



**Nomination Committee Role and Protocol**  
**Board of Directors Meeting**  
Inter American University of Puerto Rico, Law School  
January 11, 2024

**Nomination Committee Role and Protocol used in past elections:**

1. The Nomination Committee role is to meet virtually to evaluate potential candidates, including current eligible officers, and explore their availability.
2. After confirming the candidate's availability to serve, they prepare a brief report to present it to the Board of Directors during the June 2024 meeting with the name of the candidates and the elections process they recommend.

**Terms of HETS Board Officers (next elections will be in June 2024)**

**Executive Committee:**

Dr. Carlos Morales, President, TCC Connect Campus (Tarrant County College)	<b>HETS Chair since 2020-2021</b>	<b>2<sup>nd</sup> Term</b>
Dr. Olga Rivera, President, ICPR Junior College of PR	<b>HETS Vice Chair since May 2023</b>	<b>1<sup>st</sup> Term</b>
Dr. Carlos Vargas-Aburto, President, Southeast Missouri State University	<b>HETS Secretary since 2020 - 2021</b>	<b>2<sup>nd</sup> Term</b>
Eng. Gladys T. Nieves, President, EDP University	<b>HETS Treasurer since 2020 - 2021</b>	<b>2<sup>nd</sup> Term</b>
Dr. Hávidan Rodríguez, President, University of Albany, SUNY	<b>HETS Regional Representative – East since 2020 - 2021</b>	<b>2<sup>nd</sup> Term</b>
Dr. Tomás Morales, President, California State University, San Bernardino	<b>HETS Regional Representative – West since 2020 - 2021</b>	<b>2<sup>nd</sup> Term</b>
Dr. Maritza Rondón, Chancellor, <i>Universidad Cooperativa de Colombia</i>	<b>HETS International Representative since 2020 - 2021</b>	<b>2<sup>nd</sup> Term</b>

**HETS Bylaws Clause for Officers**

**ARTICLE IV**  
Committees

**Section 4.02 Executive Committee.** The Board of Directors may, in its discretion, by resolution adopted by a majority of the whole Board, constitute a general Executive Committee

for the Board, appoint the members thereof, and specify its authority and responsibility. The Executive Committee shall consist of the officers of the Board of Trustees (Chair, Vice Chair, Treasurer and Secretary) and one representative of the following four regions: southwest, northeast, southeast, and the Caribbean/International region, provided none of the officers belong to one of the above-mentioned regions. Regions may shift as membership grows. The Executive Director of HETS will serve on the Executive Committee as an ex-officio non-voting member.

## **ARTICLE V**

### *Officers*

**Section 5.01 Officers.** –The Board of Directors shall elect from the directors, a President, a Secretary, and a Treasurer, and it may, if it so determines, elect, or appoint one or more Vice Presidents, and such other officers and assistant officers as may be deemed necessary. If the Board of Directors so determines; the officers of the Corporation may be designated by such other titles as may be provided in the Articles of Incorporation or these Bylaws. Any two or more officers may be held by the same person except the offices of President and Secretary.

**Section 5.02 Term of Office and Removal.** Each officer shall hold office for which he or she is elected or appointed for the term of two years (not to exceed two consecutive terms) and until his or her successor has been elected or appointed and qualified. Unless otherwise provided by resolution of the Board of Directors' all officers shall be elected or appointed at the annual meeting of the Board. Any officer may be removed by the Board of Directors whenever in its judgment the best interest of the Corporation will be served thereby; provided, however, that removal of an officer shall be without prejudice to his or her contract rights, if any, and the election or appointment of an officer shall not of itself create contract rights.

- Issuance of a written statement of grounds upon which the judgment is based including a brief description of the interests of the Board which are alleged to be diminished by the officer's action or omission.
- The judgment of the Board shall be articulated with supporting evidence and agreed to by at least three-fourths of the Board Members after due consideration of the facts and circumstances.
- The officer shall be given a reasonable opportunity to respond to the allegations before a final judgment is rendered.

**Section 5.03 Powers and Duties of Officers.** Subject to the control of the Board of Directors, all officers, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the property and affairs of the Corporation as may be provided in these Bylaws or by resolution of the Board and, to the extent not so provided, as generally pertain to their respective offices.