

PREAMBLE

KNOW ALL PERSONS by these presents that the public university students of the State of Arizona have established and ordained these BYLAWS of THE ARIZONA STUDENTS' ASSOCIATION to better educate the students of Arizona, serve the students of Arizona as a collective voice to promote excellence in education, and to guarantee the students of Arizona access to the highest quality education as nearly free as possible.

Article I: Membership

Members. Any person (individually "Student" or collectively "Students") enrolled in one or more credit hours at an institution under the jurisdiction of the Arizona Board of Regents shall be a member of THE ARIZONA STUDENTS' ASSOCIATION (the "Association") entitled to the rights, privileges and obligations set forth in these Bylaws.

Section 1: Class of Members: Campus

Campus. Every Student shall be a member of one class ("Class") of members of the Association as hereinafter set forth:

Subsection A) ASU Main Campus

Every Student at Arizona State University shall be a member of the ASU Main campus class ("ASU Main Class").

Subsection B) NAU Main Campus

Every Student at Northern Arizona University shall be a member of the NAU Main campus class ("NAU Main Class").

Subsection C) UofA Main Campus

Every Student at The University of Arizona shall be a member of the UofA Main campus class ("UofA Main Class").

Subsection D) West Campus

Every Student at Arizona State University West shall be a member of the West campus class (the "West Class").

Subsection E) Yuma Campus

Every Student at Northern Arizona University Yuma shall be a member of the Yuma campus class ("Yuma Class").

Subsection F) Sierra Vista Campus

Every Student at The University of Arizona Sierra Vista shall be a member of the Sierra Vista campus class ("Sierra Vista Class").

Section 2: Certain Rights

Every Student in the same class shall have the same rights as and obligations as all other Students in that class as hereinafter set forth.

Section 3: Class of Members: District

Every Student shall be a member of one district ("District") of the Association as hereinafter defined:

Subsection A) Central District

Every Student in the ASU Main Class and every Student in the West Campus Class shall be a member of the Central District.

Subsection B) Northern District

Every Student in the NAU Main Class and every Student in the Yuma Class shall be a member of the Northern District.

Subsection C) Southern District

Every Student in the UofA Main Class and every Student in the Sierra Vista Class shall be a member of the Southern District.

Subsection D) Certain Rights

All Students in the same District shall have the same rights and obligations as all other Students in that District as hereinafter set forth.

Article II: Membership Rights

Section 1: Right to Vote

Each Student shall be entitled to vote on each matter submitted by the Board of Directors ("Board") of the Association to a vote of the Students.

Section 2: Annual Meeting of the Members

If required by law, an annual meeting of the Members shall be held in Tempe, Arizona on the first day of June each year. If that day is a Sunday or a legal holiday, then the annual meeting shall be held on the next succeeding business day which is not a legal holiday.

Section 3: Special Meeting of the Members

Special Meetings of the Members may be called at any time by the request in writing of any fifteen members of the Board. The Secretary shall give notice of the time, place and purpose of each special meeting not less than ten or more than fifty days before the date of the meeting. If mailed, such notice shall be deemed to be given when deposited in the mail, postage paid, directed to the Member at his or her address as it appears on the records of the Association.

Section 4: Place of Meetings

If an annual meeting of the Members is held, it shall be held at Arizona State University in Tempe, Arizona. Other meetings shall be held at the place designated in the notice thereof.

Section 5: Quorum

Except as otherwise provided by law, the Articles of Incorporation or these Bylaws, at each meeting of the Members, the presence in person or by proxy of Members constituting a majority of the Members of each Class entitled to vote at the meeting shall be necessary and sufficient to constitute a quorum. In the absence of a quorum, the Members present may, by a majority vote, adjourn the meeting from time to time until a quorum shall attend.

Section 6: Voting by Proxy

Except as otherwise provided by the Articles of Incorporation, each Member entitled to vote at any meeting of the Members shall be entitled to one vote on any matter with respect to which such Member has voting power. Each Member

entitled to vote at a meeting of Members may authorize another person or persons to act for him or her by proxy, but no such proxy shall be voted or acted upon after two years from this date, unless the proxy provides for a longer period. A duly elected proxy shall be irrevocable if it states that it is irrevocable and if, and only as long as, it is coupled with an interest sufficient in law to support and irrevocable power. A Member may revoke any proxy that is not irrevocable by attending the meeting and voting in person or by filing an instrument in writing revoking the proxy or another duly executed proxy bearing a later date with the Secretary of the Association. All elections and questions shall, unless otherwise provided by law, the Articles of Incorporation or these Bylaws, be decided by the vote of a majority of Members from each District that are present in person or voting by proxy at the meeting.

Section 7: Fixed Date for Filing Determination of Member

In order that the Association may determine the Members entitled to notice of or to vote at any meeting of Members or for the purpose of any other lawful action, the Board may fix a record date, which record date shall not precede the date upon which the resolution fixing the record date is adopted by the Board.

Section 8: Action by Consent of Members

Unless otherwise restricted by the Articles of Incorporation, and action required or permitted to be taken at any annual or special meeting of the Members, may be taken without a meeting, without prior notice and without a vote, if consent in writing, set forth the action so taken, shall be signed by Members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all Members entitled to vote thereon were present and voted. Prompt notice of the taking of such action without a meeting by less than unanimous written consent shall be given to those members who have not consented in writing.

Section 9: Act of Students

Unless these Bylaws provide otherwise, an affirmative vote of a majority of votes cast by the Students in each Class, voting by Class, within a twenty-four month period, shall be an act of the Students.

Section 10: Dissolution

The power to dissolve this Association is hereby reserved by the Students.

Subsection A) Vote of Dissolution

Article II section 9 notwithstanding, an affirmative vote to dissolve the Association by a majority of votes cast by the Students in each District, voting by District, within a twenty-four month period, shall have the effect of dissolving the Association.

Section 11: Assessments

The power to create, increase or decrease any assessment ("Assessment") to be paid by Students to the Association is hereby reserved by the Students.

Subsection A) Vote on Assessment

Article II section 9 notwithstanding, an affirmative vote to increase or decrease the Assessment by a majority of votes cast by the Students in each District, voting by District, within a twenty-four month period, shall have the effect of increasing or decreasing the Assessment.

Section 12: Assessment Refund

Every Student shall have the right to a refund of any Assessment paid by such student. Such request shall be made in writing and delivered to the Executive Director within twenty-one days of the start of instruction each semester. Such refund shall be paid with all reasonable diligence.

Section 13: Derivative Suits

A proceeding may be brought in the right of the Association to procure judgment in its favor by fifty or more Students or any Director.

Article III: Directors

Subject to such limitations as are imposed by law, if any, the Articles of Incorporation and these Bylaws, the Board shall have full power and authority to manage and control all of the affairs of the Association. It may appoint such officers, agents and committees as it deems proper, and may delegate authority to them. The Board may establish such rules for the conduct of its business, consistent with the provisions of its Articles of Incorporation and these Bylaws, as it may from time to time determine.

Section 1: Central District Directors

Subsection A) ASU Main Campus President

The undergraduate student government president and the Graduate and Professional student association president ("ASU Main Campus Presidents") of the Associated Students of Arizona State University ("ASASU") as appointed from time to time in accordance with the bylaws of each shall be a Director of the Association

Subsection B) ASU Main Campus Directors

The ASU Main Campus Undergraduate President, in conjunction with the Graduate and Professional Student Association President shall appoint two Directors, and designate among them their rank of appointments as follows: "The Graduate and Professional Student Association President" (who will operate as the First ASU Main Campus Director), "First ASU Main Campus Director", "Second ASU Main Campus Director" Respectively. And "Third ASU Main Campus Director" respectively. These appointments shall take place by the first day of June each year.

Subsection C) West Campus President

The student body president ("West Campus President") of The Associated Students of Arizona State University West ("ASASUW") as appointed from time to time in accordance with the bylaws of ASASUW shall be a Director of the Association.

Subsection D) West Campus Director

The West Campus President shall appoint one Director ("West Campus Director").

Section 2: Northern District Directors

Subsection A) NAU Main Campus President

The student body president ("NAU Main Campus President") of the Associated Students of Northern Arizona University ("ASNAU") as appointed from time to time in accordance with the bylaws of ASNAU shall be a Director of the Association.

Subsection B) NAU Main Campus Directors

The NAU Main Campus President shall appoint three Directors, and designate among them their rank of appointment as follows: the "First NAU Main Campus Director", "Second NAU Main Campus Director", and "Third NAU Main Campus Director" respectively.

Subsection C) Yuma Campus President

The student body president ("Yuma Campus President") of the Northern Arizona University Yuma Student Association ("NAUYSA") as appointed from time to time in accordance with the bylaws of NAUYSA shall be a Director of the Association.

Subsection D) Yuma Campus Director

The Yuma Campus President shall appoint one Director ("Yuma Campus Director").

Section 3: Southern District Directors

Subsection A) UofA Main Campus President

The student body president ("UofA Main Campus President") of the Associated Students of The University of Arizona ("ASUA") as appointed from time to time in accordance with the bylaws of ASUA shall be a Director of the Association.

Subsection B) UofA Main Campus Directors

The UofA Main Campus President shall appoint three Directors, and designate among them their rank of appointment as follows: the "First UofA Main Campus Director", "Second UofA Main Campus Director", and "Third UofA Main Campus Director" respectively.

Subsection C) Sierra Vista Campus President

The student body president ("Sierra Vista Campus President") of the Associated Students of The University of Arizona Sierra Vista ("ASUASV") as appointed from time to time in accordance with the bylaws of ASUASV shall be a Director of the Association.

Subsection D) Sierra Vista Campus Director

The Sierra Vista Campus President shall appoint one Director ("Sierra Vista Campus Director").

Section 4: Ex-Officio Members of the Board

The Student Regent and the Executive Director of the Association, as determined from time to time, shall be non-voting, ex-officio members of the Board.

Section 5: Oath of Office

Before a Director shall execute the duties of his or her office, he or she shall take the following oath or affirmation: "I, [NAME], affirm that, notwithstanding any other commitment to university, community, party, state, or nation, I will faithfully execute the office of Director of The Arizona Students' Association by advocating Students' interests, interceding on behalf of Students for their legitimate grievances, and by seeking to better the circumstance of Students in the State of Arizona."

Section 6: Regular Meeting of the Board

Regular meetings of the Board may be held within or without the State of Arizona at such time and place as the Board may determine from time to time. No further notice shall be required for any such regular meeting of the Board. Such meetings may be held by means of a telephone conference call.

Section 7: Special Meeting of the Board

Special meetings of the Board may be called at any time by the Executive Director or at the request in writing of any five members of the Board. The Secretary shall give notice of the time, place and purpose of each special meeting, by mailing the same at least seven days before the meeting or by facsimile or telephoning the same at least two days before the meeting, to each director. Such meetings may be held by means of a telephone conference call.

Section 8: Annual Meeting of the Board

An annual meeting of the Board shall be held at Tempe, Arizona on the first day of June each year. If that day be a Sunday or legal holiday, then the annual meeting shall be on the next succeeding day which is not a legal holiday.

Section 9: Place of Meetings

Regular meetings and the annual meeting of the Board shall be held at the place designated in the notice thereof.

Section 10: Waiver of Notice

Notice of any meeting of the Board may be waived by any Director. The transactions at any meeting of the Board, however called and noticed and wherever held, shall be valid, as though taken at a meeting duly held after regular call and notice, if a quorum be present, and if either before or after the meeting each of the absent Directors signs a written waiver of notice or consents to the holding of that meeting or approves the minutes thereof. All such waivers, consents or approvals shall be filed with the Association's records and made part of the minutes of that meeting.

Section 11: Quorum of the Board

A quorum of the Board shall be nine directors consisting of three directors from each District.

Section 12: District Votes

Each District shall have five votes for any matter before the Board for a vote.

Subsection A) District Voting Order

The Executive Director shall decide the voting order among the Districts from time to time.

Subsection B) Central District Director Voting Order

The voting order by and among the Central District Directors until all Directors present or five Directors have voted, whichever is less, shall be: (i) ASU Main Campus President; (ii) West Campus President; (iii) First ASU Main Campus Director; (iv) Second ASU Main Campus Director; (v) Third ASU Main Campus Director; (vi) West Campus Director.

Subsection C) Northern District Director Voting Order

The voting order by and among the Northern District Directors until all Directors present or five Directors have voted, whichever is less, shall be: (i) NAU Main Campus President; (ii) Yuma Campus President; (iii) First NAU Main Campus Director; (iv) Second NAU Main Campus Director; (v) Third NAU Main Campus Director; (vi) Yuma Campus Director.

Subsection D) Southern District Director Voting Order

The voting order by and among the Southern District Directors until all Directors present or five Directors have voted, whichever is less, shall be: (i) UofA Main Campus President; (ii) Sierra Vista Campus President; (iii) First UofA Main Campus Director; (iv) Second UofA Main Campus Director; (v) Third UofA Main Campus Director; (vi) Sierra Vista Campus Director.

Section 13: Act of the Board

If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present from each District is the act of the Board unless these Bylaws require the vote of a greater number of directors.

Section 14: Special Motion to Reconsider

Any president of the student body ("Student Body President") at an institution under the jurisdiction of the Arizona Board of Regents may make a special motion to reconsider any act of the Board taken at any regular meeting or special meeting. Such motion shall be made in writing and delivered to the Executive Director within 3 days of the act of the Board to be reconsidered. At such time, the Executive Director shall immediately call a special meeting for the purpose of reconsideration pursuant to Section 3.9 of these Bylaws. If the act is affirmed, it may not be reconsidered pursuant to this Section 3.16.

Section 15: Action of the Board without Meeting

Subsection A) Unanimous Consent

The Board may take any action without a meeting if the action is taken by all members of the Board. The action must be evidenced by one or more written consents describing the action taken, signed by each Director, and included in the minutes filed with the Association's records reflecting the action taken.

Subsection B) Unanimous Consent Effective Date

Action taken under this Section 3.17 is effective when the last Director signs the unanimous consent, unless the consent specifies a different effective date.

Subsection C) Unanimous Consent Description

A unanimous consent signed under this Section 3.17 has the effect of an approved vote at a meeting of the Board and may be described as such in any document.

Section 16: Term of Office for Directors

The term of office for Directors shall be one year beginning at the annual meeting and taking of the Oath of Office and ending at the next annual meeting; provided however, that each director may serve until his or her successor shall have been duly elected.

Section 17: Resignations of Directors

Any Director may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, and, if no time is specified, at the time of its receipt by the Executive Director or Secretary. Acceptance of a resignation shall not be necessary to make it effective.

Section 18: Special Order to Appear

By the affirmative vote of any nine Directors, the Board may issue a Special Order to appear to any Director absent from any regular meeting or special meeting ordering the absent Director to appear at the next regular meeting or special meeting.

Section 19: Removal of Directors

Directors may be removed pursuant to the process by which they were appointed.

Section 20: Standards of Conduct

A Director shall discharge his or her duties as a Director, including his or her duties as a member of a committee in good faith; with the care an ordinary prudent person in like position would exercise under similar circumstances; and in a manner the Director reasonable believes to be in the best interests of the Association.

Subsection A) Justifiable Reliance

In discharging his or her duties, a Director is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared by: (i) one or more officers or employees of the Association; (ii) legal counsel, public accountants or other persons retained by the Association; or (iii) a committee of the Board of which the Director is not a member.

Article IV: Committees.

Section 1: Authority to Appoint.

The Board may appoint such committees as it believes necessary or helpful to achieve the Association's purposes, and may to the extent permitted by the laws of the State of Arizona, delegate to each such committee part or all of its authority, except that the Board may not delegate its authority to: (i) fill any vacancies on the Board; (ii) fill any vacancies on any committee of the Board; or (iii) terminate an employee.

Section 2: Members and Officers

Any Director may be a member of each committee formed by the Board. The officers of each committee shall be as selected by the members of that committee.

Section 3: Standing Committees of the Board

Subsection A) Committee of the Whole

Any five or more Directors present at a regular meeting or a special meeting of the Board may convene a committee made up only of Directors of the Board ("Committee of the Whole") and may exercise all of the authority of the Board.

Subsection a) Committee of the Whole Quorum

A quorum of the Committee of the Whole shall be five or more Directors.

Subsection b) Action of the Committee of the Whole

If a quorum of the Committee of the Whole is present when a vote is taken, an affirmative vote of a majority of the members of the

Committee of the Whole taken at two consecutive meetings of the Committee of the Whole, called and noticed in accordance with the provisions of Sections 3.7, 3.8, or 3.11 of these Bylaws, is an act of the Committee of the Whole.

Article V: Officers

The officers of the Association shall be an Executive Director, Assistant Executive Director, Secretary and Treasurer, and such other officers as may from time to time be appointed by the Board, which shall prescribe their duties. All officers shall hold office at the pleasure of the Board.

Section 1: Executive Director

The Executive Director of the Association shall be the chief executive officer of the Association and shall have general power, control, and authority with respect to management of its business and affairs, subject only to the control and authority of the Board. He or she shall exercise such other duties as may be authorized or required by the Board.

Section 2: Assistant Executive Director

In the absence or inability to act of the Executive Director, the Assistant Executive Director shall have all the powers and shall perform the duties of the Executive Director. He or she shall also perform such other duties as may be authorized or required by the Board.

Section 3: Secretary

The Secretary shall keep all books and records required by law, these Bylaws, or the Board to be kept, and shall give all notices required by law, these Bylaws, or the Board to be given to or by the Board. He or she shall have the custody of the corporate seal and shall countersign or attest and affix such seal to any instrument executed on behalf of the Association by the Executive Director or Assistant Executive Director, unless otherwise ordered by the Board. He or she shall perform such other duties as may be authorized or required by the Board.

Section 4: Treasurer

The Treasurer, on behalf of the Association shall receive all monies or other property paid or delivered to the Association, shall safely keep the same, and pay out or otherwise dispose thereof as directed or authorized by the Board, and

shall perform such other duties as may be authorized or required by the Board. Regular books and accounts shall be kept by him or her, under his or her direction and supervision, and he or she shall render statements of such accounts to the Executive Director and the Board when so requested.

Section 5: Combination of Officers

Any two of the offices hereinabove enumerated in Sections 5.2 through 5.5 may be held by one and the same person if such person is so appointed, except the offices of Executive Director and Secretary.

Article VI: Instruments and Documents, Contracts, Loans, Checks, and Deposits.

Section 1: Documents and Obligations

The Executive Director of the Association may sign any deeds, mortgages, bonds, contracts, notes and other evidence of debt, or other instruments or documents which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officer or agent of the Association, or shall be required by law to be otherwise signed or executed.

Section 2: Checks

All checks, drafts, or other orders for the payment of money issued in the name of the Association shall be signed by such officers or agents of the Association, and in such manner, as shall from time to time be determined by resolution of the Board.

Section 3: Attestation

The Assistant Executive Director, or Secretary may attest the execution of any instrument or document by the Executive Director or any other duly authorized officer or agent of the Association, and may affix the corporate seal in witness thereof, but neither such attestation nor the affixing of the corporate seal shall be required for the effectiveness or validity of any such document or instrument.

Section 4: Deposits

All sums of the Association not otherwise employed or needed in the ordinary business affairs of the Association shall be deposited from time to time to the

credit of the Association in such banks, trust companies or other depositories as the Board may select.

Section 5: Gifts and Contributions

The Association may, in its discretion, solicit and accept grants, gifts, contributions, and bequests of money or property from members of the general public, corporations or other institutions. Such title to monies or property shall vest in the Association. Receipt and acceptance of a negotiable instrument shall be evidenced by the Association's endorsement thereon.

Article VII: Fiscal Year

The fiscal year of the Association shall end on June 30.

Article IIX: Indemnification

The Association shall indemnify to the maximum extent permitted by applicable Arizona law, as amended from time to time, any Director, officer, or agent, or any former Director, officer, or agent of the Association, who was or is a party or is threatened to be made a party to any contemplated, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Association) by reason of the fact that he or she is or was an authorized representative of the Association, against expenses (including, without limitation, attorneys' and witness fees and court costs), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding, by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Association, and, with respect to any criminal proceeding, that he or she did not have reasonable cause to believe that his or her conduct was unlawful.

Article IX: Insurance

Subject to the provisions of applicable law, the Association may purchase and maintain insurance on behalf of its Directors, officers, and agents against any liability asserted against or incurred by them in their capacity as such Director, officer, or agent, or

arising out of their status as such, whether or not the Association would have the power or duty to indemnify against such liability.

Article X: Certain Events

Section1: Formation of Arizona State University East Campus

In the event that the Arizona Board of Regents creates Arizona State University East and the Students at Arizona State University East associate themselves together and form a student association, the following Sections of these Bylaws shall be added, repealed or amended automatically as follows:

1.2.7 Every Student at Arizona State University East shall be a member of the East Campus class ("East Class").

1.4.1. Central District. Every Student in the ASU Main Class and every Student in the West Class and every Student in the East Class shall be a member of the Central District.

3.2.5 East Campus President. The student body president ("East Campus President") of The Associated Students of Arizona State University East ("ASASUE") as appointed from time to time in accordance with the bylaws of ASASUE shall be a Director of the Association.

3.2.6 East Campus Director. The East Campus President shall appoint one Director ("East Campus Director").

3.14.3 Central District Directors Voting Order. The voting order by and among the Central District Directors until all Directors present or five Directors have voted, whichever is less, shall be (i) the ASU Main Campus President; (ii) the West Campus President; (iii) the East Campus President; (iv) the First ASU Main Campus Director; (v) the Second ASU Main Campus Director; (vi) the Third ASU Main Campus Director; (vii) the West Campus Director; and (viii) the East Campus Director.

Section 2: Formation of Arizona International University

In the event that the Arizona Board of Regents creates Arizona International University and the Students at Arizona International University associate themselves together and form a student association, the following sections of these Bylaws shall be added, repealed or amended automatically as follows:

1.2.8 Every Student at Arizona International University shall be a member of the

International Campus class ("International Class").

1.4.3 Southern District. Every Student in the UofA Main Class and every Student in the Sierra Vista Class and every Student in the International Class shall be a member of the Southern District.

3.4.5 International Campus President. The Student Body President ("International Campus President") of The Associated Students of The Arizona International University ("ASAIU") as appointed from time to time by the bylaws of ASAIU shall be a Director of the Association.

3.4.6 International Campus Director. The International Campus President shall elect one Director ("International Campus Director").

3.13.5 Southern District Directors Voting Order. The voting order by and among the Southern District Director until all Directors present or five Directors have voted, whichever is less, shall be: (i) the UofA Main Campus President; (ii) the Sierra Vista Campus President; (iii) the International Campus President; (iv) the First UofA Main Campus Director; (v) the Second UofA Main Campus Director; (vi) the Third UofA Main Campus Director; (vii) the Sierra Vista Campus Director; and (viii) the International Campus Director.

Section 3: Acquisition of University Status

Subsection A) University Defined

For the purposes of this section 10.3, a University is any institution that: (i) is a free standing institution of higher education; (ii) recognized by the Arizona Board of Regents; (iii) consisting of a liberal arts college (iv) diverse graduate program; (v) two or more professional schools or facilities; and (vi) empowered to confer degrees in various fields of study.

Subsection B) ASU West Becomes a University

In the event that ASU West is recognized as a university, within the meaning of section 10.3.1, the following sections of the Charter shall be added, repealed or amended automatically as follows:

1.4.1 Central District. Every Student in the ASU Main Class and every Student in the East Class shall be a member of the Central District.

1.4.3 Southern District. Every Student in the UofA Main Class and every Student in the Sierra Vista Class shall be a member of the Southern District.

1.4.4 Western District. Every Student in the West Class and every Student in the International Class shall be a member of the Western District.

3.2.3 REPEALED

3.2.4 REPEALED

3.4.5 REPEALED

3.4.6 REPEALED

3.5 Western District Directors.

3.5.1 West Campus President. The student body president ("West Campus President") of the Associated Students of the West Campus ("ASASUW") as appointed from time to time in accordance with the bylaws of ASASUW shall be a director of the Association.

3.5.2 West Campus Directors. The West Campus President shall appoint three Directors, and designate among them their rank of appointment as follows: the "First West Campus Director", "Second West Campus Director", and "Third West Campus Director" respectively.

3.5.3 International Campus President. The student body president ("International Campus President") of The Associated Students of The Arizona International University ("ASAIU") as appointed from time to time by the bylaws of ASAIU shall be a Director of the Association.

3.5.4 International Campus Director. The International Campus President shall appoint one Director ("International Campus Director").

3.12 Quorum of the Board. A quorum of the Board shall be 12 Directors consisting of 3 Directors from each District.

3.13.3 Central District Directors Voting Order. The voting order by and among the Central District Directors until all Directors present or five Directors have voted, whichever is less, shall be (i) the ASU Main Campus President; (ii) the East Campus President; (iii) the First ASU Main Campus Director; (iv) the Second ASU Main Campus Director; (v) the Third ASU Main Campus Director; and (vi) the East Campus Director.

3.13.5 Southern District Directors Voting Order. The voting order by and among the Southern District Directors until all Directors present or five Directors have voted, whichever is less, shall be (i) the UofA Main Campus President; (ii) the Sierra Vista Campus President; (iii) the First UofA Main Campus Director; (iv) the Second UofA Main Campus Director;

(v) the Third UofA Main Campus Director; and (vi) the Sierra Vista Campus Director.

3.13.6 Western District Director Voting Order. The voting order by and among the Western District Directors until all Directors present or five Directors have voted, whichever is less, shall be (i) the West Campus President; (ii) the International Campus President; (iii) the First West Campus Director; (iv) the Second West Campus Director; (v) the Third West Campus Director; and (vi) the International Campus Director.

Article XI: Amendments.

These Bylaws may be amended at any regular meeting of the Board or any special meeting of the Board called for such purpose by an affirmative vote of a majority of Directors in each District equal to a four fifths (4/5) vote of the members of the Board eligible to vote subject section 3.16 of these Bylaws.

Article XII: Certification.

The undersigned hereby certify that the foregoing Bylaws were adopted by the Board of Directors of the Association at a meeting called for that purpose on the 5th day of September, 1997, and amended at a meeting called for that purpose on the 4th day of December, 1997.