

Bylaws of the Island University Foundation

(DBA: Texas A&M University-Corpus Christi Alumni Association)

ARTICLE I - POWERS AND DUTIES OF OFFICERS

In addition to their described duties, each of the following officers is a voting member of the Board:

1.01: President. The President presides at all meetings of the Executive Committee, Board of Directors and the Alumni Association. The president appoints all committee chairs and performs such other duties as may pertain to the office.

The president may appoint up to three non-voting Representatives at Large each year to serve for a three-year term. Representative persons appointed to this position can include any University employees who are alumni and other alumni and friends of Texas A&M University-Corpus Christi or The Association. The Representatives at Large will serve as honorary ambassadors by being informed representatives of The Association and Texas A&M University-Corpus Christi. The purpose of this provision is to allow the President to engage and utilize the services of alumni and friends of Texas A&M University-Corpus Christi. Newly appointed Representatives at Large must be confirmed by the Executive Committee and communicated to the Board before the first quarterly meeting of the calendar year in which they are to serve.

1.02: President-Elect. In the absence of the President, the President-Elect presides at all meetings of the Executive Committee, Board of Directors and the Alumni Association and appoints all committee chairs. The president elect is also responsible for maintaining the board's following of parliamentary procedures during the meetings.

1.03: Vice President. The Vice President shall act in the absence of the President-Elect and may be selected to chair committees of the Association. The vice president is also responsible for maintaining records of board member's attendance.

1.04: Director of Alumni and Development. The Director of Alumni and Development will act as the Vice President of Institutional Advancement and operate as the liaison between The University and the Alumni Association.

1.05: Secretary. The Secretary acts as secretary of all meetings of the Executive Committee, the Board of Directors, and the Association, and works in cooperation with the Alumni Office toward the proper maintenance of necessary information and files regarding association activities and membership lists. The secretary is also responsible for sending information to the board members regarding alumni events.

1.06: Treasurer. The Treasurer, at the direction of the Board of Directors, assists in managing and reports the receipt and disbursement of all funds of the Association. The books of the Treasurer shall be open for examination by any active member of the Association during any normal working hour.

1.07: The Past President attends all meetings of the Executive Committee, Board of Directors and the Alumni Association and serves as an advisor to the Board.

ARTICLE I I - ELECTIONS

2.01: Nominating Committees. A Nominating Committee nominates one candidate for each office needing to be filled. Other nominations may be proposed by any members. Such nominations, if received by the Secretary in writing not less than seven days before the scheduled election, are valid nominations and should be handled in the same manner as those nominations made by the Nominating Committee. No further nominations are made from the floor at the annual meeting.

2.02: Majority vote. Majority vote shall be required for all elected positions

2.03: President, President-Elect, Vice President, Secretary, and Treasurer. The President, President-Elect, Vice President, Secretary, and Treasurer are elected by members of the Association to serve a

one-year term or until their successors are duly elected. The election will be held at the annual business meeting of the Association. An officer may serve no more than two consecutive terms, in an elected position.

2.04: Directors. In addition to the officers, there shall be twenty directors. Of those Directors each chapter President shall serve on the Board for a term concurrent with their term as chapter President, as long as they meet election criteria. Directors for the remaining seats shall be elected in rotating three-year terms. Directors may serve another term if nominated by another board member. Directors may serve one term, which is equal to three years, before being elected to the board again, unless voted into an officer position.

2.05: The University will provide administrative support to the Alumni Board, such as a Business Manager, 2 Event Coordinators, Advancement Services, and Secretary as needed.

ARTICLE III - EXECUTIVE COMMITTEE

3.01: Executive Committee. The Executive Committee shall transact the business of the Association during the intervals between the meetings of the Board of Directors.

3.02: Quorum. The Executive Committee shall convene at the call of the President or at the request of three members of the Committee. The presence of four members shall constitute a Committee quorum. All actions of the Executive Committee shall be included in the minutes of the Board of Directors.

3.03: Vacancies. The Executive Committee may, at its option, fill vacancies on the Executive Committee, the Board of Directors and the Nominating Committee. Two-thirds vote of the Board of Directors, at a special meeting or a mail ballot shall be necessary to overturn any appointment made by the Executive Committee. Unfilled vacancies at the same time of the annual meeting of the membership will be filled at that time for the remainder of the term.

ARTICLE IV - MEETINGS

4.01: Annual Business Meeting. The annual business meeting shall be held in the fall or spring semester of the academic year at the direction of the Board of Directors. Posting of the date, time and place of the meeting on the Association's website shall constitute notice of the meeting to the membership. Members present at a properly convened annual business meeting will constitute a quorum.

4.02: Regular and Special Meetings of the Board. Regular meetings shall be held as determined by the Board of Directors. The President may call a special meeting of the Board. One-third of the Board constitutes a quorum at a regular or special meeting.

4.03: Special Meeting of the Association. A special meeting of the members of the Association may be called by the Executive Committee or upon written request to the Executive Committee of fifty active members. Posting on the Association's website of the date, time, place and items to be considered during the special meeting shall constitute notice of the meeting to the membership. Members present at a properly convened special meeting will constitute a quorum. Only items stated in the notice for the special meeting shall be considered at such meeting.

4.04: The Executive Committee. The Executive Committee shall meet as specified in Article III, Section 3.02.

4.05: Majority Vote. Majority vote shall prevail at all properly convened meetings.

4.06: Attendance of Directors. Attendance at meetings is necessary for Board members to fulfill their obligations. Directors must notify the President and the Director of Alumni Relations in advance if they will not be able to attend a meeting. The unexcused absence from two out of four meetings by a board member in a calendar year will constitute resignation of such board member.

4.07: Attendance of Officers. Attendance at meetings is necessary for Board members to fulfill their obligations. Officers must notify the President and the Director of Alumni Relations in advance if they will not be able to attend a meeting. The unexcused absence from two out of eight meetings by a board member in a calendar year will constitute resignation of such board member.

ARTICLE V - COMMITTEES

5.01: Standing Committees. Standing committees are the Nominating, Constitution & Bylaws, and Affinity Programs committees. The President appoints, from members of the Board, the chairperson of each standing committees. The committees are to be appointed by the Executive Committee.

5.02: Nominating Committee. Members of the Nominating Committee are elected at the annual business meetings. Three members are elected each year for three-year terms. Members of this committee are not eligible immediately to succeed themselves. Vacancies shall be filled for the remaining term at the next annual business meeting.

5.03: Affinity Programs Committee. The Affinity Programs Committee shall consist of the Director of Alumni and Development, Treasurer, and an appointed chair.