



International HETL Association
118-35 Metropolitan Avenue, Unit C3
Kew Gardens, New York 11415 USA
Website: <https://www.hetl.org/>

CONSTITUTION AND BYLAWS

HETL Association

Preamble

The International Higher Education Teaching and Learning Association Board of Directors, in order to foster the core values of academic integrity, collegiality, and diversity, develop a global community of higher education professionals, and improve educational outcomes in higher education by advancing the scholarship and practice of teaching and learning, does establish this Constitution for the International Higher Education Teaching and Learning Association.

1. Article One: Purpose and Jurisdictions

A) *Purpose*

- 1) The International Higher Education Teaching and Learning Association (hereafter known as HETL) shall be an international community and association of higher education professionals and organizations who are committed to advancing the scholarship and practice of teaching and learning in higher education.
- 2) HETL shall operate as a non-governmental educational and charitable association and shall be incorporated as a non-profit organization.

B) *Jurisdictions*

- 1) HETL shall be incorporated in the State of New York, USA and shall have its physical office and its mailing address in New York City, New York, USA.
- 2) HETL shall submit “articles of incorporation” with the State of New York, USA. The State of New York and the USA shall be the legal jurisdictions of HETL.
- 3) The HETL Constitution shall be the internal governing document for HETL and it shall include applicable bylaws for the association.
- 4) If a conflict arises between the HETL Constitution and the laws of the State of New York and the USA then the laws of the State of New York and the USA shall have precedence. In such case, the HETL Constitution shall be amended or revised to be legally consistent with the laws of the State of New York and the USA.
- 5) HETL shall be governed by all applicable laws at the county, city, state, and federal levels, or any other legally established jurisdictions, within the USA.
- 6) HETL shall adhere, where and if applicable, to any legal and professional international laws and standards.



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- 7) HETL shall secure an attorney and an accountant to ensure that all necessary legal, tax, financial, and accounting requirements are met.

2. Article Two: HETL Aims

- A) *Dialogue and network.* HETL shall dialogue and network with existing educational institutions, organizations, associations, societies, centers, networks, agencies, and other similar groups by participating in mutually beneficial discussion and networking groups, forums, conferences, workshops, seminars, symposia, colloquia, and other similar meetings and events that advance the scholarship and practice of teaching and learning in higher education.
- B) *Collaborate and partner.* HETL shall collaborate and partner with existing educational institutions, organizations, associations, societies, centers, networks, agencies, and other similar groups by participating in mutually beneficial projects, initiatives, programs, and other similar efforts that advance the scholarship and practice of teaching and learning in higher education.
- C) *Generate new knowledge.* HETL shall generate new knowledge in teaching and learning by sharing resources, by engaging in scholarship activities related to teaching and learning, by conducting research on teaching and learning, and by publishing journals, articles, books, reports, and other forms of published media.
- D) *Advise and consult.* HETL shall advise and consult with regional, national, and international bodies, governmental and non-governmental, on issues relating to higher education teaching and learning.

3. Article Three: Memberships and partnerships

- A) *Definition of members and partners*
 - 1) Membership shall consist of fee-paying members and non-fee paying members. Non-fee paying members exist on non-fee based platforms where HETL may reside in order to advance its mission. Fee-paying members consist of those individuals and organizations that pay membership fees and meet HETL membership requirements.
 - 2) HETL individual membership shall be open to all qualified educators regardless of their nationality, ethnicity, race, gender, disability, religious beliefs, political affiliation, language, or any other factor that has no bearing on their qualification to be a member.
 - 3) HETL institutional membership shall be open to all qualified organizations across the world regardless of their institutional type, mission, or level.
 - 4) Fee-paying individual members shall consist of any person over the legal age of 18 years of age who is otherwise deemed qualified to be a member by HETL membership policies and rules.



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- 5) Fee-paying institutional members shall consist of the following categories:
 - a. Educational and research institutions, public and private, or educational centers, institutes, and similar establishments affiliated with and under the auspices of an educational institution that are involved in the creation, delivery, or advancement of teaching and learning.
 - b. Non-profit associations and groups, governmental and non-governmental, who are involved in the creation, delivery, or advancement of teaching and learning.
 - c. For-profit corporations that are involved in the creation, delivery, or advancement of teaching and learning products and services.
 - 6) Partners shall consist of any individual or organization that enters into a special agreement with HETL in order to advance the mission of HETL.
- B) *Definition of non-members and non-partners*
- 1) Members do not necessarily include those entities that HETL works with in order to carry out its normal business operations.
 - 2) Non-members may include suppliers, publishers, consultants, attorneys, accountants, and the like.
- C) *Access to memberships and partnerships*
- 1) HETL shall be open to all qualifying individuals and organizations.
 - 2) Membership starts after the applicant:
 - a. Applies for HETL membership,
 - b. Fulfills all HETL membership requirements,
 - c. Receives approval of membership by HETL, and
 - d. Pays all membership fees due to HETL.
 - 3) Partnerships shall be defined by terms of partnership agreements.
- D) *Management of memberships and partnerships*
- 1) The HETL Board of Directors shall be responsible for defining additional membership and partnership policies and categories, as it deems necessary.
 - 2) The HETL Office of Executive Director shall be responsible for the implementation of membership and partnership policies as well as defining and managing any rules, processes, systems, and staff needed to manage HETL membership.
- E) *Termination of memberships and partnerships*
- 1) Membership shall not be transferred, inherited, or otherwise assigned to another individual or organization.
 - 2) Membership shall solely be the privilege of that member. Membership terminates:
 - a. By death of the individual member.
 - b. By legal dissolution of the organizational member.
 - a. By expulsion from HETL for non-compliance of membership policies.
 - b. By voluntary withdrawal from HETL.



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- c. By failing to meet membership financial obligations.
 - d. By non-renewal of membership.
 - e. By failing to comply with the terms of the partnership agreement.
- 3) Termination of partnerships shall be defined by terms of partnership agreements.

4. Article Four: Governance

A) *Purpose of the HETL boards*

- 1) The purpose of the boards shall be to represent the interests and needs of all HETL stakeholders.
- 2) The boards shall advise the governing board on matters related to the strategic governance of HETL.
- 3) The governing and decision-making body of the boards shall be represented by twelve (12) members from the various boards.
- 4) These twelve board members, plus the executive director, shall comprise the “Board of Directors” and shall be voting members.
- 5) The Board of Directors may also include non-voting ex officio members who may be appointed at the discretion of the Executive Director.

B) *Scope of authority of the HETL boards*

- 1) The scope of authority of the boards shall be defined according to the HETL Constitution.
- 2) The Board of Directors shall carry out certain executive, legislative, and judicial duties as defined in the HETL Constitution and Bylaws.
- 3) HETL shall use a shared governance model where authority and responsibility shall be shared between the governing board and the Office of Executive Director in a cooperative manner to serve and advance the best interests and welfare of HETL and its stakeholders.
- 4) All powers not explicitly vested in the Board of Directors shall be reserved for the Office of Executive Director who shall act to serve and advance the best interests and welfare of HETL and its stakeholders.
- 6) The non-governing boards shall also perform specialized functions to advance the mission and vision of HETL. As such, special purpose boards shall be created by and at the discretion of the Office of Executive Director in order to carry out these specialized functions.

C) *Composition of the HETL boards*

- 1) The Office of Executive Director shall appoint as many board members to the non-governing boards as necessary in order to carry out the mission of the association.
- 2) The board members shall represent every continent on earth.



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- 3) The make-up of the boards shall be reflective of the diverse make-up of the global higher education community and HETL membership.
- D) *Selection of the HETL boards*
- 1) The executive director shall appoint the initial non-governing board members.
 - 2) All subsequent board members shall be screened to ensure they meet the necessary qualifications.
 - 3) Approval of new board members shall be by consensus of the Board of Directors. Consensus shall be defined as a general agreement without objection.
 - 4) The executive director shall make ad hoc appointments to and removal from the non-governing boards on an as-needed basis.
 - 5) If a consensus cannot be reached by Board of Directors on the proposed new board members then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - 6) The exact vote count shall not be publicly disclosed.
 - 7) If voting approval cannot be reached then the executive director and president shall jointly appoint the new board members.
- E) *Terms of office of the HETL boards*
- 1) Non-governing board members shall serve a term of six (6) years unless otherwise set.
 - 2) The terms of the board shall be staggered such that one-sixth (1/6) of the total board shall be replaced each year.
 - 3) The initial staggering of the boards shall be determined by the board member subcommittee and proposed to the Board of Directors.
 - 4) Approval of the initial staggering plan shall be by a consensus of the Board of Directors.
 - 5) If a consensus cannot be reached by the Board of Directors on the initial staggering plan then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - 6) The exact vote count shall not be publicly disclosed.
 - 7) If voting approval cannot be reached then the executive director and president shall jointly determine the initial staggering plan.
 - 8) Board members shall be allowed to serve consecutive terms only if their seat cannot be filled.
 - 9) New board members shall be selected in June of each year.
 - 10) The term year for board members shall run from July 1 to June 30.
- F) *Resignation of HETL board members*
- 1) A board member may resign at any time for any reason but shall notify the executive director and president in writing of their decision so a replacement can be found.



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- 2) If a vacancy arises as a result of a resignation, the president and executive director shall make a special appointment of a new member to complete the remainder of the term.
 - 3) The special appointment does not require the approval of the Board of Directors.
 - 4) If a replacement cannot be found, that position shall remain vacant until the Board of Directors appoints the next round of board members to start the new term.
- G) *Removal of HETL board members*
- 1) A board member may be removed from office for unethical or illegal behavior.
 - 2) In such cases and if a dispute of the removal arises, the board member subcommittee shall conduct a due process inquiry and if the subcommittee determines that such behavior warrants removal from the board, the subcommittee shall present their findings to the Board of Directors.
 - 3) Removal of a board member shall require 7 out of 13 votes from the Board of Directors for approval.
 - 4) The exact vote count shall not be publicly disclosed.
 - 5) The person under investigation shall not be allowed to vote.
 - 6) If voting approval cannot be reached then the executive director and president shall jointly determine whether or not the board member should be removed.
- H) *Purpose of the Board of Directors*
- 1) The Board of Directors shall be the governing body of HETL and represent the HETL boards on all governance matters related to HETL.
 - 2) The Board of Directors shall also be known as the Governing Board.
 - 3) The Board of Directors shall create and approve the HETL Constitution.
 - 4) The Board of Directors shall approve any governing bylaws and policies that govern for internal affairs of HETL.
 - 5) The Board of Directors shall be reflective of the general diversity of the HETL boards and HETL membership.
- I) *Scope of authority of the Board of Directors*
- 1) The Board of Directors shall be the representative governance body for HETL.
 - 2) The Board of Directors shall ensure HETL's mission, vision, and values are implemented according to all relevant legal, financial, professional, and ethical standards.
 - 3) The scope of authority of the Board of Directors shall be defined according to the HETL Constitution.
 - 4) The Board of Directors shall be responsible for approving and overseeing the overall strategic direction of HETL.



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- 5) The strategic and operational implementation and management of the constitution, policies, rules, and other matters decided upon by the Board of Directors shall be assigned to, under the purview of, and executed by the Office of Executive Director.
- J) *Composition of the Board of Directors*
- 1) With the approval of the HETL Articles of Incorporation, the HETL executive committee shall now be called the HETL Board of Director. The Board of Directors shall consist of not more than thirteen (13) members in total: twelve (12) members from the boards and one (1) executive director.
 - 2) The Board of Directors shall also include three (3) ex officio members for a total 15 members. The executive director shall automatically become an ex officio member and shall serve as a permanent co-chair of the Board of Directors to ensure continuity of the association. The other two ex officio members shall be appointed or replaced at the discretion of the executive director.
 - 3) The two appointed ex officio members shall serve as long as they hold their management office. Once they relinquish their management office, their position on the Board of Directors shall become vacant. The ex officio position shall automatically be filled by the person selected to fill the respective management office.
 - 4) The only ex officio member allowed to vote shall be the executive director.
 - 5) Other ex officio members shall be non-voting members and serve in an advisory capacity.
- K) *Selection of the Board of Directors*
- 1) The executive director shall appoint the initial Board of Directors.
 - 2) All subsequent Board of Directors members shall come from the non-governing boards. A board member must nominate him/herself or agree to be nominated by another board member before that member can be considered to serve on the Board of Directors.
 - 3) The Board of Directors should consist of at least one person from each continent.
 - 4) The executive director and president shall recommend new Board of Directors members to the current Board of Directors.
 - 5) Approval of new Board of Directors members shall be by consensus of the current Board of Directors.
 - 6) If a consensus cannot be reached by the Board of Directors on new Board of Directors members then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - 7) The exact vote count shall not be publicly disclosed.
 - 8) If voting approval cannot be reached then the executive director and president shall jointly appoint the new Board of Directors members.



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L) *Terms of office of the Board of Directors*

- 1) Board of Directors members shall serve a term of three (3) years.
- 2) After their term is complete on the Board of Directors, the board member shall have the option to complete the remainder of his/her term on one of the non-governing boards.
- 3) The terms of the Board of Directors shall be staggered such that one-third (1/3) of the total Board of Directors shall be replaced each year.
- 4) The initial staggering plan of the Board of Directors shall be determined by the board member subcommittee with the approval of the Board of Directors.
- 5) Approval of the initial staggering plan shall be by a consensus of the Board of Directors.
- 6) If a consensus cannot be reached by Board of Directors on the initial staggering plan then 7 out of 13 votes from the Board of Directors shall be required for approval.
- 7) The exact vote count shall not be publicly disclosed.
- 8) If voting approval cannot be reached then the executive director and president shall jointly decide on the initial staggering plan.
- 9) Board of Directors members shall be allowed to serve consecutive terms only if their seat cannot be filled.
- 10) New Board of Directors members shall be selected in June of each year.
- 11) The term year for Board of Directors members shall run from July 1 to June 30.

M) *Resignation of Board of Directors members*

- 1) A Board of Directors member may resign at any time for any reason but shall notify the executive director and president in writing of their decision so that a replacement can be found
- 2) If a vacancy arises as a result of a resignation then the board member subcommittee shall make a special appointment of a new member to complete the remainder of the term.
- 3) This special appointment does not require the approval of the Board of Directors.
- 4) If a replacement cannot be found then the position shall remain vacant until the new term of the Board of Directors.

N) *Removal of Board of Director members*

- 1) Any Board of Directors member may be removed from office for unethical or illegal behavior as determined by the Board of Directors.
- 2) In such case, the board member subcommittee shall conduct a due process inquiry and if the subcommittee determines that such behavior warrants removal from the Board of Directors then the subcommittee shall present their findings to the Board of Directors.



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- 3) Removal of a Board of Directors member shall require 7 out of 13 votes from the Board of Directors for approval.
 - 4) The exact vote count shall not be publicly disclosed.
 - 5) The person under investigation shall not be allowed to vote.
- O) *Officer roles of the Board of Directors*
- 1) Certain members of the Board of Directors shall be designated as officers. An officer is a member of the Board of Directors that serves a special role.
 - 2) All officers, except for the executive director who serves as the permanent co-chair of the Board of Directors, shall be selected in June of each year and serve for one (1) year.
 - 3) Officers and members of the Board of Directors shall be allowed to serve consecutive terms only if their seat cannot be filled.
 - 4) In the event an officer seat remains vacant the executive director shall carry out the duties of the office until the office is filled. As such, the executive director also serves as president pro tem to carry out the duties of the president in cases where the president is unable to perform those duties.
 - 5) The following officer roles shall be created:
 - a. The executive director of HETL who shall serve as the permanent co-chair of the Board of Directors and president pro tem.
 - b. The president of HETL who shall serve as co-chair of the Board of Directors.
 - c. The vice president of HETL who shall serve as the president-elect, pending final approval of the Board of Directors.
 - d. The treasurer of HETL.
 - e. The secretary of HETL.
- P) *Officer responsibilities of the Board of Directors*
- 1) Executive director
 - a. The executive director shall serve as the permanent co-chair of the Board of Directors and be jointly responsible for facilitating board meetings, for financial and legal matters, for coordinating work across all sub-committees and other boards, and for assessing the overall performance of HETL.
 - b. The executive director shall be responsible for the daily management of HETL and for executing the decisions of the Board of Directors.
 - c. The initial executive director shall be the founder of HETL and shall serve a permanent term of office.
 - d. Appointment of subsequent executive directors, only if and when initial executive director voluntarily resigns, shall require the approval of 9 out of 13 votes of the Board of Directors.
 - e. The vote shall be publically disclosed.
 - 2) President



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- a. The president shall serve as the co-chair of the Board of Directors for the duration of the appointment and shall be jointly responsible for facilitating board meetings, for financial and legal matters, for coordinating work across the sub-committees, and for assessing the overall performance of HETL.
 - b. The president shall represent the boards on governance matters and serves as the non-management co-leader of HETL along with the executive director.
 - c. Selection of the president shall be by a consensus of the Board of Directors.
 - d. If a consensus cannot be reached by the Board of Directors then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - e. The exact vote count shall not be publicly disclosed.
 - f. If voting approval cannot be reached then the executive director shall appoint the HETL president.
- 3) Vice president
- a. The vice president and president shall not be from the same country.
 - b. The selection of the vice president shall be by a consensus of the Board of Directors.
 - c. If a consensus cannot be reached by the Board of Directors then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - d. The exact vote count shall not be publicly disclosed.
 - e. If voting approval cannot be reached then the executive director shall appoint the HETL vice president.
 - f. The vice-president (president-elect) shall become the president after the current president's term has expired, pending final approval of the Board of Directors.
- 4) Treasurer
- a. The treasurer shall work with the co-chairs to ensure all financial reporting is done according to legal requirements and professional standards and to prepare and manage the HETL budget, as well as other duties that may be assignment by the Board of Directors.
 - b. Selection of the treasurer shall be by a consensus of the Board of Directors.
 - c. If a consensus cannot be reached by the Board of Directors then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - d. The exact vote count shall not be publicly disclosed.
 - e. If voting approval cannot be reached then the executive director shall appoint the treasurer.
- 5) Secretary



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- a. The secretary shall work with the co-chairs to record the minutes of each board meeting and to ensure the accuracy of all board records, as well as other duties that may be assigned by the Board of Directors.
 - b. Selection of the secretary shall be by a consensus of the Board of Directors.
 - c. If a consensus cannot be reached by the Board of Directors then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - d. The exact vote count shall not be publicly disclosed.
 - e. If voting approval cannot be reached then the executive director shall appoint the secretary.
- Q) *Permanent subcommittees of the Board of Directors*
- 1) Finance and legal subcommittee.
 - a. The finance and legal subcommittee shall be responsible for all finance, accounting, tax, legal, and related matters.
 - b. Finance and legal subcommittee members shall include the co-chairs, the treasurer, and the secretary.
 - c. The treasurer shall serve as chair of the finance and legal subcommittee.
 - 2) Board member subcommittee.
 - a. The board member subcommittee shall be responsible for working with the executive director and president, on an as-needed basis, to screen all new proposed board members and presenting the list of proposed board members to the Board of Directors for approval.
 - b. The board member subcommittee shall be responsible for working with the executive director and president, on an as-needed basis, to determine the staggering of the terms for board members if applicable as well as the staggering of the terms for the Board of Directors.
 - c. Subcommittee members shall include the executive director and president and three at-large Board of Directors members who shall be selected by consensus of the Board of Directors.
 - d. If a consensus cannot be reached then the executive director and president shall appoint the at-large members.
 - e. The president shall serve as chair of the board member subcommittee.
 - 3) Revenue subcommittee.
 - a. The revenue subcommittee shall be responsible for all revenue related activities, programs, and initiatives. These activities shall include, but not limited to, publishing (and similar types of output), grants (and other similar types of funding), conferences, memberships, and partnerships.
 - b. Revenue subcommittee members shall include the executive director and three at-large Board of Directors members who shall be selected by consensus of the Board of Directors.



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- c. If a consensus cannot be reached then the executive director shall appoint the at-large members.
- d. The executive director shall serve as chair of the revenue subcommittee.
- 4) Research and scholarship subcommittee.
 - a. This subcommittee shall be responsible for conducting research and producing scholarship on behalf of HETL that is non-revenue generating.
 - b. Subcommittee members shall include the executive director and three at-large Board of Directors members who shall be selected by consensus of the Board of Directors.
 - c. If a consensus cannot be reached then the executive director shall appoint the at-large members.
 - d. The chair of the research and scholarship subcommittee shall be decided upon by the subcommittee.
- 5) Ad hoc subcommittees. Temporary or special purpose subcommittees may be created by the Board of Directors on an as-needed basis.
- R) *Board of Directors meetings*
 - 1) The Board of Directors shall meet as needed, in person or electronically.
 - 2) The Board of Directors shall meet at least once every year.
 - 3) The meeting shall be convened by the executive director.
 - 4) The secretary shall record and distribute the minutes of the meeting.
 - 5) The meeting minutes shall become a matter of public record.

5. Article Five: Management

- A) *Main responsibilities of the executive director*
 - a. The executive director shall serve as HETL's chief executive officer and permanent co-chair, officer, and president pro tem of the Board of Directors.
 - b. All powers not specifically reserved for the Board of Directors shall be vested in the Office of Executive Director in order to ensure the continued operation of the association.
 - c. The executive director shall be responsible for the overall management and performance of HETL.
 - d. The executive director shall be responsible for interfacing with and serving as the main liaison with external stakeholders, individual or organizational, such as attorneys, accountants, suppliers, and consultants.
 - e. The executive director shall be responsible for interfacing with and serving as the main liaison with internal stakeholders such as officers, board members, as well as other executives, managers, and employees.
 - f. The executive director shall be responsible for creating all documentation, systems and other items required to manage HETL.



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- g. The executive director shall be responsible for all revenue and financial decisions, including staffing and budgeting.
 - h. The executive director shall be responsible for hiring and terminating all employees or board members serving in a management position or others that may be contracted to perform work for HETL.
- B) *Revenue*
- 1) Sources
 - a. The executive director shall be responsible for creating and implementing all strategic plans subject to approval by the Board of Directors.
 - b. The executive director shall work with the revenue subcommittee as needed.
 - 2) Accountability
 - a. Appropriate accounting and audit systems shall be implemented in order to properly track all HETL revenues.
 - b. The executive director shall work with the revenue subcommittee to oversee the tracking of all revenues.
 - 3) Surpluses
 - a. After all expenses are paid the Board of Directors shall decide how to allocate any surplus funds.
 - b. Any surplus funds shall be used to further the mission of HETL.
- C) *Finance*
- 1) Obligations
 - a. The fiscal and budgetary year shall run from July 1 to June 30.
 - b. The annual budget shall be prepared by the finance and legal subcommittee.
 - c. The annual budget shall be approved by the Board of Directors by consensus.
 - d. If a consensus cannot be reached then 7 out of 13 votes from the Board of Directors shall be required for approval.
 - e. If voting approval cannot be reached then the president and executive director shall jointly decide to approve or reject the proposed budget.
 - f. The executive director shall be remunerated at a salary rate approved by the Board of Directors.
 - g. The executive director shall be reimbursed for any expenses the director has incurred in order to develop and launch HETL as a non-profit association.
 - 2) Accountability
 - a. Appropriate accounting and audit systems shall be implemented in order to properly track all HETL finances.
 - b. The executive director shall work with the finance and legal subcommittee to oversee the tracking of all expenses and finances.



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- c. HETL accounts shall be audited by a certified public accountant.
- d. Legally required financial statements shall be made available to the public.

6. Article Six: Constitution

A) Adoption

- 1) Adoption of the HETL Constitution requires a consensus of the HETL Board of Directors.
- 2) If a consensus cannot be reached then 9 out of 13 votes from the Board of Directors shall be required for approval.
- 3) The constitution shall be made available to the public.

B) Changes

- 1) The constitution shall be amended or revised on an as-needed basis by the Board of Directors.
- 2) Minor edits to the constitution to provide greater clarity or to make the constitution consistent with any applicable laws shall be made on an as-needed basis.
- 3) Any board member shall be allowed to propose changes to the constitution.
- 4) Input from all board members shall be gathered before any amendments or major revisions are proposed to the Board of Directors.
- 5) 9 out of 13 votes from the Board of Directors shall be required to adopt amendments or major revisions to the HETL Constitution.
- 6) If voting approval cannot be reached then the proposed amendment shall not be enacted.

7. Article Seven: Dissolution

- A) Before any action to dissolve HETL is considered by the Board of Directors, a proposal to dissolve shall first be discussed with all board members.
- B) A proposal to dissolve shall be submitted to the Board of Directors jointly by the executive director and president.
- C) HETL shall be dissolved by 9 out of 13 votes of the Board of Directors.
- D) If dissolution is approved, the Board of Directors shall be responsible for determining how to treat the liquidation and disbursement of all HETL assets.
- E) The executive director and president shall be responsible for implementing the requirements of the Board of Directors and for fulfilling all legal requirements needed to complete the dissolution.



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Approval

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Changes

- Approval by the HETL Board of Directors and updated on September 5, 2011:
Minor edits were made to provide greater clarity between the terms “Board of Directors” and “Executive Committee”.
- Approval by the HETL Board of Directors and updated on January 9, 2012:
The size of the non-governing boards was increased from 90 to 120.
- Approval by the HETL Board of Directors and updated on June 15, 2012:
The size limit of the non-governing boards was removed. Now, as many non-governing board members as necessary may be appointed.