

Proposed revisions by the UMNAA Bylaws Committee

UM NATIONAL ALUMNI ASSOCIATION BYLAWS

Article I – Name

The name of this Association shall be the University of Montevallo National Alumni Association.

Article II – Mission Statement

The Association is the corporate body representative of all alumni of the University of Montevallo. The mission of the Association is to serve as the primary and principal organization to:

- enhance alumni ties to and support of the University;
- promote active and effective participation of alumni in the Association and the University; and
- advocate, promote, and support the University of Montevallo and its unique mission to be a vital part of Alabama's future.

Article III – Membership

A. *Alumni Association membership unlimited*

Membership in this organization shall be unlimited in number and shall include all persons who have been students at this University, whether known at the time of matriculation as Alabama College or the University of Montevallo, or any other name by which the University has been known.

B. *Categories of membership*

There shall be three categories of membership:

1. Active members are those alumni who contribute to the current annual fund or who acquired life membership in the Association (when that program was available). An annual contribution from an alum of any amount to this Association entitles one to active membership for the current fiscal year. Only active members enjoy all rights and privileges of Association membership including, but not limited to making motions, voting, and holding office on the UMNAA Board of Directors.
2. Honorary members shall be those persons, qualifying under section C below, who enjoy all privileges of membership, except those of making motions, of voting, and of holding office.
3. Inactive members are those alumni who do not meet the qualifications of section B1 above.

C. *Procedure for conferring honorary membership*

Honorary membership shall be conferred by either of two methods:

1. The President of the Association shall confer such membership immediately upon and shall notify any person who receives an honorary degree from the University.
2. The President of the Association shall confer membership upon and shall notify any person who has rendered distinctive service to the University and whose name has been placed in nomination by a member of the UMNAA Board of Directors, seconded by another member, and approved by a majority vote (of those Board of Directors present) taken by secret ballot.

Article IV – UMNAA Board of Directors – Directors

A. Composition and duties

The Board of Directors shall be the governing body of the Association. Its membership shall include:

1. The officers (*See Article V*)
2. Fourteen members elected at-large to serve terms of two years, with the goal of half of the terms expiring each year. At the time of election to an at-large position, candidates may not have held another position on the Board within the last two years. At-large members are eligible for two consecutive full terms.
3. Must be an active member of the association. (*See Article III*)
4. One representative from the Alumni Council who shall serve a term of two years. The Alumni Council shall consist of all former Presidents of the Alumni Association, former Directors of Alumni Affairs, all former University Trustees who are alumni. The Alumni Council shall serve the board and the UMNAA President as advisors as needed.
5. The President of the UMNAA Junior Board shall serve as a voting representative on the UMNAA Board.
6. Ex-officio (non-voting) members are as follows:
 - a. The President of the University
 - b. The President of the Student Government Association.
 - c. The Director of Alumni Affairs
 - d. The Chair of the Faculty/Staff Alumni Committee.
 - e. A representative of the Admissions staff

B. General duties of Directors

The Directors are expected to participate and contribute at Board and Committee meetings, engage with Directors and other alumni, and attend a variety of University and Association events.

C. Contributions

- a. Each director (officers and Members-At-Large) shall make an annual contribution to the UM Foundation Unrestricted Fund (Area of Greatest Need) equal to or larger than the annual amount set by the UMNAA Board. (*See section I. Policies & procedures*).

D. Conflict of Interest

Annually, each director must sign the *UMNAA Conflict of Interest* statement.

E. Removal from office

For good cause, a member of the Board may be removed from the Board of Directors at a Board meeting by a majority vote of the Board, taken by secret ballot.

F. Vacancies on the Board of Directors

Appointments to vacancies on the Board of Directors occurring between annual meetings of the Association shall be made by the President of the Association in consultation with the nominating committee. The appointee shall serve for the remainder of the vacant term and will be eligible for election to serve two full terms following the appointment.

G. *Calendar of meetings*

The Board of Directors annually shall adopt a calendar to include at least three meetings and the association's Annual Business Meeting held during Homecoming. Special meetings may be called by the President or upon written request of three members of the board. At a special meeting, members can only discuss the business that is stated in the notification/the call.

H. *Committees*

The Board of Directors shall establish committees, standing and special, as necessary to perform the business of the Association. Committee appointments are made annually by the President with assistance from the Alumni Office. Committee members are expected to participate and contribute in order for the committee's work to be successful and effective. Committee meetings should be held regularly between board meetings to conduct the business of the committee. If a meeting is missed, the committee member is responsible to contact the chair of the committee to stay actively engaged in committee work.

I. *Policies and procedures*

The Board of Directors shall compile and keep updated a document of organizational and operational policies and procedures, including but not limited to the Board of Directors' *Conflict of Interest Statements, Committee Responsibilities, Board Giving, and Virtual Meeting Standards*.

J. *Quorum*

A majority of the voting membership of the Board of Directors present shall constitute a quorum for the transaction of business in Board and Committee meetings. Members of the quorum need to be dependent on attending the whole meeting.

K. *Active Participation in Board meetings and Committee meetings*

Active participation and engagement by the officers and members in Board meetings and Committee meetings, are vital to the UMNAA's work and success.

1. Members and officers of the Board shall be expected to attend at least $\frac{2}{3}$ of the Board meetings in a year. After two absences, a board member may be asked to submit their resignation.
2. Members and officers shall be expected to attend assigned committee meetings. If a meeting is missed, it is the responsibility of the board member to contact the committee chair for assignments. After multiple absences, a board member may be asked to submit their resignation.
3. Members and officers unable to attend Board and committee meetings in person may join via video conferencing. Members and officers must be virtually present $\frac{2}{3}$ of the actual meeting to be considered attending the meeting. Members and officers joining virtually should adhere to *Virtual Meeting Standards* established by the Board.

Article V – UMNAA Board of Directors - Officers

A. *Officers enumerated*

Officers of the UMNAA Board shall be elected and hold office for terms of two years each. The President and the President-elect shall not be eligible to serve consecutive full terms in the same office. Any other officer shall be eligible to serve two consecutive full terms in the same office.

Officers

Officers shall include:

1. President (who immediately prior to becoming President shall have served as President-elect),
2. President-elect (who prior to becoming President-elect shall have served as a member of the Board of Directors),
3. Secretary/Vice President for Board Development and Communication,
4. Treasurer/Vice President for Finance,
5. Vice President for Alumni Services,
6. Vice President for Clubs,
7. Vice President for Special Events,
8. Vice President for Student Services,
9. Vice President for Awards and Recognitions, and
10. Parliamentarian (who shall be the immediate Past President).

B. Duties of the President

The President presides at all meetings of the Association and at the UMNAA Board of Directors, appoints committees, serves as ex-officio voting member (or appointed proxy will serve as ex-officio voting member) of the UM Foundation Board of Directors, serves as an ex-officio voting member of all councils and committees, supervises and directs the activities of the Association, serves as the liaison to the University community at-large including the UM Board of Trustees, and generally performs the duties and exercises the authority customary to the office of President.

C. Duties of the President-elect

The President-elect shall preside in the absence of the President and shall represent the Association and perform other duties when assigned by the President. In the event of a vacancy in the office of President, the President-elect shall become President for the balance of the term and then shall be eligible for election as President for a full term.

D. Duties of the other officers

In addition to such other duties as may be assigned by the UMNAA Board of Directors, the officers shall have the following duties:

1. The Secretary/Vice President for Board Development and Communication serves as the Board secretary, serves as the Board's communication representative, and is responsible for the orientation and involvement of members of the Board of Directors.
2. The Treasurer/Vice President for Finance reports on and recommends the budget, and evaluates income-gathering services, programs and activities and requests for funding.
3. The Vice President for Alumni Services assesses alumni ties to the University and Association and recommends services and programming to enhance those ties.
4. The Vice President for Clubs evaluates and directs efforts to increase effectiveness of and alumni participation in clubs. The officer also serves as liaison to alumni clubs.
5. The Vice President for Special Events assists staff in planning alumni involvement in a variety of University and Association events including Founders' Day and Homecoming.

6. The Vice President for Student Services assumes responsibility for the Association's scholarship program and other alumni services for students.
7. The Vice President for Awards and Recognitions assumes responsibility for alumni awards and recognitions.
8. The Parliamentarian shall serve as a resource on rules of order.

E. *Removal from office*

In the best interest of the Board, an officer of the Board may be removed from office at a meeting of the Executive Committee with a majority vote of the committee.

F. *Vacancies in office*

1. Appointments to vacancies in any office, except that of President or President-elect, shall be made by the President of the Association in consultation with the nominating committee.
2. Vacancies in the office of President-elect shall be filled by election by the Board of Directors. The nominating committee shall present a nominee for President-elect for the Board's consideration.

Article VI – UMNAA Executive Committee

A. *Composition*

The Executive Committee shall be composed of the Association President, President-elect, Past President, and all Vice Presidents. The Director of Alumni Affairs shall be a non-voting ex officio member.

B. *Function*

The Executive Committee shall have and shall exercise all powers and authority granted by the Board of Directors. The Executive Committee may handle urgent and other business of the Association when it is not possible or practical to convene a meeting of the Board. This business is subject to affirmation, when possible, by the Board of Directors at its next meeting.

Article VII - Nominations and Elections

A. *Nominating Committee*

There shall be a nominating committee comprised of the Parliamentarian, who shall serve as chair, the President, the President-elect, and the following members appointed by the President: two members of the Board of Directors, two club representatives, two active alumni members who are not members of the Board and the Junior Board President.

B. *Nominations by the Committee*

The nominating committee will select a slate from 1) Board applications and/or 2) nominations from Board members. These nominations shall be submitted to the Board of Directors for its concurrence prior to their presentation and the election at the annual business meeting.

C. *Nominations for President-elect*

By October 1 of each odd-numbered year, the committee shall nominate candidate(s) for the office of President-elect. The Chair of the Nominating Committee shall have a ballot prepared and sent to members of the Board of Directors, who shall return the ballots, which must be received no later than November 1. If there is more than one candidate, the person receiving a majority of the votes shall be deemed endorsed as a member of the nominated slate.

D. *Nomination of officers and board members*

At the Annual Business Meeting of the Association, the nominating committee shall present the nominated slate of officers and board members proposed for election. An individual may be nominated, and the nomination seconded by members of the Association, with the consent of the individual nominated. Representation of the Association's membership is important to strengthen the organization.

E. *Election of officers and board members*

Except in the case of vacancies, election shall be by majority vote of the members present at the annual business meeting of the Association.

F. *Installation of officers and board members*

The officers and board members elected shall be installed at the annual business meeting of the Association.

Article VIII – Association Meetings

A. *Annual Business Meeting*

The Annual Business Meeting of the Association shall be held during Homecoming, unless otherwise ordered by the Board of Directors.

B. *Purposes*

The annual business meeting shall be for the purpose of electing officers and board members, receiving reports of officers and committees, and for other business which may rise.

C. *Quorum*

A majority of the active membership present shall constitute a quorum for the transaction of business at the annual business meeting.

Article IX – Alumni Clubs and Organizations

The UMNAA Board of Directors may charter, organize, and recognize alumni clubs and other alumni organizations to further the mission's principles.

Article X – Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern the Association in all cases except where these bylaws or any special or standing rules provide otherwise.

Article XI – Amendment of Bylaws

These bylaws may be amended at any business meeting of the Association by a two-thirds vote of active members present, provided that the amendment has been submitted in writing to the Board of

Directors and approved prior to presentation at the business meeting. Copies of the amendment shall be available from the Alumni Office.

Article XII - Miscellaneous

A. Fiscal Year

The fiscal year of the Association shall be October 1 through September 30 of each year.

B. Anti-discrimination Statement

The University of Montevallo National Alumni Association recognizes its legal and moral obligation to provide an environment in which opportunities for UM alumni participation are available without discrimination on the basis of race, color, gender, sexual orientation, age, religion, national origin, or disability. The UMNAA commits itself to maintaining a nondiscriminatory selection process for its officers and directors.

~~Last Revised: 10.9.14~~

Last Revised: 1.09.24

To be voted on: 1.20.24