ARTICLE I
NAME and SIGNATURE AUTHORITY

Section 1. Name. The name of the Association shall be the College Savings Plans Network (“CSPN” or the “Network”).

Section 2. Signature Authority. The Executive Director of the National Association of State Treasurers (“NAST”) shall serve as CSPN’s Signature Authority.

ARTICLE II
CSPN OBJECTIVES

Section 1. Mission. Empower Members (as defined in Article III) to improve and expand utilization of qualified tuition plans authorized under Section 529 of the Internal Revenue Code of 1986, as amended (“Section 529 Plans,” “529 Plans,” “Section 529” and the “Code”) by providing an inclusive environment to network, train, and offer leadership opportunities; and for the Network to be the leading resource to advocate for and enhance 529 Plans to become the primary saving mechanism for education, training, and skill development.

Section 2. Vision. Section 529 Plans are the premiere choice for families to invest in a child’s future success.

Section 3. Strategic Priorities.

3.1 Ensure long-term sustainability and success of CSPN’s work.

3.2 Raise the voices, engagement, and development of Members to ensure the continued work and success of CSPN.

3.3 Lead the 529 industry in driving new 529 Plan participation through increased national awareness on the value of saving for education, training, and skill development.

3.4 Protect and expand the appeal and use of 529 Plans through advocacy at all levels of government and with all stakeholders.
ARTICLE III
MEMBERSHIP, PROCESS and RIGHTS

Section 1. Membership.
1.1 Eligibility. Any entity authorized to offer a Section 529 Plan is eligible to become a Member of the Network (as defined below).
1.2 Process. Any entity described in Section 1.1 of this Article shall automatically become a Member upon payment of established membership dues (each a “Member”).

Section 2. Voting Rights.
2.1 Member Voting. Each Member in good standing shall be entitled to cast only one vote at all network Business Meetings.
2.2 Voting Designations. Each Member shall designate an Associate Member who will be eligible to vote on behalf of the Member.

Section 3. Associate Members.
3.1 Eligibility. An elected or appointed Treasurer or Comptroller (each an “Official”) and employees of any Member who works with that Member’s 529 Plan shall be eligible to be Associate Members of the Network.
3.2 Process. Persons eligible to be Associate Members may be granted membership upon approval of the Executive Board, which approval may be delegated to NAST staff.
3.3 Voting Rights. Associate Members shall be non-voting unless otherwise designated by the Member in accordance with Section 2.2 of this Article III.
3.4 Explicit Benefits. Any Associate Member is entitled to:
   (a) serve as an Officer of the Network in accordance with Article IV,
   (b) serve on the Committees set forth in Article VI, including the Executive Board,
   (c) vote on behalf of the Member in accordance with this Article III, and
   (d) receive copies of the publications of the Network.

Section 4. Other Memberships. The Executive Board, with NAST approval, will have the discretion to add new membership categories.

Section 5. Affiliates. Corporate or other private sector entities (“Corporate Affiliates”) and State officials in the executive and legislative branches of government and officials of academic or research institutions (“Public Affiliates,” together with Corporate Affiliates, “Affiliates”) that have an interest in Section 529 Plans and college savings generally and are affiliated with NAST may
participate in the activities of the Network. Individuals representing Affiliates may participate in Network Committees, and individuals representing Corporate Affiliates may serve as co-chair of such committees. Affiliates will not have Voting Rights otherwise accorded to Members.

ARTICLE IV
OFFICERS

Section 1. Officers.

1.1. The Officers of the Network shall consist of a Chair, a Vice Chair, a Treasurer, and a Past Chair.

1.2. Eligibility for Office. Any officer designated in Section 1.1 immediately above shall be filled by an Associate Member. A person shall cease to be an officer upon no longer qualifying as an Associate Member. An officer’s regular duties with the Member must consist of the responsibility for, or direct involvement with the Member’s Section 529 Plan(s). The officer must be an Official or an employee of the Member and be an Associate Member in good standing.

1.3. Rotation. The office of Chair may, but shall not be required to, rotate between an Associate Member that is:
   (a) an Official and
   (b) an Associate Member not otherwise deemed to be an Official.

However, no Associate Members from the same Member shall succeed an outgoing Chair that represents the same Member.

1.4. Designee Chair. In the absence of the Chair and the Vice Chair, the Chair may appoint another Associate Member to serve as Chair for a time specific.

1.5 Term and Limit. Each Officer shall serve up to two consecutive one-year terms and will not be eligible for election to a third consecutive one-year term to that same office. An Officer, however, will not be precluded from serving in the same capacity again in the future subject to the considerations of Section 1.3 of this Article IV. The term of office for all elected and appointed Officers shall commence on January 1 of each year and terminate on December 31 of the same year.

Section 2. Office of the Chair.

2.1. As its principal officer, the Chair shall be responsible for taking action necessary to carry out the programs of the Network as fixed by the Network and the Executive Board. The Chair shall preside at all general meetings of the Members and the Executive Board of
the Network. It shall be the duty of the Chair to appoint committees, including committees not otherwise provided for; to act at his or her option as a member ex officio, of all committees; and to interpret and enforce the By-Laws of the Network.

Section 3. Office of the Vice Chair.

3.1. It shall be the duty of the Vice Chair to act on behalf of the Chair in the absence of or at the request of the Chair. When acting on behalf of or in the absence of the Chair, the Vice Chair shall have all the authority and perform all the duties of the Chair. The Vice Chair shall serve as Chair in the event of vacancy in the office of the Chair or incapacity of the Chair for such period as the vacancy or incapacity continues, until the end of the then-current term of the Chair.

3.2. The Vice Chair shall perform such usual duties of the office as are assigned to the Vice Chair by the Chair, including serving as co-chair of the Member Engagement Committee while serving as Vice Chair.

3.3. The Vice Chair shall serve as Chair-elect of the Network. The Vice Chair shall be confirmed as Chair-elect during the Officer and Executive Board Member nominations processes conducted annually by the Governance Committee pursuant to Article VI, Section 2.3.

Section 4. Office of the Treasurer.

4.1. The Treasurer shall review the acceptance and trust of all funds or monies attributed to the Network in accordance with the NAST Constitution.

4.2. The Treasurer shall keep the permanent records of the Network, shall develop the Network’s budget for the Executive Board and shall report the financial condition of the Network to the Executive Board, the Members and to NAST. The Treasurer shall perform such other duties as may be assigned by the Chair, the Network, or the Executive Board.

Section 5. Office of the Past Chair.

5.1. The most immediate past CSPN Chair who remains an Associate Member shall serve as Past Chair. In the event the most immediate past CSPN Chair is unable or unwilling to serve as Past Chair, the Executive Board may designate an Associate Member from the Past Chair’s office or who has otherwise served on the Executive Board to serve as Past Chair.

Section 6. Method of Election.

6.1. Nomination. Candidates for election to the office of Chair, Vice Chair, and Treasurer shall
be Associate Members nominated by the Governance Committee, which shall be composed as provided in Section 2 of Article VI.

6.2 Nomination and Rotation of Officers. The Governance Committee shall nominate candidates for Chair, Vice Chair and Treasurer. A Chair, Vice Chair or Treasurer who has served less than two consecutive one-year terms and remains an Associate Member shall be nominated for a second consecutive, one-year term. Among factors to be considered when nominating Officers, the Governance Committee may consider the provisions set forth in Section 1.3 of this Article.

6.3 Nomination of Executive Board Members. The Governance Committee shall also nominate candidates for at-large Executive Board membership as provided in Section 2 of Article VI.

6.4. Timing of Election. Officers and Board members shall be elected at the Annual Business Meeting of the Network. The Executive Board shall determine the time and place for the Annual Business Meeting to include the election of Executive Board Members and Officers; provided however, that such election shall take place no later than the end of December each year.

6.5. Election Process.

6.5.1. If the Chair is serving his or her second consecutive, one-year term or is not otherwise eligible, able or willing to continue to serve as Chair, the sitting Vice Chair shall be the nominee for Chair. In the event the Vice Chair is ineligible, unable, or unwilling to serve, the Governance Committee shall nominate a candidate for Chair who is otherwise qualified to serve, subject to the considerations of Section 1.3 of this Article.

6.5.2. For the election of Chair, Vice Chair, Treasurer, and membership on the Executive Board, an affirmative majority vote of the Members officially represented and voting at the Annual Business Meeting shall be necessary.

Section 7. Method of Filling Vacancies.

7.1. Officers. An officer shall cease to be an officer when no longer eligible as an Associate Member or upon resignation, whichever occurs earlier. Vacancies within the Officers will be filled as follows: a vacancy of the Chair shall be filled by the Vice Chair, all other vacancies shall be filled by the Executive Board and as provided in these By-Laws. Officers succeeding to office as a result of a vacancy shall serve for the remainder of the unexpired term of the vacated office. If the Vice Chair assumes the position of Chair as a result of a vacancy, he or she shall be nominated to serve as Chair for up to two additional one-year terms following completion of the unexpired term. A person appointed to fill the
remainder of a term as Vice Chair or Treasurer as a result of a vacancy shall be nominated to serve as Vice Chair or Treasurer for up to two additional one-year terms following completion of the unexpired term.

7.2. Past Chair. If the position of immediate Past Chair becomes vacant, then said vacancy shall be filled by the Associate Member who is eligible to serve and who served as Chair most recently prior to the immediate Past Chair. Said person shall fill the position of Past Chair until such time that there is a new immediate Past Chair who is eligible to serve.

ARTICLE V
AFFILIATION WITH NAST

Section 1. CSPN is affiliated with NAST in accordance with Article V of the NAST Constitution, which reads:

1.1. Upon membership approval, NAST may create or affiliate with networks and groups. The goal of a network is to provide opportunities for State government finance officials to exchange information and ideas on subjects which by their nature are not exclusively, but principally, within the purview of State Treasurers. In considering additional Affiliated Networks, NAST shall consider the potential impact on current programmatic efforts, the ability of the NAST membership and staff to support the Affiliated Networks and such other factors as are deemed relevant.

1.2. Affiliated Network governance documents and amendments to such governance documents shall be subject to approval of the NAST Executive Committee. Affiliated Network governance documents shall be presented in a format similar to the NAST Constitution and address, at a minimum, the following items: terms and term limits of Officers and Board members, the succession of Officers, the rotation of Board members. In the development and implementation of these governance documents, Affiliate Networks should strive to balance the need for continuity of leadership (governing Board members and Officers) with creating opportunity for participation in leadership by the broad membership. In addition, Affiliated Networks should work cooperatively to create governing documents that are as consistent as possible across all Affiliated Networks, recognizing that differences in each network may require some variation within the governing documents.

1.3. If an Affiliated Network elects to utilize a regional structure, then such regional designations must correspond to those provided in the NAST Constitution.

1.4. The budgets of Affiliated Networks shall be developed and administered in accordance with Article IX of the NAST Constitution.
Policy positions proposed by an Affiliated Network shall be considered by NAST pursuant to Article XI of the NAST Constitution.

**ARTICLE VI**

**COMMITTEES**

Section 1. Executive Board.

1.1. Composition. The Executive Board shall consist of thirteen (13) persons each of whom shall be a voting member of the Board. There shall be five (5) ex-officio Board members as follows: four (4) Board members shall be the then-current Officers of the Network (including the Past Chair) and one (1) Board member shall be the current chairperson of the Network’s Corporate Affiliate Committee. The remaining eight (8) Board members will be at-large members elected from the Associate Members with representation from Officials and other Associate Members taking into consideration other members of the Executive Board and additional Governance Committee considerations set forth in Section 2.3 of this Article VI.

1.2. Election. The at-large Executive Board members shall be elected by the CSPN Members at the Annual Business Meeting or at such other time as approved by the Executive Board. Notwithstanding the foregoing, a Board member’s term shall cease at such time that he/she no longer serves in an office or capacity that qualifies him/her for service on the Executive Board.

1.3. Nomination: Candidates for election to the Executive Board shall be nominated from among the Associate Members by the Governance Committee, which shall be composed as provided in Section 2 of this Article VI.

1.4. Vacancies: Vacancies on the Executive Board shall be filled by the Executive Board for the time remaining in the then-current term of office.

1.5. Meetings. The Executive Board shall meet:

1.5.1. At the call of the Chair but shall be scheduled to meet no less than monthly or upon petition by three members thereof.

1.5.2. Upon notice from the Chair, said meeting may be held through electronic means.

1.6. Duties and Responsibilities. The Executive Board shall have all powers necessary to effectuate the objectives of the Network, including the power to:

1.6.1. Act on pressing matters, including recommending policy and recommending rescission or modification of existing policy to NAST, in the interim between regular meetings of the full body. Proposed policy must be presented in written form to all Executive Board members. In addition to the text of any proposed
policy, the Chair shall provide to the Executive Board background information on
the policy, a written explanation of the policy, and a summary of anticipated
Network staff follow-up activity.

1.62. The Executive Board may adopt and promulgate rules to effectuate the objectives of
the Network in accordance with the provisions of these By-Laws, which shall
become effective immediately upon adoption. Such rules shall, however, be
submitted for full membership consideration at the next Annual or Special
Business Meeting of the Network.

1.63. Conduct the business of the Network and take such actions as are necessary to
achieve the Network objectives, including monitoring and updating the most recent
Strategic Plan approved by the Members. The Executive Board agenda shall take
into account suggestions from the Associate Members.

1.64. The Executive Board shall constitute the NAST College Savings Committee and
keep the NAST membership abreast of developments in its topical area, shall assist
in development of educational sessions for NAST events within its topical area, and
shall perform other duties as may be assigned by the President of NAST.

1.7. Voting. Notwithstanding other provisions herein, a majority of the voting members of the
Executive Board shall constitute a quorum. An affirmative majority vote of the quorum
shall be necessary for action by the Board. Subject to the Chair’s approval, for purposes of
determining a quorum and voting procedures, a voting member of the Executive Board
may appoint another Associate Member, not currently a member of the Executive Board,
to participate and vote at such meeting on his or her behalf.

1.8. Staff Support. The NAST Executive Director shall assign staff to support the activities of
the Executive Board.

1.9. Term of Office. The term of office for at-large Executive Board members shall be two (2)
two-year terms commencing on January 1 of each year and terminating on December 31 of
the following year. At-large Executive Board members may serve no more than two
consecutive terms but may serve again after at least one intervening term of office.

Section 2. Governance Committee.

2.1. Composition. The Governance Committee is comprised of nine members, one of which
will be the Past Chair of the Network. The Chair of the Network shall appoint the
remaining eight members, which members shall be comprised of Associate Members and,
at the Chair’s discretion, Corporate Affiliates. In addition to the Past Chair of the
Network, at least one member of the Governance Committee will also be a member of the
Executive Board, which position may be filled by the Network Vice Chair. Each member
will serve at the pleasure of the Chair and may be appointed for successive terms upon a
change in Chair.

2.2. Officers. The Governance Committee will have two co-chairs, one of whom may be a
Corporate Affiliate. The Chair shall appoint the co-chairs, taking into consideration the
importance of staggered terms across the co-chairs.

2.3. Duties. The Governance Committee will address responsibilities for accelerating key
internal initiatives (along with providing new leadership opportunities), including the
periodic review of the following organizational roles and responsibilities:

(a) Executive Board eligibility
(b) Officer roles and responsibilities
(c) Committee leadership structure, roles, charters, membership, meeting schedules,
   quorums and voting protocols
(d) Officer and Executive Board Member nominations processes
(e) Diversity, equity and inclusion
(f) CSPN leadership and committee succession planning, including advising upon
   vacancies in committee co-chair positions if asked to do so
(g) Transparency of Network communications
(h) Implementation and monitoring of Strategic Plan progress

The committee co-chairs shall report to the Executive Board on the activities of the
committee, including any recommendations from the committee, as applicable. With
respect to nominations for candidates for the Officers of the Network and for the at-large
Executive Board Members, subject to the provisions of Article IV, the Committee shall
select Officer candidates from the current or past membership of the Executive Board and
shall seek and consider the advice of the other Executive Board members and the co-chairs
of all active Network committees particularly regarding the participation and involvement
of potential candidates in Network issues and activities. In addition, in nominating
Executive Board members, the Committee shall consider geographic diversity and shall
ensure participation by Members offering savings plans and Members offering prepaid
tuition plans.

2.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of
the Governance Committee.

Section 3. Legal and State Affairs Committee.

3.1. Composition. The committee shall be composed of Associate Members and Corporate
Affiliates who have an interest in legal or State issues that affect 529 Plans and college
savings generally.
3.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom may be a Corporate Affiliate, at his or her discretion.

3.3. Duties. The committee shall keep the CSPN Executive Board apprised of developments in its topical area, specifically undertaking the study of legal and State activities at the federal level and within individual States where such activities affect governance and or operations of 529 Plans. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee, including any recommendations from the committee, as applicable. The committee shall assist in development of educational sessions for NAST events within its topical area and shall perform other duties as may be assigned by the CSPN Chair.

3.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 4. Federal Initiatives Committee.

4.1. Composition. The committee shall be composed of Associate Members and Corporate Affiliates who have an interest in federal legislative and or regulatory issues that affect 529 Plans and college savings generally.

4.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom may be a Corporate Affiliate, at his or her discretion.

4.3. Duties. The committee shall be responsible for development of the CSPN federal initiatives. The committee shall also develop processes for continuous review of the initiatives and shall coordinate with the NAST Legislative Committee on the implementation of the initiatives. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee, including any recommendations from the committee, as applicable. The committee shall assist in development of educational sessions for NAST events within its topical area and shall perform other duties as may be assigned by the CSPN Chair.

4.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 5. Communications Committee.

5.1. Composition. The committee shall be composed of Associate Members and Corporate Affiliates who have an interest in communications and awareness issues that affect 529 Plans and college savings generally.

5.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom may be a Corporate Affiliate, at his or her discretion.
5.3. Duties. The Communications Committee is responsible for the development of the CSPN Communications Plan. The committee shall also develop processes for the continuous review and enhancement of the Communications Plan, and programs to implement the Plan. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee, including any recommendations from the committee, as applicable. The committee shall assist in development of educational sessions for NAST events within its topical area and shall perform other duties as may be assigned by the CSPN Chair.

5.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 6. Diversity and Leadership Committee.

6.1. Composition. The committee shall be composed of Associate Members and Corporate Affiliates who have an interest in diversity and inclusion issues that affect CSPN current and future leadership and 529 Plans generally.

6.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom may be a Corporate Affiliate, at his or her discretion.

6.3. Duties. The Diversity and Leadership Committee is responsible for addressing diversity issues and institutionalizing inclusion across CSPN and its programs. The committee will provide recommendations to the Executive Board to define and to promote diversity and inclusion for purposes of working across CSPN to develop new avenues and opportunities for a wider number and variety of Members to assume leadership roles on the Executive Board, in committees, at conferences and in working groups. The committee shall also assist in the development of educational sessions for network events and perform other duties as may be assigned by the CSPN Chair. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee and shall make such recommendations for consideration as he/she deems appropriate.

6.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 7. Member Engagement Committee.

7.1. Composition. The committee shall be composed of Associate Members and Corporate Affiliates who have an interest in the membership of CSPN generally and development of the CSPN- and 529 Plan-related education sessions for conferences sponsored by NAST conferences.

7.2. Officers. The Vice Chair of CSPN will serve as co-chair and the Chair of CSPN shall appoint an additional co-chair of the committee, who may be a Corporate Affiliate, at his
or her discretion.

7.3. Duties. The Member Engagement Committee shall:
   
   (a) develop and implement a strategy to provide training and networking
   opportunities, to increase membership and engagement within CSPN, to provide
   mentorship for new Associate Members, and to improve the overall benefits of
   Network membership;
   
   (b) include a Program Subcommittee (whose participants shall be open to interested
   Associate Members and Affiliates) that shall develop and approve the program
   and program materials for all NAST-sponsored conferences with a 529 Plan
   topical area. In this endeavor, the Program Subcommittee shall assist NAST as
   requested in program areas that include college savings topical areas; and
   
   (c) shall perform such other duties as may be assigned by the CSPN Chair.

The co-chairs of the Member Engagement Committee shall report to the CSPN Executive
Board on the activities of the committee, including any recommendations from the
committee, as applicable.

7.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of
the committee.

Section 8. Data, Operations and Technology Committee.

8.1. Composition. The committee shall be composed of Associate Members and Corporate
Affiliates who have an interest in data, operations and technology issues that affect 529
Plans and college savings generally.

8.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom
may be a Corporate Affiliate, at his or her discretion.

8.3. Duties. The Data, Operations and Technology Committee shall keep the CSPN Executive
Board apprised of developments related to the study of the 529 plan operations,
administration and technology advancements for the purpose of making recommendations
to the CSPN Executive Board for its consideration. The committee will also be responsible
for the development and review of the data collection efforts of the Network and will work
in conjunction with other committees as necessary. The committee co-chairs shall report to
the CSPN Executive Board on the activities of the committee, including any
recommendations from the committee, as applicable. The committee shall assist in
development of educational sessions for NAST events within its topical area and shall
perform other duties as may be assigned by the CSPN Chair.

8.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of
the committee.
Section 9. Prepaid Tuition / Guaranteed Savings Plan Committee.

9.1. Composition. The committee shall be comprised of Associate Members and Corporate Affiliates who have an interest in prepaid tuition or guaranteed savings plans.

9.2. Officers. The CSPN Chair shall appoint two co-chairs of the committee, one of whom may be a Corporate Affiliate, at his or her discretion.

9.3. Duties. The Prepaid Tuition / Guaranteed Savings Plan Committee shall keep the CSPN Executive Board apprised of developments in its topical area, specifically undertaking the study of the financing, operations, and administration of Section 529 prepaid tuition / guaranteed savings plans for the purpose of making recommendations to the CSPN Executive Board for consideration. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee, including any recommendations from the committee, as applicable. The committee shall assist in development of educational sessions for NAST events within its topical area and shall perform other duties as may be assigned by the CSPN Chair.

9.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 10. CSPN Corporate Affiliate Committee.

10.1. Composition. The CSPN Corporate Affiliate Committee shall consist of those NAST Corporate Affiliates who have professional interest in 529 Plans, college savings generally, and Network activities.

10.2. Officers. The Corporate Affiliate Committee shall annually meet and elect from among its members two co-chairs of the committee.

10.3. Duties. The CSPN Corporate Affiliate Committee shall study issues affecting corporate or other non-public sector entities engaged in working with Section 529 Plans and shall make recommendations to the CSPN Executive Board for consideration. The committee co-chairs shall report to the CSPN Executive Board on the activities of the committee, including any recommendations from the committee, as applicable. The committee shall assist in development of educational sessions for NAST events and shall perform such other duties as may be assigned by the Chair.

10.4. Staff Support. The NAST Executive Director shall assign staff to support the activities of the committee.

Section 11. Other Network Committees. The CSPN Chair, with the advice and consent of the Executive Board, shall appoint such other committees as may be required, provided all resolutions or policy
positions proposed by such committees shall be subject to the review and approval process provided within these By-Laws and the NAST Constitution.

Section 12. Attendance at Network Committees. All Associate Members and individuals representing Corporate Affiliates and Public Affiliates shall be entitled to be present at all meetings of the Executive Board and the Network Committees, subject solely to the provisions of Article VII, Section 2.1.

ARTICLE VII
MEETING CONDUCT

Section 1. Business Meetings.

1.1. Annual Business Meeting. This Meeting represents the focal business meeting of the Network, the date of which is set by the Executive Board.

1.1.1. Notice. All Associate Members and Affiliates of the Network shall receive at least 10 days’ notice of the nature of business to be conducted during the Annual Business Meeting. This may be accomplished by providing a proposed agenda for such Meeting to each Associate Member and Affiliate.

1.1.2. Business Considered. The Annual Business Meeting shall consider election of Officers and Board members for the next calendar year; provide for the receipt of Network financial reports; reports of Committees, including consideration of resolutions and policy positions; ratification of actions taken by the Executive Board, and such other items as the Chair or the Board may deem appropriate.

1.1.3. Usual Order of Business.

1.1.3.1. Call to Order

1.1.3.2. Recognition of Proxies, Electronic Participants & Announcements

1.1.3.3. Consideration of Minutes of Prior Meetings

1.1.3.4. Chair’s Report

1.1.3.5. Treasurer’s Report

1.1.3.6. Reports of Standing Committees

1.1.3.7. Reports of Special Committees

1.1.3.8. Unfinished Business

1.1.3.9. New Business

1.1.3.10. Elections

1.1.3.11. Adjournment

1.2. Special Business Meeting. A Special Business Meeting may be scheduled by the CSPN
Chair when exigent circumstances dictate that action by the Network is required. Such business may be conducted by electronic means, by ballot, or such other method determined appropriate by the Executive Board.

1.21. Notice. The notice requirement shall be the same as for the Annual Business Meeting, provided that with the concurrence of the Executive Board, such notice period may be shortened to a period of not less than seven (7) days. Notice of such Meeting shall be provided to each Associate Member and Affiliate and will summarize the exigent circumstances dictating expedited action by the Network.

1.22. Business Considered. Any business determined by the CSPN Chair as necessitating immediate action by the Network.

1.23. Usual Order of Business. Same as for the Annual Business Meeting.

Section 2. Voting. An affirmative majority vote of each Member present (or participating through otherwise sanctioned electronic means) and voting shall decide all questions and matters before the Network at any Business Meeting or meetings of Committees and sub-groups, unless specifically provided herein. Any action of Network Officers and Committees shall be in accordance therewith, but such Officers shall, if requested, facilitate the presentation of any minority view.

2.1. All Network meetings and votes shall be public, unless at least two-thirds (2/3) of the relevant body first agrees to go into executive session due to the personal or otherwise pre-stated sensitive nature of the matter.

2.2. No Associate Member shall ever be deprived of his or her rights or the privilege to assert his or her own position on any issue.

2.3. Any Member who shall not have paid the annual fees for the then-current or immediately preceding fiscal year shall not be eligible to vote on questions under consideration at the Annual Business Meeting or any Special Business Meeting until such delinquent fees are paid.

Section 3. Proxies. For all meetings convened by CSPN at which a vote is held, each Member shall designate in writing an Associate Member who will serve as the voting delegate on behalf of the Member on a permanent or time-limited basis pursuant to Article III, Section 2.2. Each Member may designate a secondary Associate Member as the voting delegate in circumstances where the primary Associate Member is unavailable provided:

3.1. The secondary Associate Member’s written designation is filed with the NAST Executive Director or the NAST staff person assigned to the Network/Board/committee or in the absence of NAST staff, the chair of the meeting prior to a vote being taken;

3.2. The secondary Associate Member is present at the meeting;
3.3. The secondary Associate Member identifies themselves at the event as a proxy prior to exercising any vote; and
3.4. No Member may cast more than one (1) vote.

Section 4. Quorum.

4.1. At the Annual Business Meeting or a Special Business Meeting, a quorum shall consist of a majority of the Members including persons serving as proxies as provided in Section 3 of this Article VII.
4.2. At all other meetings of committees or sub-groups convened by CSPN a quorum shall consist of a majority of those Members and / or Associate Members duly participating in such committee or sub-group.

Section 5. Meeting Notice.

5.1. General. Except as specifically provided otherwise within these By-Laws for Annual and Special Business Meetings, notice of any other meeting shall be given to the members of the relevant committee no less than five (5) calendar days in advance of the meeting. At a minimum, the notice shall contain the date and time of the meeting, a general description of the business to be considered during such meeting, and instructions on how a committee member may participate in such meeting. Such notice may be given in written or electronic form.
5.2. Membership Notice. The notice required for meetings of the Network and its committees shall be posted on the Web site maintained by the Network, as applicable.

Section 6. Robert’s Rules of Order. Except as otherwise provided herein, the proceedings of all meetings of the Network and subdivisions thereof shall be governed by Robert’s Rules of Order.

Section 7. Meetings Held Using Sanctioned Electronic Means. An Associate Member or Affiliate may participate in a meeting of the Network or any committee thereof by means of conference telephone or, if authorized by the Executive Board, by such other means of electronic communication. Participation in a meeting by electronic communication constitutes presence at the meeting.
ARTICLE VIII
DEFINITIONS

Section 1. Affirmative Majority Vote. A majority vote of the Members voting provided that a quorum is satisfied, as defined in Article VII, Section 4.

Section 2. Electronic Communication. Any form of communication where there is live (i.e., instant) interaction between the participating parties. Examples include: real time videoconferencing, standard telephony, instant messenger, chat rooms, or such other means by which persons not physically present in the same location may communicate with each other through a live interaction.

Section 3. Ex Officio. By virtue of office or position.

Section 4. Governing Board or Executive Board. Term used to identify the group in CSPN charged with the conduct and management of its affairs.

Section 5. In Writing. A proxy will be approved upon receipt by NAST staff of a signed notice from the Member delivered in person, by U.S. Mail, courier service, facsimile, electronic mail or any other means recognized by the Uniform Electronic Transactions Act.

Section 6. Member in Good Standing. A Member who has paid annual membership dues during the then-current or prior fiscal year shall be considered a “Member in Good Standing” and is eligible to vote on questions under consideration at the Annual or any Special Business Meeting of CSPN.

Section 7. Presiding Officer or Chair. Term used to signify the highest office in CSPN.

ARTICLE IX
FINANCES

Section 1. Fiscal Year. The fiscal year for the Network shall be July 1 through June 30.

Section 2. Budget. The NAST National Executive Committee will account for all income and administer all expenses for the Network through an annual budgeting and allocation process. The budget will include projected income and expenses. The NAST National Executive Committee will approve the budget and any necessary amendments therein.
2.1. The NAST Finance Committee shall coordinate budget development and execution activities for the Network with the assistance of the NAST Executive Director.

2.2. The NAST Finance Committee shall annually develop and distribute to the Network presiding Officers a calendar of budget events which outlines key dates and assignment of duties for timely budget development and adoption.

2.3. The CSPN Executive Board will recommend a proposed budget and act in an advisory capacity to the NAST Finance Committee and NAST National Executive Committee during the budget preparation process and as necessary regarding all financial matters on behalf of their respective members.

Section 3. Membership Dues. The annual fees for Members and Affiliates shall be established by the NAST National Executive Committee.

Section 4. Non-Payment of Dues Penalty. Any Member that shall not have paid annual membership dues for the then-current or immediately preceding fiscal year shall not be eligible to vote on questions under consideration at the Annual or any Special Business Meeting until such delinquent fees are paid. Any Member that is delinquent in the payment for two or more years shall be suspended from Network membership and all Network activities until such time as membership dues are paid.

ARTICLE X
MISCELLANEOUS

Section 1. Policy Position Adoption by the Network
1.1 Generally. It is expected that policy resolutions will be presented to and originate from the Network committee having subject matter jurisdiction. Resolutions for which a subject matter jurisdiction committee does not exist as determined by the Chair shall be presented to the Executive Board for consideration.

1.2. Proposals Recommended by Committees. Resolutions intended to state a Network policy position shall first be presented to the Network committee having subject matter jurisdiction. If favorably recommended by the appropriate committee, the proposed resolution shall next be submitted to the Executive Board. If favorably recommended by the Executive Board, the proposed resolution shall next be submitted to the membership at a Business Meeting. Resolutions recommended by the Executive Board may be adopted pursuant to Section 2 of Article VII (requiring an affirmative majority vote for adoption).

1.3. Proposals Not Recommended by Committees. A resolution intending to state a Network policy position which is either not recommended by the standing committee or the
Executive Board may still be presented to the membership at a Business Meeting.

Resolutions not recommended by the Executive Board may be adopted pursuant to Section 2 of Article VII, provided such resolutions shall be subject to approval by a three-fourths (3/4) affirmative vote.

1.4. Ratification of Executive Board Actions. The Network acknowledges that circumstances will periodically necessitate that the Executive Board state a position on behalf of the Network in the absence of a vote of the membership. In such circumstances, the Executive Board shall, to the extent possible:

1.41. Notify all Associate Members and Affiliates of the circumstance then existing, the actions proposed, and provide a period for comment. This may be accomplished by electronic means;

1.42. Include within any action or positions taken an acknowledgement that such was taken by the Executive Board and is subject to subsequent ratification or modification by the Network;

1.43. Notify all Associate Members and Affiliates of the action taken; and

1.44. Present the Executive Board action for ratification or modification at the next Business Meeting.

1.5. Miscellaneous.

1.51. Sunset of Policy Resolutions. Unless otherwise stated within a resolution, policy positions taken by the Network remain in effect for three (3) years after adoption, at which time the policy positions are to be considered by the Network committee having subject matter jurisdiction or the Executive Board following the process described in Section 1.2 above.

1.52. Public Record of Resolutions. It shall be the responsibility of NAST staff under the supervision of the NAST Executive Director to maintain an index of policy resolutions adopted by the Network that shall be available to the membership.

Section 2. Corporate Contributions and Vendor Relationships. Designation, acceptance, or recognition as a corporate contributor or vendor does not constitute an endorsement by the Network of the corporate contributor or vendor or any of their practices or products.

Section 3. Representatives to NAST Committees. The Executive Board shall provide representation to various NAST committees as set forth in the NAST Constitution:

3.1. NAST Executive Committee. The CSPN Chair shall serve as a non-voting member of the NAST Executive Committee.

3.2. NAST Finance Committee. The CSPN Chair or the Treasurer shall serve as a non-
voting member of the NAST Finance Committee.

3.3. NAST College Savings Committee. The members of the CSPN Executive Board shall constitute the members of NAST College Savings Committee.

3.4. NAST Legislative Committee. Upon the recommendation of the CSPN Chair, the Executive Board shall designate an Associate Member to serve as a voting member of the NAST Legislative Committee.

3.5. NAST Long-Range Planning Committee. Upon the recommendation of the CSPN Chair, the Executive Board shall designate an Associate Member to serve as a voting member of the NAST Long Range Planning Committee.

3.6. NAST Program Committee. Upon the recommendation of the CSPN Chair, the Executive Board shall designate an Associate Member to serve as a voting member of the NAST Program Committee.

Section 4. Governance Documents Conflict. No language or provision contained in the College Savings Plans Network By-Laws shall conflict with any language or provision contained in the National Association of State Treasurers Constitution.

ARTICLE XI
AMENDMENTS

Section 1. Annual or Special Business Meetings. These By-Laws may be amended at any Annual or Special Business Meeting by affirmative majority vote of the Members of the Network in attendance. Amendments must be approved in accordance with Article V of the NAST Constitution.

Section 2. Sanctioned Mail / Electronic Means. These By-Laws may be amended through sanctioned mail or electronic means authorized by the Executive Board. The Executive Board shall submit to all Associate Members and Affiliates a copy of any proposed amendment at least thirty (30) days prior to the closing of ballot by mail or electronic means as indicated by the Member on its registration with CSPN. An affirmative majority vote of the Members shall be necessary to approve an amendment by sanctioned mail / electronic means.
ARTICLE XII
DISSOLUTION

In the event of the dissolution of the Network, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a State or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the NAST principal office is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XIII
EFFECTIVE DATE

These By-Laws shall take effect and be in force on October 1, 2021. On such effective date, all previous By-Laws and policies are hereby repealed and declared null and void.

Approved by the Membership via electronic vote as of September 17, 2021, following a duly called Special Business Meeting on August 24, 2021.