.

**Section 7. President-Elect** The President-Elect shall automatically become President of the Association at the end of the term of office of President-Elect. The President-Elect shall perform the duties of the President in the absence of or incapacity of the President. The President-Elect shall present a final report of the office to the membership at the annual meeting. The President-Elect is directly responsible for overseeing and coordinating the function of the Professional Development and the Nominations & Election committees. The President-Elect may serve as an observer at the RMASFFA Board of Directors and will normally attend the Leadership Conference sponsored by the National Association of Student Financial Aid Administrators (NASFAA).

**Section 8. Secretary** The Secretary shall be responsible for keeping and maintaining the records of the Association and the Board of Directors, for the mailing of meeting notices and other such communication as provided for by law or in the Bylaws, and for the performances of other such duties as may be prescribed by the Board of Directors. The Secretary shall be the custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; keep register of the post office address of each member and each Director; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or by the Board of Directors. This office is responsible for overseeing and coordinating the function of the Communications and Membership committees.

**Section 9. Treasurer** The Treasurer shall be responsible for the receipt and expenditure of funds in accordance with the directives established by the Board of Directors. The Treasurer shall maintain appropriate and adequate financial records, shall submit all records for a duly audited annual financial report conducted by such persons, committee or agency as determined by the Board of Directors and shall be under such bond as determined by the Board of Directors. Upon termination of the term of office, the Treasurer shall transfer to the successor all moneys and financial records.

**Section 10. Past-President** The Past-President serves the Board of Directors by providing continuity and insight on prior Board of Director activities and actions. In the absence of the President and President-Elect, this office will serve as chairman of the Board of Directors and preside at the annual meeting of the Corporation. The Past-President is directly responsible for overseeing and coordinating the functions of the Association Governance committee. The Past-President may also lead any long range planning as authorized by the Board of Directors.

## **NEW Language**

### **ARTICLE VI: OFFICERS OF THE BOARD OF DIRECTORS**

**Section 6. President** The President shall be the chief executive officer of the Association , preside at all meetings of the Association and be Chairperson and preside at all meetings of the Board of Directors. The President shall attend all meetings of the members and the Board of Directors. The President may sign, with any other proper officer of the Corporation authorized by the Board of Directors, any contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general perform

all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors.

**Section 7. President-Elect** The President-Elect shall automatically become President of the Association at the end of the term of office of President-Elect. The President-Elect shall perform the duties of the President in the absence of or incapacity of the President.

**Section 8. Secretary** The Secretary shall be responsible for keeping and maintaining the records of the Association and the Board of Directors, and perform other duties as may be prescribed by the Board of Directors.

**Section 9. Treasurer** The Treasurer shall be responsible for the receipt and expenditure of funds in accordance with the directives established by the Board of Directors. The Treasurer shall maintain appropriate and adequate financial records, shall submit all records for a duly audited annual financial report conducted by such persons, committee or agency as determined by the Board of Directors and shall be under such bond as determined by the Board of Directors. Upon termination of the term of office, the Treasurer shall transfer to the successor all moneys and financial records.

**Section 10. Past-President** The Past-President serves the Board of Directors by providing continuity and insight on prior Board of Director activities and actions. In the absence of the President and President-Elect, this office will serve as chairman of the Board of Directors and preside at the annual meeting of the Corporation.