

**University of Massachusetts Dartmouth Alumni Association
Bylaws**

**ARTICLE I
Name and Legal Status**

This organization shall be known as the University of Massachusetts Dartmouth (UMass Dartmouth) Alumni Association, hereinafter referred to as the Association. The Association is an internal, advisory Alumni Association and is an activity of and operated by the UMass Dartmouth Alumni Relations Office. The University of Massachusetts Dartmouth Foundation is responsible for the management of the Association's fiscal affairs under the direction of the Assistant Vice Chancellor for Alumni Relations. The principal office of the Association is the UMass Dartmouth Alumni Relations Office located at 285 Old Westport Road in North Dartmouth, MA.

**ARTICLE II
Mission and Purpose**

Section 1

The UMass Dartmouth Alumni Association strives to celebrate and engage alumni and friends with the University and each other through lifelong connections.

Section 2

The Association seeks to accomplish its mission by working to:

- A. Work with the Alumni Relations Office regarding the engagement of current and future alumni.
- B. Promote alumni events and provide opportunities for professional growth and social interactions.
- C. Foster a sense of pride among graduates.
- D. Nurture relationships with fellow alumni while recognizing their achievements and engaging them in the life of the Association and the University.
- E. Act as informed advocates by promoting the mission and vision of the University.
- F. Cultivate student relationships that build lifelong engagement and commitment to the University.
- G. Raise funds and provide scholarships to undergraduate and graduate students.
- H. Encourage financial support of the institution.

**ARTICLE III
Membership**

Section 1

Graduates and Honorary Degree recipients of the University of Massachusetts Dartmouth or any of its predecessor institutions are considered members of the Association as well as families and friends of any of these individuals. Additionally, any individual who has attended the University or any of its predecessor institutions and requests membership into the Association are considered members of the Association upon approval by the Alumni Relations Office.

Section 2

Contributing members are those alumni and friends who make an annual donation of at least \$25.00 to the University of Massachusetts Dartmouth through the University of Massachusetts Dartmouth Foundation.

ARTICLE IV
Board of Directors

Section 1

The Board of Directors shall consist of at least 24 voting members. These will include:

- Three officers (President, Vice President and Treasurer)
- Chairs of seven standing committees
- Chairs of four special purpose committees
- Immediate past president of the Alumni Association
- Assistant Vice Chancellor for Alumni Relations
- Senior class president
- President of Law School Alumni Association or designated representative
- Chairs of recognized alumni organizations or their designated representatives
- Six at-large members

Section 2

The Board of Directors shall:

- A. Collaborate with the Alumni Relations Office to provide direction and assistance to further the mission of the Association and the University.
- B. Build enthusiasm and actively promote the Association and the University.
- C. Vote to approve committee recommendations for board nominations, scholarships and alumni awards.
- D. Exercise the authority to remove any officer or member of the Board of Directors from office for just cause by a two-thirds (2/3) vote of a quorum.
- E. Have the obligation to attend all Board meetings. The absence from two (2) regularly scheduled meetings shall be just cause for removal.
- F. Be active on at least one committee and attend at least three (3) alumni events or programs per year from a determined list of events from the Alumni Office. Failure to comply with these expectations shall be just cause for removal.
- G. Actively promote the mission of the Association and the University, represent the Association at University-related functions and encourage attendance by others at alumni events and programs.
- H. Recruit new volunteers to assist with Alumni Relations or UMass Dartmouth programs, projects, initiatives.
- I. Make an annual financial contribution to the University of Massachusetts Dartmouth through the UMass Dartmouth Foundation to maintain contributing member status per Article III, Section 2.
- J. Review the Association's funding on an annual basis.
- K. Require that at-large members serve on at least one standing committee.

ARTICLE V
Nominations and Term Limits

Section 1: Nominations

Only alumni of the University of Massachusetts Dartmouth or its predecessor institutions can serve on the Board of Directors. Notice of nominations will be sent electronically to all alumni, with nomination applications due by March 1st of each year. Alumni who wish to serve on the Board must either self-nominate or be nominated by another individual.

Based on the nominations received, the Nominating Committee will put forth a slate of candidates to the Board of Directors for majority vote at the next-to-last meeting of the fiscal year. Newly appointed directors will be notified by the chair of the Nominating Committee or an appointed representative and will be officially announced to all alumni prior to the first meeting of the next fiscal year.

Section 2: Term Limits

At-large directors shall serve a three year term. Terms are effective beginning July 1st and will cease on June 30th. At-large board members can serve multiple terms, but no more than two consecutively.

Any vacancies which arise may be filled through appointment by the Executive Committee.

ARTICLE VI
Officers

Section 1

The elected officers of the Association shall be the President, Vice President, and Treasurer. The president will serve only one two-year term. The Vice President and the Treasurer shall be elected annually for a term of one year and can serve no more than two (2) consecutive terms.

A call for officers will be made annually with nominations to be submitted four (4) weeks before the last board meeting of the year. Officers will be voted on at the last meeting of the fiscal year with their term to begin effective July 1st.

Section 2: Duties of Officers

The President shall:

- A. Preside at all Association and Executive Committee meetings and exercise all parliamentary powers as defined in Article IX.
- B. Have the ability to call special meetings.
- C. Appoint the chairperson of each committee, subject to approval of the Executive Committee.
- D. Create *ad hoc* committees, subject to approval of the Executive Committee.
- E. Serve on or designate a representative to serve on the University of Massachusetts Foundation Board of Directors.
- F. Serve on or designate a representative to serve on all recognized alumni groups/boards.
- G. Report to the Board of Directors all of the decisions made at the Executive Committee meetings.

- H. Have the authority, by approval of the Executive Committee, to request an electronic vote of the Board of Directors on a matter that needs to be addressed prior to the next scheduled Board meeting. The results of the vote and the course of action to be taken are to be reported to all members of the Board. The vote shall be confirmed at the next Board meeting.
- I. Represent the Association at University and/or public affairs requiring alumni representation when called upon to do so or designate a representative to act in this capacity.
- J. Perform all duties normally pertinent to the office and duties as suggested by the Assistant Vice Chancellor for Alumni Relations or their designee.

The Vice President shall:

- A. In the absence or at the request of the President, perform the duties of the President.
- B. Oversee the standing committees.
- C. Keep a roll of the officers and the Board of Directors of the Association including a record of their attendance at all meetings of the Association.
- D. File all papers, correspondence and documents for future reference.
- E. Keep a record of the members of all committees.
- F. Be responsible for the recording of minutes at Board of Directors meetings.

The Treasurer shall:

- A. In collaboration with the Alumni Relations Office, oversee the payment of all bills approved and authorized by the Board of Directors.
- B. Present at each Board of Directors meeting a written statement of the receipts and disbursement of the Association since the report.
- C. Consult with the Alumni Relations Office relative to all budgeting matters of the Association.
- D. Serve as chairperson of the Finance Committee.

ARTICLE VII Committees

Section 1: Executive Committee

The Executive Committee shall be comprised of the President, Vice President, Treasurer, Chair of each standing committee, as appointed by the President and the Assistant Vice Chancellor for Alumni Relations.

The Executive Committee shall be responsible for establishing the agenda for meetings; overseeing the composition of the committees and when appropriate, acting in lieu of the full Board on matters of a time sensitive nature and reporting such actions at the next scheduled meeting of the full board.

Section 2: Standing Committees

The standing committees of the Association shall be:

- Affinity Groups
- Communications
- Events
- Fundraising
- Golden Grads
- Strategic Planning
- Student Engagement and G.O.L.D. (Graduates of the Last Decade)

Committees will be expected to have at least one meeting, either in person or via conference call, in between board meetings. Committee chairs or their designee will be responsible for reporting at each full meeting of the Board of Directors.

Section 3: Special Purpose Committees

The President shall form committees, as needed, to address the following annual responsibilities, subject to approval of the Executive Committee:

- Alumni Awards
- Board and Officer Nominations
- Finance
- Scholarships

ARTICLE VIII Board of Directors Meetings

- The Board of Directors shall meet at least four (4) times a year.
- At all meetings of the Board, two-thirds (2/3) of voting Board members is required to constitute a quorum for the transaction of business.
- The order of business shall be as set forth on the agenda and in accordance with Article IX.
- Special meetings of the Board of Directors may be called as necessary at the discretion of the President. An electronic notice for a special meeting shall be sent to each Board member at least two (2) weeks prior to the date of the meeting.

ARTICLE IX Procedures

Robert's Rules of Order, as amended, shall govern the conduct and be the authority on all questions of procedure at all meetings.

ARTICLE X Fiscal Affairs

Section 1

The Association may only maintain a monetary account within the University of Massachusetts Dartmouth Foundation. The Association may not open private bank accounts in the name of the University or the Association. Accounts shall be maintained and funds disbursed in accordance with applicable University and University of Massachusetts Dartmouth Foundation policies and procedures. All Association accounts will require the signature of the Assistant Vice Chancellor for Alumni Relations or his/her designee.

Section 2

All contracts and agreements, checks, drafts, and orders for the payment of money on behalf of the Association shall, unless otherwise required by law, be authorized by the Assistant Vice Chancellor for Alumni Relations or his/her designee. The Association cannot fundraise unless prior approval is received from the Assistant Vice Chancellor for Alumni Relations or his/her designee. Unless otherwise required by law, all contracts and payments by the University relating to Association business or activities shall be in accordance with the University and University of Massachusetts Dartmouth Foundation's policies and procedures. The Assistant Vice Chancellor for Alumni Relations or his/her designee shall be responsible for ensuring that the University and University of Massachusetts Dartmouth Foundation's policies and procedures relating to contracts or payments are followed.

Section 3

The monies of the Association may only be used for purposes consistent with the promotion of the mission of the Association and University and require a majority vote by the Executive Committee. Appropriate uses may include, but are not limited to, scholarships; University related event sponsorships; grants to student groups; and expenses that relate to the mission of the Association.

**ARTICLE XI
Review of Bylaws**

Bylaws will be reviewed and updated, as necessary, or at least every two (2) years.

Approved June 4, 2014

Amended March 24, 2015