

BYLAWS OF THE  
ARIZONA  
POSTSECONDARY  
ACCESS COALITION

**Revised March 5<sup>th</sup>, 2004**

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**ARIZONA POSTSECONDARY**  
**ACCESS COALITION**

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**BYLAWS OF THE**  
**ARIZONA POSTSECONDARY**  
**ACCESS COALITION**

**ARTICLE I**  
**Name and Purpose**

**Section 1. Name.** The name of this Coalition shall be the Arizona Postsecondary Access Coalition (AzPAC), a not for profit corporation chartered by the State of Arizona.

**Section 2. Use of name.** The name of the Coalition shall be employed in connection with all official business and activities of the Coalition. The name of the Coalition shall not be used, altered, or combined by members, individuals, organizations, or agencies without the approval of the current President of the Coalition.

**Section 3. Purposes.** The purposes of the Coalition are:

1. To establish an organization focused on disability resources to serve as a professional consulting resource to institutions of higher education and agents interested in such issues in the State of Arizona, offering:

- Recommendations on mechanisms for compliance with the 1990 Americans with Disabilities Act and Section 504 of the Rehabilitation Act of 1973 and other such laws pertaining to non-discrimination of persons with disabilities;
- Recommendations on policies and practices for effective service delivery;
- Identification and development of potential solutions for unique Arizona State service delivery challenges;
- Committee review and advisement on specific disability related issues for member institutions;
- Staff training and professional development resources, including conference organization and sponsorship;
- Representation of members and the organization as a whole in partnerships, linkages, and collaboration with state agencies and institutions that will result in benefits for persons with disabilities and service providers in the State of Arizona.

2. To maintain a professional vehicle that will work to strengthen the professionalism, expertise, and competence of those assisting persons with disabilities in higher education through:

- The development and expansion of an administered electronic communications network;

- The collection, evaluation, and dissemination of critical disability related information;
  - The promotion of research and evaluation in higher education programming for students with disabilities;
  - The promotion of research and evaluation of legal decisions and their implications for Higher Education services to persons with disabilities and institutional decision-making;
  - Dissemination of responsive policy models;
3. To promote equal rights and access to post-secondary educational opportunity for students with disabilities through:
- Creating opportunity for active involvement for students in the Arizona Postsecondary Access Coalition (AzPAC);
  - The support of beneficial legislation and policy at federal and state levels;
  - The support of inter-agency project cooperation and communication on critical educational, access, and equality issues;
  - The dissemination of information about disability issues to students, educational institutions, and the public within the State of Arizona;
  - To be an advocating agency for individuals with disabilities in Arizona.

## **ARTICLE II Membership and Dues**

**Section 1. General Membership.** General membership is defined as the total number of active members of the Coalition. An "active" member is a member whose dues are current or who is a life member of the Coalition. Membership categories shall be classified as the following:

- **Professional Member.** Any person actively working with or for individuals with disabilities in a full or part-time faculty, staff, professional, certified, or similar position in postsecondary education A Professional Member is eligible to vote and/or be an officer of the Coalition.
- **Student Member.** Any full time or part-time student in higher education who does not qualify under any other section of these bylaws. Determination of "student" status and verification must be signed annually by the student's college advisor or counselor on the AzPAC membership renewal form. A Student Member is eligible to vote but may not be an officer of the Coalition.
- **Life Member.** All AzPAC Presidents who complete their full term of office in good standing and receive a simple majority vote of the Board of Directors shall be granted life membership privileges. A Life Member does not pay membership dues, is eligible to vote, and may be an officer of the Coalition.

- **Affiliate Member.** Any party expressing an interest consistent with the goals and objectives of the Coalition. An affiliate member may vote but may not hold office.
- **Institutional Membership.** An institution/district of postsecondary education, interested in supporting and promoting the mission of AzPAC. An Institution may designate three individuals to receive benefits of membership who will each be eligible to vote and be an officer of the Coalition.
- **Additional Professional Member.** Those individuals designated by any institutional member beyond the three parties indicated above.
- **Honorary Member.** An individual designated by the Board of Directors as deserving of rights and privileges of membership. An honorary member is eligible to vote, but may not hold office.

**Section 2. Rights and Privileges.** Each member in good standing shall receive any publications of the Coalition, and have the right to serve on committees of the Coalition. All members in good standing shall have voting privileges or may be an officer as stipulated above.

**Section 3. Obligations of Membership.** Any member in the Coalition shall abide by the AzPAC Articles of Incorporation and Bylaws. Ethical practices in the provision of supports and services to individuals with disabilities shall be maintained.

**Section 4. Coalitions Dues.** Annual Coalition dues for each membership classification shall be proposed and approved by the Board of Directors.

### **ARTICLE III Board of Directors**

#### **Section 1. Composition.**

**Elected Members:** The Board of Directors shall be comprised of up to fifteen total Members. The Core of the Board shall be comprised of ten elected members, five of which serve as officers. Representation on the Board shall reflect the following: One (1) University representative from each of three regions, two (2) community college representatives from each of three regions, and one (1) representative of private postsecondary education. Officers may be elected from within any region without regard to prior composition of the Board. Region boundaries shall be defined by the Board of Directors, and are generally expected to correspond to the northern, central, and southern regions of the State.

**Advisory Members:** The Elected Board Members may create up to five non-voting Advisory Board Members as formal Board Members. These Advisory Members shall assist the Board in understanding and responding to state issues, trends, and needs, and be selected from members of private or public sector organizations deemed to be in a position to positively impact the work of the Board in concert with the expressed Purposes in these By-Laws. They shall participate by providing information, assisting the work of the Board, and through contributions to goal setting and deliberation on issues entertained by the Board. Advisory Board Members shall be appointed by the Elected Board Members. Positions will, at a minimum, include one student representative position to represent the concerns and perspectives of students with disabilities. A majority vote

of the Elected Board shall be required to establish Advisory Board Member positions, and to accept specific nominees to those appointed positions. There shall be no requirements relating to regional representation requirements for Advisory Board Members; however, the Elected Board may consider regions and representation when making appointments.

**A. Term of Office.** The officers of the Board of Directors shall serve terms of office according to Article IV, Section 1-B of these bylaws. Other members of the Board shall serve in staggered terms of three years. No one region of the Board shall fill three vacancies on the Board during one election unless by necessity of untimely departure of a member within that region.

**B. Vacancy of Office.** In the case of resignation, a vote of "no confidence" by a majority vote of the Board of Directors or death of any member of the Executive Board, a successor shall be elected or appointed according to Article IV, Section 1-D and Article VII, Sect. 2 and 3.

**Section 2. Functions of the Board of Directors.** Serves as the governing body of the Coalition and is responsible for executing the following functions:

- A. General management of the Coalition;
- B. Review the annual budget and presentation to the Coalition membership for adoption at an annual business meeting;
- C. Review actions taken by the Board of Directors;
- D. Formulate, recommend, approve or disapprove policies;
- E. Formulate policies appropriate for executive action by the Board of Directors and direct the execution thereof, subject to review by the membership;
- F. Inform the Coalition membership of all Council actions;
- G. Receive and act on reports of Officers, Committees, members and others.

**Section 3. Nominations and Election of the Board of Directors.** Nominations and elections of the Board of Directors shall be in accordance with Article IV, Section 3.

**Section 4. Meetings of the Board of Directors.** The Board of Directors shall meet at least three (3) times annually, one of which shall be at the time and place of the annual Coalition convention. The Board of Directors must have a quorum present consisting of a simple majority of the total members of the Board of Directors in order to act on resolutions or motions. Votes on motions or resolutions must have a second and be approved or disapproved by a simple majority vote of Officers present. Members of the Coalition may attend Board of Directors meetings but may not vote on resolutions unless they are duly elected or appointed Board of Directors members. Board of Directors members may not vote by absentee ballot during regularly scheduled meetings. An elected or appointed Board of Directors member according to these bylaws may only submit resolutions for consideration. Official business of the Board may be conducted through conference call or through other electronic means when deemed necessary

providing a quorum of the Board participates in the proceedings.

**Section 5. Executive Committee.** The Executive Committee shall be empowered to conduct the business of the Board as necessary outside of the regularly scheduled full meeting of the Board.

**Section 6. Reports of Elected Officers.** The President and Treasurer of the Coalition shall make and distribute annual written reports to the membership of the Coalition at an annual business meeting. The President Elect and other requested members of the Coalition shall provide written summaries of activities to the President who will determine the method of dissemination to the membership. These reports should be presented at the annual AzPAC convention. Current fiscal status shall be made available upon request to any member of the organization, and may be transmitted via voice, electronic, or postal/mail venues.

## **ARTICLE IV Officers**

### **Section 1. Composition**

- A. Officers.** The officers of the Coalition shall be the President, President Elect (Vice President), Immediate Past President, Treasurer, and Secretary. These officers shall be collectively referred to as the Executive Committee of the Board.
- B. Terms of Office.** The President shall serve a one-year term. The President Elect and Immediate Past President shall serve one-year terms. Treasurer, Secretary shall serve staggered three-year terms.
- C. Qualifications.** The officers shall qualify as Professional Members of the Coalition in good standing.
- D. Succession to Office.** In case of the resignation, a vote of "no confidence" by a two-thirds vote of the Board of Directors, or death of any elected officer of the Coalition other than the President or President Elect, any professional member in good standing may be elected by a simple majority vote of the Board of Directors to serve the remainder of the term of the vacated office. Should the President of the Coalition be unable to serve the remainder of the current term for any reason, the President Elect will immediately assume the office of the President for the remainder of the current term in addition to the elected term of office. Should the President Elect be unable to serve the remainder of the current or future terms of office, the Board of Directors will nominate a professional member in good standing and conduct a special election. A replacement President Elect will be elected by majority vote of the membership. Should BOTH the President and the President Elect be unable to complete their terms of office for any reason, the immediate Past President and the current Treasurer will assume the remainder of their terms respectively. Any other vacant positions at any time will be appointed by the President, with the approval of the majority of the Board of Directors in accordance with these bylaws for the remainder of their current terms of office, and may be accomplished in person or via electronic communications, including for officers. Terms of Board Members, in the good faith interests for continuance of the aims and business of the Coalition, may be extended for up to a maximum of two years based on a

simple majority vote of the Board if nominees are not present during an election for specific posts, with the exception of the Presidency, which may only be extended for a period of one year.

## **Section 2. Duties of Officers.**

### **A. President. Chief Executive Officer of the Coalition.**

#### **This elected officer shall:**

- be an active member of the Board of Directors, and the Executive Committee;
- chair meetings of the Board and the Executive Committee;
- in consultation with the Board, appoint Committee Chairs;
- be an ex-officio member of all AzPAC committees;
- be responsible for calling all regular and special meetings of the Board of Directors;
- be the official spokesperson of the organization;
- supervise and chair the evaluation of Coalition staff;
- report actions of Special Committees at each meeting of the Board of Directors;
- distribute a written report to members attending each Annual Convention and file the report with the Coalition Secretary;
- perform all duties as prescribed in these bylaws and other duties as directed by a two-thirds vote of the Board of Directors.

**B. President Elect/Vice President/Historian.** Is an active member of the Board of Directors, shall perform the duties of the President in the absence or incapacity of the President, and represents the Coalition on various committees as assigned by the President. The President Elect shall assume responsibility for the archives of the association and shall act as historian.

**C. Immediate Past President.** Is an active member of the Board of Directors, serves in an advisory capacity to the Coalition and represents the Coalition as delegated by the President. The immediate Past President shall be responsible to review the AzPAC bylaws and make recommendations to the Board, and be an ex-officio member of the AzPAC annual conference planning committee. The Immediate Past President shall be responsible for training and orientation of new Board members.

**D. Secretary.** Is an active member of the Board of Directors, records and keeps minutes of all Board of Directors, and any additional meetings requested by the President. The Secretary shall update all policies and procedures approved by the Board annually and shall maintain a copy of the official records and minutes of the Coalition.

### **E. Treasurer. Chief Financial Officer of the Coalition**

#### **This elected officer shall:**

- be an active member of the Board of Directors and Finance Committee;
- represent the Coalition in assuring that the receipt and expenditures of funds is in accordance with approved accounting procedures;
- shall be bonded as required by Arizona state law;

- shall distribute current and projected bi-annual financial reports to the Board of Directors and annual reports to the members attending the annual Convention;
- approve or disapprove expenditures of Coalition funds with the approval of the President or a two-thirds vote of the Board of Directors.

### **Section 3. Nomination and Election of Officers**

- A. Nominees.** The Nominations, Elections and Awards Committee (NEA) shall be charged with establishing a date on which the election shall be held, preparing a list of professional member nominees for offices, conducting the election and tabulating the results. The Chair of the Nominations, Elections and Awards Committee must receive a written statement of acceptance by the candidates. At least thirty (30) days before the annual election, the NEA Committee shall have compiled a list of names, short professional biographies, and a goals statement for each nominee-and prepared the official ballot.
- B. Write-In Nominations.** The name of any previous or current AzPAC Board of Directors professional member in good standing may be written in on the ballot by any voting member (Article II, Section 1) in good standing if fewer than two qualified candidates are identified for any vacant position as stipulated in Article III, Section 1.
- A. Closing Nominations.** There shall be no nominations other than as prescribed above except in the unlikely event that no candidates are identified for a particular office. If this event does occur, the President shall immediately submit a nomination for the vacant position(s) to the Board of Directors.
- B. Voting.** The Nominations, Elections and Awards committee shall send an official ballot to all voting members at least fourteen (14) days prior to the annual election date to be returned to the Committee for tabulation. The date of opening and counting the ballots shall be specified on the ballot. Should Article III, Section 1-B be invoked, nominees will be elected by a simple majority vote of the Board of Directors for the terms of office as prescribed in these bylaws.
- C. Election Results.** All nominees who have received a majority of the ballots cast and returned by the established date for their respective offices shall be declared elected.

**Section 4. Compensation and Expenses of Officers.** None of the elected officers shall receive any compensation for their services to the Coalition. However, actual business-related expenses may be paid from the funds of the Coalition under policies established by the Finance Committee and approved by a majority vote of the Board of Directors.

## **ARTICLE V Appropriations and Expenses**

**Section 1. Coalition Budget.** All appropriations and expenditures of the Coalition shall be subject to federal and state law as provided for in the AzPAC Articles of Incorporation and as directed by these bylaws.

- A. Appropriations and Expenses.** An annual current and projected budget shall be adopted by the Board of Directors All appropriations of Coalition funds shall be approved by the Finance Committee and included within the budget. The current AzPAC budget shall include an accounting of the past year's operating accounts by the AzPAC Treasurer.
- B. Expenses.** The expenses incurred in the conduct of the affairs of the Coalition, or its committees shall be paid by the AzPAC Treasurer or other authorized designee in accordance with these bylaws and the policies and procedures established by the Board of Directors.
- C. Contracts.** Contracts may not be entered into in the name of the Coalition without the approval of the Board of Directors.

**Section 2. Audit of Coalition Financial Accounts.** Prior to the end of the term of office of the Coalition Treasurer, the Board of Directors may conduct an internal audit and/or contract with an independent accounting firm for the purpose of conducting an audit of the Coalition's financial records. Determination of either an internal or external audit shall be determined by a simple majority vote of the Board of Directors. The President of the Coalition at the annual business meeting shall acknowledge this report.

## **ARTICLE VI Committees**

**Section 1. Committees.** Special Committees, which shall be optional depending upon need of circumstance and times, promote the purposes of the Coalition in accordance with these bylaws. Committee activities held or sponsored shall be publicized through timely written notices and reports to the President Elect. A written summary of all activities, projected expenditures, and any recommendations or resolutions for consideration must be submitted to the President Elect or President sixty (60) days preceding the annual conference. The written summary of activities will be published in the annual Coalition business report. The following are a list of authorized Committees that may be instituted:

### **Section 2. Special Committees.**

- A. Membership.** The Membership Committee shall be responsible for the coordination of membership activities of the Coalition including but not limited to: updating, developing, and sustaining member information, applications and procedures; developing retention and new membership activities; coordination of the new members function at the annual convention,
- B. Finance.** The Finance Committee is composed of the President and Treasurer of the Coalition. The Finance Committee shall develop fiscal policies of the Coalition, make recommendations regarding such policies, develop and revise written procedures, and shall present a budget for adoption at the annual business meeting.
- C. Programs and Education.** The Program and Education Committee shall be responsible for researching and evaluating statewide needs for persons with disabilities and service providers

in postsecondary education. The committee will design and propose solutions and programs to the Board and the general membership, and develop and recommend strategies to the Board for delivering professional development and training opportunities for the membership. The committee is responsible for the development of the educational program for the annual convention.

- D. Coalition Liaison.** The Liaison committee shall be responsible for the coordination of representation to federal, state and local committees, boards and gatherings other than those under the direct authority of the Coalition.
- E. Legislative Concerns.** The Legislative Concerns committee will research, review, synthesize and report on relevant State and Federal legislation of interest to the Coalition.
- F. Nominations and Elections.** The Nominations and Elections Committee shall be responsible for establishing the date on which elections shall be held, shall prepare a process by which members may be nominated for the Board or for Office, shall prepare a list of members nominated for each responsibility, and shall conduct elections and tabulate results.

## **ARTICLE VII Amendments and Revisions**

**Section 1. Limitations.** Proposed amendments shall be within the scope and authority of the Coalition's state-approved Charter, Articles of Incorporation<sub>1</sub> and Code of Ethics.

**Section 2. Initiation.** Amendments or other changes in these bylaws may be initiated in the following ways:

- A.** The President may propose amendments.
- B.** The Board of Directors may propose amendments.
- C.** Any member in good standing of the Coalition may submit to the President in writing a proposed amendment, a brief rationale, and the signatures of thirty (30) members in good standing in support of the amendment, thirty (30) days before a regularly scheduled Board of Directors meeting. The President shall be responsible for relaying the proposed amendment to the Board of Directors for discussion and vote.

**Section 3. Adoption.** These bylaws may be amended by the following method:

- A.** The President shall send all changes proposed under Section 1 of this article with explanations and recommendations to the Board of Directors. A two-thirds majority vote of the Board of Directors in favor of the resolution to amend shall constitute approval. The approved amendment(s) shall become effective immediately.

**Section 4. Rejection.** An approved amendment to these bylaws may be overturned by a two-thirds majority vote of the total membership in good standing. A petition with signatures stating

that a membership vote has been called by forty (40) members in good standing must be received by the President within twenty (20) days of the approved amendment by the Board of Directors. The President will request a special ballot and vote to be organized and completed within forty-five days after receipt of the petition. Results of the special ballot will be disseminated to the membership.

**Section 5. Implementation.** If passed, the amendment(s) adopted under Article VII, Section 2, shall take effect immediately following the approval of the Board of Directors. The results of all amendment resolutions shall be disseminated to the general membership.

**ARTICLE VIII**  
**Suspension of Bylaws**

**Section 1. Purpose.** A member of the Board of Directors may request that the bylaws be suspended during a Board of Directors meeting to consider a resolution or motion of import, which could not be presented according to these bylaws due to, unforeseen or special circumstances. A simple majority vote of the Board of Directors members in attendance shall determine if such a request is granted.

**ARTICLE IX**  
**Property of the Coalition**

**Section 1. Control and Management.** All property of the Coalition shall be subject to the control and management of the Board of Directors. Upon dissolution of the Coalition, none of its property shall be distributed to any of the members of the Coalition. All holdings or property shall be transferred to other organizations that the Board of Directors deems most nearly consonant with the purposes, goals, and activities of AzPAC. Such organization or organizations shall be exempt under Section 501 (C) 3 of the Internal Revenue Code or corresponding provisions of the Internal Revenue Service Laws.

**AZPAC Bylaws - - -Adopted by unanimous vote of the Board of Directors  
1-29-1999, Revised 3-5-2004.**