

**Bylaws** (Adopted May 29, 2009, Amended 5/5/21, 12/20/23, 3/18/25)

I. Name

1. The name of the organization/agency/group shall be the **National Association of Equine Affiliated Academics, Inc.**

II. Board of Directors

1. The Board of Directors shall serve without pay and consist of thirteen (13) members.
2. All individuals who have an interest in expanding efforts of collaboration between colleges and universities are eligible to serve.
3. Board members shall serve for a three year term with a maximum of two consecutive terms. After two consecutive terms, Board members must be nominated and selected to serve on the board again.
4. Vacancies shall be filled by the Board, with the recommendation of the Executive Director.
5. Board members with five unexcused absences shall be dismissed from the Board.

III. Officers

1. The officers of the board shall consist of a Chair, Vice Chair, Secretary, and Treasurer nominated by the Board.
2. Elected officers will serve a term of two years starting at the General Business Meeting held each year in May/June. The outgoing Treasurer will serve through the end of the fiscal year (June 30<sup>th</sup>) alongside the incoming Treasurer.
3. (a) The Chair shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office. (b) The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence. (c) The Secretary shall be responsible for recording, storing, and distributing minutes from board and general member meetings. (d) The Treasurer shall keep record of the organization's budget and prepare financial reports as needed.

#### IV. Committees

1. The Board may appoint standing and ad hoc committees as needed. Committee chair terms are limited to 3 consecutive years and committee membership is limited to 6 consecutive years. Individual committees may have shorter term limits. Each committee shall include a chair (chair, vice-chair, or co-chair) or other member that serves on the Board of Directors to liaise between the Board of Directors and the committee. The following standing committees serve integral purposes:
  - a) Annual Conference - Coordinates and plans the annual conference
  - b) Awards - Coordinates and carries out functions related to honors bestowed by the organization
  - c) Membership Engagement - Supports engagement initiatives within NAEAA.
  - d) Communications - Manages functions related to organizational communications, including maintenance of the membership list, website, and social media
  - e) Research - Undertakes projects involving systematic study of the membership, industry, and/or higher education
  - f) Student Involvement - Oversees ways to involve students in NAEAA activities
  - g) Finance – Assist the treasurer with financial planning and creating recommendations for the Board on financial matters.

#### V. Meetings

1. Regular meetings of the Board of Directors shall be held on a quarterly basis at a minimum.
2. Special meetings may be held at any time when called for by the Chair or a majority of Board members.
3. Agendas shall be provided at least five days in advance.

## VI. Voting

1. (a) A majority of board members constitutes a quorum. (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
2. Passage of a motion requires a simple majority (i.e., one more than half the members present).

## VII. Conflict of Interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

## VIII. Fiscal Policies

1. The fiscal year of the organization shall be July 1<sup>st</sup> until June 30<sup>th</sup>.

## IX. Amendments

1. These by-laws may be amended by a two-third vote of Board members present at any meeting, provided a quorum is present and a copy of the proposed amendment(s) are provided to each Board member at least one week prior to said meeting.

## X. Plan of Dissolution and distribution of assets

1. In the event of a dissolution, the assets and property of the corporation remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Board of Directors and as approved by a court of competent jurisdiction, for the not-for-profit purposes of the corporation and/or

to such charitable organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any of such assets not so distributed shall be disposed of for such purposes as approved by a Justice of the Supreme Court of the State of New York or such other court having jurisdiction over the corporation.