

# **BYLAWS OF THE NATIONAL ASSOCIATION OF COLLEGE AUXILIARY SERVICES WEST (NACAS West)**

## **ARTICLE I Governance**

### **SECTION 1**

NACAS West shall be governed by the Board of Directors, as established in the Constitution of the Association, who shall be responsible for the maintenance and implementation of the Constitution and Bylaws.

### **SECTION 2**

**ELECTION OF THE BOARD:** The Board shall be elected at the annual meeting. The President and/or Board of Directors shall make nominations for officer and director positions, and nominations may be made from the floor.

1. **TERMS OF OFFICE** of the President, Vice President/President Elect and Past President shall be for one year and shall commence upon their election and installation at the annual meeting. The Vice President/President Elect shall automatically assume office of President upon expiration of President's term.
2. **TERMS OF OFFICE** of the Secretary/Treasurer and directors shall be for three years and shall commence upon installation at the annual meeting. The Secretary/Treasurer may be re-elected if nominated.
3. The Western Region Representative to the NACAS Board of Directors shall be selected by the NACAS West Board of Directors and shall serve a term and have duties as specified by the NACAS Constitution/By-Laws and the NACAS Board of Directors. The term of office for the Regional Representative shall commence upon installation at the National Association annual meeting.
4. **TERMS OF OFFICE** of At Large Members shall be for one to three years, depending upon the purpose of the position, and shall commence upon installation at the annual meeting.
5. **VACANCY** in any office or director position, excepting the office of the President and the Regional Representative to the NACAS Board, shall be filled by appointment by the President. The appointment shall remain in effect for the duration of the term of the individual that created the vacancy. The Vice President/President Elect shall fill the vacancy of the office of the President. A vacancy in the Regional Representative to the NACAS Board position shall be filled in accordance with the Constitution/By-Laws of the National Association. Any of the officer or directors' positions shall be declared vacant immediately when the officer filling same ceases to be affiliated with a member college or university.

**ARTICLE II**  
**Duties of the Officers and Board of Directors**  
**Board of Directors**

**SECTION 1**

It shall be the duty of the Board of Directors to have general supervision over the affairs of the Association and determine the policies thereof. It shall be their duty to attend the NACAS West Board of Directors meetings. The Board of Directors, by a majority vote, may authorize the President and/or the Secretary/Treasurer of this Association to bind the Association in such contracts, as they deem necessary to carry out the business of the Association, subject to the approved budget. The Board shall approve the annual budget for the Association. The Board shall select the Western Region Representative to serve on the National Association of Auxiliary Services (NACAS) Board of Directors.

**President**

**SECTION 2**

It shall be the duty of the President to preside at all meetings and enforce all rules and regulations relating to the administration of the Association. The President, or designee, shall appoint all standing and special committees and chairpersons of all such committees, subject to approval by the Board of Directors. The President shall approve all expenditures of Association funds. S/he shall represent NACAS West when circumstances call for such representation. The President shall review annual conference plans and assist the host school and the Conference Planner in development of the conference. The President and Secretary/Treasurer shall jointly submit an annual budget to the Board of Directors for approval.

**Vice President/President Elect**

**SECTION 3**

The Vice President/President Elect shall exercise all the powers and prerogative of the President in the absence of the President at meetings of the Association or the Board of Directors. S/he shall assume the office of the President due to the inability of the President to perform the duties of the office. S/he shall automatically assume the office of President upon the expiration of the term of the President. The vice president will maintain regular liaison with regional members of National Committees to facilitate ongoing communication between the committees and the region for the purpose of reporting to the board. S/he shall assume such other duties as the President or the Board of Directors may assign from time to time.

**Secretary/Treasurer**

**SECTION 4**

The Secretary/Treasurer shall be responsible for:

1. A true, complete and accurate recording of all the meetings of the Association and of the Board of Directors
2. Correspondence relating to the general office of the Association and of the Board of Directors as appropriate
3. An accurate register of all the members of the Association

4. Furnishing any other information concerning the business of the Association that the President or the Board of Directors may request from time to time
5. Acting in the usual capacity as secretary of the Association
6. Assuming such other duties as may be assigned by the President or the Board
7. Reconciliation of annual dues from the office of the National Association of College Auxiliary Services in accordance with the percentage rate per member agreed upon by the National and Regional Associations
8. A complete and accurate record of all funds received and expended by the Association
9. Signing all checks after expenditures are approved by the President
10. Preparing an annual budget
11. Insuring a detailed annual financial report to be submitted and filed at each annual meeting
12. Employing clerical help as necessary to the operation of his/her office when approved by the Board

The fiscal year of NACAS West shall be from January 1 through December 31, in order to be in accord with the National Association. The National Association will file any and all necessary tax forms for NACAS West to remain consistent with its non-profit status.

## **Past President**

### **SECTION 5**

The immediate Past President shall serve in an advisory position with full voting rights.

The Past President shall serve as Conference Chair and shall be responsible for, subject to approval of the Board of Directors, the selection of annual conference site, the conference host school, and selection of an individual to serve as Conference Planner/Host Chair.”

The Immediate Past President shall chair the Nomination Committee and shall assume such other duties as directed by the President or Board of Directors.

## **Area Directors**

### **SECTION 6**

Directors of each Area shall represent the interest of the members within their area as outlined in the Constitution. They shall assist the membership committee in maintaining a current roster of members within their area and will contact non-member schools and will inform them of our National and Regional Associations and service rendered; shall assist annual conference organizers in planning and conducting the conference, including program development, when the conference is held in their Area; shall encourage participation from their area members in association activities; shall assist the National Committee member with developing regional business partnership relationships; shall, whenever possible, work with institutions in their area to develop and share professional development opportunities for their area members; shall perform other duties assigned by the President from time to time.

## **Western Region Director to NACAS Board of Directors**

### **SECTION 7**

The Western Region Representative to the NACAS Board of Directors shall be selected by the NACAS West Board of Directors and shall serve a term and have duties as specified by the NACAS Constitution/By-Laws and the NACAS Board of Directors. This representative shall also serve as a voting member of the NACAS West Board of Directors and shall attend meetings of the Board. As the Western Region's representative on the NACAS Board, he/she shall represent the interest of the Western Region in addition to those of our National Association. S/he shall keep the NACAS West Board of Directors apprised of the activities of the National Association and serve as a communications channel between the two Boards.

## **At Large Members**

### **SECTION 8**

From time to time the Board may need to add a member to fulfill a particular need or purpose. At Large Members may be added to the Board in any number and for any purpose consistent with the purpose of this Association. A job description outlining the duties of each At Large Member will be maintained in the Association's Policy Manual.

The Board of Directors shall recommend the appointment of Voting At Large Members, which shall be approved by majority vote of members in attendance and voting at the annual meeting.

The Board of Directors or the President may appoint Non-voting At Large members at any time.

## **ARTICLE III**

### **Standing Committees and Special Committees**

#### **SECTION 1**

The Board of Directors shall recommend the establishment of standing committee(s), which shall be approved by majority vote of members in attendance and voting at the annual meeting.

#### **SECTION 2**

Special Committees may be appointed by the Board or by the President at any time, in any number, and for any purpose consistent with the purpose of this Association. Such committees shall have a term not to exceed two years.

## **ARTICLE IV**

### **Voting and Quorums**

#### **SECTION 1**

Each member organization of the Association in good standing shall be entitled to one vote at each meeting if a representative is present. There shall be no voting by proxy.

The Board of Directors shall have the authority to distribute U.S. mail or email ballots to members when circumstances dictate that it is advisable to attempt to solicit voting responses from all member schools. Results of such ballots shall be presented to the membership for final ratification at the next annual meeting.

**SECTION 2**

Each member of the Board of Directors who is present shall be entitled to one vote at each meeting of the Board of Directors. There shall be no voting by proxy.

**ARTICLE V**  
**Dues**

**SECTION 1**

Membership dues shall be those dues as established for membership in the National Association of College Auxiliary Services as determined by the National Board of Directors in accordance with the Constitution and By-Laws of the National Association. NACAS West shall receive an amount of those dues received from western regional members in a manner agreed upon between the National Association and the Regional Associations.

**ARTICLE VI**  
**Amendments**

**SECTION 1**

These By-Laws may be amended by a majority approval of a quorum (five) of the Board of Directors present and voting and a majority of member institutions present and voting at any meeting of the Association.

*Amended April 26, 1993 from version of July 15, 1990  
Amended November 5, 1996 from version of April 26, 1993  
Amended April 29, 2000 from version of November 5, 1996  
Amended April 6, 2004 from version of April 29, 2000  
Amended May 31, 2006 from version of April 6, 2004  
Amended June 5, 2007 from version of May 31, 2006  
Amended 29 April 2008 from version of 5 June 2007*