

SUNYCUAD Constitution and Bylaws

Article I – Name

- The name of this organization is the State University of New York Council for University Advancement (SUNYCUAD)

Article II – Objectives and Purposes

- The Council provides leadership to campus professionals in the various areas of institutional advancement for the purpose of:
 1. Participation and consultation in SUNY-wide and regional programs to promote a greater understanding and support of the State University of New York.
 2. Promoting greater awareness of the broad range of educational and cultural services offered by the campuses and SUNY so that the widest spectrum of New York citizens can take advantage of these opportunities. This involves effective multi-media communication with various internal and external constituencies including, but not limited to, alumni, faculty, current and prospective students and their families, donors, commerce and industry, local campus communities, government at all levels and the general public. Conducting in-service seminars and meetings to promote among individuals greater professional effectiveness, thereby strengthening programs at member campuses.

Article III – Membership

1. General membership in the Council is automatically conferred upon all active professionals who are employed by SUNY, SUNY community colleges, SUNY statutory colleges, The Research Foundation of SUNY, or SUNY campus-related foundations and are involved in the various areas of university affairs and development, including but not limited to public information, marketing, web development, alumni affairs, publications, development, community relations, governmental relations, special events and administration of these programs.
2. The professional staff of the SUNY System Administration and SUNY Research Foundation advancement areas shall be members of the Council. One SUNY System Administration or SUNY Research Foundation professional, designated by the Vice Chancellor responsible for external relations, shall act as primary liaison with the Board.
3. Dues-paying members receive discounted registration fees for the annual conference, workshops and awards competition and are eligible to vote in elections and other Council matters. In order to be eligible to be nominated or elected to the Board of Directors, the candidate must be a dues-paying member.

Article IV – Board of Directors

1. The Board of Directors shall consist of no fewer than 19 and no more than 25 Directors of the Council, including the President, Vice President, Treasurer, Secretary, and immediate past President. All directors must be dues-paying members. The board shall meet at least twice yearly.
2. The following areas of specialization shall be represented on the SUNYCUAD Board of Directors: Advancement Services, Alumni Relations, Development, Electronic Communications, Government/Community Relations, Marketing/Market Research, Public/Media Relations, and Publications.
3. As many college and campus sectors possible, as defined by the State University of New York, should be represented on the Board of Directors.
4. The board shall seek to represent the membership by identifying directors who are in entry-level, mid-career, and executive positions at their respective campus.
5. Each Director shall serve a three-year term of office.
6. Board members shall be eligible to serve no more than two consecutive terms. Individuals who become board members by election or appointment to less than a full term shall be eligible for two consecutive full terms.
7. When a vacancy occurs on the board, a replacement shall be recommended by the Nominating Committee and voted upon by the Board of Directors to serve until the next general election at which time the seat will be filled with a permanent appointment by vote of the board and ratification of the membership.
8. When a vacancy occurs among the officers, a replacement shall be chosen by a majority vote of the remaining Board of Directors.
9. The Past President of the Board of Directors will remain on the board as a non-voting member for one year following the end of the elected term of office or longer, if warranted and approved by the Board of Directors. If the outgoing President declines the position of Past President or if the Past President resigns from the board, the Board of Directors shall appoint another Past President to serve the remainder of the term.
10. SUNY System Administration or Research Foundation liaisons shall be the vice chancellor for Government Relations or a designee, the director of Communications, and the director of Philanthropy and Alumni Affairs. The liaisons shall be members ex-officio of the Board of Directors, with no vote.

Election to the Board of Directors

A nominating committee shall be established by the Board of Directors in order to identify, solicit, and secure potential directors to serve on the board of the State University of New York Council for University Advancement.

The Nominating Committee shall be composed of five members of the board who have been appointed by the SUNYCUAD officers. The Nominating Committee, by its composition, shall represent a number of different perspectives. Other directors of the board who have not been appointed to the Nominating Committee can also assist the committee by suggesting potential candidates.

Duties of the Nominating Committee

The primary duty of the committee is to lead the recruitment process for suitable members for the board in order to propose a slate of candidates to the SUNYCUAD Board of Directors. Other duties of the committee include:

- becoming familiar with the board's bylaws and policies regarding recruiting and nominating new board members;
- developing/reviewing selection criteria to be used in the recruitment process;
- initiating the brainstorming of potential candidates with the help of the board and the organization;
- screening suitable candidates according to the selection criteria and developing a slate of nominations to be reviewed and approved by the board and presented to the membership for election at the annual meeting.
- ensuring that the new board members receive proper orientation.

Developing Selection Criteria

To be most effective in ensuring the right candidates are considered, the selection criteria must consider the composition of the current board, the current directors' qualities, and the dynamic needs of the organization.

The Nominating Committee will consider the following criteria in order to identify candidates for consideration:

- That the following areas of specialization be represented on the SUNYCUAD Board of Directors: Advancement Services, Alumni Relations, Development, Electronic Communications, Government/Community Relations, Marketing/Market Research, Public/Media Relations, and Publications;
- That the board include representatives from the colleges and campuses by sector as identified by SUNY System Administration;
- That the members serve the board's priorities, goals, and needs; and represent the wide range of experience and expertise;
- That the board strive to represent the geographic diversity of the State University of New York;
- That potential directors are able to dedicate time and effort to the advancement of SUNYCUAD.

The Nominating Committee shall carefully analyze these qualities with those of the current board and consider how the prospective members and current members will work together. The committee shall also consider how the prospective members will influence the existing board dynamics.

The Nominating Committee shall consider how the potential members will fit with the organization both in its current state and in the future. Factors that influence this include:

- the development stage of the board;
- the short-term and long-term focuses and goals of the board; and

- special projects the board is planning.

No later than the first week in February, the Nominating Committee will conduct an open call for nominations from among the SUNYCUAD membership. Individuals may be nominated by others or may self-nominate. The Nominating Committee may recruit potential directors as well. Nominations are to be submitted to the committee no later than March 1.

In order to be nominated, an individual must be a dues paying member. No more than two individuals from a campus may serve on the Board at one time. No more than three campuses with two representatives from each may serve on the board at one time.

All individuals nominated to the Board of Directors will be considered by the Nominating Committee. The committee will recommend a slate of candidates to the Board of Directors and a vote will be taken. The vote will be ratified by the general membership of SUNYCUAD at the annual meeting.

Newly elected board members will be notified by the President of their election.

Attendance at Board of Directors Meetings

a) Board members who miss two successive meetings without acceptable cause shall be subject to removal by vote of the Board of Directors.

Finances

a) Board members shall continue to be responsible for the normal overhead they incur in attending meetings. SUNYCUAD may charge dues at the discretion of the Board; operating funds shall be raised through conference and workshop registration fees.

Voting

a) The immediate Past President will conduct the orderly election of directors. In the event the immediate Past President is unable to serve in this capacity, the President will appoint an alternate elections officer.

b) Each dues-paying member shall have one vote in the primary nominations and election of directors. Members vote only for candidates within their own professional track.

Article V – Officers

The Officers shall be elected by the Board of Directors from within its own membership. Terms of officers shall be limited to two consecutive, one-year terms. The Executive Committee shall consist of four officers: President, Vice President, Treasurer and Secretary.

Duties and Committee Structure

1. President: The President shall preside at meetings of the Board of Directors and the general membership. The President shall also arrange dates, sites and agendas for the meetings of the committees; appoint an arrangements coordinator and a program chairperson for each; and deal with such other matters that come before the organization.
2. Vice President: The Vice President shall assist the President and shall preside at meetings of the Board of Directors and the general membership in the absence of the President. The Vice President shall also chair the Awards Committee.
3. Treasurer: The Treasurer shall keep all financial records of the Council, collect whatever fees and dues are required, approve all expenses in consultation with the finance committee and board of directors, as needed, and present a financial report at each general meeting. The Treasurer shall preside at the meeting of the Board of Directors and the general membership meeting in the absence of the President and Vice President. The treasurer shall also chair the Finance Committee.
4. Secretary: The Secretary shall keep minutes of the membership meetings and the meetings of the Board of Directors. The Secretary shall preside at these meetings in the absence of the President, Vice President and Treasurer in which case he or she would designate someone else to take minutes.
5. Past President: The Past President shall serve as the elections officer for SUNYCUAD, be responsible for the nominations and selection of the recipient of the SUNYCUAD Educational Achievement Award, and be the Board's liaison to the Charlton Scholarship Committee.

Election of Officers

1. Election of Board officers shall be a standing agenda item at the Board of Directors meeting held at the annual conference. All Board members, including members-elect, interested in being officers, are to attend.
2. The nominating committee, the immediate past president, in consultation with the president and vice president, shall identify candidates for President, Vice President, Treasurer and Secretary, and prepare a slate of Officers. The slate will be communicated to the incoming and outgoing board members at least one week before the board meeting at the annual conference. In the event that the slate is incomplete the slate will be determined at the annual board meeting at the annual conference.

Article VI – Meetings of Membership

SUNYCUAD shall meet at least once yearly.

Article VII – Committees

1. The President of SUNYCUAD appoints standing or ad hoc committees from among the Council members.

2. Professional Conference

Responsibilities of the Conference Chairperson(s): The conference arrangements coordinator and program chairperson shall be appointed by the president for each conference and will be charged with the execution of conference plans as outlined by the Board of Directors. All details of the conference are either the direct or delegated responsibility of these appointees. During the term of appointment, the conference chairperson(s) will serve as ex-officio, nonvoting member(s) of the Board of Directors .

Article VIII – Parliamentary Authority

The parliamentary authority for SUNYCUAD shall be Robert's Rules of Order (revised edition) which is to be followed on all cases applicable and consistent with the constitution. The President may designate a Board member to serve as parliamentarian.

Article IX – Amendments

1. Amendments to the SUNYCUAD constitution must be approved by a majority vote of the membership present at the annual business meeting.
2. Proposed amendments must be submitted in writing to the membership 60 days before the annual business meeting. The Board of Directors must report the proposed amendments favorably, unfavorably or without recommendation.
3. With the unanimous approval of the Board of Directors, the Board may update language and terminology within this constitution, to the extent that the updates do not change the intent or meaning of the constitution. These updates are to be reported to the membership at the annual membership meeting.

Article X – Ratification

The constitution shall take effect January 1, 1982 and shall govern the conduct of the organization pending a formal vote of ratification at the 1982 annual meeting and as amended by a majority vote of the membership present at subsequent annual business meetings.

As amended, June 10, 1999

As amended June 10, 2004

As amended June 14, 2007

As amended June 12, 2008

As amended June 10, 2010