

KASF AA BY-Laws

Approved by the Board of Directors September 26, 1984
Amended by the Membership October 25, 1985
Amended by the Membership September 19, 1988
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Amended by Membership October 27, 2005
Amended by Membership April 3, 2008
Amended by Membership June 19, 2010

Article I-NAME

The name of the corporation shall be the Kansas Association of Student Financial Aid Administrators. It may hereafter be referred to in these By-Laws as the Association.

Article II- CORE VALUES AND PURPOSES

The Association, organized as an educational and charitable organization within the meaning of section 501(c)(3) of the Internal Revenue Code, as amended shall have as its purposes the following:

- A. *Friendships - to foster and promote standards of professional preparation, effectiveness, recognition, and association of student financial aid administrators and counselors at institutions of higher education and other public and private agencies/organizations concerned with or engaged in the support and/or administration of student financial aid.*
- B. *People - to serve the needs and interests of students, faculties, and administrators of institutions of higher education, and public and private agencies/organizations administering student financial aid by promoting and facilitating the coordination of student financial aid programs.*
- C. *Association Governance - to promote and facilitate communication among institutions of higher education and other public and private agencies/organizations.*
- D. *Training - to stimulate, promote, and conduct training, research, cooperative experiments, education, conferences, and other related activities as are desirable or necessary in fulfilling the purposes of the Association.*

Article III- AUTHORITY

The Association shall have, subject to any limitation as contained herein, all the authority of a nonstock, nonprofit corporation organized under the laws of the State of Kansas.

Article IV- MEMBERSHIP

Section 1. TYPES OF MEMBERSHIP

Membership in the Association shall be of three types: institutional, associate, and ex-officio.

Section 2. INSTITUTIONAL MEMBERSHIP

(a) Institutional membership shall be limited to persons engaged in the administration of student financial aid at an institution of higher education located in the State of Kansas.

(b) Institutional members in good standing, as defined in Article IV, section 6, (c), shall be entitled to attend conferences and meetings of the Association and to vote as members of, or to hold office in, the Association. The Membership Committee chairperson will maintain a master directory listing all institutional members who are deemed to be in good standing.

Section 3. ASSOCIATE MEMBERSHIP

(a) Associate membership shall be open to persons representing public and private agencies and organizations concerned with or engaged in the support and/or administration of student financial aid.

(b) Associate members in good standing, as defined in Article IV, Section 6, (c), shall be entitled to attend conferences and meetings of the Association, but shall not be entitled to vote or to hold office in the Association, except as noted in Article VI, Section 2, (b). The Membership Committee chairperson will maintain a master directory listing all associate members who are deemed to be in good standing.

Section 4. EX-OFFICIO MEMBERSHIP

(a) Ex-officio membership shall be open to persons or entities representing public and private agencies and organizations concerned with or engaged in the support and/or administration of student financial aid.

(b) Ex-officio members shall be entitled to attend conferences and meetings of the Association, but shall not be entitled to vote or to hold office in the Association. The Membership Committee chairperson will maintain a master directory listing all ex-officio members.

Section 5. APPLICATION FOR MEMBERSHIP

Application for membership in the Association shall be made to the Membership Committee for processing. Application for first-time membership in the Association must be approved by an affirmative vote of a majority of the Board of Directors.

Section 6. MEMBERSHIP DUES

(a) The annual dues for membership in the Association shall be an amount determined by the Board of Directors.

(b) Bills for membership dues shall be distributed by the Membership Committee chairperson after the beginning of the Association's fiscal year (July 1). Membership dues shall be payable on a date set by the Board of Directors.

(c) Members of the Association who have not paid dues by the designated due date shall not be considered to be in good standing.

Section 7. MEMBERSHIP MEETINGS

(a) The Annual meeting shall be held in the spring, and other regular meetings of the membership shall be held at a time and place determined by the Board of Directors. Regular and/or special meetings may be called by the president, Board of Directors, or by 20% of the Association membership.

(b) Notification, via postal mailing or electronic communication, stating the purpose, location, day, and hour of all meetings shall be delivered not less than thirty days before the date of the meeting.

(c) The presence in person of 33 1/3% of the members in good standing, attending a membership meeting shall constitute a quorum for the transaction of business.

(d) Proxies may be used to vote on proposed by-law changes and/or other matters as identified by the Board of Directors at any duly constituted membership meeting of the Association. Proxies may not be used to establish a quorum.

(e) To utilize a proxy vote, a member in good standing, not in attendance at the membership meeting, must request a proxy ballot from the secretary no less than ten days prior to the meeting.

Section 8. TERMINATION OF MEMBERSHIP

Membership in the Association will be terminated for nonpayment of dues. Membership may also be terminated for conduct that adversely affects the reputation of the Association or for conduct that is contrary to the objectives of the Association. No membership shall be terminated for conduct-related reasons except by action of the Board of Directors following written notice of the charges and an opportunity to respond.

Section 9. RULES OF ORDER

(a) The latest version of Robert's Rules of Order (by Henry Martin Robert) shall govern the proceedings of the Association and the Board of Directors to the extent that they do not conflict with any provisions of these By-laws

(b) The By-laws of the Association may be suspended by two-thirds of those members present and voting at a meeting.

Article V- BOARD OF DIRECTORS

Section 1. MEMBERSHIP

The Board of Directors shall be composed of the incumbent officers (Article VI, section 1) and the chairpersons of standing and special committees (Article VII sections 1 and 2).

Section 2. RESPONSIBILITIES

The Board of Directors shall be responsible for the management and general administration of the Association; however, such authority shall not include that of rescinding or modifying any official action taken by the Association.

Section 3. MEETINGS

(a) The Board of Directors shall meet immediately prior to meetings of the Association. Special meetings of the Board of Directors may be called by the president or upon petition of two other members of the Board of Directors. The president shall designate the time and place of such meetings.

(b) Notice shall be provided to each board member as to the time and place of the meeting.

(c) A majority of the officers shall constitute a quorum for the transaction of business with all matters to be determined by a majority vote of the officers present.

(d) With the exception of elected officers as defined by Article VI, section 1, chairpersons of the standing committees and special committees shall serve as non-voting members of the Board of Directors.

(e) Minutes of meetings of the Board of Directors shall be distributed to all members of the Association when appropriate.

Article VI- OFFICERS

Section 1. OFFICERS

The officers of the Association shall be the president, the president-elect, the immediate past president, the vice president, the secretary, the treasurer, and the Associate Member Representative. These officers are the voting members of the Board of Directors.

Section 2. ELECTION AND TERM

(a) All officers of the Association, with the exception of the Associate Member Representative, shall be elected at large from among institutional members of the Association. The president and past-president are initially elected as president-elect.

(b) Only associate members may be considered for the office of Associate Member Representative and only associate members elect this officer.

(c) Officers shall be elected within thirty (30) days prior to or at a designated general or the annual meeting of the Association.

(d) With the exception of the president-elect, president, and past-president, an elected officer may be a candidate for a successive term in the same office.

(e) The president, president-elect, past president, vice president, and secretary serve a one-year term beginning at the annual conference.

(f) The treasurer serves a two-year term starting with the next fiscal year as defined in Article IX, section 2.

(g) The Associate Member Representative serves a two-year term beginning at the annual conference.

Section 3. DUTIES OF OFFICERS

(a) The president shall be the chief elected officer of the Association and shall preside at all meetings of the Board of Directors and of the Association. The president shall appoint the members of all committees, with exception of the Association Governance Committee, and shall be an ex-officio member of all committees. The president shall submit an annual report to the Association on all matters that may be of interest or concern to the members.

(b) The president-elect shall serve as the chair of the Conference Planning Committee and perform such duties as are assigned by the president and/or by the Board of Directors. The president-elect shall also perform the duties of the president in the event of or the absence or incapacity of the president and as directed in Section 5 (a) of this article.

(c) The vice-president shall serve as Co-Chair of the Conference Planning Committee and perform such duties as are assigned by the president and/or by the Board of Directors and as set forth in Section 5 (a) of this article.

(d) The secretary shall be responsible for keeping and maintaining the records of the Association and the Board of Directors, for the distribution of meeting notices and such other communications as provided for in these By-Laws, and for the performance of such other duties as are appropriate to the secretary's office and prescribed by the Board of Directors.

(e) The treasurer shall represent the Association and 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 and shall provide such records to the next Treasurer. The treasurer shall submit a financial report to the Association at Board of Directors meetings and Association meetings. The Treasurer shall report the Registered Office and Agent as defined in Article VIII, section 2 as required by state law. The Treasurer shall arrange for an annual financial review as defined in Article IX, section 3.

(f) The Associate Member Representative shall attend all meetings of the Board of Directors and shall perform duties as are appropriate to the business of the Association as assigned by the president and/or prescribed by the Board of Directors.

(g) The Past-President shall Chair the Association Governance Committee

Section 4. COMPENSATION AND EXPENSES OF OFFICERS

None of the officers of the Association shall receive any monetary compensation for their services to the Association. Any necessary travel expenses of an officer to represent the Association may be paid by approval of the Board of Directors.

Section 5. VACANCIES

(a) If for any reason the president does not complete the term of office for which elected, the office shall be filled by the president-elect. A president-elect succeeding to the office of president shall serve the full year term as president in addition to serving the unexpired term of the former president. If for any reason the president-elect cannot fulfill the responsibilities of the office of president, the vice-president shall assume the duties of the president for the remainder of the unexpired term. This interim appointment shall not prejudice the election of the incumbent to the office of president-elect. If for any reason the president-elect and vice president should be unable to assume the office of the president, an Interim Presidential Appointment Committee shall be appointed by the remaining members of the Board of Directors. The Interim Presidential Appointment Committee shall appoint an institutional member of the Association to fulfill the office of the president for the remainder of the unexpired term and shall notify the membership of appointment. Such appointment shall not prejudice the election of the incumbent to the office of president-elect.

(b) A vacancy in the office of president-elect during the term shall be filled by the current vice president. Such an appointment shall be on an interim basis until the next election of officers, and shall not prejudice the election of the incumbent to the office of president-elect.

(c) If for any reason the Associate Member Representative does not complete the term of office for which elected, the vacancy shall be filled by an associate member of the Association, in good standing, to be appointed by a majority of the Board of Directors from nominations presented by the president. Such appointment shall be on an interim basis until the next general election of officers, and shall not prejudice the election of the incumbent to a regular term of office.

(d) A vacancy in the office of past president shall be filled by the most recent past president. Such appointment shall be on an interim basis until the next annual meeting.

(e) A vacancy in any office other than that of president, president-elect, or Associate Member Representative shall be filled by an institutional member of the Association, in good standing, to be appointed by a majority vote of the Board of Directors from nominations presented by the President. Such appointment shall be on an interim basis until the next general election of officers, and shall not prejudice the election of the incumbent to a regular term of office.

Article VII- COMMITTEES

Section 1. STANDING COMMITTEES

The Association shall have the following standing committees that are essential to the mission of the Association. They shall perform functions as may be prescribed by the Association, by the Board of Directors, by the By-Laws of the Association, or by the Association's Policy & Procedures Manual.

- (a) The Archive Committee is responsible for managing the collection and storage of historical and financial documents.*
- (b) The Associate Member Committee supports Association initiatives.*
- (c) The Association Governance Committee shall consist of the president, president-elect, and the three immediate past presidents. The past president shall serve as committee chair. This committee is responsible for conducting the nomination and election of officers and reviewing and updating the Association By-Laws and Policy & Procedures.*
- (d) The Awards Committee is responsible for planning and executing the annual awards ceremony.*
- (e) The College Goal Sunday Committee is responsible for organizing, assisting with fund procurement, advertising, and obtaining volunteer staffing for the annual College Goal Sunday event.*
- (f) The Conference Planning Committee is responsible for the planning and execution of Association conferences. The president-elect will chair this committee, with the vice president serving as co-chair.*
- (g) The Corporate Development Committee is responsible for soliciting sponsor support for all activities of the Association, including exhibits at the conferences.*
- (h) The Electronic Resources Committee is responsible for managing the electronic communications for the Association and researching new electronic initiatives.*
- (i) The Finance Committee is responsible for assisting the Treasurer. The committee chair is also responsible for securing the signed conflict of interest disclosure from each member of the Executive Board of Directors.*
- (j) The Fiscal Officers Committee is responsible for the flow of information to the membership at large regarding the fiscal responsibilities of the financial aid process. A member of this committee shall serve on the Conference Planning Committee.*
- (k) The Membership Committee is responsible for soliciting institutional, associate, and ex-officio membership in the Association. Additional duties include the publication and timely maintenance of the Association's membership master list.*
- (l) The Newsletter Committee is responsible for the publication of the Association's newsletter.*
- (m) The Publicity and Awareness Committee is responsible for activities, projects or workshops that disseminate information pertinent to public interest regarding federal and state financial aid programs.*
- (n) The Training Committee is responsible for providing training to the Association's membership, high school counselors, and other partners in student financial aid. This committee will assist the Conference Committee in program planning at that committee's request.*
- (o) The Welcome Committee is responsible for providing initial KASFAA Association information to new members and for coordinating the Welcome reception at conferences.*

Section 2. SPECIAL COMMITTEES

Special committees of the Association may be created to promote the purposes of the Association or to carry out necessary functions of the Association. The president, subject to the approval of the Board of Directors, shall determine creation of such committees, with their number, jurisdiction, method of selection, and tenure.

Section 3. COMPENSATION AND EXPENSES FOR COMMITTEE MEMBERS

Travel expenses associated with fulfilling committee responsibilities are not covered by the Association.

Article VIII- REGISTERED OFFICE AND AGENT

Section 1. REGISTERED OFFICE AND AGENT

The address of the registered office of the Association is Office of Financial Aid, Johnson County Community College, 12345 College Blvd, Overland Park, Kansas 66210-1299. The name of the registered agent at such address is, Chris Christensen.

Section 2. CHANGES

The Association may change its registered office, or change its registered agent, or both, or the registered agent may resign, by following the procedure required by law.

Article IX- FINANCE

Section 1. CONTROL

All funds from membership and fees shall be placed with the Treasurer and shall be under the control of the Board of Directors. The Treasurer shall be under such bond as determined by the Board of Directors.

Section 2. FISCAL YEAR

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

Section 3. ANNUAL FINANCIAL REVIEW AND INCOME TAX RETURNS

The Treasurer coordinates annual preparation of the financial review as directed by the Board of Directors. The Treasurer also coordinates income tax returns preparation with an outside agency.

Section 4. LIABILITY INSURANCE

KASFAA shall carry general liability insurance as per Senate Bill 28, section 5, of the State of Kansas. The amount of said premiums shall be reported to the Board of Directors and reviewed annually.

Article X- GENERAL PROVISIONS

Section 1. REMOVAL OF AN OFFICER

Any officer, whether elected or appointed, may be removed by the persons authorized to elect or appoint such officer whenever in their judgment the best interests of the Association will be served thereby.

Section 2. REMOVAL OF A COMMITTEE CHAIR

Committee chairs serve at the discretion of the President.

Section 3. WAIVER OF NOTICE

Whenever any notice is required to be given to any member or director of the Association under the provisions of the Articles of Incorporation or by these By-laws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section 4. ACTION WITHOUT MEETING

Unless otherwise provided in the articles of incorporation, any action required by this act to be taken at a meeting of the members of a nonstock corporation, or any action which may be taken at any meeting of the members of a nonstock corporation, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, are signed by members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members having a right to vote were present and voted and shall be delivered to the corporation by delivery to its registered office in this state, its principal place of business or an officer or agent of the corporation having custody of the book in which proceedings of meetings of members are recorded. Delivery shall be by return receipt delivery as defined in K.S.A. 60-303, and amendments thereto, or by hand.

Section 5. ADJOURNMENT OF MEETINGS

If any meeting of the members or Board of Directors be adjourned to another time or place, no notice as to such adjourned meeting need be given other than by announcement at the meeting at which such adjournment is taken.

Article XI-AMENDMENT OF BYLAWS

Section 1. PROPOSALS

Proposals to amend the By-laws may be initiated by the Board of Directors, a duly constituted committee of the Association, or by any member of the Association. Such proposals must be in writing and, if initiated by an individual member, they must be signed by at least five voting members in good standing. Copies of proposed amendments shall be submitted to the secretary for distribution to all members of the Association, and no vote shall be taken until at least thirty (30) days after copies of the proposed amendments have been distributed to all members.

Section 2. APPROVAL

Approval of proposed By-law amendments may be obtained by electronic ballot, mail ballot, or by vote at an annual, regular, or special meeting of the Association. Approval shall require a majority vote of the members in good standing and actually voting on the proposed amendments.

Section 3. SUSPENSION OF BY-LAWS

Any portion of the By-Laws of the Association may be suspended by a two-thirds majority vote of those members voting as defined in Article XI, section 2.