

# **CONSTITUTION AND BYLAWS OF THE CONTINUING EDUCATION ASSOCIATION OF NEW YORK, INC.**

## **CONSTITUTION**

### **Preamble**

The Continuing Education Association of New York, Inc., dedicates itself to the promotion and support of quality programs of public continuing higher education in New York State. The Association serves as an advocate for the postsecondary adult learner and encourages the professional development of its members.

### **Article I: Name**

The name of this organization shall be the Continuing Education Association of New York, Inc., hereafter referred to as the Association.

### **Article II: Purposes**

The purposes for which this Association has been organized are as follows:

- a) To promote an exchange of information and ideas;
- b) To address problems confronting continuing education personnel and the adult learner;
- c) To strengthen lifelong learning programs;
- d) To encourage professional development among its members;
- e) To provide the membership with current legislative information relative to part-time students;
- f) To expand public service programs;
- g) To sponsor and support research and demonstration projects concerning adult continuing education programs and services.

### **Article III: Membership**

Qualifications for membership:

#### **Section 1: Individual Membership**

Individual membership shall be open to those employed or retired as deans, directors, professional continuing educators, community service/lifelong learning staff, and faculty of public higher education (CUNY, SUNY, or NYS Education Department).

## Section 2: Institutional Membership

Institutional membership shall be limited to public colleges, universities, and their governing bodies (CUNY, SUNY, or NYS Education Department) in New York State.

## Section 3: Associate-Individual Membership

Associate-Individual membership shall be open to those employed or retired as deans, directors, professional continuing educators, community service/lifelong learning staff, and faculty of institutions, agencies, or associations of higher education. Associate-Individual members are non-voting and may not hold elected office.

## Section 4: Associate-Institutional Membership

Associate-Institutional membership shall be open to private not-for-profit and for-profit colleges, universities, and other organizations that offer programs related to the Association's mission. Associate-Institutional members are non-voting and may not hold elected office.

## Section 5: Student Membership

Student membership is open to any individual currently enrolled and matriculated in an undergraduate or graduate degree program who is not otherwise employed full time in the field of public higher education. Student members are non-voting and may not hold elected office.

## Section 6: Honorary Membership

Individuals may be nominated and approved for Honorary membership by the Executive Board. Such membership may be extended to persons currently active in, or retired from active participation in continuing education programs, or other individuals of distinction as determined by the Executive Board. Honorary members are non-voting and may not hold elected office.

Honorary membership shall be for the life of the individual(s) so designated.

## Section 7: Voting Eligibility

Only Individual and Institutional members shall vote and hold office.

## Section 8: Membership Non-Transferable

Membership of any type is non-transferable.

## **Article IV: Officers and Executive Board**

### Section 1: Officers

The Officers of the Association shall be the President, Vice President/President-Elect, the Secretary, and the Treasurer. They shall be elected at the annual meeting and shall hold office until their successors have been selected. In the case of the Vice President/President-Elect, the election to the Presidency shall be unnecessary as this person shall automatically assume that office upon termination of the term of the President.

Nominations for Vice-President/President-Elect shall be limited to current and/or past members of the Executive Board.

The overall term of office for the Vice President/President-Elect shall involve four years, two years as Vice President/President-Elect, and two years as President. The Treasurer and Secretary shall each hold a two-year term of office.

### Section 2: Executive Board

The Executive Board shall be the governing board of the Association, responsible for the operation of the Association between annual meetings of the membership. The Executive Board shall be comprised of voting and non-voting Directors. The voting Directors shall be the elected Officers and fifteen elected Directors. Five of the fifteen elected Directors shall be elected each year at the annual meeting of the membership, each to serve three-year terms. The non-voting Directors shall be the Chairpersons of Standing Committees, Regional Chairpersons, the Annual Conference Committee Chairperson, and other Representatives as approved by a majority of the elected Directors.

Nominations to the Executive Board shall be limited to individuals who have held Individual or Institutional membership in the Association for a minimum of one year.

### Section 3: Succession

In the event of the resignation of both the President and the Vice President/President-Elect, succession will take place as follows: The Secretary becomes President and completes the unexpired term of the President. The new President appoints a Vice President and Secretary with the approval of the Executive Board. The Nominations Committee will arrange for a formal election of a new Secretary.

## **Article V: Committees**

### Section 1: Classes of Committees

There shall be two classes of committees, Standing and Special. The Standing committees shall be provided for in the Bylaws of the Association. Special committees may be created by the President of the Association as deemed desirable. The President shall be a non-voting member of committees.

## Section 2: Standing Committees

Standing committees of the Association shall include: the Executive Committee; Regional Committees; the Committee of the Regions; Constitution and Bylaws; Finance; Legislative; Membership and Marketing; Nominations; Resolutions and Awards; and Professional Development; .

## **Article VI: Meetings**

There shall be an annual meeting of the membership, the time and place of which shall be fixed by the Executive Board. The President shall be responsible for the development of plans for the annual meeting.

## **Article VII: Finances**

The fiscal year shall begin on November 1 of each year. Dues shall be established and detailed in the Bylaws of the Association.

## **Article VIII: Bylaws, Amendments and Practices**

### Section 1: Bylaws

The Association shall establish Bylaws governing the routine activity of its Executive Board, officers and committees. The Bylaws shall be adopted by vote of the members of the Association at the annual meeting of the membership and may be amended or repealed by a similar vote at subsequent meetings.

The Executive Board may adopt, amend or repeal any Bylaws subject to the vote of the members at the annual meeting of the membership. Any changes in the Bylaws initiated by the Executive Board must be set forth in a notice to members before the next annual meeting of the membership, and the changes approved or rejected by vote at that meeting.

### Section 2: Amendments to the Constitution

The Constitution may be amended by the affirmative vote of two-thirds of the members in attendance at any annual meeting of the membership of the Association provided that prior notice of the proposed amendment has been included in the notice of the meeting sent to all members. The Secretary of the Association shall notify the members of proposed amendments. The Secretary shall certify the list of members eligible to vote at such meetings.

### Section 3: Rules of Order

On all matters not covered by the Constitution and Bylaws of the Association, practice and procedure shall follow Robert's Rules of Order, most recent edition.

## **Bylaws**

### **Article I: Offices**

The principal office of the Corporation, hereinafter referred to as the Association, shall reside at a location determined by the board of directors.

The Association may also have offices at such other places within or without this State as the Executive Board may from time to time determine or the business of the Association may require.

### **Article II: Membership**

#### Section 1: Classification of Membership

1. Membership is for one year and may be either Individual, Institutional, Associate-Individual, Associate-Institutional or Student and may not be transferred. Honorary membership, is for the life of the individual(s) so designated, and not subject to dues payment.
2. Membership (except Honorary) is contingent upon payment of dues.

#### Section 2: Privileges of Members

Members shall be entitled to attend all meetings of the Association, to receive reports and publications issued by the Association, and share equally in all other benefits which the Association may provide.

Only Individual or Institutional members shall be entitled to vote or be nominated for an elective office.

#### Section 3: Membership Meetings

A meeting of the membership of the Association shall be held at least once per calendar year. The Secretary or his/her designee shall cause to be sent to every member in good standing at his/her address as it appears on the membership roll book of the Association, a notice or program announcement stating the time and place of the annual meeting.

An annual meeting of the membership of the Association shall be held at the time and place designated by the Executive Board and shall be considered as the official meeting date of the Association.

The Association at its annual meeting shall have full authority to determine plans, procedures, and regulations concerning any matter affecting the Association not otherwise provided in these Bylaws.

Members present at the Association's annual meeting shall constitute a quorum.

A membership roll showing the list of members as of the record date, certified by the Secretary of the Association, shall be produced at any meeting of members upon the request of any member who has given written notice to the Association that such request will be made at least ten days prior to the meeting. All persons appearing as Individual or Institutional members on such membership roll shall be entitled to vote at the meeting.

#### Section 4: Special Meetings

Special meetings of the Association may be called by a majority of the elected Directors of the Executive Board. The Secretary shall cause notice of such meeting to be sent to all members at their addresses as they appear in the membership roll book at least ten days but not more than fifty days before the scheduled date, time, place and purpose of the meeting and by whom called.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

Members present at such meetings of the Association shall constitute a quorum.

#### Section 5: Action by Members without a Meeting

If special business should arise between meetings of the Executive Board, or the annual meeting of the Association, which requires approval by the Executive Board and/or the membership, the Executive Board may use a mail or electronic ballot for such purposes. Directed by any member of the Executive Committee, use of the mail or electronic ballot shall be limited to urgent issues requiring immediate Board and/or membership approval.

Members of the Association may petition the Executive Board, through written or electronic notice to the Executive Committee, to consider an urgent issue that requires an action by vote without a meeting. Such petition must be approved and signed by a minimum of 30 voting members of the Association.

#### Section 6: Fixing Record Date

For the purpose of determining the members entitled to notice of or to vote at any meeting of members or any adjournment thereof, or to express consent to or dissent from

any proposal without a meeting, or for the purpose of determining the members entitled to receive any distribution or any allotment of any rights, or for the purpose of any other action, the Executive Board shall fix in advance a date for any such determination of members. Such date shall not be more than fifty nor less than ten days before any such meeting, nor more than fifty days prior to any other action.

#### Section 7: Proxies

Every member entitled to vote at a meeting of members or to express consent or dissent without a meeting may authorize another person or persons to act for him/her by proxy.

Every proxy must be signed by the member or his/her attorney-in-fact. No proxy shall be valid after the expiration of eleven months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

#### Section 8: Order of Business

The order of business at all meetings of members shall be as follows:

1. Determination of quorum
2. Reading of the minutes of the preceding meeting
3. Reports of officers
4. Reports of committees
5. Old and unfinished business
6. New business
7. Adjournment
8. Good and welfare

#### Section 9: Membership Dues

1. Dues rate structure: Establishment of membership dues structure is the prerogative of the Executive Board and may be determined by a majority vote of the Executive Board at a meeting of that body at which quorum exists.
2. Individual: An individual meeting the requirements of the Constitution is eligible to become a member of the Association and will pay Individual membership dues.

3. Persons holding Honorary membership are exempt from paying Association dues. A special reduced rate shall be available for students.
4. Institutional: A Level I institutional membership fee entitles up to ten representatives from the same institution to become members of the Association. A Level II institutional membership fee allows up to forty representatives from the same institution to become members of the Association.
5. Associate-Individual: An individual meeting the requirements of the Constitution may become an Associate-Individual member of the Association. Associate-Individual members have all the rights and privileges of Individual membership except that they are non-voting and may not hold elected office.
6. Associate-Institutional: An institution meeting the requirements of the Constitution may become an Associate-Institutional member. Associate-Institutional membership allows up to twenty representatives from the same institution or organization to become members of the Association. Associate-Institutional members are non-voting and may not hold elected office.

### **Article III: Officers**

#### Section 1: Offices, Election, Term

At the annual meeting of the membership of the Association, the membership shall elect a President, Vice President/President-Elect, a Secretary, and a Treasurer, and such other officers as it may determine who shall have such duties, powers and functions as hereinafter provided. All officers shall be elected or appointed to serve two consecutive years, with the exception of the Immediate Past President, who shall have the option to remain on the board for one year as a non-voting member. Each officer shall hold office for the term for which he/she is elected or appointed and until his/her successor has been elected or appointed and qualified.

#### Section 2: President

The President shall be the chief executive officer of the Association. He/she shall preside at all meetings of members and of the Executive Board. He/she shall be responsible for the general management of the affairs of the Association and see that all orders and resolutions of the Executive Board are carried into effect.

#### Section 3: Vice President/President-Elect

During the absence or disability of the President, the Vice President/President-Elect shall have all the powers and functions of the President. The Vice President/President-Elect shall perform such other duties as the Executive Board shall prescribe.

#### Section 4: Treasurer



The Treasurer shall have the care and custody of all funds and securities of the Association and shall deposit said funds in the name of the Association in such bank or trust company as the Directors may elect. He/she shall, when duly authorized by the Executive Board, sign and execute all contracts in the name of the Association when countersigned by the President. He/she shall also sign all checks, drafts, notes, and orders for payment of money, which shall be duly authorized by the Executive Board. He/she shall at all reasonable times exhibit his/her books and accounts to any Director or member of the Association upon application at the office of the Association during ordinary business hours. At the end of each corporate year he/she shall have an audit of the accounts of the Association made by a committee appointed by the President, and shall present such audit in writing at the Business Meeting of the annual meeting of the membership, at which time he/she shall also present an annual report setting forth in full the financial conditions of the Association.

#### Section 5: Secretary

The Secretary shall keep the minutes of the Executive Board and also the minutes of the Business Meeting conducted at the annual meeting of the membership. He/she shall have the custody of the seal of the Corporation and shall affix and attest the same to documents when duly authorized by the Executive Board. He/she shall attend to the giving and serving of all notices of the Association and shall have charge of such books and papers as the Executive Board may direct. He/she shall attend to such correspondence as may be assigned to him/her and perform all duties incidental to his/her office. He/she shall keep a membership roll containing the names, alphabetically arranged, of all persons who are members of the Association showing their places of residence and the time when they became members.

#### Section 6: Sureties and Bonds

In case the Executive Board shall so require, any officer or agent of the Association shall execute to the Corporation a bond in each sum and with such surety or sureties as the Executive Board may direct, conditioned upon the faithful performance of his/her duties to the Corporation and including responsibility for negligence and for the accounting for all property, funds, or securities of the Association which may come into his/her hands.

### **Article IV: Directors**

#### Section 1: Management of the Association

The Association shall be managed by an Executive Board which shall consist of not less than four elected Directors. Each Director shall be at least nineteen years of age.

#### Section 2: Executive Board

The Executive Board shall consist of the elected Officers and Directors of the Association, the Chairpersons of the Standing Committees, the Regional Chairs, the Annual Conference Committee Chair, and other Representatives. The Executive Board shall serve as

an interim governing Board between annual meetings of the membership, shall fill any vacancies that may occur among the Officers, and shall perform other duties that may be prescribed by the Association. All decisions affecting policy shall be subject to review by the membership. The Executive Board shall meet upon the call of the President or upon the written or electronic request of a majority of elected members, but in no instance shall the Executive Board meet less than three times per year.

Each voting Director of the Executive Board must attend a minimum of two scheduled Executive Board Meetings each year. If unable to do so, such Director shall be notified of their status by the President, and may be removed by majority vote of the Executive Board.

### Section 3: Increase or Decrease in Number of Directors

The number of Directors may be increased or decreased by vote of the membership or by a vote of a majority of all the Directors. No increase in the number of Directors shall shorten the term of any incumbent Director.

### Section 4: Newly Created Directorships and Vacancies

Newly created directorships resulting in an increase in the number of Directors, or vacancies occurring on the Executive Board for any reason except the removal of Directors without cause, may be filled by a vote of the majority of the Directors then in office though less than a quorum exists, unless otherwise provided in the Certificate of Incorporation.

Vacancies occurring by reason of the removal of Directors without cause shall be by a two-thirds majority vote of the Executive Board. A Director elected to fill a vacancy caused by resignation, death or removal shall be elected to said position for the unexpired term of his/her predecessor.

### Section 5: Other Representatives

Other Representatives shall be defined, determined, and selected by a majority of voting Directors for the overall good of the Association. Upon approval by the Executive Board, the President shall appoint the designated representative to serve as a non-voting Director, for a term of one year.

### Section 6: Quorum

Unless otherwise provided in the Certificate of Incorporation, a majority of the voting members of the Executive Board shall constitute a quorum for the transaction of business of any specified item of business.

### Section 7: Action of the Executive Board

Unless otherwise required by law, the vote of a majority of the voting members present at the time of the vote, if a quorum is present at such time, shall be an act of the Executive Board. Each voting member present shall have one vote.

#### Section 8: Place and Time of Board Meetings

The Executive Board may hold its meetings at the office of the Corporation or at such other places, either within or without the state, as it may from time to time determine.

#### Section 9: Regular Annual Meeting

A regular annual meeting of the Executive Board shall be held immediately following the annual meeting of the membership at the place of such meeting of the membership.

#### Section 10: Notice of Meetings of the Executive Board, Adjournment

The time and place of regular meetings of the Executive Board shall be established by the President upon consultation with members of the Executive Board. Special meetings of the Executive Board shall be held upon notice to the elected Directors and may be called by the President upon three days notice to each elected Director either personally, electronically, or by mail or by wire. Special meetings shall be called by the President or by the Secretary in a like manner on written or electronic request of three elected Directors.

#### Section 11: Chairperson

At all meetings of the Executive Board, the President or in his/her absence, the Vice President/President-Elect, shall preside.

#### Section 12: Committees of the Executive Board

The Executive Board, by resolution adopted by a majority of the entire Executive Board, may designate from among its members committees. Each such committee shall serve at the pleasure of the Executive Board.

### **Article V: Committees**

There shall be two classes of committees, (A) Standing and (B) Special. Standing committees shall be those which are constituted to operate for an indefinite period. Special committees shall be those which are appointed for a specific purpose. The President shall appoint all members of Special and Standing committees, shall fill vacancies on such committees, and may appoint alternates thereon. An effort should be made to provide overlapping tenure of membership on Standing committees in order to insure continuity of purpose.

#### Section 1: Standing Committees

## A. Executive Committee

The Executive Committee consists of the President, Vice President/President-Elect, Secretary, Treasurer, and any other member the President chooses to appoint, and can act on behalf of the Executive Board on routine and emergency business between regularly scheduled meetings.

## B. Nominations Committee

The specific role and activities of the Nominations Committee shall be as prescribed in the following Guidelines:

- a. To prepare a slate of nominations for the positions of Vice President/President-Elect, Secretary and Treasurer to be presented at the annual meeting of the Association;
- b. To select individuals to fill vacancies occurring on the Executive Board (potential Executive Board members must have been active members of the Association for at least two years);
- c. To recommend to the President of the Association the names of individuals to serve on the Standing committees; and
- d. To make recommendations to the Executive Board regarding such terms of office, presidential succession, and other topics affecting the Nominations Committee.

## C. Resolutions and Awards Committee

The specific role and activities of this Committee are as follows:

- a. Resolutions
  - i. Submission of Recommendations for Resolutions: Any member of the Association may submit resolutions relating to the Association's role or mission at any time during the year to the Chairperson of the Resolutions and Awards Committee and/or the current officers (President, Vice President/President-Elect, Secretary, Treasurer) of the Association. All resolutions must be submitted in writing or electronically to be considered for acceptance by the Resolutions and Awards Committee.
  - ii. Procedure for Consideration of Resolutions: All resolutions submitted for consideration by the Association must receive majority approval by members of the Resolutions and Awards Committee and the Executive

Board before submission to the general membership for approval.

1. Balloting by Mail: Approval of resolutions by the general membership will require a majority vote of the members of the Association at the time, if as provided for in these Bylaws, the balloting is conducted by mail or electronic mail.
2. Balloting at Statewide Meetings: Approval of a resolution at a statewide meeting called by the President of the Association, where the general membership is notified in advance of the meeting date, will require a majority of those present at the meeting to approve the resolution.
3. Nature and Type of Resolutions: Resolutions submitted for consideration might relate to:
  - a. Recognition, expression of appreciation, and/or acknowledgement of achievements within and/or outside the field of public continuing higher education;
  - b. Plans, policies, legislation and general direction of the field of public higher education in or outside the State of New York which would impact upon the members of the Association and/or their respective institutions; or
  - c. Other areas that generally relate to the Association or its membership as deemed appropriate by the Resolutions and Awards Committee.

b. Awards

- i. Submission of Recommendations: Any member of the Association may submit recommendations for honors or awards to be presented to recognize individuals and/or institutions who/which may or may not be members of the Association. Awards/Honors may include, but are not limited to: Outstanding Continuing Educator; Charles A. (Chuck) Burns Outstanding Adult Student; Dr. James C. Hall, Jr. Exemplary Program(s); Emeritus Honor; Past President; Outstanding Business/Organization; Outstanding Continuing Education Instructor; and Certificate of Appreciation.
- ii. Procedure for Consideration of Awards/Honors: All recommendations submitted for consideration of awards/honors must be approved by a majority of the members of the Resolutions and Awards Committee. If a new award or honor is recommended for adoption by the Association, it must be approved by the general membership as are resolutions, per

Section 1 of this Article. If individuals and/or institutions are being

considered for established previously approved awards/honors, the majority vote of the members of the Resolutions and Awards Committee, and then the Executive Board, will suffice.

- iii. Establishing Criteria for Specific Honors or Awards: Criteria for specific awards or honors will be determined by the Resolutions and Awards Committee at the time that such an award/honor is established. Recommendations for such criteria are requested in writing or electronically from the individual(s) submitting a proposal for such.

#### D. Constitution and Bylaws Committee

The Constitution and Bylaws Committee is one of the Standing committees of the Association. The Committee reviews and makes recommendations for revisions to the Constitution or Bylaws. Such changes are submitted to the Executive Board for review and approval by the membership.

#### E. Legislative Committee

The committee keeps the Executive Board and general membership informed about continuing education legislative matters on national, state and local levels. The purpose of the Committee is:

- a. To promote membership by:
  - i. Helping members better understand the relationship between the State University, the City University, the State Education Department, the state legislature, the Governor's Office, and other participants in the budget/legislation process; and
  - ii. Assisting members wishing to become effective in advancing the causes of continuing education.
- b. To identify and recommend action on issues, problems, and pending state and federal legislation that may impact continuing adult higher education. The Committee will:
  - i. Inform the Executive Board, the President, and general membership regarding pertinent adult and continuing education legislation;
  - ii. Advise the Executive Board and President on appropriate membership action regarding adult and continuing education legislation; and
  - iii. Maintain liaison with State Education Department, State University, City University, and federal and state legislative staffs regarding issues of

concern to adult and continuing education.

- c. To promote lifelong learning by recommending ways that the Association can highlight the successes of continuing education programs and encourage the Governor, legislature, and other state officials to support lifelong learning by their actions.

#### F. Membership and Marketing Committee

The role and activities of Membership Committee are to contact past members and potential members eligible for membership in CEANY to encourage participation; to prepare membership information to increase CEANY membership; to coordinate membership applications and maintain an active membership list; to collect membership fees, process membership renewals, and forward fees to the Treasurer.

Additionally, the Membership and Marketing Committee will develop the Association communication plan; recommend policies and procedures regarding all publications of the Association and assist in the coordination of their creation and distribution; in conjunction with other committees, maintain the Association's website with up-to-date information; manage and coordinate the background technological infrastructure of the Association; develop and disseminate news releases and other documents for public consumption; and assist other committees in their efforts related to membership and marketing.

#### G. Professional Development Committee

The specific role and activities of this Committee will be

- a. To coordinate professional development activities for CEANY members through the annual meeting and regional workshops;
- b. To provide workshops and seminars in professional development for CEANY members and other continuing education educators across the state;
- c. To help promote and introduce "State of the Art" ideas and knowledge that will lead to improved continuing education programs in New York State; and
- d. To create better awareness of the critical need for ongoing professional development for continuing education practitioners.

#### H. Regional Committees

There shall be Regional Committees as designated by the Executive Board. The Regional Committees shall undertake any and all activities necessary for the good and welfare of the Association as assigned by the Executive Board. Such activities shall include the planning and implementation of regional meetings, in cooperation with the



Chairperson of the Committee of the Regions and the Executive Board.

Upon recommendation by the Nominations Committee, the President shall appoint Regional Chairpersons who shall serve as non-voting Directors of the Executive Board. Regional Chairpersons shall serve for a term of one year.

#### I. Committee of the Regions

The Committee of the Regions shall consist of the Chairperson from each of the designated regions and the Vice President/President-Elect. The Vice President/President-Elect shall serve as the Chairperson of this Committee.

The Committee shall assist the Executive Board in scheduling annual regional meetings. It shall establish times, dates, locations and recommend agenda items for discussion.

The Committee shall also work closely with the Membership Committee in recruiting new members to the Association.

#### J. Finance Committee

The Finance Committee is comprised of the Treasurer, President, Vice President/President-Elect, Membership & Marketing Committee Chairperson, and the Annual Conference Committee Chairperson. This committee shall assist the Treasurer in making budgetary and financial decisions that are in keeping with the Association's goals and objectives for each year. Specifically, the Finance Committee shall assist the Treasurer as follows:

- a. Meets on a regular basis, typically before Executive Board meetings;
- b. Establishes a projected budget for each fiscal year;
- c. Reviews end-of-year revenue and expenditures;
- d. Recommends budgetary adjustments as appropriate;
- e. Conducts an annual audit with the help of an external or internal auditor; and
- f. Provides quarterly and year-end reports to the Executive Board.

### Section 2: Special Committees

- A. Annual Conference Committee – established each year to develop and coordinate the program for the Association's annual meeting of the membership.

- B. Other – as deemed necessary and appointed by the President, who will charge the committee and specify its length of operation.

#### **Article VI: Archivist**

The Archivist shall be responsible for the collection, organization, preservation and dissemination, as appropriate, of all historically significant documents, records, and memorabilia of the Association. The Archivist is appointed by the President for a term of five years.

#### **Article VII: Fiscal Year**

The fiscal year of the Corporation shall extend from November 1 – October 31.

#### **Article VIII: Seal**

The seal of the Corporation will be held by the Treasurer.

#### **Article IX: Construction**

If there be any conflict between the provisions of the Certificate of Incorporation and these Bylaws, the provision of the Certificate of Incorporation shall govern. The official publication of the Constitution and Bylaws of the Association shall reside in the Office of the President.

#### **Article X: Effective Date**

The provisions of these rules shall become effective upon the adoption by a two-thirds vote of the membership present at the annual Business Meeting.

### **Current Status of this Document**

The Constitution and Bylaws of the Continuing Education Association of New York, Inc. as embodied in this document were approved unanimously by the membership at the November 10, 2016 Business Meeting held in Suffern, New York and shall be considered current and in effect as of this date. All other editions shall be considered as void.