

**ARTICLE IV**  
**OFFICERS AND REGIONAL DIRECTORS**

**4.1 Officers and Regional Directors.** The officers and the Regional Directors serve as members of the Board of Directors, are responsible for promoting the goals of SUAA, and act as representatives and fiduciaries of the Association. While advocating for their Regions, Regional Directors ultimately represent all of the members of the Association and the Association itself. Officers and Directors are required to attend all meetings of the Board of Directors and the Association and perform all the powers and retain all the duties found in Article 7.2. No officer or Regional Director shall publicly promote a position contrary to positions formally adopted by the SUAA Board of Directors or the SUAA.

**4.2. Officers.** The officers of SUAA shall be a President, a Vice President, a Secretary, and a Treasurer.

**4.2.a. Minimum Qualifications of Officers.** A nominee for the office of President, Vice President, Secretary or Treasurer must have been a member of SUAA for at least two (2) years prior to election.

**4.2.b. Restrictions to serving as an Elected Officer.**

4.2.b.1 No officer may serve concurrently as a regional director on the Board of Directors.

4.2.b.2 No more than two (2) officers may be from the same region.

4.2.b.3 At least one officer must be from a community college and at least one officer must be from a university. In the case of a conflict with this provision, the election of the officer listed earliest in Section 4.1 of these bylaws shall take precedence over the election of the officer listed later in that section.

4.2.b.4 No two (2) officers shall be from the same chapter.

**4.2.c. Nomination of Officers.**

4.2.c.1 The President shall appoint a Nominating Committee consisting of six members with two members from each of the three regions in SUAA. One member from each region shall represent a community college chapter and one member shall represent a university chapter. Appointments to the Nominating Committee must be approved by the Board of Directors.

4.2.c.2 The President shall designate one individual representing a community college chapter and one individual from a university chapter to serve as co-chairs of the nominating committee. The co-chairs shall be from different regions of the state.

4.2.c.3 The Nominating Committee shall be charged with soliciting nominations and ensuring that there is at least one nominee for each open position on the Board of Directors.

4.2.c.4 The Nominating Committee shall ensure that each nominee forwarded to the House of Delegates meets the qualifications for officers as specified in Article 4.1.a. The committee shall also ensure that election results do not violate the restrictions on serving as an officer as specified in Article 4.1.b.

4.2.c.5 Any member nominated from the floor must have given prior consent to serve and meet the qualifications for the office.

**4.2.d. Election of Officers.**

4.2.d.1. The Executive Director, immediately upon the appointment of the Nominating Committee, shall communicate the names of the committee members to all chapters in a call for prospective nominees for all offices to be filled with the qualifications for each office. The call shall include the addresses for the

Executive Director and the committee co-chairs, a date for receipt of suggested nominees, and categories for representation.

4.2.d.2. Officers shall be elected at the annual meeting of the House of Delegates to serve a term of two (2) years or until their successors are elected, and their terms of office will begin at the final adjournment of the meeting.

4.2.d.3. Officers are limited to one (1) full two-year term in the same office, except that the Treasurer may serve two consecutive terms.

#### **4.2.f. Office Vacancy.**

4.2.f.1. If the office of President becomes vacant, the Vice President shall automatically succeed to the office of President for the remainder of the unexpired term. If the office of the Vice President, Secretary or Treasurer becomes vacant, the Board of Directors shall elect an Association member who meets the requirements of Articles 4.1.a. and 4.1.b. to serve as Vice President, Secretary or Treasurer for the remainder of the unexpired term.

#### **4.3 Recall of Officers and Regional Directors.**

4.3.a. A petition to recall an elected officer of the Association may be presented to the Executive Director when signed by at least twenty (20) active chapter Presidents. A petition to recall an elected Regional Director of the Association may be presented to the Executive Director when signed by the Presidents of at least 40% of the active chapters within the Region which elected the Regional Director.

4.3.b. The Executive Director, upon verifying the recall petition in accordance with Article 4.3.a., shall schedule a special meeting of the House of Delegates to be held within 45 days of receipt of the petition for the purpose of debating the petition. The notice of the special meeting shall be sent to all members of the House of Delegates, including the officer or Regional Director concerned, no later than 30 days prior to the scheduled date of the meeting.

4.3.c. If the petition is received less than 45 days prior to the annual or fall meeting, the recall will be placed on the agenda of that meeting as a special order.

4.3.d. An elected officer or Regional Director of the Association may be removed from office by a two-thirds (2/3rds) vote of the members of the House of Delegates present and voting.

4.4. **Regional Directors.** There shall be six regional directors, two from each region as described in Article VIII.

4.4.a. Regional Director Qualifications. 4.4.a.1. One Regional Director from each region must be a member of a community college chapter and one must be a member of a university chapter, serving staggered terms.

4.4.a.2. No more than one member from each chapter may be elected to serve on the Board of Directors. If candidates for Regional Director and an officer position come from the same chapter, precedence will be given to the candidate for the officer position. In that case, the election for the officer position will take place first, and if the officer candidate wins, the Regional Director candidate would be required to withdraw.

4.4.a.3. A Regional Director must have been a member of SUAA for at least two (2) years prior to election.

#### **4.4.b. Regional Director Nominations.**

4.4.b.1. Immediately upon the appointment of the Nominating Committee, the Executive Director shall communicate the names of the committee members to all chapters in a call for prospective nominees as

Regional Directors.

4.4.b.2. The call for nominations shall include the qualifications to serve as a Regional Director, the region in which the opening exists, and whether the opening is for a community college seat or a university seat. The call shall include the address for the Executive Director and the committee cochairs and a date for receipt of suggested nominees.

**4.4.c. Election of Regional Directors.**

4.4.c.1. At the annual House of Delegates meeting, delegates from each region shall elect an individual to serve as Regional Director for each opening on the Board of Directors from that region with their term of office beginning at the final adjournment of the annual House of Delegates meeting held in June of the year of their election. Should a regional director be unable to fulfill his or her term as a director, the vacancy shall be filled by the Board of Directors. The vacancy shall be filled by an individual from a similar institution (community college or university) and from that region to complete the unexpired term.

4.4.c.2. Regional Directors shall serve for two years or until their successors are elected and shall not serve more than two consecutive terms in the same office and may serve again after being out of office for at least one term

**ARTICLE V  
DUTIES OF OFFICERS AND REGIONAL DIRECTORS**

**5.1 The duties of the officers and Regional Directors shall be as stated below**, and the officers and Regional Directors shall perform such other duties as assigned by the Board of Directors and/or applicable to the office as prescribed by the parliamentary authority adopted by SUAA (Article XV). Officers and Regional Directors have an obligation to attend all Board of Directors meetings, either in person or by other permitted electronic means. If an officer fails to attend two (2) consecutive Board meetings without excuse, the Board may declare that office vacant and elect a replacement under the terms of Art. 4.1.f., above. If a Regional Director fails to attend two (2) consecutive Board meetings without excuse, the Board may declare that seat vacant and appoint a replacement under the terms of Art. 4.2.c.1., above

**5.2. The duties of the President shall be:**

- 5.2.a. To preside at the Annual and Fall meetings of the House of Delegates, meetings of the Board of Directors, and all special meetings of the Association, except in cases of a special meeting for the recall of the President.
- 5.2.b. To work cooperatively with the Executive Director to provide leadership and direction in achieving the purposes of the Association.
- 5.2.c. To appoint standing committee and special committee chairpersons and members subject to approval by the Board of Directors.
- 5.2.d. To serve as an ex-officio non-voting member of all committees except the Nominating Committee.

**5.3. The duties of the Vice-President shall be:**

- 5.3.a. To act on behalf of the President in the President's absence.
- 5.3.b. To serve as a member of the Board of Directors.
- 5.3.c. To succeed the President if the office of President becomes vacant.

**5.4. The duties of the Secretary shall be:**

5.4.a. To prepare or cause to be prepared and to maintain a complete record of all proceedings of all House of Delegates and Board of Directors meetings, all proceedings of all business, and all other records of the Association as required by law.

5.4.b. To serve as a member of the Board of Directors.

**5.5. The duties of the Treasurer shall be:**

5.5.a. To have primary responsibility to review periodic budget reports to help ensure that SUAA's revenue minus expenses do not exceed the budget approved by the Board of Directors.

5.5.b. To have primary responsibility to monitor budget categories, and if necessary, recommend that the Board of Directors move funds from one budget category to another.

5.5.c. To work with the Executive Director on Association financial issues, including preparation of an annual budget proposal for approval by the Board of Directors. 5.5.d. To serve as a member of the Board of Directors.

**5.6 The Duties of Regional Directors** The duties of Regional Directors shall be:

5.6.a. To provide information to and from their Region, Chapters within their Region, and the Board of Directors.

5.6 b. To assist in supporting Chapters within their Region.

5.6.c. To be a member of and attend Board of Directors meetings.