

**UNIVERSITY OF SAINT JOSEPH
ALUMNI ASSOCIATION**

BY-LAWS

ARTICLE I NAME

The name of the association shall be the University of Saint Joseph Alumni Association.

ARTICLE II PURPOSE

The University of Saint Joseph Alumni Association shall:

- Promote unity among alumni to foster mutually beneficial relationships and connections amongst alumni dedicated to connecting, engaging and serving all University of Saint Joseph alumni and nurturing strong lifelong bonds and traditions between the University and members of the Alumni community.
- Provide leadership support to the University and its President.
- Perpetuate the spiritual, intellectual, cultural and financial growth of the University.
- Offer alumni the opportunity for continued personal and professional growth and development.

ARTICLE III ASSOCIATION GOALS

The goals of the Alumni Association shall be to:

1. Affirm commitment to Catholic higher education in traditional, part-time, and graduate programs
2. Provide financial and volunteer support to the University through the generosity and stewardship of alumni.
3. Participate in the University's effort to recruit and advise, with the administration, qualified individuals of all races, color, religious creed, ancestry, national origin, age, handicap, or sex to enroll as students.
4. Assist in development and implementation of programs that recognize alumni and friends for their outstanding personal achievements and exemplary support of the University and its Mission.
5. Develop and implement programs to create awareness of the Association among new graduates and current students and encourage them to become active, lifelong members of the alumni community.
6. Assist in developing effective ways for soliciting gifts from alumni through class reunions, class representatives, and other activities to generate annual support from those alumni and friends.
7. Oversee the creation and governance of regional alumni clubs.
8. Initiate, encourage, and promote activities and foster communication amongst all alumni.

ARTICLE IV ASSOCIATION MEMBERSHIP

- Section 1. There shall be three categories of membership: Regular, Ex-officio, and Honorary.
- Section 2. Membership qualifications shall be:
- a. Regular – Those who hold earned degrees and certificates of advanced graduate study from University of Saint Joseph.
 - b. Ex-officio – The President of the University of Saint Joseph, Director of Alumni Relations and Annual Giving and President of the Senior Class or her/his designee.
 - c. Honorary – The Chaplain of the University of Saint Joseph, Honorary Degree Recipients and others granted honorary alumni status by this Association.
- Section 3. Alumni Association members shall have the following rights:
- a. Regular members shall be voting members of the Alumni Association and the Alumni Council.
 - b. All members shall have the privilege of attending all regular Alumni Council meetings and functions of the Alumni Association.

ARTICLE V ALUMNI COUNCIL

- Section 1. Structure – The governing body of the Association shall be the Alumni Council. The voting members of the Alumni Council shall be the officers of the Alumni Association, chairpersons from the standing committees, and a designated representative from each of the Alumni Clubs established herein. The following shall be ex-officio members of the Alumni Council with no voting privileges: The President of the University of Saint Joseph, the Senior Class President of the traditional undergraduate program or her/his designee and the Director of Alumni Relations and Annual Giving.
- Section 2. Council Member Responsibilities – The duties of the Council member, during her/his term of office, include:
- a. Be a committed, informed, and positive representative and ambassador of the University.
 - b. Attend four quarterly Council meetings per year. One absence, with prior notification to and approval from President, is permitted.
 - c. Set philanthropic example by annual participation in the Annual Fund. Participate actively in securing financial support for the University and increasing Alumni participation in the Annual Fund.
 - d. Identify potential alumni volunteers, leaders, and annual gift prospects.
 - e. Represent fellow alumni and collaborate with other alumni volunteers to encourage support for the University, its leadership, event participation and fundraising efforts.
- Section 3. Officers
- a. The officers of the Alumni Association shall be the President, Vice President, and Secretary. These officers shall constitute the Executive Committee of the Alumni Council.

- b. Duties:
- i. The Executive Committee shall guide the direction of the Alumni Association and manages its activities with the approval of the Alumni Council. The Executive Committee shall fill vacancies for all unexpired terms of any officer with the approval of the Alumni Council.
 - ii. The President shall call all meetings of the Alumni Association and the Alumni Council as provided herein and shall preside at all such meetings. In the event of a tie vote at any meeting, the President shall cast the deciding vote. The President shall be an ex-officio member of all committees except the Nominating Committee. The President shall appoint all committee chairpersons and shall perform such other duties as are appropriate to the office. The President of the Council shall appoint Chairpersons of the Standing Committees with approval of the Alumni Council. The President shall also be an ex-officio member of the University of Saint Joseph Board of Trustees as provided by the Board.
 - iii. The Vice President, in the absence or incapacity of the President, will perform the duties of the President, and when so acting, will have all the powers and be subject to all restrictions upon the President. The Vice President will perform such other duties as may be assigned by the President and the Alumni Council.
 - iv. The Secretary shall record the minutes of the meetings of the Alumni Association, and the Executive Committee, and shall be responsible for correspondence of the Alumni Association and of the Alumni Council in cooperation with the Director of Alumni Relations and Annual Giving.

Section 4. Standing Committee Chairpersons and Club Representatives

- a. The Alumni Council shall include a chairperson from each standing committee. Chairpersons shall appoint members of their respective committees from the Alumni Association with approval from the Council. Each Alumni Club is encouraged to appoint a representative to attend Council meetings. The President or her designee shall act as a liaison for each Alumni Club. The respective Club(s) shall select the Alumni Club representative(s).
- b. Qualifications – Only regular members shall be eligible to serve and shall be members of the constituency they are representing.
- c. Terms of Office – Chairpersons of the standing committees and Club representatives shall serve a two (2) year term with the option of reappointment to consecutive two (2) year terms. Six years shall be the maximum term.
- d. Duties – The representatives shall act as liaisons between the Alumni Association and their respective constituencies, shall attend all Alumni Council and Alumni Association meetings, and shall perform such duties as assigned by the President and/or Alumni Council.

Section 5. Standing Committees

- a. The standing committees of the Alumni Council shall include:
 - i. Nominating Committee – Develop a slate and make recommendations to the Council regarding prospective candidates for the offices of President, Vice President and Secretary after a collaborative interview process, which includes written documentation. This process must be completed in a timely manner so that the slate is made available to all membership in anticipation of the Annual Meeting.
 - ii. Distinguished Alumni Awards Committee – In collaboration with the Alumni Relations Office, based on stated award criteria and through outreach to all University constituents, annually submits recipients of the awards to the Council for its endorsement and to the University President.
 - iii. Alumni Engagement Committee – Supports the Alumni Relations Office connecting current students and alumni, in preparation to serve as future active alumni. Supports the Alumni Relations Office in reaching out to current students as mentors and providing internship or job opportunities.
- b. Duties – The Chairpersons and their respective committees shall carry out the duties specified in the committee descriptions and goals, which shall be filed in the Office of Alumni Relations and Annual Giving.

ARTICLE VI ALUMNI CLUBS

- Section 1. Purpose – The Alumni Clubs shall advance the mission of the University of Saint Joseph Alumni Association through regional and/or special interest organizations.
- Section 2. Organization – The Alumni Club shall consist of a group of alumni organized by region or special interest. The Alumni Council shall charter each Alumni Club. No Alumni Club shall use the name “University of Saint Joseph” without written authorization of the Alumni Council and the Director of Alumni Relations and Annual Giving.
- Section 3. Bylaws - An Alumni Club shall establish bylaws for its governance. Such bylaws shall be consistent with the Bylaws of the Alumni Association and shall conform to the guidelines set by the Association. An Alumni Club shall file its bylaws with the Director of Alumni Relations and Annual Giving.
- Section 4. Elections – Each Alumni Club shall notify the Alumni Council and Director of Alumni Relations and Annual Giving of the election results within one month.
- Section 5. Club Representatives – Each Club shall select one representative to serve on the Alumni Council. See Article 4, Section 4c. Terms of Office.

ARTICLE VII ELECTIONS

- Section 1. Schedule of Elections
 - a. Unless otherwise directed by the Alumni Council, elections for all vacancies shall be held at the Annual Meeting of the Alumni Association.
 - b. Officers shall be elected as follows:

- i. Even numbered years – President, Vice-President
- ii. Odd numbered years – Secretary

Section 2. Election Procedures

Procedures for all elections will be clearly defined in each edition of *Outlook Magazine* and the alumni e-newsletter or other forms of media communication that may appropriate.

- a. Prior to the Annual Meeting, the Nominating Committee shall announce to the membership the call for nominations in a timely manner.
- b. Prior to the Annual Meeting, the Nominating Committee, upon approval by the Council, shall prepare and make available the slate of officers for the upcoming term to the members of the Alumni Association. Voting shall be held at the Annual Meeting.

ARTICLE VIII MEETINGS

Section 1. Schedule

- a. Alumni Association meetings – There shall be one Annual Meeting of the Alumni Association each year on a date determined by the Alumni Council. Special meetings may be called at the discretion of the Alumni Council or upon written request to the Alumni Council by fifty (50) members of the Alumni Association.
- b. Alumni Council – There shall be a minimum of four (4) regular meetings of the Alumni Council each year at the call of the President. The majority of those voting members attending shall constitute a quorum at such meetings. Additional meetings may be called at the discretion of the President or upon written request to the President of five (5) voting members of the Alumni Council. In the event of a tie vote at any meeting, the President shall cast the deciding vote.
- c. Standing Committees – Meetings of all standing committees shall be called at the discretion of the chairperson(s) or upon request of the President of the Alumni Council.
- d. Executive Committee – There shall be a minimum of two (2) regular meetings of the Executive Committee each year. Additional meetings of the Executive Committee may be called at the discretion of the President or upon request of at least two (2) members of the Executive Committee.

Section 2. Procedures – Robert's Rules of Order, as last revised, shall govern the proceedings of all meetings. The Director of Alumni Relations and Annual Giving shall serve as Parliamentarian.

ARTICLE IX FISCAL AFFAIRS

Section 1. The Alumni Association shall assess no dues.

Section 2. Solicitation of funds shall be subject to the approval of the Vice President of Institutional Advancement.

Section 3. All monies controlled by the Alumni Association shall be used to help promote the intellectual, spiritual and cultural, and financial growth of the University of Saint Joseph and its alumni.

Section 4. In the event of dissolution of the Alumni Association, the Alumni Association's assets, if such exist, shall be turned over to the University to be added to the University's endowment fund.

- Section 5. All Alumni Council banking, if any, must be transacted through the Business Office of the University of Saint Joseph according to the procedures defined by that office.

ARTICLE X INDEMNIFICATION

- Section 1. Each person who is or has been an officer of this Alumni Association and/or an officer of its clubs and each employee of the Alumni Association acting in a managerial capacity, shall be indemnified by the Alumni Association against expenses, including attorneys' fees necessarily incurred by such person in connection with the defense or settlement of any action, suit or proceeding to which one is a party, alone or together with others, by reason of one's being or having been an officer or an employee acting in a managerial capacity of this Association.
- Section 2. Each such person shall also be reimbursed by the Alumni Association for any amounts paid by such person in satisfaction of any judgment or settlement in connection with any such action, suit or proceeding, unless the amount of such judgment or settlement is payable to the Alumni Association itself or unless such person shall be adjudged in such action, suit or proceeding to be liable for misconduct in the performance of one's duties to the Alumni Association.
- Section 3. The foregoing right of indemnification shall be in addition to any other rights to which such person may be entitled as a matter of law.

ARTICLE XI AMENDMENTS

- Section 1. Amendments to the by-laws may be proposed to the Alumni Association by the Alumni Council or by written petition of at least twelve (12) members of the Alumni Association.
- Section 2. The proposed amendments shall be communicated to alumni in a timely and consistent manner. Voting shall be held at the Annual Meeting.
- Section 3. Amendments shall become effective upon approval of two thirds (2/3) of those voting at the Annual Meeting.
- Section 4. An amendment that fails to gain approval may not again be considered until at least one year has elapsed from the original date of the proposal.

ARTICLE XII RATIFICATION

These by-laws shall become effective September 20, 2014 unless objection is recorded with the Secretary of the Alumni Association by at least twenty percent (20%) of the membership of the Alumni Association within the sixty (60) day period following distribution of these Bylaws to the membership.