

## **ARTICLE VI**

### **OFFICERS**

Section 1. Officers. At its annual meeting, on a biannual basis, the Board will elect from among the Campus only Voting Members, excluding System Administration and the Research Foundation (RF), a President, a First Vice President, a Second Vice President, a Secretary, and a Treasurer. The Board may from time to time elect additional officers having titles, authority and duties determined by the Board.

Section 2. Term of Office. Unless otherwise determined by the Board, officers will hold office until the next annual meeting of the Board and until their successors have been elected and qualified.

Section 3. Removal. Any officer may be removed or have his or her authority suspended by the Board at any time, with or without cause.

Section 4. Resignation. Any officer may resign at any time by giving a resignation in writing to the Board, the President or the Secretary. A resignation will be effective upon delivery unless it specifies an effective date, in which case the resignation is effective at the time specified. Unless the resignation specifies otherwise, Board acceptance of the resignation is not necessary to make it effective.

Section 5. Vacancies. If any Board office becomes vacant for any reason, the Board has the power to fill that vacancy.

Section 6. Duties of Officers May Be Delegated. If an officer is absent or unable to perform his or her duties, or for any other reason that the Board deems sufficient, the Board, except where otherwise provided by law, may delegate the powers or duties of any officer to any other officer or to any director.

Section 7. Officers Holding Two or More Offices. Any two or more Board offices, except those of President and Secretary, may be held by the same person, but no officer will execute or verify any instrument in more than one capacity if such instrument is required by law or otherwise to be executed or verified by two or more officers.

Section 8. Compensation. No officer will be compensated for serving as an officer, except that the Association may reimburse officers for expenses necessarily incurred in effecting one or more of the purposes of the Association, provided that such expenses are approved by the President or the Board. Expenses incurred by the President will be approved by the Board.

Section 9. The President. The President will be the chief executive and administrative officer of the Association and will have the general powers and duties of supervision and management of the Association and will appoint all ad hoc committee chairpersons, appoint the nominating committee, appoint members to ad hoc committees as deemed necessary by the Board, and perform all such other duties as usually pertain to the office or are properly required by the Board. The President will preside at all meetings of the Board.

Section 10. First Vice President. The First Vice President will, in the absence or at the request of the President, perform the duties and exercise the powers of the President. The First Vice President will also serve as program chairman and make all arrangements for the meetings of the Association, may appoint his/her own program committee, will assist and coordinate with the SUBOA liaisons to all Committees of the Board and Committees of the Association, including oversight of the Association's charge to each such Committee and the means by which each such Committee reports its activities and progress to the full SUBOA membership, and will have such powers and perform all such other duties as usually pertain to the office or are properly required by the Board.

Section 11. Second Vice President. The Second Vice President will, in the absence or at the request of the First Vice President, perform the duties and exercise the powers of the First Vice President.

Section 12. The Secretary. The Secretary will ensure that the minutes of the Board and Members meetings are properly kept. He or she will: attend to the giving and serving of all notices of the Association; have charge of such books and papers as the Board may direct; attend to such correspondence as may be assigned; and perform all such other duties as usually pertain to the office or are properly required by the Board.

Section 13. The Treasurer. The Treasurer will ensure monitoring of the financial activities of the Association by the Board. The Treasurer will record and account for all the income and expenses of the Association, collect dues from the membership and perform all such other duties as usually pertain to the office or are properly required by the Board. The Treasurer will present the annual report to the Board setting forth in full the financial resources of the Association.