

Bylaws of the Island University Foundation **(DBA: Texas A&M University-Corpus Christi Alumni Association)**

Updated April 17th, 2019

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. 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: Executive Director of Alumni Relations. The Executive Director of Alumni Relations will act as the Vice President of Institutional Advancement for TAMUCC 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 Relations 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 II – ELECTIONS

2.01: Majority vote / Confirmations. Majority votes and confirmations shall be required for all elected positions.

2.02: Directors. There shall be twenty directors. Each chapter President shall serve on the Board for a term concurrent with their term as chapter President. Directors shall be elected in rotating three-year terms. Directors may serve another term(s) 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.

Nomination of a Director may be proposed by any Alumnus. Such nominations, if received in writing no less than fourteen days before the scheduled vote, are valid nominations. No nominations or recommendations are allowed from the floor at the Annual Meeting. The election will be held at the annual business meeting of the Association during annual Homecoming festivities. Once elected, a Director's term will begin on June 1st each year.

2.03: President, President-Elect, and Past President are confirmed by members of the Board of Directors to serve a two-year term or until their successors are duly elected on odd-numbered years upon recommendation from the Nominating Committee. Vice-President, Secretary, and Treasurer are elected by Board of Directors of the Association to serve a one-year term or until

their successors are duly elected upon recommendation from the Nominating Committee. The confirmation of these positions will be conducted at the Quarter IV Meeting. An officer may serve no more than two consecutive terms, in an elected position. Officers must have served at least one year on the Board before holding office.

2.04: Nominating Committee. The Nominating Committee will present one candidate for each office with an upcoming vacancy at the Quarter IV meeting for confirmation. Nominations may be proposed and submitted by any Director. Such nominations, if received by in writing not less than fourteen days before the scheduled confirmation, are valid nominations. No nominations or recommendations are allowed from the floor at the Quarter IV meeting.

2.05: The University will provide administrative support to the Alumni Board, such as a Business Manager, 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 coordination with Homecoming festivities, or 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 include the Finance, Nominating, Homecoming, Engagement, and Legacy Ring committees. The Alumni Association President confirms a committee chair(s) from members of the Board, which will lead the committee with assistance from the Alumni Relations staff.

5.01a: Finance Committee. The Finance Committee shall consist of the Treasurer (chair), the Alumni Board President, Executive Director, and self-selected members from the Board of Directors. This committee is responsible for the presentation of the Alumni Association budget and finances for Board of Director approval.

5.01b: Nominating Committee. Members of the Nominating Committee are elected at the first quarter meeting of the year. Members are elected each year for three-year terms, and should represent each term year. Members of this committee are not eligible immediately to succeed themselves. The Alumni Board President, President-Elect, and Alumni Association Executive Director will also hold membership on this committee. This committee is responsible for annual award selection in the Fall, and the nomination of Executive Committee members each Spring.

5.01c: Homecoming Committee. The Homecoming Committee shall consist of a chairperson(s), Alumni Relations staff, and appointed members. Committee is responsible for the planning and implementation of TAMU-CC Alumni Homecoming festivities. The committee members are appointed and approved by the respective committee chair. Membership of these committees may contain both board and non-board members.

5.01d: Engagement Committee: The Engagement Committee shall consist of a chairperson(s), Alumni Relations staff, and appointed members. Committee is responsible for the planning and implementation of Alumni non-event engagement, as well as assistance with branding and marketing. The committee members are appointed and approved by the respective committee chair. Membership of these committees may contain both board and non-board members.

5.01e: Legacy Ring Committee: The Legacy Ring Committee shall consist of the Association's Executive Director and self-selected members from the Board of Directors. This committee is responsible for the scoring, selection, and awarding of the Alumni Association six (6) Legacy Rings each year. This committee will convene virtually each Fall.

5.02: Additional Committees / Sub-Committees / Ad Hoc. Additional short-term committees or sub-committees may be added for strategic planning or implementation pending Board of Director majority vote.