

ARCADIA UNIVERSITY ALUMNI ASSOCIATION

BYLAWS

ARTICLE I. GENERAL

Section 1. Name

The official name of this Association is the Arcadia University Alumni Association (“AUAA”).

Section 2. Affiliation

The AUAA is an integral part of Arcadia University (“AU”), authorized by the Arcadia University Board of Trustees. The AUAA shall abide by all policies, rules, and regulations set forth by the AU Board of Trustees, the AUAA Constitution, and these Bylaws.

Section 3. Use of Corporate Identity

The Steering Committee shall govern the use of the AUAA’s corporate identity, which is subject to the same policies and procedures that govern the use of AU’s brand – including, but not limited to, using its name, logo, seal, or any media item that relates to the AUAA whether explicitly or implicitly. No AUAA member shall use AUAA’s name or identity without prior written approval from the Steering Committee.

Section 4. Offices

The offices of the AUAA shall be located in Blankley Alumni House on the AU campus in Glenside, Pennsylvania. The offices of the AUAA shall be administered by the AU Advancement Office to whom the Leadership Council and the Steering Committee delegate daily operation. Blankley Alumni House shall be available for official AUAA business and use. This location is subject to change if deemed necessary by AU.

Section 5. Finances and Fiscal Year

The AUAA’s fiscal year shall run concurrently with that of AU. The AUAA’s finances shall be managed by AU subject to its policies and procedures, and shall be audited and/or reviewed as required by AU.

ARTICLE II. MEMBERSHIP

Section 1. Membership

Any person who matriculated at Beaver College or at Arcadia University either as an undergraduate or graduate student and completed at least one semester toward a degree shall be considered a member of the AUAA beginning the year his/her class graduates.

Any person who has made substantial contributions to the welfare of AU, its alumni, or the AUAA may be awarded an honorary membership in the AUAA by vote of the Steering Committee. Honorary membership in an individual class may be awarded by the class with notice given to the Office of Alumni Relations.

ARTICLE III. ORGANIZATIONAL STRUCTURE

Section 1. Authority

The Leadership Council and its Steering Committee shall act as both the governing body of the AUAA and as the executive authority of the AUAA, and shall implement the purposes and decisions of the AUAA.

Section 2. Organization, Registration and Recognition of Classes, Chapters and Clubs

The Leadership Council shall be organized into groups based upon: (i) year of graduation, known as “Classes”; (ii) academic and certificate programs, known as “Program Chapters”; (iii) groups based on place of current residency, known as “Regional Chapters”; and (iv) shared interest such as professional associations, personal interest organizations, athletic and/or extra-curricular organizations, known as “Clubs.” Chapters and Clubs may be established, approved and authorized only by action of the Steering Committee.

Registration of approved alumni Chapters and Clubs will be considered complete when a document is submitted to, and approved by, the Steering Committee that includes the name of the principal contact person and the names of the members of its leadership.

After Steering Committee approval, registration in the AUAA as an official alumni Program Chapter, Regional Chapter, or Club shall be done through the Office of Alumni Relations. Official records shall be maintained by the Office of Alumni Relations and shall be available for all official use by AU, the Leadership Council and its committees.

ARTICLE IV. THE LEADERSHIP COUNCIL

Section 1. Responsibilities

The Leadership Council of the AUAA (“Council”) shall have the duty of implementing the purposes of the AUAA. The business of the Council shall be directed by a Steering Committee, which shall exercise the powers and perform the duties of the Council in between the meetings thereof.

Section 2. Composition

The Council may be composed of (i) one representative of each Class, Program Chapter, Regional Chapter, and Club, (ii) the members of the Steering Committee, (iii) other members as the Leadership Council or its Steering Committee may determine, and (iv) such ex-officio members as these Bylaws shall provide.

Ex-officio members include the President of AU, Vice President of University Advancement, Director of Alumni Relations, and such other persons as the Council may determine in accordance with these Bylaws.

Section 3. Representative Selection

Only those members who have met the criteria for eligibility as alumni of AU, except in other circumstances specified in these Bylaws, will be allowed to stand for selection as representative(s) on the Council.

Each class currently enrolled at AU and those who have graduated from AU are entitled to send one representative from among their Class Officers – including, but not limited to, President, Fund Agent, Editor, Reunion Chair – to represent the class on the Council.

Each Program Chapter, Regional Chapter, and Club shall be entitled to one representative on the Council. It is expected that this representative shall be a leader of the Chapter or Club or designee who shall serve in this position for at least three and no more than five years.

Section 4. Meetings - General

The Steering Committee shall designate the time, place, and date for the regular meeting(s) of the Council as defined in the AUAA Constitution. The Committee on the Leadership Council shall prepare the agenda.

Section 5. Meetings - Notice

Notice of all meetings of the Council shall be promulgated by the Director of Alumni Relations sent in hard copy or electronically to each member of the Council at least thirty days before the meeting. This notice shall state the time, place, date, and agenda of the meeting. To the extent feasible, notice of meetings shall also be posted on the AUAA website and included in the e-newsletter.

ARTICLE V. STEERING COMMITTEE

Section 1. Responsibilities of the Steering Committee

The Steering Committee shall organize the affairs and business of the AUAA and the Council, conduct the affairs of the AUAA and the Council in between the meetings thereof, and oversee policy implementation and priorities in accordance with the Constitution and Bylaws of the AUAA; and perform such other functions as the Council may require and approve.

Section 2. Composition of the Steering Committee

- a. The Officers of the Steering Committee shall be the President, the Vice President, and the Executive Administrator. The Officers of the Steering Committee shall also be the Officers of the AUAA. The Officers of the Steering Committee must be graduates of AU.
- b. The Steering Committee shall consist of the Officers, the Chairs (or other representative) of each Standing Committee and each General Committee, three Representatives-at-Large, and ex-officio and appointed members as identified herein. Chairs of Standing and General Committees are appointed by the AUAA President.

Ex-officio members include the President of the University, Vice President of University Advancement, and Director of Alumni Relations. The Steering Committee may appoint such other members as it deems appropriate, for terms that expire at the annual meeting of the AUAA. Ex-officio and appointed members shall have voice but not vote.

Section 3. Affirmations

The Committee on Nominations shall annually prepare a slate of nominees for Steering Committee Officer and Representatives-at-Large positions to be filled in the following fiscal year. The slate of nominees shall be presented to and affirmed by the Council. The Committee

may propose one or more than one nominee for each position. If more than one nominee is presented for a position, the Council will vote on the candidates presented, and the nominee who receives a majority vote will be affirmed.

The slate of nominees shall be sent to members of the Council at least sixty days prior to the meeting at which the affirmation will be held. Additional candidates may be proposed by members of the Leadership Council by written petition signed by at least five members of the Council and submitted at least thirty days prior to the Council meeting. The Officers of the Steering Committee shall be affirmed by any means agreed upon by the Committee on the Leadership Council and must be a majority vote of a quorum of all identified Leadership Council members. Quorum is to be defined as one-third of all identified Council members. Affirmation may occur by written or electronic ballot. Electronic ballots must be received 24 hours in advance by the Office of Alumni Relations. If there are more than two candidates and no candidate receives a majority affirmation, a second run-off vote by written ballot of members present shall be taken between the top two candidates.

Section 4. Terms of Office

The terms of office for Steering Committee Officers shall be three years. No Officer can serve more than two consecutive terms in the same position. One-third of the Officers shall be elected every year.

Standing and General Committee Chairs cannot serve more than six consecutive years as a member of the Steering Committee. Chairs of General Committees, Chapters, and Clubs can move on and off the Steering Committee according to their terms as Chairs of those Committees, Chapters, and Clubs.

Section 5. Meetings - General

The Steering Committee shall meet regularly, but no less than quarterly.

In order for any meeting or decision to be valid, it must be approved by a quorum of all Steering Committee members. Quorum is to be defined as one-half of all Steering Committee members.

ARTICLE VI. STANDING AND GENERAL COMMITTEES

While the focus of these committees may change from time to time, Steering Committee members responsible for a committee should seek to involve members of the Council or other alumni volunteers in support of their efforts.

Committees meet at least two times per year at the call of the Committee Chair, by letter or email at least one week prior to the meeting. Committee Chairs assign a member or utilizes an Alumni Relations staff member to take minutes. Committee Chairs provide a report the next regularly-scheduled Steering Committee meeting. A Committee makes reports and recommendations to the Steering Committee for action as appropriate by the Steering Committee, and does not make and implement decisions on its own.

Section 1. The Standing Committees

Three Standing Committees are necessary to ensure that the key functions of the AUAA are always in place:

- *Committee on Nominations* – Chaired by a member of the Steering Committee, which traditionally is the immediate past AUAA President, the Committee on Nominations Chair may be any member of the Council as designated by the AUAA President. Committee members are selected by the Chair and cannot be candidates for the positions under consideration. The committee shall also include the Director of Alumni Relations ex officio, who shall staff the committee’s operation. The committee is responsible for the recruitment of promising Steering Committee leadership and shall be authorized to complete the vetting process for Officer and Representative-at-Large candidates. Through its vetting process, the committee will present annually a slate of candidates for any positions to be filled in the upcoming fiscal year for affirmation by the Council.
- *Committee on the Leadership Council* – Chaired by a member of the Council and consisting of three or more members of the Council, the Committee on the Leadership Council shall work to set the objectives of the meetings of the Council and ensure that the meetings achieve these objectives, and shall, in general, attend to the good health and well-being of the Council with special focus on strategic planning.
- *Committee on Awards and Honors* – Chaired by a member of the Steering Committee designated by the AUAA President, the Committee on Awards and Honors shall administer an annual awards process as approved by the Steering Committee. These awards should seek largely to honor alumni, but may include students, parents, friends of AU, faculty, and staff whose contributions fit the criteria for the award.

Section 2. General Committees.

The Steering Committee may from time to time create or dissolve committees (other than Standing Committees) as it believes necessary to ensure that current key functions of the AUAA are addressed. The Steering Committee shall authorize and announce at the beginning of each fiscal year the names of the General Committees that shall operate in the year to come. Some General Committees may expire at the end of the fiscal year, while others will be reauthorized to continue.

These committees may include, but are not limited to:

- *Bylaws and Policy* – The Bylaws and Policy Committee shall evaluate policies and procedures of the AUAA. It recommends new and updated policies and procedures to the Steering Committee for approval and presents these to the Council. It shall modify and keep the Bylaws up to date of current operating practices, and make recommendations to the Steering Committee of any proposed changes.
- *Communications* – The Communications Committee shall review regularly all alumni communications including the alumni magazine, class notes, and online content, and recommend changes and improvements as it sees the need. It should include a representative from the Office of University Relations, as well as selected students and young alumni especially skilled in the development and application of online and social media opportunities for alumni relations. The committee should regularly oversee the network of Class Editors.
- *Young Alumni and Students* – The Young Alumni and Students Committee shall be co-chaired by an alumnus/a and a current AU student with its members to include alumni and current students. Its mission is to promote and develop young alumni activity through a means of hosting a variety of different programs and social gatherings for graduates of

the last decade and current students, as well as promoting other interests to the young alumni and student community.

ARTICLE VII. VACANCIES, RESIGNATION, REMOVAL

Section 7. Vacancies

Any vacancy on the Steering Committee of either an Officer or a Representative-at-Large may be filled by a majority vote of the remaining members. Steering Committee members elected in this manner will serve out the remaining months of the term of the unoccupied term. A member of the Steering Committee elected to fill a vacancy shall be eligible thereafter to be elected to a full term on the Steering Committee if nominated and elected. The unexcused absence of a member of the Steering Committee for two consecutive meetings shall be deemed a resignation that the Steering Committee may accept.

Any vacancy in Standing and General Committee representation on the Steering Committee may be filled by a majority vote of the remaining members of the committee. Members elected in this manner shall serve out the remaining months of the unoccupied term.

Any vacancy on the Council may be filled on a temporary basis by the Steering Committee from among the members of the relevant Class, Chapter, or Club. The Class, Chapter, or Club shall be notified and expected to elect a new representative in due course in accordance with their customary procedures.

Section 2. Resignation

Any Steering Committee Officer or Council member may resign by giving written or electronic notice to the President of the AUAA and the Director of Alumni Relations. Such resignation shall take effect at the time specified by the member.

Section 3. Removal

A simple majority vote of a quorum of the members of the Steering Committee shall be required to remove a member of the Steering Committee prior to the expiration of the term for which that member has been affirmed or appointed. Removal from office shall be limited to acts violating the Constitution and/or Bylaws of the AUAA, or deemed contrary to the best interests of the AUAA or of AU by a majority vote of the Steering Committee.

Removal by the Class, Chapter, or Club shall be in accordance with the charter of the affected organization. Ad-hoc members of the Council and Steering Committee, who have been appointed by the Steering Committee, may be removed by the Steering Committee at any time, by majority vote of a quorum thereof.

ARTICLE VIII. AMENDMENTS

These Bylaws may be altered, amended, or supplemented by vote of a majority of a quorum of the Steering Committee, with notification given to the AU Board of Trustees. Amendments by the Steering Committee may be overruled by a two-thirds vote of a quorum of the Council, or by a majority vote of the Board of Trustees.