

Bylaws of California College and University Loan Administrators Association
aka Pacific Western Student Financial Services Association (PacWest SFS)
A California Public Benefit Corporation

Amended February 10, 2014

Article 1.

NAME and OFFICE

Section 1. Name

The name of the organization shall be California College and University Loan Administrators aka. Pacific Western Student Financial Services Association (PacWest SFS), a California Public Benefit Corporation.

Section 2. Principal Office

The principal office of the Corporation (hereafter known as PacWest SFS) for the transaction of business is located at the address of the Treasurer.

Section 3. Change of Address

The Steering Committee may change the principal office from one location to another by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of the Bylaws. (Fill in lines below if and when address changes.)

P.O. Box 300142
Escondido, CA 92030

Article 2.

PURPOSES

Section 1. Objectives and Purposes

The primary objectives and purposes of PacWest SFS shall be:

- a. To provide training and instruction for student loan administrators, business officers, cashiers, bursars, financial aid administrators, accounts receivable personnel, card officers, student financial services compliance officers, and student financial services personnel of institutions of higher education.
- b. To provide the interchange of ideas, information and technology, in order to assist members to develop their professional capacities and accomplish their institutions' goals and objectives more effectively.
- c. To provide the networking required for experienced and new administrators and staff in areas ranging from motivation and management to policy development and implementation.
- d. To promote and conduct conferences, seminars, workshops, roundtable meetings and other related education activities as may be desirable for the professional growth of its members.

- e. To represent its membership regarding issues of a serious nature that will impact its membership, e.g., federal and state policy changes.
- f. The organization shall be organized and operated exclusively for educational purposes.
- g. To provide a forum for our members to collaborate with corporate partners and vendors to learn about state of the art technology, products, and business services related to student financial services.

Article 3.

STEERING COMMITTEE

Section 1. Number

PacWest SFS shall have not less than four (4), or more than fourteen (14) members collectively known as the Steering Committee. The Steering Committee shall include the four (4) academic executive officers (President, Vice President, Secretary and Treasurer) and up to four (4) academic members-at-large as elected by the academic members and up to four (4) corporate partners as elected by the corporate partner members. The four corporate partners should represent four different companies. The Steering Committee may also include an appointed Web Coordinator and contracted Conference Coordinator, as determined by the Steering Committee.

Section 2. Compensation

Members of the Steering Committee shall serve without compensation. However, the Steering Committee may choose to contract for the position of Conference Coordinator, which may include compensation for agreed upon services.

Section 3. Regular and Annual Meetings

The Steering Committee shall conduct regular meetings by phone throughout the year to facilitate conference planning, scheduled by the executive board of the Steering Committee. In addition, the Steering Committee shall have at least one in person meeting at the conference venue each year and hold an annual conference.

Section 4. Quorum for Meetings

The Quorum shall consist of a majority of the Steering Committee, which must include a member of the Executive Board, and other members in attendance.

Section 5. Conduct of Meetings

Meetings of the Steering Committee shall be presided over by the President of PacWest SFS or, in his or her absence, by the Vice President or, in his or her absence, a member of the Executive Board. In the absence of the Secretary, the presiding officer shall appoint another person to act as Secretary of the meeting.

Article 4.

MEMBERSHIP and CONFERENCE INFORMATION

Section 1. Registration and Conference Fee Structure

The fee structure shall be reviewed and determined annually by the Steering Committee. Annual membership and conference fees extend from January 1 through December 31 of each year. Notification of membership fees and conference dates shall be made by the Steering Committee members. The membership fees are to be paid annually and shall be deposited with the Treasurer. The Treasurer will collect, deposit and keep a record of all monies. There will be a membership fee and a conference fee for both academic members and corporate partners. The membership fee and conference fee are separate fees for separate rights and privileges, and they are transferable within the same institution/organization. Membership fees are non-refundable. A refund schedule for conference fees will be established and published on the PacWest SFS website for each conference year.

Section 2. Representation

Each institution shall be permitted membership representation for each active member who has paid the membership fee. The corporate sponsorship covers two individual memberships with one vote per entity.

Article 5.

FINANCES

Section 1. Fiscal Year

The fiscal year of PacWest SFS shall begin on the first day of January and end on the last day of December.

Section 2. Budget

The President, or his or her designee, along with the Treasurer will establish a budget for each budget year (January 1 through December 31) for approval by the Steering Committee by November.

Section 3. Authorization of Expenditures

The President, or his or her designee, along with the Treasurer will have the authority to approve expenses. Expenses over \$5,000 will need the additional approval of the committee.

Section 4. Reimbursements

Academic Steering Committee members may be reimbursed for actual costs of travel for in-person Steering Committee meetings with prior approval based on the Travel Expense Addendum. The annual conference fee may be waived for academic Steering Committee members. Steering Committee members shall be responsible for all related costs of travel for the annual conference. Other expenses must be approved by the President, or his or her designee, along with the Treasurer.

Article 6.

DUTIES OF THE OFFICERS AND STEERING COMMITTEE

Section 1. Election of Academic Steering Committee Members

Elections for Academic Steering Committee members will be held at the annual business meeting in conjunction with an annual conference and/or online process. Each active academic member whose membership fee is paid in full prior to the meeting is entitled to vote. The positions of the Treasurer, Web Coordinator and Conference Coordinator are appointed by the Steering Committee.

Section 2. Election of Corporate Partner Steering Committee Members

Elections for Corporate Partner Steering Committee members will be held at the annual conference. Each active Corporate Partner whose membership fee is paid in full prior to the meeting is entitled to vote. The Corporate Partners should ensure that there is a diverse cross section of industry merchants and that all Corporate Partners agree to represent PacWest SFS through marketing, attendance at meetings, and assistance with projects as needed. Final approval rests with the Steering Committee.

Section 3. Term of Office

Steering Committee terms will run from the end of one annual conference through two consecutive annual conferences (July through June). The elected members of the Steering Committee shall consist of a: President, Vice President, Secretary, up to four (4) academic Members-at-Large and up to four (4) corporate Members-at-Large. The term periods shall alternate such that approximately half the members of the Steering Committee are elected each year.

It is expected that the President will have served at least one year on the Steering Committee. An individual may not serve on the Steering Committee more than two consecutive terms without a majority approval of the Steering Committee.

Section 4. Duties of the Executive Board Officers

a. President

- i. The President is the chief Steering Officer of PacWest SFS and presides at all PacWest SFS meetings and functions.
- ii. The President is responsible for long-range and strategic planning along with the Executive Board and/or Steering Committee.
- iii. The President is responsible for maintaining the financial solvency and sustainability of PacWest SFS, along with the Executive Board and/or Steering Committee.
- iv. The President works with the Executive Board to establish meeting agendas.
- v. With the assistance of the Conference Coordinator, the President, or his or her designee, recommends conference venues and dates for Steering Committee approval.
- vi. The President is responsible to address performance of the Steering Committee members as needed.
- vii. The President, with the assistance of an ad hoc bylaws committee, reviews the bylaws and presents updates to the Steering Committee for approval.

b. Vice President

- i. The Vice President will assist the President in each of the above as needed.

- ii. The Vice President will assume the responsibilities of the President in the event of the President's absence or disability.
- c. Secretary
- i. The Secretary is the recording officer of PacWest SFS and the custodian of its records.
 - ii. The Secretary will attend and keep the minutes of all meetings and be responsible for the maintenance of all written records, except those that are specifically assigned to others, such as the Treasurer.
 - iii. The Secretary shall take roll call at the beginning of each meeting, and distribute minutes to the Steering Committee afterwards.
- d. Treasurer
- i. The primary responsibility of the Treasurer is to act as PacWest SFS's "banker", holding the funds deposited in the bank and paying them out as necessary.
 - ii. The Treasurer is responsible for maintaining the financial solvency and sustainability of PacWest SFS, along with the Executive Board and/or Steering Committee.
 - iii. The Treasurer is required to submit a report of the financial results of the annual conference within forty-five (45) days of the end of the conference to the Steering Committee.
 - iv. The Treasurer, in consultation with the President, will prepare a budget for each budget year for approval of the Steering Committee by November.
 - v. The Treasurer, in consultation with the Conference Coordinator, shall review any contracts associated with the annual conference, including venue, food, and audio/visual.
 - vi. The Treasurer, in consultation with the Web Coordinator, is responsible for reconciling payment of membership and conference fees.
 - vii. The Treasurer is responsible for the timely submission of all annual filings to include accurate tax returns, etc.

Section 5. Duties of the Steering Committee

The purpose of the Steering Committee is to make decisions about PacWest SFS activities and to act as stewards of the organization. The Steering Committee will involve itself in strategic and operational planning, professional development for the benefit of the membership and fundraising to support PacWest SFS's activities, including an annual conference for professionals in higher education.

The conference agenda, special projects, and management of the organization shall be conducted by the Steering Committee. The Steering Committee, upon a majority approval vote, shall have the power to appoint and dismiss special project committees and/or hire individuals to assist with the business of the organization, which may include, but is not limited to Conference Coordinator, Web Master, and/or special presenter(s). A written (electronic acceptable) agreement shall exist between the organization and any individual assisting with the business of the organization, which indicates services provided and compensation, if any. Any special contracts will be reviewed, updated, and approved by a majority vote of the Steering Committee.

By becoming a member of the Steering Committee, each member agrees to fulfill the following expectations:

1. Academic members must maintain employment in an appropriate position at a higher education institution.
2. Corporate Partner members must maintain employment with an appropriate higher education partner.
3. Attend teleconference calls, in-person meeting(s), and the annual conference.
4. Active and working participation in Steering Committee activities.
5. Represent PacWest SFS in a professional manner, including fiscally responsible decision-making, and respectful communication with peers.

Failure to meet the expectations of the Steering Committee may result in dismissal. Any Steering Committee member may seek a majority vote for dismissal of any other Steering Committee member.

Section 6. Standing and Special Committees

The Executive Board shall establish standing and special committees to accomplish the business of PacWest SFS.

Section 7. Steering Committee Resignation or Dismissal

Upon resignation or dismissal of a Steering Committee member, the replacement shall be determined by the majority vote of the Steering Committee on an interim basis. The appointment will then be voted upon at the next annual conference. In the event of the President's resignation or dismissal, the Vice President shall assume the presidency for the remainder of the President's term of office until the following annual meeting when the active members will vote for a new President.

Article 7.


MEMBERSHIP CONFERENCE/MEETING

Section 1. Meeting Minimum

There shall be a minimum of one conference, seminar or other training sponsored by the organization each year. At the conference, seminar or other training session indicated by the Steering Committee, a meeting of the membership shall be held. A quorum for regular meetings will be 51 percent of the paid members.

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the corporation named in the title thereto and that such Bylaws were duly adopted by the Steering Committee of said corporation on the date set forth below.

, Secretary

6/17/14 Date