

S.U.N.Y. AUXILIARY SERVICES ASSOCIATION

CONSTITUTION

ARTICLE ONE NAME

- Section 1.** The name of this voluntary professional association shall be the S.U.N.Y. Auxiliary Services Association (hereinafter the Association).
- Section 2.** The principal office of the Association shall be located at the office of the Treasurer.

ARTICLE TWO PURPOSE

- Section 1.** The purpose of the Association shall be:
- A.** To promote a high standard of business methods and ethics among its members and the faculties and students they serve.
 - B.** To unite in one organization the General Managers, Executive Directors or professional managers employed by auxiliary service corporation enterprises, or who have primary responsibility for auxiliary services located and operating on campuses of the State University of New York (hereinafter Directors).
 - C.** To develop and maintain effective communication and working relationships with the State University of New York System Administration.
 - D.** To assist new Directors in their efforts to more effectively serve their respective campuses and to share ideas and information between all members.
 - E.** To encourage spirit among its members and a cooperative spirit in the business affairs of its members.
 - F.** To promote educational opportunities for the members.
 - G.** To keep abreast of, and disseminate regulatory changes affecting Auxiliary Services originating from National, State and SUNY levels.

ARTICLE THREE MEMBERS

Section 1. Active Members

- A. Admission:** Any Director is eligible for membership in the Association upon payment of annual dues of this Association.
- B. Dismissal:** Any member may be dropped from the Association by recommendation of the Executive Committee approved by a majority vote of the membership. A member will also be dismissed for nonpayment of dues within sixty days of invoice.
- C. Representatives:** Members shall be Directors as defined in Article Two section 1.B.

ARTICLE FOUR ELECTION OF OFFICERS

- Section 1.** The President, Vice-President, Secretary, Treasurer, and Executive Committee members, as defined in the Bylaws Article 1, shall be elected at the Annual Meeting pursuant to the Bylaws of the Association Article 2, Section 3. Nominations will be made by the Nominating Committee and also shall be accepted from the floor. The Nominating Committee shall be composed of the Immediate Past-President and the elected members of the Executive Committee, exclusive of the officers.
- A. All terms of office shall be for a Two-year duration, unless otherwise stipulated in the specific motion electing said officers.
 - B. All terms of office shall commence upon adjournment of the Annual Meeting at which elected, and terminate upon adjournment of the appropriate second following Annual Meeting, unless otherwise stipulated in the specific motion electing said officers.
- Section 2.** In the case of a vacancy of any office, the Executive Committee by a majority vote shall fill the vacancy who shall serve for the unexpired term of the predecessor.
- Section 3.** Any of the above positions shall be declared vacant immediately when the officer ceases to be affiliated with a campus auxiliary service corporation or upon the recommendation of a majority of the Executive Committee.

ARTICLE FIVE AMENDMENTS

- Section 1.** Any amendments to the Constitution or By-Laws of the Association may be proposed by any active member who shall forward their proposal in writing to the President of the Association with a copy to the Secretary at least 90 days prior to a Meeting. It shall be submitted to the membership of the Association in writing at least 30 days before a Meeting. It shall be brought before the membership at a Meeting if there is a motion and a second. Three quarters of the membership in attendance are necessary to approve an amendment.

BY-LAWS

ARTICLE I: DUTIES OF THE EXECUTIVE COMMITTEE and OFFICERS

Section 1. EXECUTIVE COMMITTEE

It shall be the duty of the Executive Committee, comprised of the 4 SASA Officers as defined in this Article sections 2 through 5, plus 3 members at large and the Past President, to have general supervision over the affairs of the Association and determine the policies thereof. The Executive Committee by a majority vote may authorize the Secretary of this Association to bind the Association in such contracts approved by the membership.

Section 2. PRESIDENT.

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 shall appoint all special committees and chairpersons of all such committees subject to approval by the membership. The President shall be an ex-officio member of all special committees and Work Groups established. The President shall also be authorized to sign checks in the absence or disability of the Treasurer. Upon a recommendation from the applicable Officer, the President may appoint Assistants to the Vice President, Secretary, and/or Treasurer for the tasks as recommended by the applicable Officer.

Section 3. VICE-PRESIDENT.

The Vice-President shall exercise all the powers and prerogatives of the President in the absence of the President in meetings of the Association. Upon the death, resignation or removal from office of the President, the Vice-President shall assume the office of the President until the vacancy is filled by the Executive Committee. The Vice-President shall serve as Chair of the Executive Committee and coordinate the activities of the Executive Committee. The Vice President shall coordinate the Annual Meeting of the Association.

- A. The Vice President may recommend to the President, and the President may appoint one or more Assistant Vice Presidents for specific tasks associated with the Vice President's office as needed, including but not limited to the coordination of the Annual Meeting of the Association. Any Director as well as any professional in any SASA Workgroup shall be eligible to serve as an Assistant Vice President. Assistant Vice President(s) report to and are supervised by the Vice President. Assistant Vice President(s) shall not be members of the Executive Committee, unless the incumbent is otherwise an elected member of the Executive Committee.

Section 4. SECRETARY

The Secretary shall keep a true, complete and accurate record of all the meetings of the Association and the Executive Committee. The Secretary shall conduct all correspondence relating to the general office of the Association and issue with adequate notification, all notices of the meetings of the general Association. The Secretary shall keep an accurate

register of all the members of the Association, turning them over to his/her successor. The Secretary shall furnish any other information concerning the business of the Association that the President and the Executive Committee may request from time to time, and coordinate the posting of all appropriate documents on the SASA website. The Secretary shall act in the usual capacity as Secretary of the Association and shall assume such other duties as may be assigned by the President or the Executive Committee. Should the Secretary be unable to attend any meeting of the Association, the Secretary shall designate, or in the absence of the Secretary the President may appoint an Acting Secretary for the purposes of fulfilling the role of the Secretary at said meeting.

- A. The Secretary may recommend to the President, and the President may appoint one or more Assistant Secretaries for specific tasks associated with the Secretary's office including but not limited to maintenance of the SASA Directory and website, or other tasks as needed. Any Director as well as any professional in any SASA Workgroup shall be eligible to serve as an Assistant Secretary. Assistant Secretary(ies) report to and are supervised by the Secretary. Assistant Secretary(ies) shall not be members of the Executive Committee, unless the incumbent is otherwise an elected member of the Executive Committee.

Section 5: TREASURER.

The Treasurer shall collect annual dues from the members of the Association, and provide to the Secretary an accurate list of all paid Association members. The Treasurer shall keep a complete and accurate record of all funds received and expended by the Association. The Treasurer shall have custody of the funds of the Association and shall sign all checks. The Treasurer shall prepare a detailed annual financial report and shall submit it at each Annual Meeting for acceptance by the membership and thereafter shall file it with the official records of the Association. The Treasurer shall make recommendations to the Executive Committee pertaining to the annual dues rate.

- A. The Treasurer may recommend to the President, and the President may appoint one or more Assistant Treasurers for specific tasks associated with the Treasurer's office as needed. Any Director as well as any professional in any SASA Workgroup shall be eligible to serve as an Assistant Treasurer. Assistant Treasurer(s) report to and are supervised by the Treasurer. Assistant Treasurer(s) shall not be members of the Executive Committee, unless the incumbent is otherwise an elected member of the Executive Committee.

ARTICLE II: MEETINGS OF THE ASSOCIATION

Section 1. Meetings of the Association shall be held as called for by the President and upon proper notification of the membership for the purpose of transacting all business as shall come before it.

Section 2. The selection of meeting sites shall be at the option of the President with input of the membership.

Section 3. The Annual Meeting of the Association shall take place once during each calendar year at a date, time, and place to be determined by the membership and shall include the election of officers, in addition to any other business necessary.

Section 4. QUORUM.

- A. For Executive Committee meetings, Four members of the Executive Committee shall constitute a quorum
- B. For Association meetings, a majority of active members in good standing of the Association shall constitute a quorum. Should any Association meeting occur that does not achieve quorum to conduct business, Association business may be discussed and recommendations proposed as specific motion(s) that shall be conducted immediately following said meeting under the terms of Article II, section 6.D.

Section 5. VOTING.

- A. Each member of the Association in good standing shall be entitled to vote when present at a meeting.
- B. Each member of the Executive Committee shall be entitled to vote in all meetings of the Executive Committee when present.
- C. A majority vote of members present at meetings is necessary to transact business.

Section 6. ELECTRONIC MEETINGS. A special electronic meeting may be called by the President and can be conducted via electronic means, such as teleconference calling, or eMail in accordance with the following criteria:

- A. A majority of all active members is needed to constitute a quorum and approve of any items conducted via an electronic meeting.
- B. The Secretary shall maintain all voting and participation records of such electronic meetings.
- C. If a special electronic meeting consists of a non-real-time vote such as an eMail vote, all Association Members must be notified of the vote at least seven (7) calendar days prior to the vote deadline date and time, for the purposes of providing members the opportunity to share their opinions on the matter being voted upon. Said notification can be made via eMail and votes conducted by eMail must be cast in an eMail from the member Director.
- D. If an Association meeting that includes necessary association business to be conducted does not achieve a quorum, an Electronic Meeting can be initiated immediately following such meeting to conduct that necessary association business, with an eMail vote pursuant to the provisions herein.

ARTICLE III: DUES.

Dues shall be determined by the Executive Committee, subject to the approval of the membership, and shall be payable to the S.U.N.Y. Auxiliary Services Association within 60 days of invoice submitted by the Treasurer.

ARTICLE IV: FISCAL YEAR.

The fiscal year of the Association shall be from July 1 through June 30, of the following year.

ARTICLE V: AUXILIARY SERVICES PROFESSIONAL WORK GROUPS

Section 1. The Association shall establish Work Groups to foster development among the professionals of auxiliary service operations, including but not limited to:

- Dining Services
- Bookstore
- Controllers
- Human Resources
- Marketing
- Campus Card and Information Technology (CardIT) Programs
- Transportation/Housing

The Association shall add, delete, or modify Work Groups at any time so warranted by the auxiliary service marketplace, and after being appropriately approved by the Association, any such changes shall be deemed to concurrently update the preceding list.

Section 2. Work Group Chairperson.

A chairperson for each work group shall be elected by majority vote of the membership of each work group. For any newly organized work group, SASA shall elect, or in the absence of an election the Association, President may appoint an interim Facilitator to serve as a chairperson until the work group is able to elect a chairperson from amongst the work group's membership.

Section 3. Liaison.

The Association shall elect, or in the absence of an election the President shall appoint, a Liaison to each Work Group. Said liaison shall serve as the primary resource for communication and planning between the Association and the established Work Group.

Section 4. Association Support.

The Association shall provide support to Work Groups and assist in identifying and coordinating resources needed by the work groups, including but not limited to:

- Communication; establishing e-mail discussion list (listserv),
- Coordination of goals, agendas, special projects as needed, and
- Scheduling of joint meetings.

**APPROVED BY THE MEMBERSHIP AND ADOPTED ON DECEMBER 5, 1986
REVISED ON JUNE 23, 1994
REVISED ON JANUARY 10, 2006
REVISED ON JANUARY 8, 2015**