



canadian association of student financial aid administrators
association canadienne des responsables de l'aide financière aux étudiants

CONSTITUTION and By-Laws

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Article I NAME

The organization shall be called the Canadian Association of Student Financial Aid Administrators, hereinafter referred to as the Association.

Article II OBJECTIVES

The objectives of the Association shall be:

1. To promote the professional and educational development of its members.
2. To foster communication among student financial aid and awards personnel at post-secondary institutions in Canada with regard to need and merit-based programs.
3. To review all government financial assistance policies and administrative processes and, on behalf of our members, make recommendations for appropriate changes in student assistance programs to promote accessibility, affordability, support retention and encourage scholarship.
4. To initiate/conduct and/or support studies/research on financial aid, awards and financial literacy as required.
5. To cooperate with other agencies, councils, and/or groups as appropriate.

By-Laws

Article III MEMBERSHIP

1. Membership in the Association shall be limited to those interested in furthering the objectives of the Association and shall consist of those whose applications for membership have received approval from the Treasurer, acting on delegated authority from the Directors of the Association.
2. Termination of Membership
 - 2.1 Any member can withdraw from the Association by submitting a written withdrawal request to the Treasurer.
 - 2.2 Membership may be terminated if a member fails to maintain any qualifications for membership described in the membership categories of these by-laws. This includes non-payment of annual fees.
 - 2.3 Membership may be terminated if the member's conduct is determined to be detrimental to the Association.
3. Membership fees will not be refunded in whole or in part, should a membership be terminated or withdrawn.
4. **Categories of Membership:**
 - 4.1 Class A Institutional Member
 - i. Class A Institutional membership shall be open to representatives of public or private not-for-profit Canadian post-secondary educational institutions working in the area of student financial aid and/or awards.
 - ii. Each institution may send any number of representatives to duly constituted meetings of the Association; however, only one member per institution may vote at these meetings. Voting representatives are referred to as Primary Members

and the additional representatives from the same institution are referred to as Secondary Members may also nominate at meetings and may hold office.

4.2 Class B Institutional Member

- i. Class B Institutional membership shall be open to representatives of private for-profit Canadian post-secondary educational institutions working in the area of student financial aid and/or awards.
- ii. Class B members may attend duly constituted meetings of the Association; participate in debate and serve on Association committees, but may not vote, nominate or hold office.

4.3 Associate Member

- i. Associate membership shall be open to:
 - Individuals not directly involved in student financial aid at a Canadian public or private not for-profit post-secondary educational institution; or
 - Individuals, organizations, associations and government agencies who, by virtue of their functions or interest, share the objectives of the Association.
- ii. Associate members may attend duly constituted meetings of the Association and may participate in debate, but may not vote, nominate or hold office.

4.4 Honorary Associate Member

- A) Members who have retired from their positions at Canadian post-secondary institutions in the field of financial aid or individuals who have rendered outstanding service to the Association may be granted Honorary Association membership. Such membership shall be granted to an individual by approval of the Board of Directors.
- B) Honorary Association members may attend duly constituted meetings of the Association and may participate in debate, but may not vote, nominate or hold office.

4.5 Corporate Associate Member

- A) Corporate membership shall be open to corporations and for-profit organizations that provide products and/or services in the area of student financial assistance and share the objectives of CASFAA.
- B) Corporate members may attend duly constituted meetings of the Association but may not participate in debate, vote, nominate nor hold office.

Article IV OFFICERS AND TERMS OF OFFICE

1. Officers of the Association shall form the Executive Committee. Officers of the Association shall include
 - A) President
 - B) Vice-President
 - C) Member-at-Large
 - D) Secretary
 - E) Treasurer
 - F) Past-President
 - H) Web Administrator

2. Election of Officers will be held at the Annual General Meeting, with newly elected Officers assuming office immediately upon their election. Any departing incumbent shall be available for 90 days following the election to ensure a smooth transition for the next board member.
3. Terms of Office shall be one year in duration, unless otherwise specified. Normally Officers cannot serve more than four (4) consecutive years in the same position.
4. Officers shall be subject to removal by resolution of the Directors at any time. Two-thirds of the Directors must support this action.
5. There shall be no remuneration of Officers.
6. Signing authority rests with any one of the following Directors: President, Treasurer and Vice-President.

Article V BOARD OF DIRECTORS

1. The Directors of the Association shall consist of the President, the Vice-President, Member-at-Large, the Secretary, the Treasurer, the Past-President, the Web Administrator, and the Regional Directors. The number of Directors shall be a minimum of 14 and a maximum of 15 Directors.
2. Regional Directors: Each region (as defined by the Officers of the Association) shall have representation by a Full Member on the Board of Directors. Regional Directors shall be selected by the Association's Full Members in each region. The term of office for Regional Directors shall be one year in duration, with selections normally made by the regions immediately prior to the Annual Meeting of the Association each year. Regional Directors selected by the regions can be removed by the Full Members in their region. There shall be no remuneration of Regional Directors. Normally, Regional Directors cannot serve more than four (4) consecutive years.
3. The Directors shall supervise, control and direct the affairs of the Association.

Article VI COMMITTEES

1. Standing Committees may be established by the Association at any duly constituted meeting. Membership of Standing Committees, and the term of their membership, shall be established by the Directors. Committee members can be removed by resolution of the Directors at any time.
 - 1.1 A Nominating Committee shall be appointed by the Directors, chaired by the Past-President, and consist of two other members of the Association who are not currently members of the Directors. Duties of the Nominating Committee shall be set forth in the terms of reference which shall be established from time to time by the Directors.
2. Committees, Task Forces and Working Groups may be established from time to time by the Directors.

ARTICLE VII CONFERENCES and EVENTS

CASFAA may choose to hold a national conference or other professional development/networking events. The person or organizing committee will:

1. Develop the conference/event plan and general schedule framework for the event. This framework will include a list of key CASFAA activities and their required timing as well as the number of event hours/sessions the association wishes to reserve for its use at the conference.

2. Present the plan in order to obtain Board approval with regards to purpose, budget, location and date.
3. In the case where a member school applies for and is approved to host the event, the Board will appoint an Organizing Committee Chair. The Organizing Committee Chair will receive the mandate and budget from the Board and will be responsible for all remaining event activities including but not limited to: fundraising and sponsorship development, promotion, additional content programming and all logistical aspects of the event. The Organizing Committee Chair will strike the Organizing Committee and will liaise with the Board through the Member at Large. The Organizing Committee Chair will report to the Board in writing at least monthly on financial and operational progress.
4. In the case where the event will be held at a non-member site, CASFAA may elect to have the Member at Large assume the role of Organizing Committee Chair or it may appoint another CASFAA member as the Organizing Committee Chair.
5. A Conference Chair may be appointed by the Directors. The Conference Chair shall be responsible for all aspects of the Annual Conference, including but not limited to the establishment of a Conference Planning Committee, planning, finances, fund-raising, programming, reporting and liaising with the Board through the Member-At-Large (External Relations) Director.

Article VIII DUTIES OF OFFICERS AND REGIONAL DIRECTORS

1. President

The President shall:

- A) Coordinate the activities of the Association.
- B) Preside at all meetings of the Association.
- C) Act as the official spokesperson for the Association, except as otherwise determined.
- D) Draw up the agenda for each meeting after consultation with the chairpersons of committees and the Secretary.
- E) Assume overall responsibility for all communications/ publications and may choose to delegate partial responsibility for communications to individual Directors of the Board, Conference Chair or other committee chairs.

2. Vice-President

The Vice-President shall:

- A) Assume all responsibilities of the President in the President's absence.
- B) Work cooperatively with the President to carry out the objectives of the Association.
- C) With the approval of the President, represent the Association on external organizations, committees, task forces, and the like.
- D) Assume overall responsibility for internal operations and facilitate smooth coordination of membership interactions.
- E) Chairs committees relating to distribution of grants.
- F) Fulfill duties as assigned by the Directors.

3. **Member-at-Large**

The Member-at-Large shall:

- A) Liaise with Universities, Colleges, and Technical Institutions regarding the Association.
- B) Fulfill duties as assigned by the President or the Directors.
- C) With the approval of the Directors, represent the Association on external organizational committees, task forces and the like.
- D) Act as liaison between the Board and various event Organizing Committees or serve as the Organizing Committee Chair.
- E) Reach out to external organizations and identify possible corporate memberships and event sponsors.
- F) Identify and develop research, professional development, and training opportunities for members relating to the Association's objectives.

4. **Secretary**

The Secretary shall:

- A) Circulate agendas for Membership and Board of Directors meetings, and forward official notices and communications to the membership.
- B) Record minutes and, in the case of Board of Directors meetings, distribute minutes within 30 days of each meeting.
- C) Coordinate translation.
- D) Be responsible for maintaining Association records and archives.
- E) Validate membership records, in conjunction with Web Administrator and Treasurer.
- F) Be responsible for membership correspondence.
- G) With the approval of the Directors, represent the Association on external organizations, committees, task forces, and the like.

5. **Treasurer**

The Treasurer shall:

- A) Submit a proposed annual budget to the Board of Directors. The subcategories for the budget will include but are not limited to: association operations, association events, standing committee/working group requirements as well as any major revenue or expense expectations for the upcoming fiscal year.
- B) Submit year-to-date financial reports to the Board of Directors and/or to the President upon request.
- C) Be responsible for all financial transactions and maintenance of financial records of the Association.
- D) Responsible for maintenance of membership records from a payment perspective, providing payment reconciliations in conjunction with Web Administrator and Secretary.
- E) Work with Auditor to publish year-end financial statement.
- F) Be holder of the Association corporate seal.
- G) Be the financial address of the Association head office.
- H) With the approval of the Directors, represent the Association on external organizations, committees, task forces, and the like.

7. **Past-President**

The Past-President shall:

- A) Chair the Nominating Committee.
- B) With the approval of the Directors, represent the Association on external organizations, committees, task forces, and the like.
- C) Fulfill duties as requested by the President or Directors.
- D) Assist with transition and onboarding of new Directors.

8. **Regional Directors**

The Regional Directors shall:

- A) Serve as Directors of the Association.
- B) Promote membership in the Association by identifying potential members in their region.
- C) Maintain a liaison with CASFAA members in their region on Association issues.
- D) Identify the professional development needs of members.
- E) Promote CASFAA at provincial and/or regional meetings and conferences.
- F) Fulfill duties as assigned by the President or the Directors.
- G) Provide information and updates to the membership regarding financial assistance programs in their region from both an in-province and out-of-province school perspective.
- H) Assist in the identification of Federal policy opportunities and how proposals interact with their regional programs.

9. **Web Administrator**

The Web Administrator shall:

- A) Monitor the performance of the CASFAA.ca website, and ensure smooth operations.
- B) Interact with Association members, and the Board of Directors, to ensure their appropriate access and respond to related inquiries.
- C) Assist the Treasurer and Secretary in maintaining membership records from a system and access perspective.
- D) Create forms, publish new content, monitor the conference website.
- E) Perform web usage analysis, conduct performance testing, and make recommendations for heightening member usage, leveraging for communications, and technology improvements.
- F) Arrange postings (ensuring equivalent French postings) to the Website, as directed by the Board of Directors.
- G) Distribute community messages as determined by the Board of Directors.
- H) Provide quarterly updates on web statistics to the Board of Directors.

Article IX MEETINGS

1. **Annual General Meeting**

The Annual General meeting shall be held, whenever feasible, in conjunction with the CASFAA Annual Conference, at which time:

- A) The Officers shall be elected for the succeeding year, with the exception of the

Conference Chair. Officers will be nominated in advance of the AGM and brought forward by the Nominating Committee. Nominations will not be accepted on the floor except for cases where no nomination has been received for a position in advance of the AGM.

- B) The annual Financial Statements and proposed budget for the ensuing year will be submitted for approval.
- C) Standing Committees shall report.
- D) Representation from one-quarter of the institutions with Full Members shall constitute a quorum at an annual meeting provided due notice of the meeting has been sent to all members.
- E) One Full Member, normally the primary member, from each institution will be designated to vote on behalf of all members from that institution. Voting members of the Association who are unable to attend the Annual General Meeting may exercise their voting rights by means of proxy. Only voting members are entitled to complete a proxy voting form to give a nominee permission to vote on their behalf. Nominees must also be full members in good standing and be from the same post-secondary institution as the Primary Full Member.
- F) The Notice of Meeting shall be made by the Secretary in sufficient time to reach members 30 days before the date of the meeting.
Notice of meeting is normally conducted through electronic mail and will include a proposed agenda and appropriate supporting documentation.

2. **Special Meetings**

Special meetings of the Association can be held by resolution of the Directors. Special Meetings of the Association must be called by the Directors if a formal request for such a meeting, signed by at least 25% of the Full Members (Primary) of the Association, is received by the Secretary.

The mailing of a Notice of Meeting by the Secretary in sufficient time to reach members 30 days before the date of the meetings shall constitute due notice. Mailing can be by surface or electronic mail. The Notice of Meeting shall include a proposed agenda and appropriate supporting documentation.

3. **Directors of the Association**

Meetings of the Directors shall be held at least twice annually. Additional meetings can be called at the request of the President. Directors' meetings must be called if a formal request for such a meeting is received by the President from at least three Directors.

The Quorum at Directors' meetings is 50% plus 1. Notices of Meetings, including time, place and proposed agenda, shall be provided in advance.

Telephone participation: The Directors of the Association may meet by teleconference provided that either a majority of the Directors consents to meeting by teleconference or meetings by teleconference have been approved by resolution passed by the Board of Directors at a meeting of the Directors.

Meetings by Other Electronic Means: The Directors of the Association may meet by other electronic means that permits each Director to communicate adequately with each other, provided that:

A) the Board of Directors of the Association has passed a resolution addressing the mechanics of holding such a meeting and dealing specifically with how security issues should be handled, the procedure for establishing quorum and recording votes; B) each Director has equal access to the specific means of communication to be used; C) each Director has consented in advance to meeting by electronic means using the specific means of communication proposed for the meeting.

4. Conduct of Meetings

The conduct of meetings shall follow the procedures outlined below:

- A) The procedures for all meetings shall be according to Robert's Rules of Order.
- B) All meetings shall be "Open", unless moved in-camera by a two-thirds vote of the members present.
- C) Only Directors in attendance at any meeting of the Board of Directors may vote. Proxies are not accepted at meetings of the Board.

Article X VACANCIES

Should the position of President become vacant, the Vice-President shall assume the duties of the President for the balance of the term. Should the positions of Vice-President, Member-at-Large - External Relations, Secretary, Treasurer or Web Administrator become vacant, the Directors of the Association shall select another member of the Association to fill the vacant position within 30 days of the occurrence of the vacancy. The President shall advise the membership of the name of this person within 7 days of the selection.

Should the position of Past-President become vacant, the Directors of the Association shall select another member of the Association, with preference to a member of the current elected Board, to perform the duties of the position within 30 days of the occurrence of the vacancy. The President shall advise the membership of the name of this person within 7 days of the selection.

Article XI MEMBERSHIP FEES

Annual membership fees, as approved from time to time at an annual meeting by a majority of the Full Members representing individual institutions voting at a duly called meeting, shall be assessed as a "Institutional", "Associate", or "Corporate" Member to meet the cost of operating the Association.

Article XII LANGUAGES

The official languages of Canada, English and French, shall be the official languages, of the Association.

Article XIII BY-LAWS

The by-laws that regulate the activities or affairs of the Association may not be repealed or amended without first being enacted by a majority of directors at a meeting of the Board of Directors and sanctioned by an affirmative vote of at least two-thirds of the members at a meeting duly called for the purpose of considering said bylaw, with at least 30 days' notice given of such meeting,

Article XIII AMENDMENTS TO THE CONSTITUTION

The Association may, at its Annual Meeting, by affirmative vote of two-thirds of the Full Members representing individual institutions present, make such amendments to this Constitution as is deemed necessary provided that Notice of Motion is given to the membership in writing at least 30 days before the Annual Meeting at which the amendment is proposed.

Article XV BUSINESS AFFAIRS of the ASSOCIATION

1. **Fiscal Year-** the Board shall establish the fiscal year of the Association.
2. **Annual Review of Financial Affairs –** The members shall, at each annual meeting, appoint an auditor to audit the accounts and annual financial statements of the Association for report to the members at the next annual meeting. The auditor shall hold office until the next annual meeting provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the Board of Directors. The auditor may not be a director, officer, or employee of the Association, or an affiliated Association, without the consent of all members.
3. **Annual Financial Statements –** The Association will present the annual financial statements at the annual meeting. Copies will be made available at least 30 days prior to the annual meeting on the Association website or by alternate electronic means approved by the Board.
4. **Banking Arrangements –** The banking business of the Corporation shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the board of directors may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by an officer(s) of the Corporation and/or other persons as the board of directors may by resolution from time to time designate, direct or authorize.