

ARTICLE I

Name, Purpose and Governance Structure

Section 1 – Name: The name of the corporation is the Collegiate Information and Visitor Services Association, Inc., (hereinafter, “CIVSA” or the “Association”).

Section 2 – Purpose: CIVSA is organized exclusively for educational and organizational purposes.

Section 3 – Governance Structure: The functions of CIVSA are carried out through the CIVSA Board, voting members and such committees, subcommittees and working groups as may be established and authorized by executive officers in accordance with the procedures set forth in these Bylaws. The Board may from time to time supplement the provisions of these Bylaws by resolution and/or by the adoption of the CIVSA Operations Manual (hereinafter, the “Manual”) specifying provisions and procedures applicable to specific areas of the Association’s governance and activities. Such additional provisions shall not be inconsistent with these Bylaws.

ARTICLE II

Membership

Section 1 – Eligibility: CIVSA is a nonprofit organization classified as 501(6) by the U.S. Internal Revenue Service. To be eligible for membership with voting status, individuals must be employed by institutions entitled to exemption from U.S. federal income tax under Section 115(a) of the U.S. Internal Revenue Code of 1954 as a public educational institution or under Sections 501(c)(3) and 509(c)(1), (2) or (3) of this code or subsequent statutes. Individuals that do not meet these criteria are ineligible to become members with voting status but may affiliate with CIVSA through non-voting membership categories upon acceptance.

Section 2 – Annual Dues: Membership expires on an annual basis. Annual dues and payment deadlines will be determined by the Executive Board as defined in the Manual. Membership renewal communications and reminders will be sent to the membership in a timely fashion.

Section 3 – Rights and benefits for members: Members in good standing are entitled to attend meetings. Members in good standing with voting status are entitled to one vote as part of any quorum of the Association. A complete listing of benefits for members is available on the CIVSA website and in the Manual.

Section 4 - Levels of membership and membership eligibility are set by the Executive Board including the expectations, rights and responsibilities provided for each level.

Section 5 – Resignation and termination: Resignation from membership shall be effective upon receipt of a member's notice of resignation to Association Headquarters. All voting memberships may be transferred from one individual to another within an institution upon written notice for the remainder of the membership year. Membership in CIVSA shall be suspended or terminated if a member does not pay all required membership dues in full by the due date established by the Board. Termination of membership shall not extinguish such member's financial obligations, if any.

ARTICLE III

Meetings

Section 1 – Annual conference: An annual conference shall be held at a site to be determined by the Executive Board.

Section 2 – Membership meeting: An annual meeting of the Association's membership shall occur at least once a year and the purpose may include conducting elections and transacting all business which may be brought before it.

Section 3 – Board meetings: A meeting of the Board shall be held at least twice a year.

Section 4 – Regional meetings: One meeting shall occur at least once a year for each geographical region.

Section 5 – Notice of meetings: All general membership meetings shall be announced in writing to all members at least thirty (30) days in advance. Meetings of the Board shall be held at the call of the President or two members of the Executive Board.

Section 6 - Quorum:

6a – For a general membership meeting, a quorum shall be defined as 10% of the Association's total members in good standing. Members participating both in person and via electronic means shall be counted toward the quorum.

6b - For an Executive Board meeting, a quorum shall consist of at least two-thirds of the executive officers, including those in person and those participating via electronic means.

Section 7 – Voting:

7a - Voting for election of officers must take place by June 30th each year with the specific process established by the Executive Board.

7b - Amendments to the Bylaws shall be adopted by vote of the membership with quorum established as outlined in Section 6a.

7c - Action votes throughout the year by Executive Board will be determined by majority rules using quorum established as outlined in Section 6b.

ARTICLE IV

Executive Board, Regional Directors, and CIVSA Board

Section 1 – Board role, size and compensation: The CIVSA Board consists of executive officers, regional directors, committee chairs and other positions appointed by the Executive Board. All board members are strongly encouraged to attend two annual meetings of the CIVSA Board as part of their role in the governance of the Association. Board members do not receive compensation in the form of a stipend or salary. Any travel reimbursements or allotments are determined by the Executive Board as defined in the Manual.

Section 2 – Elected positions, qualifications and duties: The Executive Board shall consist of the President, President Elect, Immediate Past President, Secretary, Treasurer, Director of Communications, and Chair of the President's Council as an Ex Officio Member. Regional Directors shall consist of one member elected

from each of the specified geographical regions as established by the Executive Board.

All candidates for positions must be current with their annual dues to the Association. Additionally, candidates for positions must have attended one annual conference prior to the election they are running in. Only one elected office may be held by a person at one time. Candidates must be in attendance at the Annual Conference unless exceptions for special circumstances are approved by the Executive Board. Specific duties for Executive Board officers and Regional Directors are defined in the Manual.

Section 3 – Terms: The office of President is a three-year term to facilitate transition for incoming and advisement from outgoing officers. The elected member will serve one year as President Elect, one year as President, and one year as Immediate Past President. The Treasurer and Director of Communications serve two-year terms; the Secretary and Regional Directors serve one-year terms. Officers may run for one additional consecutive term in the same office when their term is complete.

Section 4 – Elections and procedures: Nomination Procedures are outlined in the Operations Manual. The election of Executive officers and Regional Directors will be handled as outlined in Article III Section 7a.

Section 5 – Vacancies: In the event of a vacancy in the office of President, the President Elect will immediately assume the office of President. Upon the vacancy of the President Elect's office, the Executive Board will identify and appoint an Interim President Elect for the remainder of that fiscal year. In the event of a vacancy in any elected office except the aforementioned, the vacancy will be filled by a member with voting privileges elected by a majority vote of the Executive Board. All vacancies will only be filled for the remainder of the predecessor's term.

Section 6 - Resignation, termination: Resignations of officers shall be effective upon written receipt of notice to the Executive Board. An individual board member may be removed, with cause, by a two-thirds vote of the Executive Board.

ARTICLE V

CIVSA Committees

Section 1 – Committee formation: The Association may have standing and ad hoc committees which will have duties and responsibilities as designated by the President with guidance from the Executive Board.

Section 2 – Committee structure: The President with guidance from the Executive Board may make such provisions for appointment of committee chairs; establish procedures to govern their activities, and delegate authority for the efficient management of the business and activities of the Association. All expenditures of committees require prior approval of the President and Executive Board, as needed.

Section 3 – Resignation, termination and absences: Resignation from committee members shall be effective upon written receipt of notice to the Executive Board. Resignation from committee chairs shall follow the process described in Article IV Section 5.

ARTICLE VI

Association Management

The national headquarters and all of its physical records will be maintained by an association manager or management firm as selected by the Executive Board. Communication will be conducted through an official

Association mailing address, email address, phone number, and the CIVSA website.

ARTICLE VII

Finance

Section 1 – Fiscal Year: The fiscal year of the Association shall be from July 1 – June 30.

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

Section 3 – Dues: Dues are determined annually by the Executive Board. Association dues shall be collected and managed by the Association Manager.

ARTICLE VIII

Parliamentary Authority

The Association shall be governed by the rules contained in the current edition of Robert's Rules of Order in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

ARTICLE IX

Amendments

Proposals to amend these Bylaws may be initiated by a resolution of the Executive Board or by petition with a ten percent member quorum. Deadline for petitions is January 15 and may be submitted by mail or e-mail to the CIVSA Secretary. The membership will receive information 30 days prior to the annual meeting of the Association's membership to allow members to make an informed decision. Such an Amendment shall be approved by two-thirds vote of the member quorum.

CERTIFICATION

These Bylaws were approved at a meeting of the CIVSA membership by a two-thirds majority vote on June 6, 2014.