

**BYLAWS OF THE MIDWEST REGION OF THE COLLEGE AND UNIVERSITY  
PROFESSIONAL ASSOCIATION FOR HUMAN RESOURCES**

**Effective July 1, 2003**

**ARTICLE I – NAME/ORGANIZATION**

The Midwest Region of the College and University Professional Association for Human Resources (MWCUPA-HR or the "Region") is a part of the College and University Association for Human Resources (CUPA-HR or the "Association"). As a part of the Association, the Region is subject to the Association's Bylaws and is organized and operated exclusively for charitable and educational purposes within the meaning of Sections 501(C)3 and 170(C)(B) of the Internal Revenue Code as amended from time to time.

**ARTICLE II – MISSION**

The mission of the Region is to serve member institutions and human resource professionals with developmental opportunities and technical assistance for the effective management of human resources in higher education. The organization exists to facilitate the exchange of ideas, to conduct research and analysis, and to transmit information that will enhance the state of the art as well as professional growth and development.

**ARTICLE III - MEMBERSHIP**

Section A - Qualifications

Membership in the Region is limited to those institutions and individuals who are members in good standing of the Association as defined by its bylaws and reside within the geographical boundaries of the Region. The geographical boundaries of the Midwest Region identified by the Association are Illinois, Indiana, Iowa, Kansas, Manitoba, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, Wisconsin, and Guam.

Section B – Class of Membership

All classes of membership in the Association qualify for regional benefits.

Section C – Dues

The Region shall not levy dues. Registration fees for conferences shall not be considered dues.

**ARTICLE IV - BOARD OF DIRECTORS**

## Section A: Officers

The affairs of the Region are governed by a Board of Directors consisting of: Chair, Chair-Elect, Immediate Past Chair, Past Past Chair (if concurrently serving on the Association Board of Directors), Treasurer, Director for Communications, Director for Membership, Director for Development, and Director for Conference Programming (Ad Hoc).

## Section B: Board Responsibilities

The Board of Directors is responsible for effectively supporting the objectives and purpose of the Region's Bylaws and the Bylaws of the Association. The Board is responsible for the conduct of the business of the Region during the fiscal year in which the terms of office of the Board members are effective and has authority to make policy decisions for the Region; establish rules and procedures for the Region; approve disbursements of funds; approve, modify, or disapprove reports, resolutions, and actions of officers or committees of the Region.

## Section C: Duties of Officers

1. As Executive Officer of the Region, the Chair is responsible to the Association for the general supervision of the affairs of the Region. Specifically, the Chair notifies members of meetings, presides at meetings, appoints committees and committee chairs, appoints the ad hoc Director of Conference Programming, chairs the regional conference, and calls the annual meeting. The Chair may serve a concurrent appointment on the Association Board of Directors as outlined in Article IV Section E. The Chair submits reports to the President of CUPA-HR and the regional board on the state of the regional organization and performs such other executive duties as may become necessary.
2. The Chair-Elect appoints Program Committee members and has primary responsibility for the program of the regional conference. The Chair-Elect performs duties as the Chair directs and assumes duties of the Chair if the latter is absent. In the event the Chair resigns or cannot serve prior to the expiration of a term, the Chair-Elect shall become Chair on the day following the effective date of such resignation or inability to serve and shall continue through the normal duration of the term. The Chair-Elect may serve a concurrent appointment on the Association Board of Directors as outlined in Article IV Section E.
3. The Immediate Past Chair serves as an advisor to the current Chair, performs duties as the Chair directs and serves as Chair of the Past Chairs Committee which is also the Nominating and Awards Committee. The Past Chair may serve a concurrent appointment on the Association Board of Directors as outlined in Article IV Section E.
4. The Past Past Chair serves on the Past Chairs Committee and serves a concurrent appointment as Regional Director on the Association Board of Directors.
5. The Treasurer serves as acting Chair in the event of the absence of the Chair and Chair-Elect. The Treasurer oversees all regional finances and ensures compliance with regional and national

fiscal rules, policies, and procedures. The Treasurer is responsible for on-site registration at the regional conference. The Treasurer prepares financial reports on behalf of the Region as directed by the Region and the Association's Board of Directors.

6. The Director for Communications takes minutes of all business meetings and is responsible for editing and distributing the regional newsletter, for maintaining the regional website, for retaining and updating historical documentation of regional activities/personnel, and for compiling the annual business report. The Director communicates to the President of CUPA-HR, or such person as may be designated, the names and addresses of newly elected officers within seven days of election.
7. The Director for Membership is responsible for developing and maintaining a network of state membership coordinators, developing an annual membership recruitment and retention plan, ensuring that the Board has current membership information, and strengthening and supporting relationships between chapters, the Region, and the Association.
8. The Director for Development has primary responsibility for soliciting sponsorship and exhibitors for the annual regional conference and coordinating all related activities.
9. The Director of Conference Programming is an ad hoc position appointed annually by the Chair. This position recruits Program Committee members and coordinates the program for the regional conference and other educational activities as directed by the Chair-Elect. The Director of Conference Programming serves as liaison between the Chair-Elect and the Site Committee.

#### Section D: Voting

A quorum for the Board of Directors consists of two thirds of the members and an authorizing vote is by a simple majority of the quorum.

#### Section E: Appointment to the Association Board of Directors

The Association Bylaws require that two Region Board members serve concurrently on the Association Board as Regional Directors for staggered three-year terms. Therefore, in a year when one of the two Regional Director offices is vacated, the incoming Region Chair will serve the open three-year term on the Association Board and will meet the requirement of concurrent service on the Region Board by progressing through the offices of Chair, Immediate Past Chair, and Past Past Chair. A Region Chair who is not appointed to serve on the Association Board will progress through the offices of Chair and Immediate Past Chair but will not be required to serve in the capacity of Past Past Chair.

### **ARTICLE V - ATTENDANCE AT MEETINGS**

Conferences, seminars, and workshops sponsored by the organization are open to members of the organization and other registered participants. Business meetings are open to members of the organization and invited guests as deemed appropriate by the Board of Directors.

## **ARTICLE VI - COMMITTEES**

Committees are composed of three or more regular members appointed by the Chair.

1. The Past Chairs Committee is comprised of the Immediate Past Chair, the Past Past Chair, and the past Past Past Chair, and is chaired by the Immediate Past Chair. In the event that one of these individuals is no longer able to serve, the Chair will serve on the committee. The committee is responsible for:
  - A. Regional Elections - The committee develops a slate of nominees to serve as officers on the regional board. The slate is submitted to the membership for approval.
  - B. National Elections - The region may nominate candidate(s) to place on the slate for the office of President-Elect and Treasurer at the national level. The committee accepts nominations from the membership for the slate and forwards those nominations to the national office. The name of the Midwest Region's nominees for national office are presented to the organization's President and Executive Director.
  - C. Regional Awards - The committee accepts nominations for and selects recipients of regional awards.
2. The Conference Site Selection Committee is comprised of three board members appointed by the Chair. This committee exists to select sites for future regional conferences.
3. The Program Committee is appointed by the Chair-Elect. The committee is chaired by the Director of Conference Programming and is responsible for developing the program for the Region's annual conference.
4. The Site Committee is appointed by the Chair-Elect. The committee is responsible for coordinating on-site activities at the conference site and serving as conference hosts.
5. The Chair may appoint other committees as appropriate.

## **ARTICLE VII - REGIONAL ELECTIONS**

### Section A: Eligibility

Members of the Midwest Region of the College and University Professional Association for Human Resources who have completed two consecutive years of membership and who are not otherwise prohibited are eligible to hold office.

### Section B: Nominations

The Past Chairs Committee presents a slate for consideration by the membership at the annual

meeting. Any member may nominate additional eligible candidates for office at the annual meeting and/or by mail. An announcement soliciting candidates or nominations of candidates will be issued no later than 60 days before the regional conference.

#### Section C: Selection

1. Election of officers may take place at the annual meeting of the organization. Selection will be by voice vote when there is a single candidate for the office and by ballot in cases in which more than one candidate is vying for a position.
2. Alternatively, election of officers may occur by mail ballot. Each institution is permitted one vote by the Key Representative. Selection is by a simple majority of the votes cast in the event of a mail ballot, provided that members of the organization are furnished written copies of the slate of officers at least thirty days prior to the closing date for receipt of votes as expressed in the written announcement of ballot deadline provided to the members.

#### Section D: Voting

Any member of the Midwest Region of the College and University Professional Association for Human Resources who is in good standing is eligible to vote in any regional election or on any action requiring a vote by members of the organization, except on issues which the Board of Directors has designated to be voted on only by Key Representatives of MWCUPA-HR member institutions. Key Representatives are individuals designated by each institution as the primary CUPA-HR contact for that campus. There is only one Key Representative per institution. Voting, except as specified in other provisions of these Bylaws, will be by majority of those present. In the event of voting by mail, it will be by simple majority of those replying.

#### Section E: Tenure

1. The Regional Chair serves for one year, commencing on July 1 and terminating on June 30. The Regional Chair automatically succeeds to the office of Past Chair in the year following tenure as Regional Chair.
2. The Chair-Elect serves for a period of one year, commencing on July 1 and terminating on June 30. The Chair-Elect succeeds to the office of Chair for the following year.
3. The Immediate Past Chair serves for one year, commencing on July 1 and terminating on June 30. The Immediate Past Chair may succeed to the office of Past Past Chair as outlined in Article IV Section D.
4. The Past Past Chair serves for one year, commencing on July 1 and terminating on June 30.
5. The Treasurer and the Director for Communications serve two-year terms, commencing on July 1 and terminating June 30, two years hence. Members may be re-elected to a second term in these positions. These positions will be filled in alternating years.

6. The Director for Membership serves a two-year term, commencing on July 1 and terminating on June 30, two years hence. Members may be re-elected to a second term in a Director's position.
7. The Director for Development serves a three-year term to establish and maintain strong vendor relationships, commencing on July 1 and terminating on June 30, three years hence. Members may be re-elected to a second term in a Director's position.
8. The Director of Conference Programming serves a one-year term, commencing on July 1 and terminating on June 30, one year hence.

#### Section F: Replacement of Officers

1. If, during the designated term of office, an officer should move out of the Midwest Region, or cease to be an institutional member of the regional organization, that officer must resign his/her position on the Board of Directors.
2. Should such a vacancy occur, the Chair will appoint an interim replacement for the completion of that year. Depending on the time of the vacancy, there may not be a need to appoint a replacement until the time of the regular annual election. During the next regularly scheduled annual election, the position will be filled for a complete term of office. If a vacancy occurs in the position of Chair-Elect, the Chair will appoint a current board member who has served at least one full year to complete the remainder of that term. The position of Chair-Elect will then be filled during the next regularly scheduled annual election.
3. Should the Chair's position be vacated, the Chair-Elect will complete the remainder of that year.
4. An officer who has resigned from office may volunteer to assist in the performance of those duties for the remainder of the year, if the Chair approves the request. However, as a volunteer, the individual would have no voting privileges.

#### **ARTICLE VIII - FEES**

1. The organization will levy no dues and will finance its activities using funds as set forth in the policies of the College and University Professional Association for Human Resources.
2. Conference registration fees for the positions of Chair, Chair-Elect, and Treasurer will be waived since these positions are required to perform significant duties at the conference which benefit CUPA-HR and not the incumbents' individual institutions.

#### **ARTICLE IX - GENERAL MEETINGS**

A general meeting of the Midwest Region members will be held at least once each year at such time and place designated by the Board of Directors. Other general meetings may be held when called by the Board of Directors or by at least fifty percent (50%) of the Key Representatives of the

institutions which are members of the Midwest Region of the College and University Professional Association for Human Resources. Special meetings may be called by the Chair with the concurrence of the Board of Directors.

#### **ARTICLE X - PROVISION FOR DISSOLUTION**

Upon dissolution of the College and University Professional Association for Human Resources, the Midwest Region of the College and University Professional Association for Human Resources will automatically be dissolved as an affiliate of the parent organization but not as a separate entity.

#### **ARTICLE XI - AMENDMENTS**

Any provision in these Bylaws may be amended by a two-thirds majority vote of members present and voting at the regular annual business meeting of the organization or by two-thirds majority of the votes cast in the event of a mail ballot, provided that members of the organization are furnished written copies of any proposed amendment or amendments at least thirty days prior to the closing date for receipt of votes as expressed in the written copies of the proposed amendment(s) provided to the members.

Amended:

March 5, 1997

July 1, 2000

April 29, 2003