

## **By-Laws of the Virginia Association of Collegiate Registrars and Admissions Officers, Inc.**

### **ARTICLE I – Name**

The name of this association is the Virginia Association of Collegiate Registrars and Admissions Officers, Inc.

### **ARTICLE II – Principal Office**

The principal office of the Association, a non-profit corporation incorporated under the laws of the Commonwealth of Virginia, shall be at 104 Wadsworth Street, City of Radford, Virginia, which is also the business address of the registered agent.

### **ARTICLE III – Purpose**

- A. Promote the professional preparation, effectiveness, and association of higher education professionals in the fields of admissions, registration and records, enrollment management, institutional research, financial aid, instructional management, information technology, and student services.
- B. Facilitate communication between educational institutions through an exchange of ideas, information, and experiences.
- C. Promote such systematic studies, cooperative experiments, conferences and other related activities as may be desirable or necessary to fulfill the above-stated purposes.
- D. Serve as a regional organization affiliated with the American Association of Collegiate Registrars and Admissions Officers and the Southern Association of Collegiate Registrars and Admissions Officers.

### **ARTICLE IV – Membership and Voting**

Membership in the Association shall consist of higher education professionals in the fields of admissions, registration and records, enrollment management, institutional research, financial aid, instructional management, information technology, and student services who meet the criteria for membership described hereafter. Members are those approved by the Executive Committee who have paid the annual dues in accordance with the amount and regulations of dues payment as established by the Executive Committee.

- A. **Voting Members** – Institutions of higher education may be considered for regular institutional membership if their central officers are located within the Commonwealth of Virginia and they are approved to award degrees by the State Council of Higher Education for Virginia.

Voting members shall be those individuals designated by each regular institutional member to conduct Association affairs through voting and holding elective office. Each institution may designate up to eight voting members and may designate additional voting members for an additional annual per-member

- fee in an amount approved by the Executive Committee. Each voting member in good standing and present at the annual meeting shall be entitled to one vote in all matters coming before the membership. Voting membership is contingent upon institutional affiliation and is not transferable.
- B. **Associate Members** – Institutions that are not eligible for voting membership but that have purposes parallel with or related to those of the Association and desire to participate in its activities, including those institutions of higher education whose central offices are located outside the Commonwealth of Virginia, those institutions that are not approved to award degrees by the State Council of Higher Education for Virginia, and others approved by the Executive Committee may be considered for associate institutional membership. Each associate institutional member may designate two individual members. This membership is non-voting.
  - C. **Honorary Members** – Individuals, no longer eligible to be voting or associate members, but with records of significant service in the Association, who are so recommended by the Executive Committee may be granted honorary membership. There are no dues for honorary members. This membership is non-voting.
  - D. **Individual Members** – Individuals not eligible for voting or associate membership but who would benefit by participating in Association activities and receiving Association literature may be recommended for individual membership by a voting member. This membership is non-voting.
  - E. **Corporate Members** – Corporate members shall be those organizations that provide products and services that assist and benefit Association members in carrying out their duties and responsibilities at their institutions who desire to participate in Association activities. The Executive Committee will approve corporations seeking corporate membership and the extent and type of participation. Each corporate member may designate two individual members. This membership is non-voting.

#### **ARTICLE V – Finance**

The fiscal year of the Association shall be from January 1 to December 31. Income shall be derived from membership dues and other sources approved by the Executive Committee. Dues shall be assessed and collected in amounts and in such manner as may be prescribed by the Executive Committee. Accounts payable will be handled in an efficient and timely manner following a payment schedule developed by the Finance Committee. The fiscal records of the Association shall be audited in a manner prescribed by the Executive Committee.

#### **ARTICLE VI – Officers**

The elected officers of the Association, their selection, and their terms of office shall be as follows:

- A. The President shall assume office after serving as President-Elect and serve one and only one term of one year;
- B. The President-Elect shall be elected each year by a majority vote of the voting membership present at the annual meeting and serve one and only one term of one year;
- C. The Immediate Past President shall assume office after serving as President and shall serve one and only one term of one year;
- D. The Vice President for Admissions and Enrollment Management shall be elected in odd-numbered years by a majority vote of the voting membership present at the annual meeting and serve one and only one term of two years;
- E. The Vice President for Registration and Records shall be elected even-numbered years by a majority vote of the voting membership present at the annual meeting and serve one and only one term of two years;
- F. The Vice President for Professional Development shall be elected in even-numbered years by a majority vote of the voting membership present at the annual meeting and serve one and only one term of two years;
- G. The Vice President for Membership and Communication shall be elected in odd-numbered years by a majority vote of the voting membership present at the annual meeting and serve one and only one term of two years;
- H. The Treasurer shall be elected in even-numbered years by a majority vote of the voting membership present at the annual meeting and serve a term of two years. The Treasurer may serve no more than two consecutive terms, if re-elected by the majority of the voting membership at the annual meeting;
- I. The Secretary shall be elected in odd-numbered years by a majority vote of the voting membership present at the annual meeting and serve a term of two years. The Secretary may serve no more than two consecutive terms, if re-elected by the majority of the voting membership at the annual meeting.

Candidates for office must be voting members of the Association. Once elected, an officer may serve for the duration of the term of office so long as the requirements for voting membership continue to be met.

In the event of a vacancy in the office of the President, the President-Elect shall assume the duties of the president without prejudice to the ensuing term of office.

In the event of a vacancy in the office of the President-Elect, one of the Vice Presidents, Secretary, or Treasurer, the President with the approval of the Executive Committee shall appoint a person to fill said vacancy until filled by the method of original selection.

## **ARTICLE VII – Duties of Officers**

- A. **President** – The President shall preside at all meetings of the Association; serve as chair of the Executive Committee; serve as the appointed chair of the Finance Committee; appoint members of the Awards and Resolutions Committee with the approval of the Executive Committee; be a non-voting member *ex-officio* of all committees; and submit a written annual report of the Association to the Executive Committee at the end of the term of office.
- B. **President-Elect** – The President-Elect shall perform all the duties of the President in the President’s absence or at the President’s request; serve as the appointed chair of the Annual Meeting Program Committee; and perform such other duties as may be required by the Association.
- C. **Vice President for Admissions and Enrollment Management** –The Vice President for Admissions and Enrollment Management shall serve as an appointed member of the Annual Meeting Program Committee; coordinate the work of individuals, standing committee (*School and College Relations*), and ad hoc committees reporting to the office; appoint chairs for those committees; develop program offerings for the annual meeting (*EEO/Transfer issues*); and perform such duties as the President may direct or as may be required by the Association.
- D. **Vice President for Registration and Records** –The Vice President for Registration and Records shall serve as an appointed member of the Annual Meeting Program Committee; coordinate the work of individuals, standing committee (*Legislative & Inter-Association Issues*), and ad hoc committees reporting to the office; appoint chairs for those committees; develop program offerings for the annual meeting (*Academic Policies and Practices, Administrative and Curriculum Technology*); and perform such duties as the President may direct or as may be required by the Association.
- E. **Vice President for Professional Development** –The Vice President for Professional Development shall serve as an appointment member of the Annual Meeting Program Committee; coordinate the work of individuals, standing committees, and ad hoc committees reporting to the office; appoint chairs for those committees; develop program offerings for the annual meeting; administer, along with the chairs of the committees reporting to the office, the Jean Rayburn Memorial Grant; and perform such duties as the President may direct or as may be required by the Association.
- F. **Vice President for Membership and Communication** –The Vice President for Membership and Communication shall serve as an appointed member of the Annual Meeting Program Committee; coordinate the work of individuals, standing committees, and ad hoc committees reporting to the office; appoint chairs for those committees; develop program offerings for the annual meeting;

and perform such duties as the President may direct or as may be required by the Association.

- G. **Treasurer** –The Treasurer shall collect all Association fees; secure the approval of the Finance Committee for the payment of bills; prepare an annual financial report which shall be audited before presentation to the annual meeting; and, perform all other duties of this office required by the Association. All records and archives of the Association shall be turned over to the succeeding Treasurer by February 15 in the year the successor’s term begins.
- H. **Secretary** –The Secretary shall keep the minutes of the annual meeting and the Executive Committee meetings; be responsible for all secretarial and historical records; keep the official archives of the Association; and, perform other duties of this office required by the Association. All records and archives of the Association shall be turned over the succeeding Secretary by February 15 in the year the successor’s term begins.
- I. **Immediate Past-President** –The Immediate Past-President shall serve as a member of the Executive Committee; as Parliamentarian of the Association; as the appointed chair of the Awards and Resolutions Committee; and work with the Site Selection Committee.

#### **ARTICLE VIII – COMMITTEES**

Committees to assist in Association activities, as deemed necessary or desirable, shall be established or discontinued by the Executive Committee. Committee chairs shall be appointed by the appropriate Vice-President unless stated otherwise below. Committee chairs shall serve for two-year terms, with reappointment possible for not more than two additional years unless stated otherwise below. The appropriate Committee chairs shall assign members to the committees for two-year terms, with reappointment possible for not more than two additional years unless stated otherwise below. To ensure both reasonable continuity and stimulating rotation, a significant proportion of the members of each committee should be reappointments from the preceding year. Each appointive committee reports to the Executive Committee through the appropriate Vice-President.

The standing committees of the Association are:

- A. Committee Elected by the Membership

**Nominations and Auditing Committee** – The Nominations and Auditing Committee is elected by the membership, the chair being the candidate receiving the largest number of votes in the previous year’s election and having served as chair-elect for the preceding year. The five committee members solicit nominees for open positions on the Executive Committee. The committee selects a slate of qualified individuals representative of the membership and presents that slate for the membership’s consideration at the Annual Meeting in December as well as calling for nominations from the floor.

The committee also submits six candidates, including biographical sketches, for the Nominations and Auditing Committee ballot to be mailed to the membership in October. Four candidates are elected to serve with the highest number of votes electing the chair-elect for a two-year term and all other members to a one-year term.

The committee shall audit the fiscal records of the Association no later than July 1 following the end of the fiscal year. A status report is made to the Executive Committee and to the membership.

#### B. Committee Appointed by the President

**Awards and Resolutions Committee** –The Awards and Resolutions Committee is chaired by the Immediate Past President of the Association and is comprised of at least two other members, which include previous presidents or other long-term Association members, named by the President.

This committee will be responsible for approving certificates of appreciation and new professional awards to any current or previous Association members who demonstrate an exceptional commitment to the Association or the profession or both. The Committee also recommends to the Executive Committee the awarding of distinguished service awards and honorary membership. The Committee is also responsible for providing to the President at the annual meeting appropriate recognition (i.e. plaques) of those individuals completing service on the Executive Committee.

#### C. Committees Reporting to the Vice-President for Admissions and Enrollment Management

**School and College Relations Committee** –The School and College Relations Committee will consist of eleven members: the chair, nine committee members representing sectional divisions of the Commonwealth as designated by the committee and approved by the Executive Committee, and the elected President of the Roadrunners. The Roadrunners is a loosely-organized group of traveling admissions representatives from member institutions.

The committee will establish and annually publish the College Day/College Night schedule for each upcoming fall and spring tour, and will maintain authority over such functions. The schedules will be distributed to the membership in a timely manner. The Committee will annually publish the VACRAO Roadrunner's Gazette. In addition, the Committee will sponsor at least two program sessions at the Association's annual meeting.

D. Committees Reporting to the Vice-President for Registration and Records

**Legislative and Inter-Association Issues** –The Legislative and Inter-Association Issues Committee will consist of at least three and no more than five members. The Committee monitors, analyzes, and represents VACRAO’s interests in legislative, regulatory, and legal issues affecting and of interest to the membership; serves as an intermediary with other professional associations for the exchange of materials, information, and resources; and provides information to the membership. The Committee sponsors at least two program sessions at the Association’s annual meeting.

E. Committees Reporting to the Vice-President for Professional Development

**Support Staff Workshop Committee** – The Support Staff Workshop Committee will consist of at least three and not more than five members. The committee sponsors the Association’s annual Support Staff Workshop. The Committee sponsors at least one program session at the Association’s Annual meeting.

**New Counselor Workshop Committee** – The New Counselor Workshop Committee will consist of at least three and not more than five members. The committee sponsors the Association’s annual New Counselor Workshop. The Committee sponsors at least one program session at the Association’s Annual meeting.

**Domicile Workshop Committee** – The Domicile Workshop Committee will consist of at least three and no more than five members. The committee sponsors the Association’s annual Domicile Workshop. The committee sponsors at least one program session at the Association’s annual meeting.

**Special Workshop Committee** – The Special Workshops Committee will consist of at least three and not more than five members. The Committee sponsors at least one special workshop for Association members each year. In addition, the Committee sponsors at least one program session at the Association’s annual meeting.

F. Committees Reporting to the Vice-President for Membership and Communication

**Membership Coordinator** – A committee of one, the Membership Coordinator maintains information on all members in Association databases; works with the Treasurer, the chair of the School and College Relations Committee; and the Corporate Membership Coordinator to insure the accuracy and completeness of this information; solicits membership from non-member Virginia institutions; annually publishes the Association’s *Directory of Members*; supplies mailing labels to other committees and members; and performs other duties as may be

required by the Association. The Membership Coordinator is appointed for an initial two-year term and may be reappointed for additional one-year terms for an indefinite period with the approval of the Executive Committee.

**Corporate Membership Coordinator** – A committee of one, the Corporate Membership Coordinator serves as a liaison with corporate members; solicits membership from potential corporate members; coordinates space and local arrangements for exhibitors at the annual meeting site; collects fees from annual meeting exhibitors and transfers them to the Treasurer; and performs other duties as may be required by the Association. The Corporate Membership Coordinator is appointed for an initial two-year term and may be reappointed for additional one-year terms for an indefinite period with the approval of the Executive Committee.

**Newsletter Editor** – A committee of one, the Newsletter Editor will edit and publish an Association newsletter three times a year. The Newsletter Editor is appointed for an initial two-year term and may be re-appointed for additional one-year terms for an indefinite period with the approval of the Executive Committee. The Newsletter Editor also serves on the Annual Meeting Program Committee.

**Web Services Coordinator** – A committee of one, the Web Services Coordinator maintains the Association's electronic resources, specifically the VACRAO homepage and the VACRAO e-mail; monitors existing and developing policies and practices in electronic resource management; monitors and analyzes developments in technology and content of electric resources of interest to the membership; and provides information to the membership.

#### G. Committees Reporting to the Past-President

**Annual Site Selection Committee** – The Annual Site Selection Committee will consist of three members. The Committee researches and recommends sites for the Association's annual meeting two years in advance of the meeting.

### **ARTICLE IX – MEETINGS**

An annual meeting of the entire Association shall be called in the month of December, the precise date and the location to be approved by the Executive Committee with due regard to geographical rotation. The Executive Committee shall approve the registration fee for the annual meeting, to be paid by each member and affiliate in attendance at the meeting. Association business shall be conducted at the annual meeting by the voting members present. All annual meetings should be announced in writing to all members at least thirty days in advance.

### **ARTICLE X – ELECTIONS AND VOTING**

Elected officers of the Association must be voting members as defined in Article IV. Elections must be conducted at the annual meeting of the current fiscal year preceding the beginning of the term office.

A vote of the voting membership present at the annual meeting is required for all elected officers, amendments to the By-Laws of the Association, and as otherwise deemed appropriate by the Executive Committee. Unless otherwise specified, a majority vote is required to approve action of any vote of the Association.

#### **ARTICLE XI – EXECUTIVE COMMITTEE**

The administrative responsibility of the Association shall be vested in an Executive Committee. The Executive Committee shall function as an Executive Board of the Association and shall consist of the President, President-Elect, Immediate Past President, Vice President for Admissions and Enrollment Management, Vice President for Registration and Records, Vice President for Professional Development, Vice President for Membership and Communication, Secretary, and Treasurer. The Executive Committee, in the management of business, property and assets of the Association, shall be vested with all powers possessed by the Association itself, including the power to appoint and remunerate agents and employees, in so far as such delegation of authority is not inconsistent with or repugnant to the laws of the Commonwealth of Virginia or any other laws, the Articles of the Incorporation of the Association, or these Bylaws. The required quorum of the Executive Committee meeting shall be fifty-one percent of the current membership of the Executive Committee.

The Finance Committee shall be a standing subcommittee of the Executive Committee and shall consist of the President, President-Elect, and Treasurer. The President shall serve as chair. The committee will develop the annual operating budget for the Association and advise the Treasurer on matters pertaining to the financial management of the Association.

#### **ARTICLE XII – CONTRACTS, CHECKS, DEPOSITS, AND FUNDS**

The Executive Committee may authorize any officer or officers of the Association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances. 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 an officer or officers and in the manner determined by the resolution of the Executive Committee. In the absence of such determination, such instruments should be signed by the Treasurer or by the President.

All funds of the Association shall be deposited to the credit of the Association in banks, trust companies, or other depositories selected by the Executive Committee.

The Executive Committee may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes or for any special purposes of the Association.

#### **ARTICLE XIII – DISSOLUTION OR FINAL LIQUIDATION**

Dissolution or final liquidation of the Association shall take place upon vote of the membership as described in Article X. An official audit of the Association financial

records is required within thirty days of this action. Upon acceptance of the audit by the Executive Committee, all outstanding liabilities will be paid and any remaining assets will be distributed to one or more of the categories of recipients listed in Article X of the Association's Articles of Incorporation.

#### **ARTICLE XIV – LIMITATION OF ACTIVITIES**

The Association shall not be operated for profit (except that the Association should be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purpose as set forth Article III hereof). The Association should not directly or indirectly participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provisions in these By-Laws or in the Association's Articles of Incorporation, the Association shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501 (a) of the Internal Revenue Code of 1954 as an organization described in Code Section 501 (a), (or corresponding provisions of any future United States Internal Revenue Laws). No substantial part of activities of the Association shall be the carrying on of the propaganda or otherwise attempting to influence legislation, except that the Association may elect to have provisions of Section 501 (h) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Laws) apply with respect to such activities.

#### **ARTICLE XV – PARLIAMENTARY AUTHORITY**

The rules contained in the most recent edition of Robert's Rules of Order shall govern the Association in all cases in which they are applicable and in which time they are not inconsistent with the Article of Incorporation, these By-Laws, and special rules of order the Association may adopt.

#### **ARTICLE XVI – AMENDMENTS OF BY-LAWS**

These By-Laws may be amended or revised by a majority vote at any business meeting. Voting members must be notified in writing of proposed amendments thirty days in advance of voting at any business meeting. An amendment not thus proposed in advance may be adopted by a two-thirds vote of the voting members present at the annual business meeting.