

## Article I -- Name, Purpose, and Offices

### Section 1. Principal Office

The principal office and official address of the corporation in the state of Florida shall be located in the city of the Association's ~~bookkeeper~~Treasurer, or at a different location at the Board's discretion.

### Section 2. Name and Purpose of the Association

The name of this corporation is the Florida Association of Student Financial Aid Administrators, Inc.

This is a non-profit corporation, organized and operated not for pecuniary profit pursuant to the Corporation Not For Profit law set forth in Section 617 of the Florida Statutes.

The specific and primary purposes for which this corporation is formed are:

A. To promote the professional competency of Student Financial Aid Administrators in postsecondary educational institutions, government agencies, foundations, administrators of student loan programs in lending institutions, high school guidance counselors, and others associated with private and community organizations concerned with the support and administration of student financial aid programs.

B. To assist educational institutions, foundations, government agencies, lending institutions, and private and community organizations in promoting and developing effective programs pertinent to student financial aids.

C. To facilitate communication between educational institutions and sponsors of student financial aid funds through an exchange of ideas, information, and experience.

D. To promote such systematic studies, cooperative experiments, conferences and other related activities, as may be desirable or required to fulfill the purpose of this Association.

## Article II - Membership

### Section 1. Classes of Membership

#### A. Regular Members

Members shall consist of persons in the State of Florida working in postsecondary education or government and responsible for some aspect of the administration of student financial aid and who have paid the annual dues for the current fiscal year and who have been approved by the Executive Board.

#### B. Honorary Lifetime Members

Honorary lifetime members shall be persons who have performed outstanding service in the field of support and/or administration of student financial aid and who are voted such membership by the Executive Board. Honorary Lifetime members shall have all privileges of membership, with the exception of holding the office of President, President-Elect, Vice President, Secretary, Treasurer, or Treasurer-Elect.

#### C. Associate Members

Associate members shall be persons who are or were involved with the administration of financial aid in states other than Florida; persons who were previously regular members and have retired from their positions in the state of Florida (and have not been designated as Honorary Lifetime Members); persons who are working for lending institutions and organizations; the secondary school system (public or private); or who are associated with other private, community or civic organizations, agencies or programs and who have paid the annual dues for the current fiscal year and who have been approved by the Executive Board. Associate members shall have all privileges of membership, with the exception of holding the office of President, President-Elect, Vice President, Secretary, ~~or~~ Treasurer, or Treasurer-Elect.

#### Section 2. Transfer of Membership

Membership shall be held by the individual member and shall not be transferable.

#### Section 3. Terms of Membership

Membership shall be on an annual basis corresponding to the fiscal year of the Association (Article III, Section 1). Membership shall terminate when a member no longer is eligible, as defined in Article II, Section I. A., B. or C. above.

#### Section 4. Voting Eligibility and Member Rights

Each individual member shall be entitled to one vote on each matter submitted for a vote of the membership. Voting may will occur electronically or in-person at a regular meeting of the membership or by mail-in procedures approved by the Executive Board and in compliance with these bylaws. Only members shall be entitled to stand for election to an office of the association.

#### Section 5. Termination of Membership

Any member of the Association may be dropped from membership for nonpayment of dues upon action of the Executive Board or by action of the Executive Board for just cause after being afforded the opportunity to be heard by the Executive Board.

#### Section 6. Resignation

Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

#### Section 7. Reinstatement

Upon written application signed by a former member and filed with the Secretary, the Executive Board, by an affirmative vote of a majority of the members of the Executive Board, may reinstate such former member to membership.

#### Section 8. Non-liability

Members of the Association recognize that one of the purposes of the Association is to provide training and informational services to its members through training conferences and periodic written material. While the Association shall utilize its best efforts to provide its members with the most current information available, there can be no assurances or warranty that its interpretation of any rule, regulation or statute will be in conformance with any present or future interpretation of such rule, regulation or statute by any appropriate governmental authority. Accordingly, each member shall hold the Association harmless from any claims, damages, or liability resulting from such member's use of any information, data, or interpretations as provided to such members by the Association.

### Article III - Finance

Section 1. The fiscal year of the Association shall be from July 1 to June 30.

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

Section 3. Dues shall be assessed and collected in such amounts and in such manner as may be prescribed by the Executive Board. Any proposal to increase the dues of the Association shall be circulated in writing to all members of the Association affected by such proposal at least thirty (30) days before a vote is to be cast by the membership.

Section 4. The books of the association shall be audited at the conclusion of each of the Association's fiscal years in the manner prescribed by the Executive Board.

### Article IV - Meetings

Section 1. Meetings of the Association shall be held on such dates and in such locations as the Executive Board shall determine.

A. All meetings of the Association shall be announced in writing to all members at least thirty (30) days in advance.

B. A majority of the members present at a meeting shall constitute a quorum.

C. An annual meeting of the Association's membership shall be held during the fiscal year of the Association, for the purpose of conducting voting, transacting all business which may be brought before the meeting, and announcing election results.

## Article V - Executive Board

### Section 1.

#### A. Executive Board

The administrative responsibility of the Association shall be vested in an Executive Board consisting of the officers of the Association (Article VI, Section 1), five Regional Representatives and ~~-, as appointed by the President of the Association,~~ five Members-at-Large, ~~as appointed by the President of the Association.~~

There shall be one representative for each of the five regions described by the Association as follows:

Region 1. Panhandle of Florida, including Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Bay, Jackson, Calhoun, Gulf, Liberty, Franklin, Gadsden, Leon, Wakulla, Jefferson, Madison and Taylor counties.

Region 2. Crown of Florida, including Hamilton, Suwannee, Lafayette, Dixie, Columbia, Gilchrist, Levy, Citrus, Baker, Union, Bradford, Alachua, Marion, Nassau, Duval, Clay, Putnam, St. Johns and Flagler counties.

Region 3. East Central Florida, including Sumter, Lake, Volusia, Seminole, Orange, Brevard, Osceola, Indian River, Okeechobee and St. Lucie counties.

Region 4. West Central Florida, including Hernando, Pasco, Pinellas, Hillsborough, Polk, Manatee, Hardee, Sarasota, De Soto, Highlands, Charlotte, Glades and Lee counties.

Region 5. South Florida, including Martin, Hendry, Palm Beach, Collier, Broward, Monroe and Miami-Dade counties.

#### B. Election

Officers of the association shall be elected as prescribed in Article VI, Section 2 of these bylaws.

The ~~five (5) Regional Representatives of the initial Executive Board shall be appointed by the President. Effective fiscal year 1984, the~~ Regional Representatives shall be elected by their respective constituencies by ballot from a slate provided by the respective regions. The President shall appoint Members-at-Large within thirty (30) calendar days of taking office.

#### C. Terms

1. All terms of office shall coincide with the fiscal year of the Association.

2. Terms of Regional Representatives shall serve for periods of two years; the representatives from Regions one (1), three (3) and five (5) to be elected in odd years and the representatives from Regions two (2) and four (4) in even years.
3. Terms of Members-at-Large shall be for one (1) year.

#### D. Voting

All Executive Board elected officers, Region Representatives, and those Members-at-Large designated by the President shall be voting members.

#### E. Duties

##### 1. Officers

Duties of the officers of the Association shall be as prescribed in Article VI, Section 4, of these bylaws.

##### 2. Regional Representatives

The Regional Representatives shall serve as liaison persons between the Executive Board and the membership within their respective regions. They shall attend all meetings of the Executive Board and shall hold and conduct regional meetings at the call of the Executive Board. They may hold and conduct such other meetings during the year as they deem appropriate.

##### 3. Members-at-Large

The Members-at-Large shall attend all meetings of the Executive Board and shall perform such duties as assigned by the President of the Association.

4. The Executive Board shall provide advice and counsel to the President and shall act on behalf of the Association, which action shall be reported to the membership at the next meeting of the Association.

#### F. Vacancies

Any vacancy among the Regional Representatives shall be filled by the Executive Board.

Any vacancy among Members-at-Large shall be filled by the President.

#### Section 2. Quorum

A majority of the voting board members shall constitute a quorum of the board.

#### Section 3. Meetings

The Executive Board shall meet at the call of the President, or by petition of four (4) or more members of the Board and concurrence by a majority vote of the Board. ~~and m~~Minutes of any board meeting called shall be kept by the Secretary.

#### Section 4. Budget Committee

The Executive Board shall function as a budget committee for the Association and shall consider the budget proposal for the ensuing year, as submitted by the President-Elect.

### Article VI - Officers

#### Section 1. Officers

The slate of the officers shall be approved by the Executive Board.

The officers of the Association shall be President, a President-Elect, a Vice-President, a Secretary, a Treasurer, a Treasurer-Elect, an Immediate Past President, and such other officers as may be elected in accordance with the provisions of the bylaws. No person shall hold two offices simultaneously.

#### Section 2. Elections and Terms of Office

~~Effective fiscal year 2004, t~~The officers of the Association shall be elected by the membership by ballots as expressed in Article II, Section IV. All terms of office shall coincide with the fiscal year of the Association.

The President-Elect shall serve one (1) year in that position, a second (2) year as President, and a third (3) year as Immediate Past President.

The Vice President shall serve two (2) years; the Vice President will be elected in even years. ~~The Vice President shall be appointed by the President in 1983-1989, and elected by the membership in subsequent years, beginning in 1989-90.~~

The Secretary ~~and Treasurer~~ shall serve ~~for periods of two (2) years;~~ the Secretary ~~to~~will be elected in odd years, ~~and the Treasurer to be elected in even years. The Treasurer shall be appointed by the President in 2008-2011, and elected by the membership in subsequent years, beginning in 2012.~~

The Treasurer-Elect shall serve one (1) year in that position and a second (2) year as Treasurer.

#### Section 3. Vacancies

Officers providing vacancy notification shall do so to the Executive Board within seven (7) days of knowledge of ineligibility.

~~Effective fiscal year 2004, in the event of a vacancy in the President's office, the President-Elect shall succeed to that office.~~

~~In the event of a vacancy in the President-Elect's office, a special election (Article VI, Section 4) shall be held. The Immediate Past President shall chair the nominations committee.~~

~~In the event of a concurrent vacancy in the President and President-Elect's office, a special election shall be held. The Vice President shall assume the duties of the President until a special election can take place. The Secretary shall chair the nominations committee.~~

~~Other~~In the event of a vacancy on the Executive Board, the Executive Board shall appoint a successor to complete the unexpired term. If the vacancy is in the position of the President, the successor must have had previous experience as an Officer of the Executive Board as defined in Article VI. Section 1.~~ies of officer positions shall be filled by the Executive Board.~~

#### ~~Section 4. Special Elections~~

~~Special elections shall be called and voting shall take place by ballot. The eligible voting membership shall be restricted to those paid members as of the date of the vacancy announcement.~~

~~The nominations committee shall convene and select a slate within twenty (20) days of the notice of the vacancy. Within ten (10) days of the approval of the slate, ballots will be available to all eligible voting members of the Association.~~

~~The announcement of the name of the President-Elect, or President and President-Elect, shall be made to the membership no more than sixty (60) days from the initial notice of the vacancy in the position. However, in the event that seventy-five (75) days or less remain from the notice of vacancy until the next regularly scheduled election of officers, the process for filling the vacancy shall coincide with the regular elections.~~

#### ~~Section 54. Duties of Officers~~

##### A. President

- is the chief executive officer of the Association and shall preside at all meetings of the Association
- serves as chairman of the Executive Board
- appoints all chairpersons and members of the committees unless otherwise designated
- serves as ex-officio, on all committees
- authorizes expenditures and executes all contracts approved by the Executive Board, and ~~have~~has the authority, in addition to the Treasurer and (if engaged)/bookkeeper, to pay bills of the Association
- submits an annual report to the Association
- performs other duties as may be required by the Association

- serves as a member of the SASFAA (Southern Association of Student Financial Aid Administrators) Board

#### B. President-Elect

- presides at all meetings in the absence of the President
- prepares a proposed Association budget for the ensuing year as President for the consideration of the Association at the meeting
- is responsible for selecting the chair~~person~~ of the conference committee for the annual conference during their year as President
- chairs the ~~nominations~~ Nominations and election committee
- performs all duties as designated by the President or required by the Association

#### C. Secretary

- is the scribe of the Association who shall take or arrange to have taken, and keeps in permanent form, the minutes of the Executive Board and of the Association
- is the custodian of its records: (minutes, bylaws, and the policies & procedures manual)
- keeps and updates the permanent file of all other official documents and materials (banners/awards/archives) and publications of the Association and/or Executive Board.
- attends to the giving and serving of all notices required by the bylaws of the Association or at the discretion of the President

#### D. ~~Chief Financial Officer~~ Treasurer

- is the finance officer of the Association and shall receive all Association monies and keep the books of the Association
- pays the bills of the Association within thirty (30) days of the authorization of the Executive Board
- arranges for the billing and collection of dues and registration fees for meetings of the Association
- arranges with the Membership Committee chairperson for the issuing of membership confirmation to current members and maintenance of the official membership roster
- provides the Association an account and statement of all transactions at each meeting of the Association and at other times as needed by the Association
- may be bonded at the expense of the Association
- allows any member of the Association to examine records upon request
- ~~and~~ prepares and submit the appropriate state and federal records, as required by applicable laws (Article VII)
- if a bookkeeper is engaged, supervises ~~hired~~ the bookkeeper for the Association in any of the above duties

#### E. Treasurer-Elect

- assists the Treasurer in the completion of their duties



- works with the Treasurer to manage the transition of duties at the end of the fiscal year
- may be bonded at the expense of the Association

#### EF. Vice President

- is responsible for the coordination of all training activities of the Association, ~~including workshops for new aid officers, support staff, lenders, and advanced-level seminars.~~
- is responsible for ensuring CEU credits issued to members upon request
- oversees s the Regional Representatives' training activities

#### FG. Immediate Past President

- ~~shall~~ serves as the FASFAA member of the Southern Association of Student Financial Aid Administrators (SASFAA) Nominations Committee.
- chairs the Past Presidents' Council/Ffiscal eConcerns committee (Article VIII, Section 1)
- performs all other duties assigned by the President

#### Section 65. Removal From Office

Elected members of the Executive Board may be removed from office for misconduct, failure to perform the duties of the office, or for other just causes as determined by the Executive Board. Evidence may be presented in open session of the Executive Board. The Board, in executive session, shall consider the charges, review evidence presented by all parties, and reach a decision. A two-thirds vote of the voting members of the Executive Board is necessary for removing the officer. The decision(s) of the Executive Board shall be final. The President shall preside over the proceedings unless the President is being considered for removal from office. In that event, the President-Elect shall preside. The Secretary shall record all testimony. Vacancies created through this action shall be filled in the manner prescribed in the bylaws (Article VI, Section 3).

### Article VII - Contracts, Checks, Deposits, and Funds

#### Section 1. Contracts

All contracts must be approved by the Executive Board and signed by the President of the Association.

#### Section 2. Drafts, Checks, and Other Orders for Payment

All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by the President, Treasurer or if engaged, ~~hired~~ bookkeeper and in such manner as shall be determined by resolution of the Executive Board.

~~In the absence of such determination, such instruments shall be signed by a designee of the Executive Board.~~

### Section 3. Deposits

All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies, or other depositories as the Executive Board may select.

### Section 4. Gifts

The Executive Board may accept on behalf of the Association any contribution, gift, bequest, or device for the general purpose of the Association.

## Article VIII - Committees

Section 1. The standing committees of the Association shall be a Nominations Committee, Past Presidents' Council/Fiscal Concerns Committee, a Training Committee, Conference Committee, and a Cultural Diversity/Minority Concerns Global Issues Committee.

- The President-Elect shall chair the Nominations Committee and the Regional Representatives or their designees shall serve as its members
- The Executive Board shall function as a budget committee reviewing recommendations from the Past Presidents' Council/Fiscal Concerns Committee chaired by the Immediate Past President
- The Vice President shall serve as the chair of the Training Committee
- The President Elect is responsible for selecting the chair of the conference committee for the annual conference during their year as President
- The President shall appoint a chair of the Cultural Diversity/Minority Concerns Global Issues Committee on an annual basis.

Section 2. Other committees of the Association shall be determined by the President and shall be those deemed appropriate to the fulfillment for the purposes of the Association.

Section 3. Activities and responsibilities of all committees shall be directed and defined by the President with the approval of the Executive Board.

## Article IX - Parliamentary Authority

The rules contained in the most recent edition of Robert's Rules of Order shall govern the Association in cases to which they are applicable and in which they are inconsistent with the Constitution, these bylaws and any special rules or order the Association may adopt.

## Article X - Amendments

These bylaws may be amended or revised upon the recommendation of the Board, by a majority vote of those members voting. At least thirty (30) days' notice of a scheduled vote by the members of the Association shall be provided in writing to all members.~~Effective fiscal year 2004, the bylaws of this corporation may be amended, altered, or rescinded by a majority of the membership present at any regular meeting or at any special meeting called for that purpose, or by ballot provided that each amendment shall have been proposed in writing by the Executive Board and that a copy of the proposed amendment shall have been sent to each member of the Association at least thirty (30) days prior to the vote taken.~~

Adopted September 22, 1983; Bal Harbour, Florida

Most recently revised XXXX, 2019.

~~Amended September 25, 1984; Tallahassee, Florida~~

~~Printed June, 1985~~

~~Amended May 30, 1996; Miami Beach, Florida~~

~~Printed March, 1987~~

~~Printed March, 1988~~

~~Amended June 19, 1988; St. Petersburg, Florida~~

~~Amended May 19, 1989; Tampa, Florida~~

~~Amended June 1990; Sarasota, Florida~~

~~Amended June, 1993; Palm Beach, Florida~~

~~Printed October, 1994~~

~~Amended June, 2003; Orlando, Florida~~

~~Printed June, 2003~~

~~Amended June, 2004~~

~~Amended October, 2010; Clearwater, Florida~~

~~Amended November 1, 2011~~