

CONSTITUTION AND BYLAWS

For

CULTURAL STUDIES ASSOCIATION

HEREINAFTER “the association”

(An Illinois Non-Profit Organization)

ARTICLE I: Offices

Section 1. Principle Office. Unless duly changed, the principle office of the CSA shall be located at: 3333 York Lane, Island Lake, IL 60042, USA.

Section 2. Registered Agent, Registered Office. Unless duly changed, the Registered Agent and Registered Office of the CSA shall be: Jaafar Aksikas, 3333 York Lane, Island Lake, IL 60042, USA.

ARTICLE II: Name and Object

Section 1. The name of this association shall be the Cultural Studies Association (U. S.), hereinafter “the association.”

Section 2. The object of the association shall be to create and promote an effective community of Cultural Studies practitioners and scholars throughout the world; to represent the field of Cultural Studies and its committed practitioners everywhere; and to advance Cultural Studies research, knowledges, projects, approaches, and methodologies throughout the world.

ARTICLE III: Membership

Section 1. Membership of the association shall be open to:

(a) Any person interested in the field of Cultural Studies, upon payment of one year's individual membership dues; and

(b) Any cultural or educational organization interested in the field of Cultural Studies, upon the payment of one year's institutional membership dues.

Section 2. Only individual members in good standing shall have the right to vote, run for, or hold office in the association.

ARTICLE IV: Affiliated Associations

Section 1. Any association devoted to the field of Cultural Studies, or to closely allied fields, may be admitted to the status of Affiliated Association by an affirmative vote of two-thirds of the voting members of the Governing Board.

Section 2. Any Affiliated Association may at any time terminate its affiliation with the association provided said termination is in writing and is addressed to the Governing Board and President. A termination of affiliation shall be effective upon receipt by the association.

Section 3. An Association's affiliation with the association may at any time be recommended for removal for cause by the Governing Board.

ARTICLE V: Officers

Section 1. The elected officers of the CSA shall be the President and the Vice-President. The appointed officers shall be the Executive Director, the Treasurer, and the Liaison for the journal

Lateral.

Section 2. The President shall serve a two-year term, following a two-year term as Vice-President. The President shall preside at meetings of the Governing Board, of the Executive Committee, and of the Association. It shall be his or her duty to formulate policies and projects for presentation to the Governing Board, and to fulfill the chartered obligations and purposes of the Association.

Section 3. The Vice President shall be elected for a two-year term followed by a two-year term as President. The Vice President shall be a member of the Governing Board and of the Executive Committee, and shall assume all presidential duties in the absence of the President. If the office of the President shall, through any cause, become vacant, the Vice President shall thereupon become President for the remainder of the President's term, followed by the normal two-year term as President.

Section 4. The Governing Board shall appoint an Executive Director who shall serve at the pleasure of the Governing Board, under the terms and conditions specified in writing by the Governing Board and accepted in writing by the Executive Director. The Executive Director shall be the chief administrative officer of the association. It shall be his or her duty, under the direction of the President and Governing Board, to oversee the affairs of the association, to have responsibility for the continuing operations of the association, to supervise the work of its committees and staff, to assist in the formulation of policies and projects for submission to the Governing Board, to execute instructions of the Executive Committee and of the Governing Board, and to perform other such duties as the Executive Committee and the Governing Board may direct. If the office of Executive Director shall, through any cause, become vacant or be cancelled, the President shall thereupon assume all the duties of the Executive Director.

Section 5. The Governing Board shall appoint a Treasurer who

shall serve at the pleasure of the Governing Board, under the terms and conditions specified in writing by the Governing Board and accepted in writing by the Treasurer. The Treasurer shall serve as the main financial officer of the association. It shall be his or her duty to have custody of the association's corporate funds and securities, to keep full and accurate accounts of receipts and disbursements in books belonging to the association, to keep the moneys of the association in a separate account to the credit of the association, to disburse the funds of the association as may be ordered by the Governing Board, taking proper vouchers for such disbursements, and to render to the President and the Governing Board, at the annual business meetings of the Governing Board, or whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the association. If the office of Treasurer is not filled, or becomes vacant, the President or someone selected by the President shall serve as Treasurer. The Treasurer shall review and report to the Governing Board on all annual financial reports of the association. The Treasurer shall report to the Governing Board and shall cooperate with the President and Vice President in proposing financial policies and plans.

Section 6. The Governing Board shall appoint a Managing Editor for the journal *Lateral* who shall serve at the pleasure of the Governing Board, under the terms and conditions specified in writing by the Governing Board and accepted in writing by the Managing Director. The Managing Editor *Lateral* shall also serve as the *Lateral* Design Editor, and shall be concerned with the development and maintenance of the journal and shall insure that it functions as a resource consistent with the aims of the association.

Section 7. The appointed officers shall be designated by the Executive Committee with the ratification of two-thirds of the

voting members of the Governing Board for specified terms of office not to exceed 3 years and shall be eligible for reappointment as designated in the association's bylaws. They shall receive such compensation as the Executive Committee may determine with ratification by the Governing Board.

Section 8. Any person made party to any action, suit, or proceeding by reason of the fact that he or she was an officer of the association shall be indemnified by the association against the reasonable expenses incurred by him or her in connection with the defense of such action, suit, or proceeding, except in relation to matters as to which it shall be adjudged that such officer is liable for negligence or misconduct in the performance of his or her duties.

ARTICLE VI: Governing Board

Section 1. There shall be a Governing Board, constituted as follows:

- (a) The President and the Vice President;
- (b) The immediate past President, who shall serve a one-year term;
- (c) Six to nine members elected in a national election by the membership-at-large, serving staggered three-year terms;
- (d) Two to three graduate student members elected in a national election by the membership-at-large, serving staggered three-year terms. Graduate student members shall be eligible to complete their terms even after the completion of their studies.
- (e) The Executive Director, the Treasurer, and the Managing Editor of the *Lateral* Journal, all serving as non-voting members.

Section 2. The Governing Board shall manage the business, set fiscal policy, and oversee the general operations and affairs of the

association. The Governing Board shall fix the amount of dues and the date upon which any change of dues becomes effective. It may appoint such committees as it deems necessary. It shall call a meeting of the association at a time and place it deems appropriate. The Governing Board shall hold at least one business meeting annually, at a time and place to be determined by the Executive Committee, for the election of members to committees, for the approval of the budget, for the consideration of reports and recommendations from the officers and committees, for the discussion of policies and of instructions that should be given to the elected or appointed officers, and for the transaction of other such business as may come before it. It shall report on its deliberations and actions through the electronic and other publications of the association.

Section 3. To ensure the timely transaction of the necessary business in the interim between the annual business meetings of the Governing Board, there shall be an Executive Committee constituted as follows:

- (a) The President and the Vice President;
- (b) Three voting members of the Governing Board, elected annually by the Governing Board. The Executive Committee in the conduct of the Association's business shall be subject always to the general direction of the Governing Board.
- (c) The Executive Director, serving as a non-voting member.
- (d) The Treasurer, serving as a non-voting member.

Section 4. The Executive Committee shall also be in charge of the general management of the financial affairs of the Association.

ARTICLE VII: Elections

Section 1. There shall be a Nominating Committee, consisting of 3 members elected by the Governing Board for staggered terms of three years. The President shall annually appoint the chair of the

Nominating Committee from among the committee's membership for a one-year term.

Section 2. The Nominating Committee shall nominate candidates for the office of Vice President, Member of the Governing Board, and Member of the Nominating Committee. It shall present at least two nominees for each elected position. Nominees shall advance the association's commitment to diversity.

Section 3. Nominations may also be made by petitions carrying in each case the signatures of at least twenty-five members of the association in good standing and indicating in each case the particular vacancy for which the nomination is intended. The chair of the Nominating Committee must receive nominations by petition at least three weeks before the committee makes its own nominations. The chair shall ascertain that all candidates nominated by the committee or by petition have consented to stand for election.

Section 4. The ballot shall be distributed to the full membership of the association at least six weeks after the completion of the nominations. No vote received after the due date specified on the ballot shall be valid. Election shall be by a plurality of the votes cast for each vacancy. In the case of a tie vote, the choice among the tied candidates shall be made by majority vote of the voting members of the Governing Board.

ARTICLE VIII: Miscellaneous

Section 1. The Governing Board may receive gifts and may take, receive, hold, and convey funds and property, both personal and real, necessary for the purposes of the association's incorporation, and other real and personal property the income of which shall be applied to the purpose of the association, to the extent authorized by the State of Illinois.

Section 2. The Governing Board shall adopt bylaws consistent

with the provisions of the constitution, upon any matter of concern to the association.

Section 3. The Governing Board shall adopt such regulations and rules as may be necessary to give full force and effect to the constitution and bylaws and to determine their procedures.

Section 4. Amendments to this document may be proposed by the Executive Committee or by petitions carrying the signature of at least twenty-five members of the association in good standing. Such proposed amendments shall be submitted in writing to the members of the Governing Board at least thirty days prior to any business meeting of the Governing Board. At this meeting, the amendments shall be submitted to a vote, a favorable vote of two-thirds of the voting members of the Governing Board being required for approval by the Governing Board. Amendments approved by the Governing Board shall be submitted to the members of the association by an electronic ballot within three months of the Governing Board's approval. Ratification shall require a favorable vote of the majority of the members voting.

Section 5. The Governing Board shall, upon adoption of this constitution, have the power to decide upon the details of the transition from the existing organization to the one embodied in this document.

Bylaws

Bylaws, Article I: Dues

Section 1. Individual member dues shall be based on a calendar year.

Section 2. Institutional member dues shall be based on a calendar year.

Bylaws, Article II: Officers

Section 1. If the office of Vice President shall, through any cause, become vacant, the Governing Board shall elect an ad interim Vice President from its membership. He or she shall be eligible to succeed himself or herself in accordance with Article VII, Section 2, of this constitution.

Section 2. Whenever the Vice President shall have succeeded to the office of President in accordance with the provisions of Article V, Section 3, of this constitution, he or she shall be eligible to succeed himself or herself in accordance with Article VII, Section 2, of this constitution.

Section 3. The Executive Director shall be appointed in accordance with Article V, Section 7, of this constitution. The Executive Director may be reappointed, by a vote of two-thirds of the voting members of the Governing Board, for additional terms of office not to exceed three years each. The Executive Director shall be notified in writing by the President at least six months before the expiration of a given term if the appointment will not be renewed. The Executive Director's performance shall be reviewed annually by the elected officers at the annual business meeting of the Governing Board.

Section 4. The Treasurer shall be appointed in accordance with

Article V, Section 7, of this constitution. The Treasurer may be reappointed, by a vote of two-thirds of the voting members of the Governing Board, for additional terms of office not to exceed three years each. The Treasurer shall be notified in writing by the President at least six months before the expiration of a given term if the appointment will not be renewed. The Treasurer's performance shall be reviewed annually by the elected officers at the annual business meeting of the Governing Board.

Section 6. The Managing Editor of the *Lateral* Journal shall be appointed in accordance with Article V, Section 7, of this constitution. The term of office shall be three years and may be renewed by a vote of two-thirds of the voting members of the Governing Board. The Managing Editor shall be notified in writing by the President at least six months before the expiration of a given term if the appointment will not be renewed.

Section 7. The President and the Vice President shall serve without compensation.

Bylaws, Article III: National Collective of Editors

Section 1. The Governing Board shall, in consultation with the Managing Editor, appoint a Collective of General Editors for the *Lateral* Journal, to oversee all matters of editorial policy. The Collective of General Editors shall consist of at least 3 members. Only individual members of the association in good standing shall have the right to serve on the National Collective of General Editors. Their terms shall be for three years and are renewable.

Section 4. All appointments to the National Collective of General Editors and offices commence on January 1 of each year.

Bylaws, Article IV: Governing Board

Section 1. The Governing Board may, at its discretion, fill any

vacancy in its elected membership by designating any member of the association in good standing to serve as Governing Board member ad interim until the close of the next annual business meeting.

Section 2. Whenever any vacancy shall occur in the membership of the Executive Committee or of the Finance Committee, the President may, at his or her discretion, designate a voting member of the Governing Board to serve ad interim as a member of the committee in question.

Section 3. Governing Board meetings shall be open to all members of the association.

Section 4. The Executive Director, under the direction of the President, shall prepare the agenda for the business meetings of the Governing Board. Agendas, including the complete texts of all proposals requiring formal action by the Governing Board, shall be sent to all Governing Board members at least one week in advance of the meeting. Agendas shall also be available for distribution to all other members of the association attending the meeting.

Section 5. Governing Board Members unable to attend a business meeting for a valid reason may submit a proxy vote in writing to the Executive Director prior to the business meeting. The proxy vote shall address itself to a specific resolution, shall be in writing, and shall include the voter's name. A proxy vote shall not be applied to a resolution introduced subsequent to the proxy. The proxy shall be considered valid if it addresses the sense of the resolution even if that resolution is amended in minor elements. If a question shall arise in this regard, the presiding officer of the association shall determine the applicability of the proxy.

Section 6. Except where specified in the association's constitution or bylaws, a majority vote by all voting members of the Governing Board, including those casting proxy votes, will be sufficient for

approval of a proposal.

Section 7. The President shall preside at the business meeting. In his or her rulings from the chair, the provisions of the constitution and bylaws shall guide him or her, and where not in conflict with these, by the current edition of Robert's Rules of Order Newly Revised. The President shall cause official minutes of the business meeting to be prepared, which shall include a record of all motions and their disposition, together with all votes cast thereon, when recorded.

Section 8. The President may, at his or her discretion, appoint an official parliamentarian from among the voting members of the Governing Board. The parliamentarian shall hold office for a term of one year. He or she shall advise and assist the President in the conduct of the business meeting, and shall perform such additional duties as are appropriate to his or her office.

Section 9. The Executive Committee shall transact the necessary business of the association in the interim between the annual business meetings of the Governing Board. The Executive Director, under the direction of the President, shall prepare the agenda for the annual business meeting of the Executive Committee. All Governing Board members shall receive the agenda, including the complete texts of all formal proposals requiring formal action by the Executive Committee, at least one in advance of the annual business meeting of the Executive Committee.

Section 10. The Executive Committee shall consider the budget prepared by the Executive Director and submit it to the Governing Board for approval in accordance with Article IV, Section 4, of these by-laws. The budget shall be available for distribution to the membership of the association at the Governing Board's meeting. A public accountant might be selected at the end of the association's fiscal year to review the financial accounts of the association. The association shall have a June 30 fiscal year-end.

The President, Vice President, and Executive Director shall all be bonded.

Section 11. The Governing Board may elect the same three voting members of the Governing Board to concurrent terms on the Executive Committee.

Bylaws, Article V: Committees

Section 1. The Governing Board shall appoint such committees as it deems necessary. In order to advance the activities of the association, there shall be both standing committees, as designated by the bylaws, and ad hoc committees, as recommended by the Executive Committee with the approval of the Governing Board. All committees are bodies of the association and shall function at the discretion of the Governing Board and with the Governing Board as the final supervisor of their activities.

Section 2. In pursuance thereto, the Governing Board shall define the jurisdiction of each committee, shall determine its budget, and shall decide upon its basic policies and procedures.

Section 3. All standing and ad hoc committees shall report in writing to the Executive Director, as appropriate. The Executive Director shall distribute such reports to the members of the Governing Board.

Section 4. Close attention shall be given in the composition of all committees to ensure the association's commitment to diversity.

Section 5. The Executive Committee shall, at its annual business meeting, review all applications and nominations for appointment to the collectives and standing committees of the association. An applicant or nominee must be a current member of the association, must have indicated his or her willingness to serve, and must have supplied appropriate information on scholarship, teaching, and university and public service.

Shortly after the annual business meeting of the Governing Board, the Executive Director, under the direction of the President, shall prepare a list of appointments that the meeting produces and circulate it among the Governing Board for ratification. If a third of the members of Governing Board objects to an individual, his or her appointment shall be suspended until the Executive Committee has reconvened to consider the objection either in person or by electronic or telephone conference. If a member of Governing Board raises a problem with a category of appointment, the Executive Committee, at its regular meeting on the evening preceding the annual fall business meeting of the Governing Board, shall consider the problem and present the Governing Board with formal recommendations for resolving it.

Section 6. Whenever any vacancy shall occur in the membership of a standing committee, the Executive Committee may, at its discretion, designate any member of the association in good standing to serve ad interim as a member of the committee in question.

Section 7. Ex officio members may be appointed to the standing committees by the Executive Committee with the approval of the Governing Board to advise and assist the committee in question.

Section 8. A member of the Governing Board, named by the Executive Committee with the approval of the Governing Board, shall serve, ex officio, on each standing committee and task force of the association.

Section 9. Ad hoc committees may be created from time to time by the Executive Committee with the approval of the Governing Board as deemed necessary to carry on the work of the association. The functions of such a committee shall be specified when the committee is designated, and the committee shall cease to exist upon the completion of the task assigned. The Executive Committee with the approval of the Governing Board for maximum three-year terms shall name the chair and members

of such a committee. The Executive Committee may at its discretion, fill any vacancy in the membership of an ad hoc committee to serve as a committee member ad interim until the completion of the committee's tasks or term.

Section 10. Committee member responsibilities. In addition to specific roles required by membership on individual committees, members of the Cultural Studies Association committees are expected to actively participate in the work of the committee, provide thoughtful input to committee deliberations, and focus on the best interests of the association and committee goals rather than on personal interests.

Members should:

- (a) Review all relevant material before committee meetings.
- (b) Attend committee meetings and voice objective opinions on issues.
- (c) Pay attention to association activities that affect or are affected by the committee's work.
- (d) Support the efforts of the committee chair and carry out individual assignments made by the chair.
- (e) Work as part of the committee and staff team to ensure that the committee's work and recommendations are in keeping with the general association mission and goals.

Bylaws, Article VI: Delegates to Other Organizations

Section 1. The President of the association shall as appropriate, in consultation with the Executive Committee and the ratification of the Governing Board, appoint delegates to the meetings of various professional organizations.

Bylaws, Article VII: Conferences

Section 1. The Governing Board shall call an annual meeting of the association at a time and place it deems appropriate. To plan and organize an annual meeting, there shall be a Program Committee and a Site Committee.

Section 2. The Executive Committee shall select a site for each conference. The Executive Committee shall consider the fiscal condition of the association, the association's ability to safely meet and freely conduct our business at the conference site, the amount of local and regional support, the adequacy of the conference facilities, the employment practices of conference hotels and vendors, and the proximity of the meeting site to the majority of association members, when selecting future conference sites. The Executive Committee shall, whenever possible, respond to invitations from institutional members willing to host the conference. The principles involved in the selection of the conference site shall include geographical rotation in order to maximize attendance, diversify participation, and insure a reliable budgetary surplus of conference revenues over expenditures.

Section 3. The chair(s) of the Site Committee shall be named by the President, in consultation with the Executive Director and the members of the Executive Committee, well in advance of the conference date. The chair(s) shall, in consultation with the President, the Executive Director, and the program committee chair(s), name the members of the Site Committee.

Section 4. The chair(s) of the Program Committee shall be named by the President, in consultation with the Executive Director and the members of the Executive Committee. The chair(s) of the Program Committee, in consultation with the President, the Executive Director, the members of the Executive Committee Executive Committee, and the chairs of the standing committees of the association shall name the members of the Program Committee. Only members of the association in good standing

shall have the right to serve on the Program Committee. Prospective members of the Program Committee must have indicated a willingness to serve and must have supplied appropriate information on scholarship, teaching, and university and public service. The chair(s) when preparing recommendations for Committee members shall choose qualified members able to represent of the major fields of Cultural Studies scholarship and advance the association's commitment to diversity. When approaching CSA members about possible service on the Program Committee, the chair(s) should make clear that the Executive Committee votes on the appointments to the Committee.

Section 5. The Program Committee shall, in consultation with the Executive Committee, determine the conference theme, the procedures for evaluating proposals, and the general content of the meeting. One slot shall be reserved for the Governing Board for a general meeting session.

By-Laws, Article VIII: Working Groups

The Governing Board shall establish research Working Groups to promote collaboration and advance specific projects of interest to the membership. Each Working Group shall have the right to organize one or more sessions—as determined by the Governing Board—at the annual meeting of the association. A new Working Group shall be established when at least 25 members petition the Governing Board to do so. The petitioners shall become members of that Working Group. Each Working Group shall have the following officers: Chair and Vice-Chair. Working Group Chairs and Vice-Chairs will be appointed by the Governing Board for a three-year term renewable. Working Group officers are responsible for arranging the Working Group's session or sessions. The Chair shall be responsible for providing information about these arrangements to the Program Committee in a timely manner.

The Governing Board shall establish rules and policies regarding membership in the Working Groups, including how many Working Groups a member may belong to and how many members a Working Group must have to remain viable. A Working Group without sufficient membership or without a Chair for two years in a row will be dissolved by the Governing Board.

Bylaws, Article IX: Elections

Section 1. The Nominating Committee shall prepare a ballot to be sent to the Executive Director no later than July 1 for electronic polling of the membership with elections to be completed by September 1.

Section 2. The ballot shall present the names of any persons nominated by petition as specified in Article VI, Section 3, of the constitution. Nominations by petition must be in the hands of the Nominating Committee no later than May 1.

Section 3. The Governing Board may, by resolution, provide for additional nominations to be made for any position where there is a vacancy through death or by resignation of a candidate.

Section 4. Whenever prospective vacancies of one year or more occur in the offices of President, Vice President, elected Governing Board members, and members of the Nominating Committee, the Nominating Committee shall nominate at least two candidates for the unexpired term of any such office.

Section 5. Annually the Executive Director shall publish a "nominations announcement" via the Cultural Studies Association mailing list by April 1. The announcement shall list all association positions for which elections are to be held in the forthcoming calendar year, and shall invite all members of the association to submit to the chair of the Nominating Committee on or before May 1 any recommendations for nominations thereto.

Section 6. On or before July 15 the chair of the Nominating Committee, or the Executive Director acting on his or her instructions, shall post an electronic ballot on a secure web server, accessible to the full membership of the association, together with candidates' statements and appropriate biographical material on all nominees. Such ballots shall identify as such all nominations submitted by the Nominating Committee and all nominations submitted by petition. The right to a secret ballot shall be insured.

Section 7. The Nominating Committee, or the Executive Director acting on its instructions, shall thereafter count and record the election results in such manner that insures the integrity of the counting and recording process. The chair of the Nominating Committee, or the Executive Director acting on his or her instructions, shall notify all candidates forthwith of the results of the election, and the Executive Director shall prepare an announcement of such results in the Governing Board business meeting.

Section 8. In the event of a tie in the balloting for any office, the Chair of the Nominating Committee, or the Executive Director acting on his or her instructions, shall prepare an electronic ballot listing the tied candidates and the Governing Board shall decide between such candidates no later than September 15.

Section 9. All persons elected to association office in the annual spring elections shall assume office on the following January 1.

Bylaws, Article X: Removal of Officers

Section 1. The President may be removed from office by a petition bearing the signatures of two-thirds of association's membership.

Section 2. The Vice President may be removed from office by a petition bearing the signatures of two-thirds of association's

membership.

Section 3. Any elected member of the Governing Board may be removed from office by a vote of two-thirds of the voting members of the Governing Board.

Bylaws, Article XI: Professional Ethics

Section 1. Individuals with powers of nomination may not nominate their own spouses or family members to offices in the association. In the case of nominations made by the Executive Committee, the Governing Board, the Nominating Committee, or any other association Governing Board, committee, or body, individuals who are part of such nominating bodies should disqualify themselves from discussion or consideration of spouses or family members for association offices.

Bylaws, Article XII: Public Issues

Section 1. The Executive Committee shall be, after due consultation with the Governing Board, empowered to speak for the association on public issues where these directly affect our work as scholars and teachers. Such issues include, but are not restricted to, academic freedom; freedom of access to information; appointments to and policies of granting and funding agencies.

Section 2. The Executive Committee shall be, after due consultation with the Governing Board, empowered to speak for the association on public issues where these directly affect our ability to safely meet in national or regional conventions, and freely conduct our business. Such issues include, but are not restricted to, the passage or existence of anti-sodomy laws; laws and regulations which restrict freedom of speech, or the availability of abortion (considered as a health measure); or laws

and regulations tending to discriminate against particular classes or groups of association members.

Section 2. Should an issue arise which, in the opinion of the Executive Committee or Governing Board, seems to require public action, speech or demonstration by the association, the Governing Board shall meet, at a time and place determined by the Executive Committee, to formulate a response. The Governing Board might also convene an emergency meeting of the membership on the first full day of the annual meeting, to recommend a course of action, and conduct a public discussion of the issue(s); and the vote of two-thirds of those in attendance may approve the recommended action.

Section 2. The association may not intervene, directly or indirectly, in any political campaign for or against a candidate for public office. The association may not endorse candidates, contribute to campaigns, raise funds, distribute statements or become involved in any other activities that may be beneficial or detrimental to a candidate.

Bylaws, Article XIII: Amendment of the Bylaws

Section 1. These bylaws may be altered, amended, or repealed at any business meeting of the Governing Board by a resolution adopted by two-thirds of the voting members, provided that such changes have been set forth in the notice of such meeting mailed to the Governing Board members at least thirty days prior to the meeting. Governing Board members unable to attend a business meeting for a valid reason may submit a proxy in writing to the Administrative Officer prior to the meeting in accordance with Article IV, Section 5, of these bylaws.