

BYLAWS

ALUMNI ASSOCIATION OF SAINT MARY-OF-THE-WOODS COLLEGE

PREAMBLE

We, the members of the Alumni Association of Saint Mary-of-the Woods College, establish this instrument for our *Bylaws*, which *Bylaws* shall in all respects supersede the *Bylaws* heretofore established and used by this organization and all amendments thereto, and shall vitiate and render void all *Bylaws* adopted or enacted thereunder.

ARTICLE I NAME

The name of this organization shall be the Alumni Association of Saint Mary-of-the-Woods College (the Association).

ARTICLE II PURPOSE

The purpose of this Association shall be to advance the mission of Saint Mary-of-the-Woods College (the College) by: enhancing the on-going communication between the College and the alumni who were students in any of the various programs offered by the College. At the direction of the Alumni Office, the Association will collaborate in developing and providing services, opportunities and programs for the enrichment of the alumni, assisting the College in efforts to increase enrollment, foster advancement, and market a positive image of the College.

ARTICLE III MEMBERS

Section 1. Membership

- A. Any person who is considered an alumni under the definition set by the Alumni Relations Office and the College shall be a member of the Association.

Section 2. Voting Privileges

- A. All members of the Association shall be eligible to vote.
- B. A vote may be cast either in person, by electronic means or by mail upon request.

Section 3. Board of Directors

- A. Between regular meetings of the Association, the affairs of the Association are entrusted to the Alumni Board of Directors (see Article V, below).

ARTICLE IV MEETINGS

Section 1. Annual Meeting

- A. The Annual Meeting of the Association shall be held at the College during the Alumni Reunion. The President of the Alumni Board of Directors or their representative shall present a report of the Board as the Reunion allows (see Article V, below.)

Section 2. Special Meetings

- A. Special meetings of the Association may be called at the discretion of the Alumni Board upon the request of the President of the Alumni Board or the petition of the (10) members of the Association filed with the Director of Alumni Relations.
- B. Notification of special meetings shall be made in the official publication of the Association, the *Onyx Anneau*, via the SMWC website, through mail by request or directly to the members. Any action taken during a special meeting shall be made public in the official publication, the *Onyx Anneau*, or directly to the members.

ARTICLE V BOARD OF DIRECTORS

Section 1. Role of the Alumni Board of Directors (the Board)

- A. The role of the Board shall be, first and foremost, to represent the current Alumni Association on the basis of geography, age, programs, gender identity, sexual orientation, religion, race and ethnicity, to the best of their ability.
- B. The Board shall work to:
 - 1. Support the major initiatives of the President of the College.
 - 2. Support the Enrollment Management, Advancement, and Alumni Relations Offices by
 - i. Enhancing communications with and among alumni.

- ii. Supporting increased enrollment.
- iii. Increasing financial support through alumni and community engagement.

C. The Board shall structure and utilize standing and *ad hoc* committees to fulfill the responsibilities described above.

Section 2. Duties and Powers of the Board

- A. The Board shall hold business meetings in the spring, fall, and winter in accordance with the Standing Rules of the Board, and shall fix the hour and place of these meetings.
- B. The Board shall have general supervision of the affairs of the Association between the meetings of the Association, make recommendations to the Association, and perform such other duties as are specified in these *Bylaws*. The Board shall be subject to the orders of the Association, and none of its acts shall conflict with action taken by the Association.
- C. The Board shall perform the duties listed in these *Bylaws*, the applicable rule in the Parliamentary Authority, and any other duties assigned by the Association.

Section 3. Board Composition

- A. Elected Board Directors
 - 1. The Board shall have a minimum of eighteen (18) elected members, with a maximum of twenty six (26).
 - 2. Directors shall serve three-year terms beginning immediately after the Annual Meeting (Reunion Weekend).
 - 3. Directors shall not serve more than two consecutive terms; however, a director may be re-elected after an absence of two years from the Board.
 - 4. Under special circumstances, the College may extend a director and/or officer term as needed.

Section 4. Election of Board

- A. The President of the Board of Directors shall set an *ad hoc* Nomination Committee of Alumni Board Members headed by the Board Vice President. The committee will:
 - 1. Establish and review Board candidate profiles for membership, and, in review, establish an appropriate minimum/maximum number of candidates to consider for the following board cycle. The committee will work in coordination with the Vice President at the

recommendation of the Board to recruit potential members, solicit nominations and contact nominees for vetting purposes. Committee will consider board terms and succession planning throughout the nomination process.

2. The ad hoc committee will decide on a ballot of potential new board members to be presented at the winter board meeting for vote by the full board.
3. Open positions will be filled based upon the number of votes received, from highest to lowest.

B. Any member of the Association may submit their name or that of another alumnus for consideration as a nominee. Nominee profiles may be sent at any time to the Director of Alumni Relations who will forward all information to the Nomination Committee.

C. The election of new members by the Board shall occur during the Winter meeting of the Board.

D. Board Vacancies

1. The President of the Board of Directors has the power to fill a vacant or unfulfilled seat, if deemed necessary by the Executive Committee of the Board, or in order to maintain the minimum of eighteen (18) members.

Section 5.

Board Officers and Duties

A. The officers of the Board shall be President, Vice-President and Secretary.

B. The officers shall be elected from the membership of the Board by a majority vote of the Board. An officer slate shall be set by the Officer Recruitment Committee at the Fall meeting and will be brought to the Board for a vote at the Winter meeting.

C. The officers shall perform the duties listed in these *Bylaws*, the applicable rule in the Parliamentary Authority, the duties outlined in the Standing Rules, and any other duties assigned by the Association.

D. The Board President shall have the authority to excuse absences and to review absences with a member who has neglected board meeting and/or

committee meeting attendance expectations. Missing two general and/or committee meetings in a calendar year is cause for membership review.

- E. The officers shall serve two-year officer terms.
- F. The Board Officers and the committee chairs shall compose the Executive Committee, which shall be empowered to act for the Board between regular meetings when necessary.

Section 6. Committees

- A. The Board shall establish committees as needed. These may be standing committees or *ad hoc* committees.

Section 7. The Board shall establish “Standing Rules” which pertain to the administration of the Board and the Association.

ARTICLE VI PARLIAMENTARY AUTHORITY

The rules contained in Robert’s Rules of Order, Newly Revised shall govern Saint Mary-of-the-Woods Alumni Association in all cases to which they are applicable and in which they are not inconsistent with its *Bylaws*.

ARTICLE VII AMENDMENTS

These *Bylaws* may be amended by a two-thirds (2/3) vote at an annual meeting of the Association (i.e., two-thirds of all legitimate votes cast by members through electronic means or by mail upon request.)

To be eligible for a vote, amendments must satisfy all of the following conditions:

- A. The amendments have been proposed by a member of the Board or by a petition signed by ten (10) members of the Association,
- B. The amendments have been proposed at least thirty (30) days prior to a Board meeting,
- C. The amendments have been approved by the Board; and
- D. The amendments have been publicized to the members of the Association via the SMWC website, giving notification at least thirty (30) days prior to the annual meeting.

Bylaws approved by Board:

Date: 5/20/2022

Board President: Peggy McCormick-Platz '88, '21G

Bylaws approved by Alumni Association:

Date: 5/21/2022

Board President: Peggy McCormick-Platz '88, '21G

Bylaws signed by Board President:

Date: 5/22/2022

Board President Signature: *MJPlatz*