



Constitution and Bylaws (Amended April 1996; December 2000, May 2002, March 2012, December 2012, April 2013, June 2017, July 2021, December 2021, May 2022)

CONSTITUTION

Article I

Mission and Membership

Section 1. The mission of The Arkansas Association of Colleges and Employers (AAACE) is to provide resources for the career planning/employment of the college-educated work force, to provide professional development opportunities, and to promote high professional ethical standards through its membership and in the field. The Arkansas Association of Colleges and Employers, a non-profit organization, shares its mission in collaborative agreement with other associated professional associations. The AAACE geographic region includes the state of Arkansas.

Section 2. The association will consist of these types of members: Institutional College or University, Institutional Employer, Lifetime Honorary, Individual Student, and Institutional Affiliate.

A. Institutional College or University Memberships

1. Institutional College or University Memberships shall be granted to any degree granting college or university that is officially recognized by an accrediting body recognized by the Council on Postsecondary Accreditation or a subdivision thereof or by the designated governmental entity in the country within which the college or university is located and which provide career services including, but not limited to, career planning, counseling, and employment assistance for full-time, part-time, summer jobs, cooperative education or internships, and which designates as its representative to AAACE an individual to hold such membership whose primary responsibility within the institution is career services.

2. Separate campuses of a university system shall be considered separate institutions. Institutional college membership by one campus of a university system shall not extend Institutional College or University Membership status with its resultant right, privileges, and benefits to other campuses within the university system. Each campus must enroll separately to obtain Institutional College or University Membership status. Separate campuses that are in the same metropolitan area, for purposes of Institutional College or University Membership, will be considered part of the same institution.
3. Each such institution may have up to five (5) members per Institutional College or University Membership.

B. Institutional Employer Memberships

1. Institutional Employer Memberships may be granted to any employing organization that is engaged in human resources, professional staffing or recruiting and/or hiring of college graduates solely for its own workforce or for a subdivision thereof and maintains human resources staffing for its organization. This does not include any organization that provides a service or product to career services or human resources staffing functions.
2. Institutional Employer Memberships are allowed up to five (5) members.
3. Divisions of an employing organization, even if located within the same metropolitan area, are considered a separate employing organization and must become a regular Institutional Employer Member in order to receive the rights, privileges and benefits of AACE Institutional Employer Membership for an employing organization.

C. Lifetime Honorary Memberships

Lifetime Honorary Memberships will be individuals who have made notable contributions to the Association and are so elected by the Board of Directors. Lifetime Honorary Memberships are under no obligation to provide dues for their membership or provide participation fees for the spring conference. Lifetime honorary members may not serve on the board.

D. Student Membership

Student Membership may be granted to any currently enrolled college/university student who is studying human resources, student services, counseling, business, or an applicable field that leads to recruiting or higher education career services. Student members will have rights and privileges to attend and participate in all conferences and workshops but will not cast votes in business meetings. Student members would be eligible to hold office, but only as the Director of Student Relations and Recruitment. Student member representatives on committees will be allowed at the discretion and appointment of the President.

E. Institutional Affiliate Membership

1. Institutional Affiliate Membership may be granted to organizations which provide a service or product to career services and/or college relations/human resources staffing functions. The mission and purposes of these organizations must be complementary and supportive of the mission and purposes of the Association, as determined by the Membership Committee.
2. Institutional Affiliate Membership may include organizations such as: publishers of career materials, recruitment advertising firms, media organizations, consultants in college recruiting, college/university faculty, and supervising managers of the institutional employer members.
3. Institutional Affiliate Members may attend conferences and workshops, serve on committees, vote, hold elected or appointed positions, or chair committees.

Section 3. Members not meeting the criteria set forth in Section 2, A or B, will not be eligible to hold elected office.

Article II

Officers

Section 1. Officers of the Association will be elected by the membership and will constitute the Board of Directors. The term of office is approximately twelve (12) months. The term of office of the Treasurer shall be two (2) years. The terms of office for the AACE Board of Directors will begin July 1 of each year.

Section 2. Officers will be from the active employer and college membership of the Association, in good standing, and actively engaged in recruitment or career services activities as their regular employment. Candidates for President-elect should have at

least two (2) years of experience within the association and at least one (1) year experience on the Board of Directors.

Section 3. The officers elected to the Board of Directors of the Association shall include the following: President, President-elect, Secretary, Treasurer, Historian, Immediate Past-President, Director for Four-Year College or University Relations, Director for Employer Relations, Director for Two-Year College or University Relations, and Director of Diversity, Equity, and Inclusion. When the President is from the college membership, then the President-elect must be from the employer membership if possible and vice-versa; when the Secretary is from the college membership, then the Treasurer must be from the employer membership if possible and vice-versa. This will be announced before elections at each spring conference.

Section 4. The duties of the officers will include, but are not limited to, the following:

A. President

The President will preside over all meetings of the Arkansas Association of Colleges and Employers and the Board of Directors. The President will notify the membership at least fourteen (14) days in advance of a business meeting by written notice stating the place, day, and hour of such meeting. He or she shall: appoint all committee chairpersons; serve as an ex-officio member of all committees; will recommend to the Board of Directors for approval and appointment successors to fill unexpired terms of office of Board members and officers or director with the exception of the President-elect. In accordance with Article II, Section 5, the President shall have a private room during the Spring Conference. The President will perform such duties as are incident to the office, or that may be assigned by the Board of Directors.

B. President-Elect

The President-elect will accede to the office of the President. The President-elect will perform all the duties of the President in the President's absence or at his or her request and shall serve as Acting President until the next election, should the President's office become vacant. In addition, the President-elect will assist the President in the activation and motivation of the standing committees appointed by the President under Board approval through the coordinating committee, the President-elect shall perform all duties assigned by the President or the Board of Directors.

C. Secretary

The secretary will direct and be responsible for the minutes of the Board of Directors and official business meetings and will direct and be responsible for preserving all papers, letters, and records of all transactions except those of the Treasurer. In addition, the Secretary will transmit to the membership of the Association any proposed revision of the bylaws at least thirty (30) days in advance of a business meeting; the Secretary will advise members of other meetings as required; he or she shall perform all other duties assigned by the President or the Board of Directors.

D. Treasurer

The Treasurer will direct and be responsible for keeping accurate records of all financial business of the Association, will present the Annual Report of expenditures and income to the Board of Directors for review and approval; will pay all bills against the Association according to the instruction of the Board of Directors; shall submit an estimated budget in conjunction with the Finance Committee for the Board of Directors' approval for the upcoming fiscal year by August 1 of said year; will maintain a record of paid members; and will perform all other duties assigned by the President or the Board of Directors. The Treasurer will also be a member of the Finance Committee.

E. Historian/Content Manager

The Historian/Content Manager shall preserve documents related to AACE events, take photographs at all Association events, and coordinate other promotional activities, and publish the bi-annual AACE Newsletter under the direction of the President. The Historian shall also perform all duties and special projects designated by the President or the Board of Directors.

F. Immediate Past President

The Immediate Past President shall serve in an advisory capacity to the Board of Directors and will perform all other duties assigned by the President or the Board of Directors. The Immediate Past President will also chair the Awards Committee.

G. Director for Four-Year College Relations and Recruitment

The Director for Four-Year College Relations shall be a representative of four-year college or university members of the Association to the Board of Directors; he or she shall direct and lead membership development, facilitate four-year college or university communication, and coordinate other marketing and promotional initiatives and activities; the Director for Four-Year College Relations shall perform all other duties

assigned by the President or Board of Directors. The Director for Four-Year College Recruitment shall also be a member of the Membership Committee.

H. Director for Employer Relations and Recruitment

The Director for Employer Relations shall be a representative of employer members of the Association to the Board of Directors; he or she shall direct and lead membership development, facilitate college or university communication, and coordinate other promotional activities; and the Director for Employer Relations shall perform all other duties assigned by the President or Board of Directors. The Director for Employer Recruitment shall also be a member of the Membership Committee.

I. Director for Two-Year College Relations and Recruitment

The Director for Two-Year College Relations shall be a representative of two-year college or university members of the Association to the Board of Directors; he or she shall direct and lead membership development, facilitate two-year college or university communication, and coordinate other marketing and promotional initiatives and activities; the Director for Two-Year College Relations shall perform all other duties assigned by the President or Board of Directors. The Director for Two-Year College Recruitment shall also be a member of the Membership Committee.

J. Director for Student Relations and Recruitment

The Director of Student Recruitment shall be a representative of students of the Association to the Board of Directors; he or shall direct and lead membership development, facilitate student communication, and coordinate other marketing and promotional initiatives and activities; the Director for Student Recruitment shall perform all other duties assigned by the President or Board of Directors. The Director for Student Recruitment shall also be a member of the Membership Committee.

K. Director of Diversity, Equity, and Inclusion

The Director of Diversity, Equity and Inclusion ensures that the diversity of the state of Arkansas is well represented throughout the Association, and that educational, training and leadership programs are offered to the extent possible to enhance diverse representation. They serve as a primary resource and catalyst to strategize, plan, stimulate and collaborate with members and relevant entities to develop new diversity programs to meet strategic demands. The Director may assemble and oversee an ad-hoc Diversity Committee, shall serve on the Awards and Membership Committees, and shall perform all other duties assigned by the President or Board of Directors.

Article III

The Board of Directors

Section 1. The Board of Directors will manage the business of the Association consistent with the Articles of Incorporation and Bylaws of the Association and shall consist of the following members: President, President-elect, Secretary, Treasurer, Historian, Past President, and Director for Four-Year College Relations, Director for Employer Relations, Director for Two-Year College Relations, and Director of Diversity, Equity, and Inclusion.

Section 2. The Board of Directors will meet by August 31 and will convene for at least two (2) other sessions during the Association's fiscal year. Recommended months for meetings are October and February respectively.

Section 3. The presence of a majority of the members of the Board of Directors of the Association as determined by the bylaws will constitute a quorum for the transaction of business at any meeting.

Section 4. When a Board member resigns or ceases to qualify for office, the position will be declared vacant. With the exception of the office of President-elect, the President will expeditiously recommend to the Board of Directors for approval, a successor to fill the unexpired term of office. If the office of President-elect becomes vacant, Article IV, Section 5 of the Bylaws will be followed.

Section 5. The Board of Directors will be selected each year at the annual AACE Spring Conference. Nominations will be accepted from all voting members; members are allowed to nominate themselves. Once the nominations are completed, the AACE President will conduct an anonymous vote for each office.

Article IV

Governance

Section 1. The Arkansas Association of Colleges and Employers Board of Directors shall establish & maintain a manual of policies and procedures by which the organization will be managed in accordance with the constitution and bylaws. Such policies and procedures may be created, amended, or revoked by 2/3rds majority of the Board of Directors.

BYLAWS

Article I

Budget

Section 1. The fiscal year shall be designated July 1 of one year to June 30 of the following year.

Section 2. The annual budget of the Arkansas Association of Colleges and Employers shall consist of funds received by the Association's treasurer in the form of dues.

Section 3. Of each member's paid dues, eighty percent (80%) shall be applied to the fiscal budget of the following year. Twenty percent (20%) shall be applied to a contingency fund for special projects.

Section 4. All expenditures totaling less than two hundred dollars need only be approved by the AACE Treasurer. Those lying between two hundred and five hundred dollars shall be approved by the AACE Finance Committee Chairperson. Expenditures in excess of five hundred dollars must bear the approval of the AACE Finance Committee Chairperson as well as the President.

Section 5. A hospitality suite shall be purchased for use by the AACE membership during the Spring Conference and the AACE President shall hold a private room.

Section 6. Travel reimbursements will be made available to all board members if the following guidelines are met: (a) At least three board members are present during a required meeting such as annual board meetings; (b) Member's organization is unable to reimburse (no double reimbursement will be allowed).

Only mileage reimbursements will be made from member's organization to designated meeting location at the state mileage rate. Reimbursement rates for the year will not exceed \$500 collectively for all members.

Section 7. AACE will sponsor up to \$1,500 in conference fees (early bird rate), travel, lodging, and other expenses for the acting President to attend either the SoACE or NACE conference during their elected if the AACE budget can afford it. In order for the acting President to take advantage of this sponsorship, their organization (institution or employer) must match the sponsorship funds. All other expenses incurred will be the responsibility of the President or the President's organization. In the event that the President is unable to attend, the President will appoint another board member to be awarded the sponsorship.

Article II

Dues and Fees

Section 1. Changes in the amount of individual annual membership dues must be recommended by the Board of Directors and approved by the membership at the annual business meeting or by quorum of electronic vote. Annual dues shall be collected following the beginning of the fiscal year and will stand for the remainder of the fiscal year.

Pro-rated membership fees will be given to first time new members one time and to returning members. After the first year, regular member dues apply. Pro-rated rates will not be available to current or late paying members.

Section 2. The Board of Directors will approve the conference registration fee for conferences.

Section 3. Refund of all annual conference registration fees will be made if cancellation is received in writing one week prior to the start of the conference.

Article III

Committees

Section 1. To assist the officers and directors in conducting the affairs of the Association, there will be the following standing committees:

A. Awards Committee

1. The Awards Committee shall be composed of four (4) members including the following: the Immediate Past President who will serve as chairperson, one (1) representative of the employer membership, one (1) representative of the college or university membership, and the Director of Diversity, Equity, and Inclusion.
2. The Awards Committee will recommend to the Board of Directors, for approval, a nominee for the Nola Holt Royster Distinguished Service Award by March 15.

3. The Awards Committee will conduct continuing review of the criteria for granting awards and recommend award recipients to the Board of Directors.

B. Membership Committee

1. The Membership Committee shall be comprised of the Director for Four-Year College Recruitment, the Director for Employer Recruitment, the Director for Two-Year College or Recruitment, the Director for Student Relations and Recruitment, the Director of Diversity, Equity, and Inclusion, and two (2) members chosen by the directors. The chair will be appointed by the President from one of the four directors.
2. Responsibilities
 - a. The Membership Committee will review and take appropriate action on all applications for membership.
 - b. The Membership Committee will continually review the status of membership in the Association and, in coordination with the Nominating Committee, certify the eligibility of all nominees for office in accordance with Article IV, Section 2.
 - c. The Membership Committee will, in cooperation with the Board of Directors, devise and conduct programs for helping the Association meet its membership goals as well as market and advertise AACE and its products.
 - d. The Membership Committee will plan and conduct a new member orientation at the annual Spring Conference.

C. Finance Committee

1. The Finance Committee will be composed of not less than three (3) members of the Association one of whom will be the Treasurer of the Association. The Chairperson and members of the committee will be appointed by the President and will serve for a period of three (3) years. At least one member from AACE shall serve on the committee in one-year increments.
2. Responsibilities
 - a. The Finance Committee will review the financial records of the Spring Conference and report to the Board of Directors the findings and recommendations deemed advisable.
 - b. In the event that expenditures from the annual budget should exceed the amount of \$12,000, the Finance Committee will see that a legal audit is scheduled.

- c. The Finance Committee shall act in accordance with budget provisions listed in Article I of the Bylaws.
- d. The Finance Committee will perform all other duties delegated by the President.

D. Conference Committee

1. The President-elect will appoint by April 1 of each fiscal year, with the approval of the Board of Directors, the General Conference Chairpersons and/or Co-Chairpersons for the Spring Conference. In turn, each conference Chairperson will submit a tentative budget request to the Board of Directors for the spring conference by February 1. With the approval of the Board of Directors, the President-elect may choose to serve as chair of the Conference Committee instead of appointing chairperson(s).
2. The Conference Committee will be composed of the General Chairperson or General Co-Chairpersons who will appoint the Chairperson and members of the sub-committees for the purpose of arranging and coordinating all activities related to the Annual Conference.
3. The Annual Spring Conference shall be held between April and June of each year (not conflicting with SoACE or NACE) and will convene in a place chosen by the Chairperson or Co-Chairpersons and approved by the Board of Directors.

Article IV

Nomination and Election Procedures

Section 1. Nominations for candidacy will be allowed from the floor at the Spring Conference. Candidates will be permitted to nominate themselves for office. The slate of candidates will be voted upon during the business meeting at the Spring Conference.

Section 2. The member receiving the greatest number of votes for each office will be elected to that office. In case of a tie vote, the new board member will be decided by ballot vote at the annual business meeting. In case of an unopposed nomination, the election will be declared by acclamation.

Section 3. Results of the election will be announced in the first issue of the AACE Newsletter following the election.

Section 4. Any person who has been elected but has not yet assumed office and is unable to serve will be replaced by nomination from the floor and a special election during the annual business meeting. Following the business meeting, when an officer or board member ceases to qualify for office, Article III, Section 4 of the Constitution will be followed.

Section 5. The Board of Directors will expeditiously conduct a special election in accordance with the above procedures when the position of President-elect becomes vacant. In the interim, the Immediate Past President will temporarily assume the duties of President-elect until the special election results are validated. In the absence of the Immediate Past President, the order of succession shall be AACE President, Secretary, Treasurer, Historian, Director for Employer Relations, Director for Four-Year or Two-Year College Relations, Director of Diversity, Equity, and Inclusion.

Article V

Business Meetings

Business meetings for the association would be regularly conducted during the Spring Conference. Specially called business meetings, for the consideration of emergency business, may be called at the approval of the Board of Directors. The membership must be notified thirty (30) days in advance of all business meetings. Voting for special business meetings may take place in person, through mailed ballot, or electronic ballot and must be limited to emergency business only. Voting at special business meetings will not address or include association elections, with the exception of a special election to fill a President-elect vacancy. Voting at the Spring business meeting must be conducted in person.

Article VI

Quorum

For the purpose of considering amendments to the Constitution and Bylaws and conducting other Association business, a business meeting will be held during the Spring Conference. The members in attendance at the business meeting will constitute a quorum. The secretary shall notify the AACE membership of a business meeting thirty (30) days in advance.

Article VII

Notification

Notification of association official business, including newsletters, may be transmitted to the membership by U.S. Mail, parcel carrier, electronic mail, or World Wide Web pages. The Board of Directors may utilize any, all, or exclusively one of the aforementioned modes for official communication to membership.

Article VIII

Parliamentary Authority

Robert's Rules of Order will govern the Association in all cases to which they are applicable and in which they are consistent with the Bylaws of the Association.

Article IX

Bylaws Amendments

The Constitution and Bylaws may be amended by electronic vote or during the business meeting held during the conference. Proposed amendments to the Constitution and Bylaws will be filed with the Secretary in time to be mailed to the membership at least thirty (30) days prior to the date of the electronic vote or business meeting during which they are to be considered. Amendments to this document shall only be approved when voted upon favorably by at least two-thirds (2/3) of the AACE membership present at a business meeting. Suspension of Constitution and Bylaws, rules, or standing rules, may be considered by the membership for temporary deviations as necessary to conduct affairs of the association. Suspensions to the Constitution and Bylaws, rules, or standing rules shall only be approved when voted upon favorably by at least two-thirds (2/3) of the AACE membership participating in a business meeting.

Article X

Long Range Management Plan

The Board of Directors will conduct the business of the Association in accordance with the goals and objectives outlined in the Long-Range Management Plan document. Modifications to the Long-Range Plan will require a majority vote of the Board of Directors.

Article XI

Disciplinary Action

Section 1. Types of Action

The Board of Directors may censure, suspend, expel from membership, or remove from office any individual who is found guilty of committing an act, or acts, set out in Section 2 of this Article. In determining the action to be taken against an individual who is found guilty of committing an act, or acts, set out in Section 2 of this Article, the decision of the Board of Directors will be final.

Section 2. Causes

- a. Violation of the National Association of Colleges and Employers "Principles for Professional Conduct for Career Services & Employment Professionals;"
- b. Violation of the Arkansas Association of Colleges and Employers "Principles for Professional Conduct for Career Services Professionals;"
- c. Violation of the association's Constitution, Bylaws or any applicable resolutions;
- d. Violation of a state or federal law prohibiting discrimination in employment or recruiting practices on the basis of gender, race, color, religion, age, national origin, disability, citizenship, or such violation having been determined by a governmental agency duly authorized to enforce such law;
- e. Non-compliance with the association's policy statement regarding conflict of interest;
- f. Failure to properly account for association funds or other failure to meet financial obligations to the association.

Section 3. Procedure

A. Complaint

Upon receipt of information that a member of the association, a member of the Board of Directors, or a member of one of the association committees has committed an act, or acts, which gives rise to a violation set out in Section 2 of this Article, a written complaint must be submitted to the association Secretary who will present the complaint to the Board of Directors for consideration. Should the decision be made that action is necessary, a notice outlining the violation will be served upon the individual(s) involved by certified mail with return receipt requested. Said individual(s) will be given not less than ten (10) days, but not more than twenty-one (21) days, to

respond to the complaint and an opportunity to offer evidence on behalf of said individual(s) if desired.

B. Hearing

Within thirty days of receipt of the response by the individual(s) a hearing will be held by an ad hoc committee of three (3) past or present officers of the Association appointed by the President of the Association with the approval of the Board of Directors. The members of the ad hoc committee must have actively participated in the association during the past five years. The committee will render its findings solely based upon the evidence collected and recommend a course of action to the Board of Directors.

C. Disposition

The Board of Directors will review the recommendation submitted by the ad hoc committee and make a final recommendation and disposition of the complaint, including the action to be taken as set forth in Section 1 of this Article. Decisions rendered must be approved by a 2/3 vote of the Board of Directors.

D. Board Member Complaints

When the complaint involves a Board Member, or contests Board action, the complaint must be delivered to the immediate Past-President. The complaint will be heard by an ad hoc committee, comprised of the immediate Past-President and no less than two of the association's Past-Presidents, who will act in place of the President and the Board of Directors, in accordance with Section A and B above. The Board will then be responsible for disposition under Section C above.

Section 4. Temporary Removal Pending Adjudication

Where the situation demands, due to allegations set forth in the complaint, and the sensitivity of the position held by the individual(s) charged with a violation set out in Section 2 of this Article, the Board of Directors of the Association is empowered to temporarily remove said individual(s) from any and/or all participation in activities of the association and/or Board of Directors, pending adjudication of the case.

Section 5. Notification of Decision Rendered

Upon rendering a judgment regarding the case, an official statement will be drafted by the Board of Directors for inclusion in their meeting minutes. A statement of the

decision will be provided to the individual filing the complaint and the individual(s) with whom the complaint addressed.

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