

BYLAWS

Utah Higher Education Staff Association (UHESA)

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Article I – Membership

1. UHESA Members are added and removed from membership based upon their employment as staff members of USHE institutions. Members may not be added, removed, or resign by any act other than employment changes. Members have no responsibilities within UHESA. The UHESA Board is a representative body for the general membership of UHESA.

Article II – Finances

1. **Annual UHESA Fees**
 - a. Institutions represented on the UHESA Board shall pay annual fees of \$375.00.

The UHESA Treasurer will prepare invoices and deliver them to each institution after the Annual Conference each year. The amount specified shall be due and payable on receipt of the invoice. Institution accounts must be current to retain voting rights.

2. UHESA Costs

- a. Costs to attend UHESA meetings are the responsibility of each institution. UHESA Board members who are not reimbursed by their respective institutions may be reimbursed with UHESA funds.

Article III – Duties of Officers

1. Delegates and Alternate Delegates

- a. Selection
 - i. Delegates and Alternate Delegates from each institution are appointed by leaders of their respective staff associations. Delegates and Alternate Delegates serve at the pleasure of their institutions' staff association leadership, and therefore it falls upon the staff association leaders to add or remove delegates, or to handle resignations and expulsions. Staff association leaders are responsible for ensuring that two delegates and two alternate delegates are always appointed to the UHESA Board.
 - ii. Leaders of each staff association shall provide contact information for all delegates and alternates to UHESA on or before the date they are to officially take office, and prior to the annual UHESA Conference each year.
- b. Rights and Duties
 - i. Each institution is granted two votes. Voting privileges are contingent upon payment of annual UHESA fees.
 - ii. Delegates shall:
 1. Attend all General Meetings
 2. Cast votes
 3. Designate an alternate delegate to cast votes in the delegate's absence
 4. Designate a proxy to cast votes in the absence of both the delegate and alternate delegate
 - iii. Assignment of a proxy voter is handled through written correspondence with the UHESA President and Secretary prior to the vote being cast.
 - iv. Delegates who also serve as Executive Board members are entitled to cast two votes.

2. Executive Board

- a. Selection
 - i. President-Elect is elected annually by a vote of UHESA Board members.
 - ii. Secretary, Treasurer, and Historian are elected for two-year terms by a vote of the UHESA Board members.

- iii. Other Officers are elected for one-year terms by a vote of the UHESA Board members. Officers-elect serve for two years; one as officer-elect, and one as officer.
- b. Expulsion or Resignation
 - i. Executive Board members may be subject to expulsion by a two-third vote from the UHESA Board. Expulsion or resignation of an Executive Board member will result in a vacancy to be filled according to procedures listed below.
- c. Rights and Duties
 - i. Executive Board members shall attend all meetings of UHESA.
 - ii. Officers shall turn over to their successors all records and pertinent data Board in their possession related to the Executive at the expiration of their time in office.
 - iii. Executive Board members are entitled to one vote each. Executive Board members who also serve as Delegates for their institution are entitled to two votes each.
 - iv. President shall:
 - 1. In conjunction with the Executive Board, direct and promote the purposes of UHESA.
 - 2. Preside at all UHESA meetings.
 - 3. Represent UHESA to the Board of Regents, USHE, the Legislature, the public, and other organizations, either personally or through delegation.
 - 4. Enforce the Constitution & Bylaws relating to the administration of the purpose and mission of UHESA.
 - 5. Call special meetings, as needed.
 - v. President-Elect shall:
 - 1. Serve as the President in absence of the President.
 - 2. Assist the President in the performance of duties.
 - 3. Serve on committees as assigned.
 - 4. Solicit nominations and conduct Executive Board elections.
 - 5. Perform other duties as necessary to maintain continuity of UHESA business.
 - vi. Immediate Past-President shall:
 - 1. Serve as an advisor and assist with the elections.
 - 2. Manage, update, and maintain transition materials for the organization.
 - 3. Coordinate onboarding and orientation for new delegates and alternates.
 - 4. Serve on committees as assigned.
 - 5. Perform other duties as deemed necessary by the Executive Board.
 - vii. Secretary shall:
 - 1. Work with the President to create an agenda for the General Meeting and deliver it to all UHESA Board members prior to the

- meeting.
- 2. Take and distribute minutes of general meetings and maintain records of meetings and board business.
- 3. Schedule and send out meeting notices and agendas prior to general board meetings.
- 4. Perform other duties as deemed necessary by the Executive Board.
- viii. Treasurer shall:
 - 1. Keep all financial records of monies held by UHESA and furnish a financial statement to the Executive Board. The financial statement will be included as part of the agenda when requested.
 - 2. Perform other duties as deemed necessary by the Executive Board.
- ix. Historian shall:
 - 1. Collect, preserve, and interpret the history of the UHESA organization.
 - 2. Organize historical materials and records.
 - 3. Maintain the board membership roster and contact information. Maintain an accurate record of UHESA delegates and officers. The Historian will work with the Executive Board to update the roster with current delegates and contacts at each institution's staff association.
 - 4. Document events and share the organization's story with its members and the community.
- x. Communications, Government Relations, and Professional Development Officers shall:
 - 1. Set annual goals related to their UHESA strategic area.
 - 2. Recruit assistance and form committees as needed to accomplish strategic goals, under direction from the President.
 - 3. Report project outcomes to the UHESA Board.
 - 4. Perform other duties as deemed necessary by the Executive Board.
- xi. Communications, Government Relations, and Professional Development Officers-Elect shall:
 - 1. Serve as the Officer in absence of the Officer.
 - 2. Assist the Officer in the performance of duties.
 - 3. Serve on committees as assigned.
 - 4. Perform other duties as necessary to maintain continuity of UHESA business.

3. Vacancies

- a. Vacancy of President
 - i. If the office of President becomes vacant, it shall be filled by the President-Elect. If the remaining term of the office exceeds one-half year, it shall be considered a full-term. If the remaining term is less than

one-half year, it shall not be considered a full term.

- b. Vacancy of President-Elect
 - i. If the office of President-Elect becomes vacant, a special election shall be held to fill the vacancy.
- c. Vacancy of other Executive Board Positions
 - i. If the office of an Executive Board member other than the President or President-Elect becomes vacant, the position may be filled by appointment of the Executive Board and approved by a majority vote of participating UHESA Board members.

Article IV – Executive Board

- 1. The Executive Board shall carry out official business on behalf of the UHESA Board.
- 2. The Executive Board shall conduct necessary votes of delegates as needed during intervals between general meetings.

Article V – Committees

- 1. Creation or dissolution of committees will be determined by the Executive Board and approved by a majority vote of participating UHESA Board members.
- 2. Committees and their chairpersons will be appointed by the Executive Board and will function for a period not to exceed one year. The duties of committee chairs shall be determined by the UHESA Executive Board.

Article VI – Order of Business

1. Meetings

- a. UHESA meetings are chaired by the President or designee. The meeting chairperson controls the order of business. New business items should be proposed to the chairperson no less than one week prior to the meeting. An agenda for the meeting should be prepared by the Secretary and delivered to all UHESA Board members no less than one day prior to the meeting. Suggested meeting agenda:
 - i. Welcome
 - ii. Roll call of Delegates and Executive Board members (determination of a quorum being present)
 - iii. Approval of minutes
 - iv. Reports of Committees
 - v. Unfinished business
 - vi. New business
 - vii. Adjournment

2. Elections

- a. The office of the President will be filled by the President-Elect.
- b. Elections of Executive Board members shall take place annually.
- c. Elections shall be held prior to the annual conference each year.
- d. The President-Elect shall solicit nominations and conduct Executive Board elections.

- e. All nominees shall be notified prior to the elections to determine availability and willingness to serve.
- f. Elections shall be by a simple majority of the quorum.
- g. Special elections may be called by the Executive Board.

Article VII – Parliamentary Authority

1. “Modern Rules of Order” is the parliamentary authority on all questions not covered in the Bylaws and any standing rules as UHESA may adopt.

Article VIII – Amendments

1. **Proposal**

- a. Amendments to these Bylaws may be proposed by any UHESA Board member. Amendments are prepared in writing and sent to the Immediate Past-President for consideration.
- b. The Immediate Past-President pre-reviews proposed amendments and sends the proposed changes to the Executive Board for review and comments.
- c. The Executive Board may request that amendments be tabled and submitted to the general UHESA Board for a comment period before a vote is taken. Comments will be collected by the Immediate Past-President and presented to the Executive Board for discussion.
- d. Final versions of amendments must be approved by a simple majority vote of the UHESA Board members. Votes may be taken in person, via email, or by other means at the discretion of the President.
- e. When an amendment to the Bylaws has been approved, the Immediate Past-President implements the approved change into the Bylaws and publishes an updated version, dated the date the vote to approve was recorded.
- f. With assistance from the Executive Board as needed, the Immediate Past-President ensures the updated Bylaws are distributed publicly by posting them on the UHESA website, announcing the updated Bylaws at the General Meeting.

2. **Approval**

- a. Proposed amendments to these Bylaws must be approved by a two-thirds majority vote of the UHESA Board members participating in the vote.

3. **Effective Date**

- a. Approved amendments will become effective immediately.

Historical Information

- Ratified 1994
- Amended 1995, 1999, 2003, 2007, 2009, 2010, 2012, 2015, 2016, 2017, 2019, 2023, 2024, 2025