

**BY-LAWS OF THE
MARYLAND ASSOCIATION FOR HIGHER EDUCATION, INC.**

Approved by vote of the Executive Board, 6/9/95

Revised and approved by vote of the Executive Board 6/9/97, 9/13/02

Approved at the Annual Meeting 10/25/02

SECTION I. THE ASSOCIATION

A. The term for the corporation "MAHE" used herein refers to the Maryland Association for Higher Education, Inc.

SECTION II. MEMBERSHIP

1. A. Members are individuals and institutions who are dues paying or they are emeritus members. Individual members may include administrators and faculty in public and private sectors, from two- and four-year colleges and universities, representatives of Maryland State agencies and governing boards, other agencies with a focus on higher education, and interested persons. Individual membership dues shall be determined annually by the Executive Board and shall be paid for the year beginning with the fall conference. Individual members will receive a copy of the *MAHE JOURNAL* the *MAHE NEWSLETTER*, and reduced registration fees for MAHE events. Individual members are eligible to compete for MAHE awards programs. Individual members who move out of state may continue their MAHE membership.
2. Institutional membership dues shall be determined annually by the Executive Board prior to the annual meeting and shall be paid for the year beginning with the fall conference. The president of an institutional member receives benefits of membership and may attend any MAHE event without charge. Membership benefits cannot be transferred to an institutional representative or an individual member or guest. The president will receive a copy of the *MAHE JOURNAL* and the *MAHE NEWSLETTER*.
3. Emeritus members pay no dues. Emeritus membership may be conferred by the Executive Board on former members of MAHE who retire from their professions. The Emeritus member must have served in the areas which affect education for at least 20 years, must have served in higher education for at least 15 years, must have been a MAHE member in good standing for at least 10 years or made notable contribution to MAHE, must have significantly participated in MAHE sponsored activities for 5 years, must show evidence of service to MAHE by participation in committee(s) elected office(s) or special assignment(s), and must receive a two-thirds vote by the Executive Board.
4. Institutional Representatives/Coordinators pay no annual membership dues. Institutional representatives pay member rate for MAHE events, receive three copies of the *MAHE JOURNAL* (one personal copy, the president's copy, and

a copy for the institution's library). The Executive Board will designate a campus coordinator(s).

5. Non-members attending events and activities do not receive membership benefits.

SECTION III. MEETINGS

A. The annual meeting shall be held at the fall conference and at such time and place as determined by the Executive Board.

B. Regular meetings of the Executive Board will be held at least four times per year at a time and place determined by the Executive Board.

C. Executive Board members will receive notice of regular meetings at least five days before the meeting. The notice will include the time, location, and an agenda. The president may call special meetings. Special meetings may also be called by the president upon written request of three members of the Executive Board. The notice will be given 24 hours before the meeting and will include the time, location, and purpose of the meeting. The notice may be given orally, by phone, fax, or email.

D. In lieu of a meeting, the Executive Board may act by unanimous written or oral consent of its members.

E. A majority of the Board must be present to constitute a quorum to transact business that needs board approval. There will be no proxy voting.

SECTION IV. RESPONSIBILITIES OF OFFICERS AND MEMBERS-AT-LARGE

A. The duties of the officers will be such as usually pertaining to the office. The officers will be president, vice president, immediate past president, secretary, and treasurer. The Executive Board will establish the responsibilities of the members-at-large.

B. The president will be elected for a one-year term. The president will preside at MAHE meetings and be responsible for seeing that the direction given and actions of the Executive Board are carried out. The president will be ex-officio member of all committees established by the Board, and shall perform other duties as assigned by the Board or prescribed elsewhere in the By-Laws and Constitution.

C. The vice-president shall be president-elect for a one-year term. The vice-president will be the program chair for the annual meeting, will preside at meetings in the temporary absence of the president at Board meetings and shall have other powers and perform other duties as may be assigned by the president or the Executive Board.

D. The immediate past-president will, upon completion of his or her term as president, serve an additional one-year term. The individual holding this position will chair the nominating committee, update the Handbook for the next president, staff committees, and

shall have other powers and perform other duties as may be assigned by the president or the Executive Board.

E. The Secretary will be elected for a one-year term. The secretary will be responsible for seeing that notices for all meetings of the Executive Board are issued and keep the minutes of such meetings. The secretary will be responsible for the custody of records, and files, and shall have other powers and perform other duties as may be assigned by the president or the Executive Board.

F. The Treasurer will be elected for a one-year term. The treasurer will be responsible for monitoring the control, receipt, and custody of all MAHE's assets; monitoring disbursements as authorized by the Board; reporting receipt, use and disbursement of all assets of MAHE. The treasurer will exercise the powers and perform duties ascribed to this office, perform other duties as may be assigned by the president or the Executive Board, or prescribed elsewhere in the By-Laws and Constitution.

G. Members-at-Large will be elected for staggered three-year terms. The members-at-large will be responsible for providing assistance on MAHE committees and shall have other powers and perform other duties as may be assigned by the president or the Executive Board.

SECTION V. REMOVAL FROM OFFICE OF OFFICERS AND MEMBERS-AT-LARGE

A. An officer or member-at-large may be removed from office, with or without cause, by two-thirds vote of the total membership of the Executive Board then in office.

SECTION VI. RESPONSIBILITIES OF INSTITUTIONAL REPRESENTATIVES AND COORDINATORS

A. Institutional representatives shall be appointed by an institutional member president and coordinators may be designated from the campus. Institutional Representatives and Coordinators are expected to attend an annual orientation meeting and will serve as liaisons to the Executive Board:

1. To encourage individual memberships within their institutions.
2. To communicate information about and promoting interest and involvement in MAHE programs.
3. To encourage submission of applications for MAHE awards.
4. To encourage submission of appropriate articles to the *MAHE JOURNAL*
5. To suggest program topics of interest to their colleagues.

B. Institutional Representatives/Coordinators shall present the views of their institutions; advise the Executive Board on proposed plans, policies, and other matters referred to the

Executive Board; participate in planning meetings; and carry out other duties as may be delegated by the Executive Board.

SECTION VII. ELECTIONS

A. Officers and members-at-large of the Executive Board shall be elected from a single slate of candidates for a term of one year and may be re-elected for two additional terms. They will not be eligible for re-election until two years have passed.

B. Nominations may be made from the floor at the annual meeting, provided the nominee is eligible as determined by these By-Laws, and the written consent of the nominee has been secured and submitted at the meeting.

C. Elections shall be held annually for all officers and members-at-large of the Executive Board at the fall conference annual meeting. Two members-at-large shall be elected for one year, two for two years, and two for three years.

D. Officers and members-at-large assume their duties at the conclusion of the annual meeting.

E. The president will appoint three members to the nominating committee, which will be chaired by the immediate past president. The nominating committee will supervise and conduct all elections for officers and members-at-large.

F. Vacancies. Except as provided elsewhere in these By-Laws, vacancies on the Executive Board occurring by death, resignation, or otherwise, shall be filled for the remainder of the unexpired term by a vote of the majority of the remaining Executive Board then in office, though less than a quorum at any meeting of the Executive Board called for that purpose.

SECTION VIII. COMMITTEES

A. The Executive Board may establish standing committees, special committees, and/or task groups as necessary.

B. The president, subject to the approval of the Executive Board, will appoint the chair of each committee and task group. Appointments shall be for a one-year term for standing committees, special committees, and/or task groups. Members may be reappointed. The chair of standing committees shall be appointed at the board meeting following the Annual Meeting, except that vacancies may be filled at any regular meeting of the board.

C. The standing committees shall be:

1. The Executive Board consisting elected officers, members-at-large, and the chairs of standing committees. The Executive Board will manage the business of MAHE, except as may be otherwise provided in these By-Laws or in the Constitution. The Executive Board is accountable to the membership for governing the affairs of MAHE, for compliance with the Constitution

requirements, for compliance with state corporate law and federal legislation governing non-profit organizations. A member of the Executive Board may be removed when the member has two unexcused absences from consecutive regularly scheduled meetings. The Executive Board member may be removed from office, with or without cause, by two-thirds vote of the total membership of the Executive Board then in office.

2. The Nominating Committee shall consist of three members appointed by the president. The chair of the committee will present a slate of officers at the annual meeting.

SECTION IX. PARLIAMENTARY PROCEDURE

A. The rules contained in **Robert's Rules of Order Newly Revised** shall be the parliamentary authority governing the meetings of the Executive Board and all committees, subject to the Constitution, these By-Laws, and any special rules of order adopted by MAHE.

SECTION X. AMENDMENTS

A. These By-Laws may be amended or repealed by the Board of Directors. By-Laws may also be amended through a petition submitted by a member of MAHE and approved by majority vote of the Executive Board. After which, the amendment(s) will be presented at the Annual Meeting and approved by two-thirds vote of members present and voting, provided that the proposed amendment(s) be mailed, faxed, or emailed 30 days of the meeting.