

IMMACULATA UNIVERSITY ALUMNI ASSOCIATION
BY-LAWS

ARTICLE I. NAME; GENERAL PROVISIONS

The name of this Association is the Immaculata University Alumni Association (“the Association”). The Association was established in 1925 under the patronage of Mary Immaculate. These By-Laws set forth the operating guidelines developed by the Immaculata University Alumni Association to implement its Constitution.

ARTICLE II. PURPOSE

The purpose of the Immaculata University Alumni Association is to serve and to promote the mission, strategic agenda and the mutual interests of Immaculata University and its alumni with and in collaboration with the Offices of Alumni Relations and University Advancement. In support of the University’s mission, the Alumni Association provides opportunities to create meaningful relationships with alumni and the Immaculata community through ongoing commitment, communication, and connection.

ARTICLE III. MEMBERSHIP

Members are the substance of the Association. Its vitality and effectiveness depend upon the best possible participation by members in Association activities and upon the best possible communication and cooperation among all elements of the Association.

CATEGORIES OF MEMBERSHIP

1. **General.** A General Member is any person who has received a degree from Immaculata University. General Members have the full rights and duties of membership.
2. **Associate Members.** An Associate Member is a person who has attended Immaculata University for the equivalent of one full academic year. Associate Members have all the rights and duties of membership except eligibility to be an officer.
3. **Honorary Members.** An Honorary Member is any distinguished person nominated by any member of the Association and approved by a majority vote

of the Board of Governors at any of their regular meetings. Honorary Members have all the rights and duties of membership except for the right to vote. Honorary Members shall not be eligible to be elected members of the Board and shall not be eligible to hold office.

ORGANIZATION

To ensure that all alumni have a channel to facilitate their involvement in the Association, membership is organized as follows:

1. **Classes.** All Classes shall have Class Representatives to serve as their official voices in the Alumni governance. Class Representatives shall be chosen by the members of each class; provided that existing Class Representatives shall continue to serve for so long as they shall desire, regardless of how chosen. All General and Associate Members are automatically members of a Class.
2. **Affinity Groups.** Alumni may organize themselves into Alumni Chapters with the purpose of promoting the interests of the University, serving as a channel of communication between alumni and the University and coordinating local activities. Alumni may organize themselves as Affinity Groups based on a geographic region, or a unifying common characteristic, such as academic major at the University, profession, charitable endeavor or special interest. Affinity Groups may gather either in person or engage via other means to pursue activities and opportunities of mutual interest and support of the University. Yearly reports from active Chapters or Affinity Groups on their activities are due to the Outreach Committee before the final board meeting of the year.

RIGHTS AND DUTIES OF ALUMNI ASSOCIATION MEMBERS

Members have the right and duty to:

1. Participate in Association activities by working with other members in developing and implementing programs to achieve the purpose of the Association;
2. Assist in making the University better known;

3. Share in the elective process by nominating candidates for the Board, by voting, and by running for election, where possible;
4. Volunteer to serve on committees and to participate in projects undertaken by the Association.

ARTICLE IV. GOVERNANCE

BOARD OF GOVERNORS

The Association shall be managed by a Board of Governors, consisting of not more than thirty-two members, which shall be constituted as follows:

1. **Delegates.** Twenty-one elected members (to be known as “Delegates”) who shall be elected to three-year terms by plurality vote of the General and Associate membership. In addition to participating in all meetings of the Board of Governors, Delegates are expected to serve on at least two committees of their choice. Delegates are expected to serve on and fully participate in committees as assigned by the President and financially support yearly the University at a personally meaningful level.
 - a. The number of elected Delegates is maintained at full complement by annual election of seven Delegates through ballots available to all voting members no later than January 15th of each year, which ballots shall be received by the Immaculata University Department of Alumni Relations no later than February 15th.
 - i. The ballots shall contain the direction that voting members are to cast one vote for at least one nominee representing each of the College of Undergraduate Studies, the College of Graduate Studies, and the College of Lifelong Learning, provided that at least one representative from each College appears on the ballot and shall further be directed to cast all remaining votes for the nominees of the voting member's choosing, without regard to College representation.
 - ii. Unexpired terms of elected Delegates shall be filled by the Board with preference given to the candidate who received the highest number of votes in the most recent election but was not elected.

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- b. Newly elected Delegates are installed and assume their new duties at the April meeting of the Board.
 - c. A Delegate's term is three years in length and shall not exceed two consecutive three-year terms (a potential total of six consecutive years). A Delegate can become eligible for nomination or reappointment after a lapse of one three-year term following any term equaling six years.
 - d. Delegates who have two absences from Board meetings during a Board Year shall be contacted by the President of the Board to ascertain whether they are able to perform duties as a Board member. A Delegate who is unable to fulfill his/her term on the Board shall be replaced as described above in this Article.
 - e. A Board Year shall be in keeping with the fiscal calendar of the University, which runs from July 1st through the following June 30th of each year.
2. **Two Honorary Members.** The President of the University and Vice-President for University Advancement.
3. **The Past President of the Board of Governors.** The Past President provides executive level continuity following the immediate Past President's term as President and serves as Parliamentarian for the Association.
4. **Appointed Members.** The University President may appoint up to four members in consultation with the Executive Committee of the Board. One of the appointed members shall be the Director of Alumni Relations.
5. **College Members.** Up to three Delegates, comprised of one representative each from the College of Undergraduate Studies, the College of Graduate Studies, and the College of Lifelong Learning will serve as communications channels with their respective constituencies, for up to the same length and number of terms as Delegates, subject to annual review. The appointment of any such representative shall be discretionary and may occur only in the event the College of Undergraduate Studies, the College of Graduate Studies, and/or the College of Lifelong Learning is not represented by at least one Delegate on the Board of Governors.

6. **At Large Members.** Up to three additional Delegates appointed for the same length and number of terms as Delegates by the Board of Governors as necessary to keep pace with University growth and change.

OFFICERS

The officers of the Association shall be a President, President-elect, Past President, and Secretary. The officers of the Association are elected by the Board of Governors from among the twenty-one Delegates elected by the membership. Officers are elected from a slate developed by the Governance Committee with provision for floor nominations. Elections take place at the April meeting of the ABOG; officers assume their duties on July 1st of each year.

The duties and responsibilities of the officers shall be as follows:

1. **President.** The President presides at all meetings of the Association, the Board of Governors, and the Executive Committee, calls all special meetings as directed by the Executive Committee, appoints all committee chairs unless otherwise provided hereafter, and performs such other duties as the office may require.
 - a. The President may not present a motion or cast a vote unless the vote is equally divided.
 - b. The President is an ex-officio member of all committees except for the Governance Committee.
 - c. In the event of a vacancy in the office of the President, the President-Elect will assume the role of President and complete the term.
2. **President-Elect.** The President-Elect is chair of the Outreach Committee and performs any other duties assigned by the Board of Governors. In the absence of the President, the President-Elect performs all the duties of that office.
 - a. In the event of a vacancy in the office of the President-Elect, the Secretary succeeds to that office for the remainder of the term.
3. **Past- President.** The Past-President serves as the Parliamentarian to the Board of Governors and performs any other duties assigned by the Board of Governors.
 - a. If the Past-President's elected Delegate term expires, the Past-President may serve as the Parliamentarian, but may not vote.

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- b. The Past-President is responsible for assuring compliance with the Constitution and the By-Laws of the Association and Robert's Rules of Order and for referring to the Constitution Committee matters affecting the Constitution and the By-Laws.
 - c. If the office of Immediate Past-President is vacant, the President shall ask a member of the Board to serve as Parliamentarian.
4. **Secretary.** The Secretary maintains all records of attendance and actions of the Association, the Board of Governors, the Executive Committee.
 - a. In the absence of the President-Elect, the Secretary performs all the duties of that office.
 - b. In the event of a vacancy in the office of Secretary, the Board of Governors elects a successor for the remainder of the term.

COMMITTEES

1. **Executive Committee.** The Executive Committee is composed ~~up~~ of the Officers of the Association, the two Honorary Board Members, and the Director of Alumni Relations. The Executive Committee transacts any business requiring immediate action between Board meetings and reports its actions to the Board at its next meeting.
2. **Standing Committees.** In addition to the Executive Committee, the Board shall have the following Standing Committees: **Governance, Outreach, Events and Fundraising.** All Chairs whose selection is not otherwise stated below are appointed by the President of the Association within the guidelines described below. Each committee may be divided into subcommittees to accomplish the goals of each committee. Each Committee Chair is responsible for discharging the Chair's assignment within the provisions of the Constitution and the By-Laws and within the financial and other guidelines set by the Board, and for submitting a report of activities with any resulting revenues to the President of the Association at the conclusion of the project and, in any event, no later than the final yearly meeting of the Board, with the exception of the Reunion Report, which is due two weeks after the event.
 - a. **Governance.** The purpose of the committee is to oversee and ensure nominations of Delegates, annual awards candidates and review the Constitution and By-Laws as needed. The Chair is responsible for the

nominations of Delegates to the Board; the soliciting nominations for annual awards; the review and revision of the Constitution to ensure the Board's activities are supporting the University's strategic agenda.

- b. **Outreach.** The purpose of the committee is to increase alumni participation in events and increase alumni engagement at IU events. The Chair is responsible for cultivating, promoting, executing and assessing opportunities in coordination with the Office of Alumni Relations for increased outreach and engagement of Alumni with fellow Alumni, Alumni with the University and Alumni with current and future students and support Chapters and Affinity Group organization, promotion and liaison with the Board of Governors.
- c. **Events.** The purpose of the committee is to support Alumni events and programs. The Chair is responsibility for the promotion, support and assisting for reunion, gala and other University events or programs. The committee will provide recommendations in the planning of these events and suggest other events or activities.
- d. **Fundraising.** The purpose of the committee is to support the University's strategic financial plans and providing connections to potential donors. The Chair is responsible to work with the University Advancement staff in coordinating the Annual Fund Office's activities and report to the Board the status of the annual campaign.
- e. **Ad Hoc Committees.** Ad Hoc Committees may be created at the direction of the Board for specific purposes as deemed necessary for the Alumni Association Board. They are subject to the same guidelines as those covering Standing Committees.

ARTICLE V. MEETINGS

Dates for all meetings are developed annually prior to the February meeting by the Director of Alumni Relations. The dates are coordinated with the Association and University activities and are submitted to the University Activities calendar.

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1. **MEMBERSHIP.** This meeting is the occasion for all Alumni to receive a report on the status of the University, to be introduced to the newly elected Delegates, and to participate in significant Class reunions.
 - a. **Frequency and Schedule.** The annual meeting is held during Reunion.
 - b. **Quorum.** Ninety-nine members shall be required to constitute a quorum.

2. **BOARD OF GOVERNORS.** These meetings are the mechanism for making policies and transacting the business of the Association.
 - a. **Frequency and Schedule.** Meetings are held four times a year.
 - b. **Quorum.** Fifteen members shall be required to constitute a quorum.
 - c. **Participation.** Though physical attendance at meetings is encouraged, members of the Board of Governors and Executive Committee may participate in any meeting through the use of conference telephones, videos, or similar communications equipment by means of which all persons participating in the meeting can hear each other synchronously. Participation by such means shall constitute presence in person at a meeting. Attendance/participation of all Delegates at quarterly meetings and on committees is vital to the effective work of the Board. Delegates with two unexcused absences in a year or fail to participate are subject to being replaced as described in the By-laws.

3. **EXECUTIVE COMMITTEE.** These meetings deal with actions required to be taken between Board meetings.
 - a. **Frequency and Schedule.** As needed.
 - b. **Quorum.** Four members shall constitute a quorum

ARTICLE VI. AMENDMENTS

Amendments to these By-Laws may be proposed by any member, Class, or Affinity Group of the Association in writing to the President of the Board of Governors with a copy to the Director of Alumni Relations at least one month prior to a regular Board meeting. Said proposed amendment(s) must be approved by a two-thirds vote of the Board members present at any regular or special meeting of the Board. After Board approval, written notice shall be provided to the membership. After thirty days have passed without membership comment, said proposed amendment(s) shall be deemed adopted by the Association.

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If membership comment is presented within thirty days after notice of Board approval, said comment(s) and/or change(s) shall be considered and, if necessary, may be approved by a two-thirds vote of the Board members present at any regular or special meeting of the Board. If approved, said change(s) shall be deemed adopted by the Association as an Amendment.

Any announcement or notice to the members of the Association shall be deemed sufficient if published in the official media of the University and distributed among the members of the Association.