

Medaille College Alumni Association By-Laws

EFFECTIVE DATE: July 9, 2019

ARTICLE I

Name: The name of the organization is the Alumni Association of Medaille College (hereafter referred to as the Association).

ARTICLE II

Medaille College Alumni Association Mission

Section 1

“The mission of the Medaille College Alumni Association is to offer a variety of opportunities that encourage personal and professional growth and expand the alumni experience. We are a diverse and active family of graduates who enrich the mission and vision of the College.”

- a. To promote the interest(s) of the College.
- b. To provide a means of social and cultural opportunity for its membership.
- c. To act as the integrating agency to promote cooperation and communication between the alumni and the College, between the College and potential students, between alumni, the College and the community.
- d. To solicit and encourage individual contributions to the Medaille Annual Fund.
- e. To review and select the recipient(s) of The Anna Illuzzi Palano Memorial Scholarship.

Section 2

Definitions: The following will apply throughout this document. They are:

Member – any person defined in Article III, Section 1.

Board Director – any person who has been elected to the Association Board of Directors.

Officer – any of the following elected positions of: President, Executive Vice President, Vice President, & Parliamentarian.

Student Representative – Current Medaille College SGA president or their designee

ARTICLE III

Membership

Section 1

Membership in the Association shall be achieved by attaining any one of the following:

- a. Graduate – all graduates of the College are members of the Association.
- b. Associate – former students who attended the College and successfully completed at least one semester.
- c. Honorary – those individuals upon whom degrees have been conferred by the college.

Section 2

Active membership is defined as either (1) making a financial contribution to the Medaille Annual Fund or (2) providing any service to the Alumni Association. No dues or fees shall be required. Only active Members will be eligible to chair committees, or be elected to the Board of Directors.

Section 3

Members are welcome, and encouraged, to attend any or all scheduled meetings for the Association. They receive publications of the Association.

ARTICLE IV

Officers and Board of Directors

Section 1

Board of Directors – the management of this Association is vested in a Board of Directors comprised of the President, Executive Vice-President, Vice President, Parliamentarian, and with the officers, no less than 12 and no more than 20 Directors.

Section 2

Executive Committee – During the intervals between the meetings of the Board of Directors the Executive Committee is empowered to transact business for the Association. This committee, comprised of the President, Executive Vice President, Vice President, Parliamentarian, are voting members. The Executive Committee may also decide to ask a board member to resign from the board for not fulfilling their responsibilities and duties to the Association as per Article IV, Section 8.

The past President will serve as the Immediate Past President, a nonvoting member of the Executive Committee. The Immediate Past President will remain until the current President's term has ended.

Section 3

The President, an Officer position, shall act as chairperson at all regular monthly meetings of the Association Board of Directors and Executive Committee; along with the Committee seek new board members to be voted on by the full Board of Directors when openings occur during an academic year; appoints all committee chairpersons, and is an ex-officio member of all committee meetings with the exception of the Nominations Committee.

The President or Board designee shall represent the Association at meetings of the college's Board of Trustee Meetings and other groups as requested by the President of the college; and perform all other duties generally associated with the office.

Section 4

The Executive Vice President, Officer position, shall act in the place of the President when the latter is absent or disabled, is chairperson of all Scholarship Committees. The Vice-President shall assist the President as requested or necessary and perform all other duties generally associated with the office.

Section 5

Vice President Officer positions shall act in the place of the President and/or Executive Vice President when the latter is absent or disabled. Vice President is chairperson of the Events Committee. The Vice President shall assist the President and Executive Vice President as requested or necessary and perform all other duties generally associated with the office.

Section 6

The Parliamentarian, an Officer position, shall maintain order at all meetings of the Association, maintains parliamentary procedure, tracks meeting attendance, maintains an on going list of prospective board members, chairs the Nominations and Bylaws Committee, and performs all other duties associated with the office.

Section 7

During the absence or disability of the President of the Association, the Executive Vice President, Vice President, and Parliamentarian, in that order, shall temporarily have the power and functions of the President to conduct official business.

Section 8

All Board Directors will be responsible for the following duties:

- a. Perform duties assigned by the President from time to time.
- b. Conduct the business of the Association and support all alumni events.
- c. Serve on at least one (1) committee each year.
- d. Attend all Board meetings as scheduled from September to June. The President shall contact any Board Director absent without notification from one meeting by phone. After the second miss without notification, the President shall send a letter of intended dismissal from the Board of Directors. At the third miss without notification the director shall automatically be removed from his/her seat. At this time the Board of Directors may choose a replacement.
- e. Meet the minimum requirements of an Alumni Association Board Member as described in Appendix I
- f. In keeping with the above guidelines in Section 8, Subsections A – E, in the event of an extended period of absenteeism and/or the neglect of board responsibilities, the Executive Committee may choose to reexamine a director's position on the board, up to and including removal from any Board office and (or) removal from the Association Board.

Section 9

a. A director may resign at any given time by giving written notice to the President of the Association. Unless otherwise specified in the notice, resignation shall take effect upon receipt thereof. Association Board acceptance of such resignation shall not be necessary to make it effective.

Section 10

Leave of Absence

- a. A Director may, upon 2/3-majority vote of the Board, be excused from the meeting attendance requirement, for no more than two (2) six-month periods during any three-year term. Such leave of absence shall be granted for professional or severe personal reasons, including, but not limited to chronic illness, required attendance at seminars or training sessions, and temporary work assignments.
- b. A Director granted a leave of absence will be requested to fulfill requirements for participation on committees, attendance at events, and other duties as may be specified by this constitution, or the Board of Directors.
- c. The director must call the Director of Alumni Engagement at least one (1) week prior to any regular scheduled meeting to report their non-attendance. Fulfillment of this section will cause the absence to be categorized as an Excused Absence.
- d. No more than three Directors may be exempted at one time.
- e. A leave of absence is also revocable by a 2/3-majority vote of the Association Board; additional restrictions may be placed on individual cases at the discretion of the Board.

Section 11

Board Member Removal

- a. A board member may be removed from the Alumni Association Board of Directors with or without cause, by a three-quarter super majority vote of all board members. Any vacancy caused by any such removal shall be filled as provided in Article VII.

ARTICLE V

College Liaison to the Association

The College Liaison will act as a contact between the college, the Alumni Board, and the alumni body promoting the interest of the College and providing social and cultural opportunities. The liaison in cooperation with the board President will record and maintain board agendas, meeting notes, and maintain records of the bylaws and other official board documents. These records will be stored online and in hard copy format in the Alumni Engagement Office.

ARTICLE VI

Quorum

- a. A simple majority of the members of the Board of Directors will constitute a quorum. A quorum is required to conduct official business. A simple majority shall be calculated to be one-half of the total number of Directors plus one.

ARTICLE VII

Elections

Section 1

Officers – The Board of Directors elects officers as needed. The Officer positions are: President, Executive Vice President Vice President, and Parliamentarian. Each position is a three-year term.

- a. The tenure of a Board Director of the Association will be limited to two (2) consecutive terms or six (6) consecutive years. Once this timeframe has been completed, the Director will have a one-year break, after which they may run and be elected to the Association Board again. The newly elected Director will then be allowed to seek any Officer position under these guidelines.
- b. No Board Director may serve for more than two consecutive terms in the same office. A Director may hold different offices during any tenure on the Association Board.
- c. A Board Director may run for only one officer position at any time.
- d. Each Officer will remain until the Board of Directors elects a new Board Member to fill their position.

Section 2

Directors are to be elected for a three (3) year term.

Section 3

The Nominations Committee shall consist of four (4) voluntary members from the Board of Directors with the Parliamentarian as chairperson.

Section 4

The Chairperson/Parliamentarian of the Nominations Committee will preside during the election of officers. Nominations for

officers will be accepted from the Board of Directors. Any, and all, nominations must come from a fellow board member. Self nominations are allowed. If only one candidate is nominated for each office, Executive Vice President of the Association will cast the ballot making the election unanimous. In the event more than one candidate for an office occurs, a secret ballot for the seat will be cast.

Section 5

The Nominations Committee will present a slate of candidates for the vacant Board of Director seats. All candidates must give their consent to run on the slate. Candidates for vacancies will be elected by majority vote of existing Directors present at the last board meeting prior to the end of the College's fiscal year in conjunction with an independent observer.

Section 6

The Student Government President or their designee will be given a nonvoting seat each year.

Section 7

All newly elected officers and Directors shall be installed at the final meeting of the Association for that year.

Section 8

All elections will be independently monitored by a representative appointed by the college to ensure accuracy and accountability.

ARTICLE VIII

Rules of Order

The rules contained in Robert's Rules of Order Revised will govern the Association in all cases not provided for this document.

ARTICLE IX

Meetings

Section 1

Board Meetings – Meetings will be based on scheduled appointed times. Notice by email will be given two weeks, one week, and 48 hours prior to the meeting taking place.

Section 2

Special Meetings – Members and Directors will be notified if Association business requires a special meeting of the Board of Directors. Sufficient time will be five (5) calendar days for the assembly of the Board of Directors. The notice of any meeting need not specify the purpose of such meeting.

Section 3

Executive Committee Meeting – this committee meets at the request of the President or any two (2) members of the committee. This committee does not necessarily hold regularly scheduled meetings.

Section 4

Orientation Meeting – This meeting is held for the purpose of orienting newly elected board members. It should be held prior to the first meeting of the year, if needed.

ARTICLE X

Miscellaneous

Section 1

Fiscal Year – The fiscal year of the Alumni Board shall be the same as the fiscal year of the college.

Section 2

Amendments – These By-Laws may be altered or amended by a majority vote of the Board of Directors present at any regularly scheduled meeting of the Association.

Section 3

These By-Laws are to be reviewed by a committee at least every three (3) years, and proposed changes will be presented to the Board for final approval

These proposed amendments to These By-Laws were voted upon, and approved on: March 15, 2017.

Appendix I

Medaille College Alumni Board Expectations

At time of appointment board members are expected to fulfill the following minimum requirements:

Time:

- Participate and contribute to the planning/execution of College Colors Day
- Attendance at the Annual Alumni Association Board of Directors Retreat
- Attend at least one Alumni Association event per semester (twice a year)
- Have at least one College Campus visit per semester
 - Includes (but not limited to) commencement, class speaking opportunities, serving as an alumni panelist, a campus event (e.g. Buffalo's Future, Open House, Convocation etc.), athletic events and other official Medaille College functions
- Refer an undergrad student for the Alumni Referral Scholarship

Talent:

- Offer one of the following:
 - Provide partnership/service to the college through you or your company
 - Become an adjunct professor
 - Guest Lecture
 - Professional presentation
 - Internship/job shadowing experience for a student
 - Other proposed approved activity

Treasure:

- Set a minimum philanthropic contribution of \$150
 - To annual fund or designated fund
 - This will count as a purchase of Mavstravaganza (formerly Founders Day) ticket
 - Minimum gift must be paid in full by the end of that fiscal year
 - Payment Options
 - One time Lump sum
 - Online giving
 - Monthly Reoccurring Payments (12 equal payments of \$12.50)