AMENDED AND RESTATED BYLAWS OF
THE UNIVERSITY OF ARIZONA HISPANIC ALUMNI
An officially recognized club of the University of Arizona Alumni Association

ARTICLE I
NAME

SECTION 1.0: NAME
The formal name of this organization shall be THE UNIVERSITY OF ARIZONA HISPANIC ALUMNI; this club may also be known and referred to as UAHA. This club is affiliated with and organized under the authority of Article III of the Bylaws of the University of Arizona Alumni Association (referred to as “UAAA”). The Bylaws of this club shall be consistent with the Bylaws of the UAAA.

ARTICLE II
PURPOSE

SECTION 2.0: PURPOSE
To promote academic excellence among students at the University of Arizona; to provide students with financial and mentoring support through a scholarship program; and to develop linkages with the corporate and professional communities, alumni, other educational institutions and the broader community.

ARTICLE III
MEMBERSHIP IN UAHA

SECTION 3.0: GENERAL MEMBERS
All former students who received a degree, or completed thirty (30) units of credit or more, at the University of Arizona are eligible for membership in UAHA, upon payment of such dues as are established by the Board pursuant to Section 3.3. Members of UAHA are required to be members of UAAA.

Members of record entitled to vote must have paid their dues at least sixty (60) days prior to the Annual Meeting. If a member’s dues renewal falls within this sixty (60) day window, the member must be current on their dues payment/renewal at the time of the Annual Meeting in order to vote.

SECTION 3.1: ASSOCIATE MEMBERS
Any person who is not a former student of the University of Arizona, or who has not completed more than twenty nine (29) units at the University, may become an Associate Member by paying the dues pursuant to Section 3.3 and shall be entitled to all the
privileges of membership in UAHA, including serving on the UAHA Board of Directors, with voting privileges, and holding an Officer position, with the exception of President or Vice-President.

SECTION 3.2: HONORARY LIFETIME MEMBERSHIPS
The Board of Directors, through the vetting by the Membership Committee, shall have the authority to confer Honorary Lifetime Memberships to such persons as it shall deem worthy of such honor for having rendered outstanding service to UAHA and they shall be entitled to all the privileges of membership in UAHA. Honorary Lifetime Membership dues are waived. Membership privileges are applied per the appropriate membership eligibility status, i.e. General or Associate.

SECTION 3.3: DUES
Dues shall be paid on a yearly or other basis as determined by the Board of Directors. Dues for membership shall be set by the Board of Directors.

SECTION 3.4: MEMBERSHIP MEETINGS
A. Annual Meeting
The UAHA shall hold its Annual Meeting no later than June 30th, of each year at a time and place designated by the Board of Directors. Written notice of the Annual Meeting and its Agenda, stating the business to be conducted, the place, date and hour, shall be provided to each member of record entitled to vote, no less than ten (10) nor more than fifty (50) days before the date of the meeting.

B. Quarterly Meetings
Quarterly Meetings of the membership may be called by the President provided proper notice is given. Proper notice is defined as written notification of not less than ten (10) nor more than fifty (50) days before the date of the meeting.

C. Special Meetings
The President may call a Special Meeting of the membership during the year, provided proper notice is given. Special Meetings may also be called by three (3) officers of the Board of Directors. Only the business that necessitated the calling of the Special Meeting may be conducted at that meeting. Proper notice is defined as written notification of not less than ten (10) nor more than fifty (50) days before the date of the meeting.

D. Quorum
The members of record/voting members present at a general membership meeting shall constitute a quorum. A simple majority of the members of record/voting members present shall decide any question brought before such a meeting, except for the election of officers, in which case the votes shall be made in person or as provided in Section 3.4(E).

E. Voting
A member of record/voting member, who needs to vote absentee, on any issue put to the general membership, shall request an absentee ballot from the UAHA Liaison at the
UAAA. The absentee ballot must be received by the UAHA Liaison at the UAAA prior to the applicable vote. A member of record/voting member may vote by any of the following procedures for the election of officers or board members:

1. **Mailing.** By a mailing, addressed to the UAHA Liaison at the UAAA at the Tucson, Arizona, main office of UAAA, which includes a sealed, marked ballot, so that it is received on or before the published date of the applicable vote. The ballot shall not identify the voting member and shall be sealed in a separate envelope signed on the outside by the voting member, and indicating it is a ballot, for the sole purpose of determining that the member has voted. The UAHA Liaison at the UAAA shall safeguard the ballots, unopened, and place them in the possession of the Nominations and Elections Committee at the meeting. At the time of counting the ballots at the meeting, the Nominations and Elections Committee shall remove and segregate the ballots in the manner described in Section 3.4(F). A member may also vote by mail without the confidentiality safeguards set out above.

2. **Fax.** By sending a fax addressed to the attention of the UAHA Liaison at the UAAA that is received on or before the published date of the applicable vote.

3. **E-mail.** By sending an e-mail addressed to the attention of the UAHA Liaison at UAAA that is received on or before the published date of the applicable vote.

4. **In-Person.** By voting by ballot (which does not identify the voting member) in person at the meeting, and casting a voted ballot in a ballot receptacle provided at the meeting.

**F. Election Tabulation and Results**

All the ballots, mailed, faxed or e-mailed prior to, or cast at the meeting, shall be opened, counted and tabulated by the Nominations and Elections Committee at the meeting. The Nominations and Elections Committee shall collect the sealed ballots, remove the ballots from the envelopes, and segregate them in such a manner that no person, including the person removing the ballots from the envelopes, can identify a voting member with any particular ballot. No person who is a candidate for election may participate in collecting, removing or counting the ballots. The candidates receiving the greatest number of votes shall be elected, and the Nominations and Elections Committee shall immediately certify the results of the election to the UAHA Liaison at the UAAA. The UAHA Liaison at the UAAA shall cause such results to be published in the UAHA newsletter.

**G. Election Tie Breaking Procedure**

In the event of a tie for election as an officer, those voting who are in attendance at the election meeting in person will vote to break the tie. The voting and tabulation shall be conducted in the same manner as described in Section 3.4(F). The candidate with the most votes will become the elected officer. The candidates with the next highest vote
totals will become alternates, in the order of the highest number of votes received, in the event an elected officer is unable, or declines, to initially accept the directorship at the Meeting.

H. Spoiled Ballots
A spoiled ballot is that which has an incorrect response, for one or more offices. For example, a ballot presenting more than one name for an office, with instructions to vote for one person, would be considered spoiled if more than one name for office is checked. The vote for that office would be void; however, the correctly noted votes for other offices would be accepted and tabulated.

ARTICLE IV
OFFICERS

SECTION 4.1: DESIGNATION OF TITLES
The officers of UAHA shall be PRESIDENT, VICE-PRESIDENT, RECORDING SECRETARY, COMMUNICATIONS OFFICER AND TREASURER. The Officers shall serve as the Executive Committee of UAHA.

SECTION 4.2: DUTIES OF OFFICERS

A. President
The President shall preside at all meetings of the membership and the Board of Directors, serve as UAHA representative on the University of Arizona Alumni Association Alumni Council, per Bylaws of the UAAA Article VI, and serve as the UAHA representative on the President’s Hispanic Advisory Committee. As appropriate, the UAHA President shall provide the UAHA Board with written reports of his/her activities with the UAAA Alumni Council and President’s Hispanic Advisory Committee. He/she shall approve and sign all instruments requiring execution on behalf of the UAHA, subject to prior approval of the Board of Directors (except for contracts containing legal obligations in which case the contract should be provided to the appropriate staff member of the UA Alumni Association or the UA Foundation); shall serve as ex-officio member of all committees except the Nominations and Elections Committee; work with the UAHA Liaison at the UAAA and UAHA Executive Committee to determine those issues that will be brought to the attention of the Board and speak on behalf of the Board when it is not in session.

B. Vice-President
The Vice-President shall perform the duties of President in his/her absence and shall perform other duties, as directed by the President, and warranted by the position. The Vice-President shall work closely with UAHA committees and the UAHA Liaison at the UAAA to offer additional support and ensure work is proceeding per plans. In addition, the Vice-President is responsible for Bylaws updates and is the key person responsible for Bylaws compliance. The Vice-President shall serve as the Parliamentarian and Sergeant-At-Arms for the Board of Directors. The Vice-President is intended to automatically succeed to the Presidency following the end of the President’s term and
upon a vote of confidence by a majority vote of the Board of Directors by April 30th of an election year. In case of death, disability, or resignation of the President, the Vice-President shall perform and be vested with all of the duties and powers of the President, upon a vote of confidence by a majority vote of the Board of Directors.

C. Recording Secretary
The Recording Secretary shall maintain records of the procedures at all meetings; shall give notice of all meetings of the membership, Board of Directors and Executive Committee. Copies of the Board and Executive Committee Minutes shall be sent to all members of the Board within thirty (30) days of the close of the meeting. The Recording Secretary shall coordinate notification efforts with the Communications Officer, President and the UAHA Liaison at the UAAA and perform other duties as warranted by the position.

D. Communications Officer
The Communications Officer shall ensure timely distribution of correspondence to the Board of Directors, Executive Committee, and the membership; shall serve as the chairperson of the Communications Committee; oversee the production of the UAHA newsletter; update the UAHA website and other media, ensure that all related UAHA communications are consistent with UAHA branding and UA policies, and perform other duties as warranted by the position.

E. Treasurer
The Treasurer shall serve as the fiscal and budgetary officer of the UAHA; shall present a financial report at the Annual Meeting and at all Board of Directors meetings; shall serve as Chairperson of the Finance Committee; in conjunction with the UAHA Liaison at the UAAA and, with the full participation of the Board of Directors, shall prepare an annual budget and perform other duties as warranted by the position. The Treasurer or his/her designated representative shall be present at all fundraising events to collect and manage funds at such events and shall provide a written financial report of an event at a scheduled Board of Directors meeting within sixty (60) days.

F. Immediate Past President
The Immediate Past President is not an officer or director position of the UAHA Board. Therefore, he/she cannot speak for or act on behalf of the UAHA, nor serve as its designee. The President, with prior approval by the Board of Directors, may invite the Immediate Past President to continue to serve on the Board of Directors, or in any other role the President deems appropriate.

G. Committee Membership
Each officer of the UAHA in addition to the duties outlined in Section 4.2 shall be a member of at least one of the standing committees described in Section 8.1.
H. Term of Office
Officer candidates shall be UAHA members for no less than sixty (60) days. The officers of the UAHA shall not serve more than two (2) consecutive terms in office for any position. The term of office shall be for two (2) years commencing upon election at the Annual Meeting. Terms of office served to fill a vacancy shall not be considered a portion of any term and in any way limit an officer to serve his/her maximum allowed terms for office.

I. Attendance
Two (2) un-excused absences during the calendar year and at the discretion of and upon the vote of four of the five officers of the UAHA will constitute grounds for removal from office.

J. Required Membership in UAAA
Any person elected as an officer shall be a dues-paying member of the UA Alumni Association at the time of election and at all times during the person’s term as an officer. Failure to maintain membership in UAAA shall be grounds for removal from the UAHA Board.

K. Officer Vacanc (ies)
In the case of the death, disability, or resignation of one or more of the Officers, the majority of remaining board members shall fill the vacancies for the un-expired terms. One or more nominees from the current Board of Directors shall be recommended by the Nominations and Elections Committee to fill each vacancy. Should the Nominations and Elections Committee find that no recommendation can be made from the Board of Directors; the committee shall fill the vacancy from the general membership. In the event that the position of Nominations and Elections Committee Chair remain vacant at the time of a vacancy, the Vice-President shall commence a process to fill the vacancy pursuant to this section.

ARTICLE V
BOARD OF DIRECTORS

SECTION 5.0: MEMBERSHIP
The Board of Directors shall consist of the elected officers of the UAHA and appointed Chairpersons and Co-Chairpersons of each Standing Committee. Chairpersons may be nominated by the Board of Directors or the President. All members of the Board of Directors must be vetted by the then current members of the Board of Directors before appointment. Directors may be nominated by the President or the Board of Directors. The Board of Directors, through a majority vote, must ratify appointments to the Board. The Director of the Chicano/Hispano Student Affairs Center, representatives of The University of Arizona Alumni Association, shall be Ex-Officio members of the Board, but shall not have voting privileges.
SECTION 5.1: MEETINGS

A. Regular Meetings
All regular meetings of the Board of Directors shall be held at a time and place as may be designated by the Board and shall be conducted in accordance with the general rules of procedure.

The Recording Secretary shall publish a listing of meeting dates, times, and locations at least fifteen (15) days but no more than thirty (30) days in advance of a meeting.

B. Special Meetings
Special meetings of the Board of Directors may be called by the President, by at least 2 UAHA officers, or by at least 3 members of the Board of Directors. The Recording Secretary shall provide notices of all special meetings to all members of the Board at least five (5) days in advance of a special meeting.

SECTION 5.2: QUORUM
A majority (51%) of the filled membership positions on the Board of Directors, as defined in Section 5.0, shall constitute a quorum for all meetings. A single member shall not constitute quorum under any circumstances.

SECTION 5.3: TERM OF OFFICE
Board of Directors candidates shall be UAHA members for no less than sixty (60) days. The Directors of the UAHA shall not serve more than two (2) consecutive terms in office for any position. The term of office shall be for two (2) years commencing upon election at the Annual Meeting. After one year off the Board, a member shall be eligible for another term. Terms of office served to fill a vacancy shall not be considered a portion of any term and in anyway limit a board member to serve his/her maximum allowed terms. Notwithstanding this section, the Executive Committee, at its discretion, may continue the appointment of a board member it deems to be in the best interest of the organization.

SECTION 5.4: ATTENDANCE
Two (2) un-excused absences during the calendar year and at the discretion of and upon the vote of four of the five officers of the UAHA will constitute grounds for removal from office.

SECTION 5.5: VACANCIES
In the case of the death, disability, or resignation of one or more of the Board members, the majority of remaining board members shall fill the vacancies from the general membership for the unexpired terms. One or more nominees from the general membership shall be recommended by the Nominations and Elections Committee to fill each vacancy, ratification by a majority of the Board, as required by Section 5.0. In the event that the position of Nominations and Elections Committee Chair remain vacant
the time of a vacancy, the Vice-President shall commence a process to fill the vacancy pursuant to this section.

SECTION 5.6: REMOVAL
A Board member may be removed with or without cause by a vote of two-thirds of the total number of Board members in good standing and in office at a duly convened meeting of the Board of Directors. A simple majority vote is required to issue a notice to the Board member who is being recommended for removal. The notice shall be provided to the Board member who is being recommended for removal at least fourteen (14) days in advance of the meeting. The notice shall include the date, time, location of the meeting and any causes for removal. The Board member that is subject to removal may be present at the duly convened Board of Directors meeting for the purpose of voting on the removal of the Board member.

SECTION 5.7: COMPENSATION
No Director shall receive compensation for service on the Board, except that the Directors may authorize reasonable reimbursement for approved expenditures made on behalf of UAHA.

SECTION 5.8: POLICIES
The Board shall establish policies as appropriate for the effective governance of the UAHA. Policies may be adopted or amended at any meeting of the Board, provided that a copy of the proposed policy or amendment shall be provided to the Board not less than two business days prior to the meeting.

SECTION 5.9: FISCAL MATTERS
UAHA Board shall honor its fiduciary responsibility by adhering to the following requirements:

1. **Contracts.** Impending contracts shall be brought to the Board for review and approval to proceed. Subsequently, all contracts shall be reviewed by the University of Arizona Alumni Association and/or the University of Arizona Foundation, for approval and signature.

2. **Expenditures.** No Director, officer or agent of the UAHA shall authorize or allow any funds to be expended for any purposes other than as set forth within these Bylaws. All funds shall be expended in accordance with policies and procedures established by the Board of Directors.

3. **Loans.** No loan of funds shall be made by or to the UAHA and no evidence of indebtedness shall be issued in its name.

4. **Conflict of Interest.** Conflict of Interest: No member of the Board or any of its committees shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with the UAHA. Each individual shall disclose to the UAHA
any personal interest that he or she may have in any matter pending before the UAHA and shall refrain from participation in any decision on such matter. If individual members of the Board of Directors or any employee have a question about a possible conflict of interest, it is expected that they will seek the Board’s advice. In addition, each individual shall disclose to the UAHA any personal and/or familial relationship between officers, members of the Board of Directors and/or committee members. A personal and/or familial relationship is defined as parents, parents-in-law, brother, sister, spouse, domestic partner, son, daughter, brother-in-law, sister-in-law, son-in-law, daughter-in-law, grandparents, great-grandparents, grandchildren, great-grandchildren, aunt, uncle, niece, and nephew.

A conflict of interest issues may arise from a variety of sources: secondary employment, personal business activities and investments, vendor relationships, personal relationships, etc. When these potential conflict of interest situations arise, they must be reported to the UAHA President and Board Recording Secretary for discussion and resolution by the Board of Directors. The UAHA shall establish policies and procedures that further prohibit actual or implied conflicts of interest.

5. Duty to Abstain. Any member of the Board of Directors or committee who has a personal material interest in an issue being decided by the Board of Directors or the committee may not vote on questions relating to that issue.

ARTICLE VI
EXECUTIVE COMMITTEE

SECTION 6.0: EXECUTIVE COMMITTEE
The Executive Committee shall be comprised of the elected officers defined as the President, Vice-President, Recording Secretary, Treasurer and Communications Officer. The Executive Committee may exercise the full authority of the Board of Directors in the intervals between meetings of the Board of Directors and with respect to such matters as are specified by the Board from time to time.

SECTION 6.1: EXECUTIVE COMMITTEE MEMBERSHIP RESTRICTION
No immediate family members shall simultaneously serve on the Executive Committee. “Family member” shall be defined as: parents, parents-in-law, brother, sister, spouse, domestic partner, son, daughter, brother-in-law, sister-in-law, son-in-law, daughter-in-law, grandparents, great-grandparents, grandchildren, great-grandchildren, aunt, uncle, niece, and nephew.

SECTION 6.2: ASSOCIATE MEMBERS
No more than two (2) Associate Members, pursuant to Section 3.1, may simultaneously serve on the Executive Committee.
SECTION 6.3 ANNUAL MEETING
The Executive Committee shall be responsible for coordination and preparation for the annual meeting.

ARTICLE VII
ADVISORY COUNCIL

SECTION 7.0: MEMBERSHIP
The UAHA may elect to create from the corporate community and the community at large, an Advisory Council whose role will be to serve as an advocate for the UAHA. The size of the Advisory Council would be determined by the Board.

Membership on the Advisory Council would not require University of Arizona alumni status, or formal membership in the UAHA. The Board of Directors would extend invitations for membership and members would be asked to serve for a term of two (2) years.

SECTION 7.1: MEETINGS
The Advisory Council meetings would occur with the Board and would be held to a minimum of two (2) a year. Attendance at the monthly Board meetings would not be required.

SECTION 7.2: DUTIES
The Advisory Council members would be called upon to promote awareness of the UAHA, actively participate in fund raising activities, provide advice and guidance as needed, and lend voice and support on issues of importance to the UAHA.

ARTICLE VIII
COMMITTEES

SECTION 8.0: APPOINTMENT
Standing Committees shall be selected from the membership and shall be given a mandate by the President within thirty (30) days following the closing of the Annual Meeting.

SECTION 8.1: STANDING COMMITTEES
Committees shall consist of no less than two UAHA members. UAHA Board members shall serve as Chairpersons and Co-Chairpersons of the standing committees. At each Board meeting, as appropriate, Committee Chairpersons shall present and submit a one page summary report on the status of their work. These reports shall become part of the meetings’ Minutes. Prior to obligating the UAHA to any commitments, committees shall present their plans for final Board approval and directive to proceed. As needed, the
Executive Committee may ask Chairpersons and Co-Chairpersons of the standing committees to participate in an Executive Committee meeting to provide information.

A. AWARDS AND RECOGNITION COMMITTEE
   Shall determine recipients to be honored by the UAHA for outstanding and meritorious service to the University of Arizona and the Hispanic community. Awards/Citations will be presented at a time and place to be determined by the Board.

B. BYLAWS COMMITTEE
   Shall be responsible for presenting proposed changes to the Bylaws at the Annual Meeting. The Board shall review the Bylaws draft no less than thirty (30) days prior to the Annual Meeting. The Vice-President shall chair the Bylaws committee and, along with the full Board of Directors, shall hold key responsibility for ensuring adherence to Bylaws. Questions about the Bylaws or conformance to the Bylaws shall be directed to the Vice-President, in writing or presented at a meeting.

C. COMMUNICATIONS COMMITTEE
   Shall be responsible for publicity and dissemination of information; shall be responsible for the publication of the UAHA newsletter to inform the membership of the activities and accomplishments of the UAHA; update the UAHA website and other media, and ensure that all related UAHA communications are consistent with UAHA branding and UA policies. The Communications Officer shall chair the Communications/Newsletter Committee.

D. DEVELOPMENT COMMITTEE
   Shall be responsible for coordinating fundraising events in conjunction with Board committee structure, contacting potential sponsors within the corporate community to augment the scholarship endowment and developing financial support for UAHA events through underwriting and table/ticket sales. This committee may also solicit and generate funds for the UAHA general operating costs that are deposited in the UAHA restricted account, but must disclose this to the donor and obtain written agreement as to the intended use of the funds. Activities by this committee must be highly principled and represent the UAHA and the University of Arizona with the utmost integrity. Any funding activities must be in compliance with the policies and procedures of the University of Arizona Foundation and the Alumni Association, including proper notification to the donor about the intent and use of the funds being solicited.

E. FINANCE COMMITTEE
   The Treasurer shall be chairperson of the Finance Committee. The committee shall be responsible for preparing and presenting a financial report to the membership at the Annual Meeting; shall maintain current records and receipts of all expenditures; shall be responsible for an independent audit on an as needed basis; and shall be involved in and present at all fundraising activities. The Finance Committee shall establish and provide for Board approval, a process to review the current UAHA budget and develop the budget for the upcoming fiscal year. The process and review deadline shall be
determined in January and be completed no later than thirty (30) days before the Annual Meeting. UAHA committee Chairs shall prepare for and participate in this budgeting process.

F. MEMBERSHIP COMMITTEE
Shall conduct membership drives and be present at UAHA events to promote membership, maintain membership communication and work in cooperation with the UAHA Liaison at the UAAA.

G. NOMINATIONS AND ELECTIONS COMMITTEE
Shall nominate candidates for the elective offices; shall prepare nominating petitions; shall verify the validity of all nominating petitions; shall prepare and count the ballots cast at the Annual Meeting; shall certify the results to the Board of Directors.

H. SCHOLARSHIP COMMITTEE
Working in cooperation with the UA Financial Aid Office, the UA Admissions Office, the UAHA Liaison at the UAAA and related campus units, shall be responsible for the development and distribution of applications; shall be responsible for the conduct of the selection process and notification of the successful scholarship recipients. The Committee in collaboration with the Scholars Program Committee shall determine policies for distribution of scholarship funds and the renewal of scholarship awards, for Board of Directors approval.

I. SCHOLARS PROGRAM COMMITTEE
Working in cooperation with the Chicano/Hispano Student Affairs Center and related campus units, and the UAHA Liaison at the UAAA shall be responsible for developing and carrying out the ongoing mentoring programs for UAHA scholars, aimed at ensuring their academic success and career preparation. The Chairperson shall be responsible to provide a comprehensive annual report to the Board of Directors on the programs provided for UAHA scholars for the prior school year. A biennial plan shall be written and submitted to the Board of Directors on programs for UAHA Scholars for the upcoming school years. The annual report and plan shall be provided to the Board no later than May 1st, beginning on May 1, 2014.

J. SPECIAL EVENTS COMMITTEE
Shall be responsible for overseeing, planning and executing the Special Events of UAHA, including but not limited to Hispanic Heritage Day activities, Homecoming, Celebration of Excellence, and other events involving UAHA. The committee shall work with all other standing committees and the UAHA Liaison at the UAAA. The committee can establish sub-committees to oversee specific events. Each Special Event may be separately chaired and the Special Events Committee Chair shall report to the Board of Directors and Executive Committee.
K. SCHOLARSHIP DINNER COMMITTEE
Shall be responsible for overseeing, planning, and executing the Portraits of Excellence (POE) Scholarship Dinner. The Scholarship Dinner Committee shall work with all other standing committees and the UAHA Liaison at the UAAA. The committee can establish sub-committees to oversee specific tasks. The Scholarship Dinner Committee Chair shall report to the Board of Directors and the Executive Committee.

L. ARCHIVES COMMITTEE
Shall be responsible for assembling and preserving all official records of activities and achievement of UAHA. The committee shall work with the UAHA committees and the UAHA Liaison at the UAAA in the compilation of all documents that include, but are not limited to: copies of bylaws, meeting minutes, correspondence, photographs, membership listings, official UAHA policies, financial records, newsletters, and any and all records designated by the Board of Directors for preservation and retention.

SECTION 8.2: AD HOC COMMITTEES
Special committees may be appointed by the President, the Board and by majority vote of the membership of the Board of Directors. Committees shall conduct a specific task assigned at the time of appointment and shall cease to function when the specific task is completed. Ad hoc committees shall provide updates to the Board of Directors at least on a monthly basis during the time of their appointment.

ARTICLE IX
ELECTIONS

SECTION 9.1: QUALIFIED ELECTORS
Members as defined in Sections 3.0 3.1 and 3.3 who meet all qualifications sixty (60) days before any election shall be entitled to vote.

SECTION 9.2: NOMINATIONS PROCESS

A. Nominees
Any member in good standing as defined in Section 3.0, 3.1 and 3.3, herein may be nominated for any of the offices designated in Article IV.

The Nominations and Elections Committee shall seek out candidates for the elective offices that will become vacant at the next Annual Meeting. The Committee shall publish and distribute to the membership the names of the candidates and names of qualified electors at least fifteen (15) days prior to the Annual Meeting.

B. Write in Candidates
Space shall be provided on the official ballot for write-in candidates. All write-in candidates must qualify pursuant to section 9.1 above.
SECTION 9.3 BALLOTS
The Nominations and Elections Committee shall prepare all ballots.

SECTION 9.4 ELECTION RESULTS
The ballots shall be counted and tabulated by the Nominations and Elections Committee pursuant to Section 3.4, Paragraphs F, G and H. The Nominations and Elections Committee shall immediately certify the results of the election to the President. The Nominations and Elections Committee shall cause these results to be published.

ARTICLE X
AMENDMENT OF BYLAWS

SECTION 10.1 AMENDING BYLAWS
The Bylaws may be amended only by a majority vote of the general membership, per Section 3.3(E), provided that written notice of the proposed amendment(s) to the bylaws shall be given to the membership no less than fifteen (15) days prior to the meeting at which the proposed amendment(s) shall be voted upon. All proposed amendments shall be approved by the University of Arizona Alumni Association Board of Directors and shall be amended to conform to any changes in the University of Arizona Alumni Association bylaws. Failure of the UAAA to adopt the required amendments shall not delay or modify the effect of such changes.