

## **BY-LAWS**

(AS AMENDED YYYY, Mon DD)

### **SECTION 1. NAME**

The name of the Association shall be the \_\_\_\_\_ Alumni Association.

### **SECTION 2. MEMBERS AND MEETINGS**

The members of the \_\_\_\_\_ Alumni Association shall consist of graduates of \_\_\_\_\_ School and all non-graduate members of graduated classes who attended the School for a period of one year or more. In addition, all non-alumni faculty representatives serving on the Board of Governors shall be members of the Association during their term of service on the Board.

There shall be at least one meeting of the membership each year called by the President or by at least 10 percent of the membership of the Association.

### **SECTION 3. BOARD OF GOVERNORS**

The Board of Governors selected from among the members of the association shall carry out the business and affairs of the \_\_\_\_\_ Alumni Association. The composition of the Board of Governors shall be representative of all members of the \_\_\_\_\_ community. The Board of Governors shall be elected by vote of the Board at its June meeting and shall consist of the following members: the officers of the association; the last three preceding presidents; twenty-one members at large; three faculty representatives; and the alumni trustee. The members at large and the faculty representatives shall be elected for a term of three years or until their successors are chosen. Each of the faculty representatives shall be a member of the faculty but need not have attended the School as a student. In addition, the President of the Alumni Association, in consultation with the Alumni Association Executive Committee and the President of the \_\_\_\_\_ School Board of

Trustees, shall elect from the membership of the Alumni Association an Alumni Trustee who shall serve a one-year term on the Executive Committee of the \_\_\_\_\_ Board of Trustees.

There shall be at least four business meetings of the Board of Governors each fiscal year. One of these meetings shall take place in June, at which time the following year's Board of Governors shall be elected. These meetings shall be called by the President on at least five (5) days prior notice. A quorum shall consist of one third of the members of the Board of Governors, and all actions shall be decided by a majority vote of those present.

#### **SECTION 4. OFFICERS**

The officers of the Board of Governors shall consist of a President, a Vice President, a Treasurer, and a Secretary, who shall be elected for a one year term at the June meeting of the Board of Governors and shall hold office until their successors are elected. Once elected Secretary, and absent resignation or other extenuating circumstances, an officer will automatically succeed the position of the next higher office after one year of service until he has completed his term as President (*e.g.*, Secretary becomes Treasurer, Treasurer becomes Vice President, and Vice President becomes President). The officers must be members of the Association at the time of their election. The officers shall perform responsibilities as assigned by the Board of Governors. These responsibilities will be delineated in the form of a written position description.

The President and Vice President shall be voting members of the \_\_\_\_\_ Board of Trustees during the time that they hold one of these positions in the \_\_\_\_\_ Alumni Association.

#### **SECTION 5. EXECUTIVE COMMITTEE**

The Executive Committee shall consist of the officers and any designees of the President, not to exceed a total of nine, all of whom must be members of the Board of Governors. Meetings shall be called by the President or Vice President or upon request by any three members of

the Board of Governors. All meetings of the Executive Committee shall be open to any member of the Board of Governors or member of the Association who would like to attend. Between meetings of the Board of Governors, the Executive Committee shall be empowered to carry on the necessary business of the Board of Governors. Any action by the Executive Committee shall be subject to alteration or rescission by the Board of Governors provided that no rights of third persons are impaired by such alteration or rescission. At any meeting of the Executive Committee, three persons shall constitute a quorum and a majority vote of such quorum shall be required for the transaction of business.

#### **SECTION 6. OTHER COMMITTEES**

The Board of Governors may establish new standing committees or eliminate existing committees as needed and shall assign duties to those committees with the objective of better carrying out the work of the Association.

#### **SECTION 7. CLASS REPRESENTATIVES**

Each class of alumni is authorized to have a Class Secretary and an Annual Giving Chair. The Class Secretary shall assist the School as appropriate in keeping the records of his class up to date and shall act when available as the class representative in connection with alumni activities. The Annual Giving Chair shall act as class representative in connection with alumni fund-raising activities.

#### **SECTION 8. FISCAL YEAR AND ALUMNI DUES**

The Association shall operate on a fiscal year that runs from July 1 to June 30. The Association is authorized to collect reasonable dues each fiscal year from members of the Association (excluding non-alumni faculty members) in order to help pay for events and activities sponsored by the Association. The amount of annual dues charged to the members shall be determined from time to time by the Board of Governors.

## **SECTION 9. ELECTIONS**

There shall be a Nominating Committee to present candidates to the Board of Governors for approval at least one time each fiscal year. The Immediate Past President of the Association shall serve as the Nominating Committee Chairman. The Nominating Committee shall consist of the Chairman, the officers of the Association, and any additional members of the Board of Governors, not to exceed three in number, who may be appointed by the President. At the June meeting of the Board of Governors, the Nominating Committee shall present a slate of nominees for approval after following the procedures set forth below.

A. Non-Officer Nominations. Each fiscal year, the Nominating Committee shall send out a notice to all members of the Association advising them of the number of upcoming vacancies on the Board of Governors and soliciting nominations for (1) an Alumni Trustee, (2) a faculty representative, (3) governors-at-large as needed, and (4) the May Holmes Service Award. After the nominations from the members at large have been collected and tabulated, the results shall be distributed to each member of the Board of Governors, along with a list of the names of any additional persons whom the Nominating Committee believes should be considered. At the same time the members of the Board of Governors are sent the results of the nomination process, they shall also be provided with a ballot and asked to vote for a faculty representative, governors-at-large, and the May Holmes Service Award recipient, as applicable, from the list of names provided. The votes from this balloting procedure will be tabulated and the results will be made available to each member of the Board of Governors not later than the date of the June meeting. In the event the Nominating Committee decides not to follow any of these results when submitting its recommended nominations for approval at the June meeting, it shall explain the reasons for its decision at the meeting.

B. Officer Nominations. Each spring, the Nominating Committee shall also send a ballot to each member of the Board of Governors for the purpose of electing the incoming Secretary of the Association. If it chooses, the Nominating Committee may list the names of one or more nominees for Secretary from the membership of the Board of Governors on the ballot form. Each Board member is allowed to vote for one candidate for Secretary, who must be a current member of the Board of Governors. The Board member who receives the greatest number of votes shall be nominated by the Nominating Committee as the Association's incoming Secretary. Any tie votes shall be decided by the Board of Governors at or before the June meeting.

C. June Meeting and Election. At the June meeting of the Board of Governors, the Nominating Committee shall present for approval by the Board of Governors a slate of nominees that include nominations for officers, an Alumni Trustee, a faculty representative, governors-at-large, and the May Holmes Service Award. Additional nominations for any position may be made from the floor at the meeting.

#### **SECTION 10. VACANCIES**

In the event any officer or member of the Board of Governors must resign or is unable to complete his or her full term of service, the Executive Committee shall appoint a member of the Association to fill the vacancy, subject to approval by the Board of Governors at its next regularly scheduled meeting.

#### **SECTION 11. AMENDMENTS**

These by-laws may be amended at any meeting of the \_\_\_\_\_ Alumni Association Board of Governors by a majority vote of the members present and voting, provided that notice of the proposed amendment shall have been given at least five (5 days) prior to the meeting at which the amendment is voted upon.