

UNIVERSITY OF THE DISTRICT OF COLUMBIA NATIONAL ALUMNI SOCIETY

BY-LAWS

1. OFFICERS

In the event a vacancy occurs after officers have been duly elected, the Board of Directors may appoint an alumnus, by majority vote, from among the Members of the Society, to serve out the remainder of the term of appointment of the vacated office.

§ 1.1 Eligibility

Any "member" (as defined in Article IV, Sections IV.1, IV.2, and IV.3 of these by-laws), is eligible to serve as an officer of the Society. "Officers" must be elected by a majority vote cast by "Members". Alumni representatives to the UDC Board of Trustees may not serve as officers of the Society.

§ 1.2 Terms of Office

All officers, with the exception of the Secretary and Sergeant-at-Arms will be elected during uneven years and will serve for a four-year term. Each officer shall be elected to serve a term of not more than four years in office.

§ 1.3 Officers and Duties

(a) President

The President is charged with general oversight of the affairs of the Society. He/she shall preside over all meetings of the Society, including the Board of Directors and Executive Committee. The president shall make committee assignments and serve as an ex-officio member of all committees. He/she shall, in conjunction with the Treasurer, sign all documents authorizing disbursement(s) of funds. The President will sign mortgages, bonds, contracts or other instruments which the Board of Directors has authorized, except in a case where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws, to another officer or agent of the Society, or shall by law be otherwise signed or executed.

(b) Vice President At-Large

Serves in the absence of the President. Should the presidency become vacant, the Vice President At-Large assumes the presidency and serves for the remainder of the four-year term.

(c) **Regional Vice President**

Two or more Chapters in a specific area of the nation (except foreign countries) shall elect a Regional Vice President from amongst the regional Chapter presidents. If criteria for establishing a Regional Vice President is met prior to election dates prescribed in these By-laws, the Board of Directors may appoint a Regional Vice President from amongst Chapter Presidents within the region. This interim appointment shall be for a period no longer than a date following the declaration of need by the Board of Directors, and the normal date of assumption of office, following the regular election.

There shall be a Regional Vice President of International Chapters. The Regional Vice President of International Chapters shall be appointed and elected in the same manner as other Regional Vice Presidents. Regional Vice Presidents (including foreign countries) shall be elected by written votes cast by Members of Alumni Chapters within the regional District.

Regional Vice Presidents shall preside over meetings in their respective regions and promote or cause to be promoted the interests of UDC; stimulate the work of UDC alumni clubs and the Society in their respective regions, and perform such other duties as may be more specifically assigned to them by the Board of Directors. Each regional vice president shall make an annual report of activities and shall be strictly accountable to the National Society for all funds received and expenditures made in the name of his her regional District.

(d) **Treasurer**

(1) The Treasurer shall receive and deposit Society funds in a financial institution approved by the Board of Directors. The Treasurer shall ensure that all bills and claims against the Society are paid. The Treasurer shall render to the President and the Executive Committee, at its regular meetings or when the Board of Directors requires, an accounting of all fiscal transactions to include the financial status of the Society. Bi-monthly reports and shall be made by the treasurer to the Executive Committee. Bi-annual reports shall be compiled and disseminated to all dues paying Regular, Associate and Corporate Members. Other disseminations may be made as determined by the Board of Directors. Authority to disburse funds shall be granted by a majority vote of the Executive Committee. The Treasurer, in conjunction with the President, shall sign all documents authorizing disbursement(s) of funds.

(2) The Society's books shall be open, for inspection, by the Board of Directors, upon request. The Treasurer shall cause the accounts and financial condition of the Society to be audited annually by an accounting firm to be selected by the Board of Directors.

(3) The Society is not responsible for any obligation incurred by chartered organizations and/or individual members.

(e) **Financial Secretary**

The Financial Secretary will assist the Treasurer in recording and reporting receipts and disbursements of Society funds. He/she shall maintain the organization's financial records, and may be designated check signatory authority in the absence of the Treasurer.

(f) **Recording Secretary**

The Recording Secretary shall record, decipher and distribute minutes of meetings of the Board of Directors and Executive Committees. This officer may assist the corresponding secretary in the performance of his/her duties.

(g) **Corresponding Secretary**

The Corresponding Secretary shall prepare correspondence pursuant to the will of the Board of Directors and Executive Committees. Maintenance of Society records and the distribution of notices, resolutions and other data as necessary and appropriate shall also be a duty of this officer. The Secretary shall ensure that the Society's website is maintained and contains current information about the University and the Society.

(h) **Sergeant-at-Arms**

The Sergeant-at-Arms shall maintain order in meetings conducted by the Board of Directors and Executive Committee.

§ 1.4

Removal

Officers who fail to abide by the provisions of these By-laws may be removed from office, by a two-thirds (2/3) vote of the Board of Directors.

§ 1.5

Bonding

All officers authorized to obligate and disburse Society funds shall be bonded in amounts determined by the Board of Directors.

2. ELECTIONS

§ 2.1

General

The general election shall be held in May at the bi-annual meeting. Pursuant to Article IV – Membership, § IV.1, § IV.2, and § IV.3, each Member shall be

afforded the opportunity to nominate candidates for office. Members shall receive a list of nominees, the election schedule and procedures, and a ballot not less than 30 days prior to the last day ballots shall be *received* as valid. The current interim elected officer shall serve until the first annual meeting and a general election is conducted. This service will not have any bearing on the current officers seeking election.

- A. Society officers shall be elected by a plurality of Members voting in the election.
- B. Officers-elect and the Board of Directors shall assume office on June 30th at which time all Society records and properties shall be transferred from the old administration to the new.
- C. With the exception of the office of President, persons may be appointed, by the Executive Committee, to fill the remainder of an elected officer's term. (Should the President's office become vacant, the Vice President at-large fills the remainder of the president's term.)
- D. The President shall have the authority to appoint an ad hoc committee to develop or review election guidelines consistent with these By-laws.

§ 2.2 Nominations Committee

The President shall appoint a group to serve as the nominating committee. No person serving on the nominating committee may be running for election or re-election to any office in the Society.

§ 2.3 Nomination Criteria

- A. Nominees eligible to run for office must be in financial good standing and an active participant in the Society for, at least, one year.
- B. No person shall run for more than one office in any given election.
- D. Any chapter officer, who is nominated and elected for office in the National Society must resign his/her office in the chapter.

§ 2.4 Nomination Forms and Official Ballots

- A. *Nomination Forms*
 - (1) Nomination forms will be transmitted to all chapters and members of the National Society not less than sixty (60) days prior to the last day ballots cast by Members shall be *received* as valid. Chapters will submit nominees for the various offices. Individual

Members of the National Society may submit names of nominees for offices.

- (2) Upon receipt of nominations, the Nominations Committee shall prepare an Official Ballot which will have a space for write-in candidates who meet nomination eligibility criteria.

B. *Ballots*

- (1) The Official Ballot shall be distributed to each National Society and Chapter Member not less than 30 days prior to the last day ballots may be *received* as valid.
- (2) The Official Ballot must be returned through the U.S. Mail or in person, in a sealed envelope two (2) days prior to the May bi-annual meeting.
- (3) Official Ballots shall be tallied one (1) day prior to the May bi-annual meeting. The tally shall be performed by a Tally Committee of, at least six people, appointed by the Executive Committee.
- (4) Candidates for office may each observe the tallying of ballots themselves or they may each designate an observer. Names of designated observers, including the candidate's signature must be filed with the Tally Committee chairperson (original) and the Director of Alumni Relations (copy) five days before the date ballots will be counted.

3. COMMITTEES

§ 3.1 Executive Committee

The Executive Committee shall consist of the present and immediate past President, the at-large Vice President, Secretary, Treasurer, two other alumni members of the Board of Directors appointed by the President of the Society, and the Director of Alumni Relations (ex-officio member). It shall meet quarterly.

The Executive Committee shall administer the affairs of the Alumni Society and shall act for and possess all the power of the Board of Directors, subject to the directions and resolve of the Board of Directors.

§ 3.2 Standing Committees

The President shall appoint, at least, three members to each of the following committees. Each Committee must present a written report at the bi-annual meetings and at other times as designated by President, the Executive Committee and/or the Board of Directors.

Annual Fund Raising

This Committee will be responsible for planning, promoting and executing a campaign to raise funds through individual and chapter giving to assist in carrying out the University's mission through scholarships, awards and donations. It shall report at regular meetings of the Executive Committee and at the Society's Bi-Annual Meetings.

Class Reunion

In conjunction with the Director of Alumni Relations, responsible for planning, organizing and implementing annual reunion programs and projects.

Homecoming Committee

In conjunction, with the Director of Alumni Relations and the Vice President for Student Affairs or the Dean of Students, plan, coordinate, promote and implement various alumni/student activities.

Membership Committee

This Committee will serve as a steering committee working with students and other alumni to establish Society Chapters and other alumni clubs. It will also develop and implement recruitment activities to promote Society growth.

Finance and Budget

The Finance and Budget Committee is responsible for developing, monitoring and reporting on the Society's budget. The Treasurer shall serve as the chairperson of this Committee.

Auditing Committee

Records maintained by the Treasurer (and Financial Secretary) shall be reviewed and certified by this group.

By-Laws and Rules/Legislative Committee

Recommendations for revisions to Society By-laws shall be reviewed and defended or rejected, in writing, by this Committee. This Committee will also keep abreast of pending legislation affecting the University and shall offer appropriate recommendations relative to proposed laws.

Alumni Assets

This committee will serve as the outreach component of the Society. It shall be actively involved in the affairs of the community at-large by working collectively with civic associations, businesses, non-profit organizations and governmental

entities to address quality of life issues through peer mentoring and asset mapping between the University, its alumni and various organizations.

Publication Committee

Responsible for publishing, editing and distributing alumni newsletter and other publications. This Committee shall develop and maintain an official Society website containing a link(s) to the official University of the District of Columbia website. The website shall contain, at a minimum, the mission and purpose of the Society, information about its officers, minutes of Board of Director's meetings, and a calendar of University and Society events.

Scholarship Committee

This Committee shall develop criteria for selection of awardees and establish dates for awarding scholarships. It will disseminate scholarship information and applications to the Society's Chapter. Included in the Scholarship Committee reports shall be the names of scholarship recipients and the names of the persons making the selections.

§ 3.3 Special Committees

Special Committees may be established by the President, with consent of the Executive Committee.

§ 3.4 Quorum

- (a) Twelve members of the Board of Directors, four of which must be elected officers, constitutes a quorum.
- (b) For each Standing Committee, a majority of its members shall constitute a quorum.

Revise based on amendment do V. 2.

4. ORDER OF BUSINESS

§ 4.1 Agenda

The agenda and order of business for all meetings follows:

1. Call to Order
2. Invocation
3. Roll Call
4. Reading of Minutes
5. Introduction of Guests(s)
6. President's Report
7. Treasurer's Report

8. Committee Reports
9. Old Business
10. New Business
11. Announcements
12. Adjournment

§ 4.2 Meeting Protocol

For the orderly conduction of meetings, conveners shall refer to and use Robert's Rules of Order.

5. CHAPTERS

§ 5.1 Regions

Local chapters will be a part of one of eight regional districts. These districts are: International, Northeastern District, Mid-Eastern District, Southeastern District, Mid-Northwestern District, Mid-Southwestern, Northwestern District, and Southwestern District. The Board of Directors shall determine district boundaries.

§ 5.2 Establishment of Local Chapters

- (a) Seven or more Members of the Society may petition the Board of Directors for recognition as a charter member of the University of the District of Columbia National Alumni Society. These organizations will be referred to as Chapters.
- (b) Chapters are established to assist the University in promoting its programs under the direction of the Alumni Society. They will promote the fellowship and welfare of UDC alumni in the chapter area by providing information and various services to them.
- (c) Chapters will be established based upon the following hierarchical characteristics: Local, Regional and National, or any other characteristic that the Board of Directors deems appropriate. (All local Chapters are a part of a Region and all six regions are a part of the National Society.)

§ 5.3 Chapter Application

Each chapter shall select/elect, at a minimum, a President and Secretary/Treasurer. Alumni applying for Chapter status must name the organization and submit its name, proposed by-laws and officer names to the Executive Committee. Petitioning organizations may request a procedural handbook, a list of eligible alumni in the area of the petitioning group, and other information necessary for forming the new chapter. Chapters will be accepted by a majority vote of the Board of Directors.

§ 5.4 Assistance to Chapters

Each Chapter is responsible for financing its own operations and activities. The Board of Directors *may* authorize financial assistance to a Chapter upon request. Financial assistance to Chapters *may* be granted for printings, mailings and other activities associated with Chapter establishment. Requests for financial assistance *may* be granted in totality or in part, pursuant to the discretion of the Board of Directors. Conversely, a request for financial assistance may be declined by the Board of Directors.

§ 5.5 Chapter Activities

Each chapter must meet, at least twice annually. Chapters are expected to plan and/or participate in annual fund raising activities. Proceeds from fund raisers will be used consistent with policies and By-laws established by the National organization. All such activities using the University's name must be approved by a majority vote of the Board of Directors.

§ 5.6 Membership

A member may belong to more than one Chapter, but must declare a sole chapter for voting purposes. That is, a member is entitled to only one vote regardless as to the number of Chapters he/she may be a member of.

§ 5.7 Chapter Dues

Chapters may require membership dues. Payment of Chapter membership dues do not preclude payment of National dues. National dues may be paid individually or through the Chapter.

§ 5.8 By-laws

Chapter members will write by-laws governing their organization. These by-laws must be consistent with the by-laws of the National Society. Any chartered organization not abiding by the by-laws of the National Society shall have its charter revoked by a majority vote of the Board of Directors.

§ 5.9 Annual Reports

Each chapter must submit an annual report to the Society by a date established by the Executive Committee. The annual report shall contain financial and such other information, as requested by the Board of Directors.

§ 5.10 Chapter Communications

- (a) No chapter shall publish, release or endorse to the public any statement, or recommendation that conflicts, in any way, with the policies and administration of the University or of the Society.
- (b) In the interest of order, communications from Chapters to the University shall be channeled through the Society President.

§ 5.11 Charter Suspension and Revocation

- (a) *Charter Suspension* – The Board of Directors may suspend the charter of any Chapter for failure to participate in annual fund raising activities or for actions deemed to not be in the best interest of the University or the Society. The suspension must occur within 60 days after notification of the infraction(s) has been communicated to the Board of Directors. Suspensions shall be for not less than 90 days and for not more than one year. Suspensions shall be lifted only after a written application for restoration has been made to and approved by a two-thirds vote of the Board of Directors. Failure to apply for restoration shall be grounds for Charter Revocation.
- (b) *Charter Revocation* - Charter organizations not abiding by the Articles of Incorporation or By-laws of the Society, or that engage in activities that are deemed not to be in the best interest of the University or the Society shall have its charter revoked by a two-thirds vote of the Board of Directors.

§ 5.12 Reinstatement

Reinstatement of Chapters having charters suspended or revoked shall occur only upon recommendation of the Executive Committee and a two-thirds vote of the Board of Directors.

§ 5.13**Liabilities**

Pursuant to Section 1.3(d)(3) of these By-laws, neither the Society nor the Board of Directors shall be liable for any debts incurred by or in the name of Chapter organizations. Chapters shall indemnify the National Society and the Board of Directors against debts and liabilities they incur.

6. AMENDMENTS

These By-laws may be amended by two-thirds (2/3) of votes cast by Members. Proposed amendments must be mailed to the entire membership not less than 30 days prior to the last day votes will be accepted. Proposed amendments to these By-laws may be offered by any Member. Amendments must be consistent with the Articles of Incorporation and DC Code, Title 29, Chapter 5, governing non-profit organizations.

DEFINITIONS

For the purpose herein:

These regional districts are:

International District: includes all countries outside the United States

Northeastern District: Connecticut, Massachusetts, Maine, New Hampshire, New Jersey, New York, Rhode Island, and Vermont.

Mid-Eastern District: Delaware, District of Columbia, Kentucky, Maryland, North Carolina, Ohio, Pennsylvania, Virginia, and West Virginia.

Southeastern District: Alabama, Florida, Georgia, Puerto Rico, South Carolina, Tennessee, and Virgin Island.

Mid-Northwestern: Illinois, Indiana, Iowa, Michigan, Minnesota, Nebraska, North Dakota, South Dakota, and Wisconsin.

Mid-Southwestern: Arkansas, Louisiana, Kansas, Mississippi, Missouri, Oklahoma, and Texas.

Northwestern District: Alaska, Hawaii, Idaho, Montana, Oregon, and Washington, and Wyoming.

Southwestern District: Arizona, California, Colorado, Guam, Nevada, New Mexico, and Utah.