

ALUMNI ASSOCIATION OF CLARKSON COLLEGE

BYLAWS

ARTICLE I

NAME

This organization shall be known as the Alumni Association of Clarkson College ("Alumni Association"). The Alumni Association is a division of Clarkson College which shall operate according to these Bylaws.

ARTICLE II

PURPOSE

Section 1. Purpose. The purpose of the Alumni Association is to serve as the link between Clarkson College, its alumni, and the greater community by acting as an ambassador, image builder, and advocate.

Section 2. Status. The Alumni Association is established and shall function as a division of Clarkson College by virtue of such authority as shall be granted by the Board of Directors of Clarkson College and shall be subject to the policies of Clarkson College. Subject to the foregoing, the Alumni Association shall be governed and supervised by its membership, Board, and Officers as outlined herein. The Alumni Association shall operate under the administrative supervision of the Clarkson College Department of Alumni Relations.

Section 3. Functions. The functions of the Alumni Association shall be to:

- A. offer programs and activities that promote the initiatives and objectives pursued by Clarkson College.
- B. communicate the programs/activities of Clarkson College and the Alumni Association through the Alumni publication, Alumni Times.
- C. support Clarkson College recruitment and retention of students by hosting Clarkson College activities.
- D. recognize academic achievement by offering scholarships to outstanding students of Clarkson College.
- E. sponsor fundraising activities in order to support the financial initiatives of the Clarkson College and the Alumni Association.
- F. conduct activities consistent with and that reflect the Mission and Strategic Goals of Clarkson College.

ARTICLE III
MEMBERSHIP

Section 1. All graduates of Clarkson College are eligible to be members of the Alumni Association. No one shall be denied membership on the basis of race, color, national or ethnic origin, handicap, sex, religion, or marital status.

Section 2. The membership year shall be June 1st through May 31st. Membership dues shall be set yearly by the Alumni Association Board. Dues shall be collected annually. Dues not received by August 31st shall result in cancellation of membership. Dues are nonrefundable.

Section 3. Members of the Alumni Association shall have the power to elect Board members and Officers of the Alumni Association as set out in these Bylaws.

ARTICLE IV
OFFICERS AND BOARD MEMBERS

Section 1. Number. The composition of the Alumni Association Board shall be a President, Vice President, Secretary, Treasurer, and five (5) board members ,each of whom shall be elected by the members of the Alumni Association.

Section 2. Election and Term of Office.

a. Election of Officers and Board members shall be held annually in April.

b. The Alumni Board shall assume the duties of the Nominating Committee.

c. The duties of the Nominating Committee shall be to prepare a ballot of candidates for each Alumni Association Officer and Board member position.

d. Candidates for elective offices of President, Vice President, Secretary and Treasurer shall be members of the Alumni Association in good standing for at least one (1) year. Candidates for all other elected offices shall be members of the Alumni Association in good standing.

e. The candidate for President shall have at least one (1) year of experience on the Alumni Board.

f. After determining the consent of each candidate, the Nominating Committee shall prepare the ballot of nominees. The names shall be listed in alphabetical order. The ballot shall be distributed to Alumni Association members in good standing at least one month in advance of the election.

g. In the event of an uncontested ballot the Board shall appoint the nominees as the Officers and Board members.

h. Voting shall take place by written or electronic ballot. All Alumni Association members in good standing shall have one (1) vote.

i. The Coordinator of Alumni Relations shall count the votes. A majority vote of those members voting shall be necessary for election. In the event of a tie, the choice will be decided by lot. In the event no candidate receives a majority vote, then there will be a run-off election of the top two candidates for the position.

j. The names of the elected Officers and Board members will be announced prior to June 1st of each year.

k. The regular term of office shall begin in June and continue for one (1) year.

l. No officer shall serve more than two (2) consecutive terms.

m. Officers and board members are required to attend at least 75 % of all scheduled Alumni Board meetings.

n. Officers and board members shall submit a report at any called meeting detailing activities pertaining to their office.

Section 3. Vacancies. Any vacancies occurring in the office of President, Vice President, Secretary, or Treasurer by death, resignation, removal or otherwise may be filled for the unexpired portion of the term by the Alumni Board, but such vacancies need not be filled until the next annual election of officers by the Alumni Association membership, if the Alumni Board does not deem it advisable to fill the vacancy prior to that meeting.

Section 4. Duties of the President.

a. The President shall call, preside at and be responsible for the agenda of all general meetings of the Alumni Board and the membership.

b. The President shall appoint special committees and chairpersons when needed.

c. The President shall represent Clarkson College to the public as requested.

d. The President shall prepare an annual report for presentation to the Alumni Association and the Clarkson College Board of Directors.

e. The President shall serve as Chairperson of a work group composed of three (3) to five (5) members of the Alumni Board to annually review the Bylaws.

f. The President shall sign all documents as required.

g. The President shall serve as an ex-officio non-voting member of the Alumni Board in the year following the final term in office.

Section 5. Duties of the Vice President.

a. The Vice President shall perform the duties of the President in the absence of the President.

b. The Vice President shall be in charge of the annual membership drive.

Section 6. Duties of the Secretary.

a. The Secretary shall keep an accurate record of accounts and proceedings of all Alumni Board meetings, and assist in the Alumni Association's correspondence.

b. The Secretary shall keep accurate and official minutes and records of all business transactions.

c. The Secretary shall distribute copies of minutes to the Alumni Board.

d. The Secretary shall maintain a complete list of names of all members of the Alumni Association, the Alumni Board, and committees of the Alumni Board.

e. The Secretary shall keep attendance records for the Alumni Board meetings.

Section 7. Duties of the Treasurer.

a. The Treasurer shall have custody of the Alumni Association's funds.

b. The Treasurer shall keep an itemized record of receipts and expenditures and maintain an Alumni Association bank account.

c. The Treasurer shall present a detailed financial report at the quarterly Alumni Board meetings, and an annual report to the Clarkson College Board of Directors.

d. The Treasurer shall assist the President in the preparation of the annual budget of the Alumni Association.

e. The Treasurer shall approve all checks as required for budgeted items. Unbudgeted expenditures must be approved by a majority of the Alumni Board in accordance with Clarkson College policy.

Section 8. Duties of the other 5 Board Members

a. The Board Members shall chair committees as needed.

ARTICLE V

ALUMNI ASSOCIATION BOARD

Section 1. General Powers. Subject to the overall direction and control of the Clarkson College Board of Directors, it shall be the duty of the Alumni Board to act upon all matters pertaining to the Alumni Association. The Alumni Board shall adopt an annual budget and submit it to the Clarkson College Board of Directors for approval. Any significant new programs or activities of the Alumni Association are subject to approval of the Clarkson College Board of Directors.

Section 2. Composition. The officers, the elected Board members, and the Coordinator of Alumni Relations shall constitute the Alumni Board.

Section 3. Election and Term of Office. Each Board member shall be elected in accordance with Article IV, Section 2 to serve for a term of one (1) year, and shall not serve more than two (2) consecutive terms. Elected Board members are voting members and are required to attend at least 75% of all scheduled Alumni Board meetings.

Section 4. Meetings of the Board. There shall be a quarterly meeting of the Alumni Board. The President may call a special meeting for transaction of business or may postpone any meeting. All Alumni Association members may attend the Alumni Board meetings.

Section 5. Quorum and Voting. The presence of five (5) of the nine (9) voting Alumni Board members shall constitute a quorum. A quorum must be present to take official action at the Alumni Board meetings. The act of the majority of the voting Alumni Board members present at a meeting at which a quorum is present shall be the act of the Alumni Board.

Section 6. Dispensing with Meetings. Any action required to be taken at a meeting of the Alumni Board or a committee, or any action which may be taken at a meeting of the Alumni Board or a committee, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the Alumni Board or the committee.

ARTICLE VI

REMOVAL OF OFFICERS AND BOARD MEMBERS

Any officer or Board member not fulfilling the requirements as outlined in Articles IV and V, to the satisfaction of the voting membership, may be removed from office. A 2/3 majority vote of all of the voting members of the Alumni Association shall be required for removal of any officer or Board member. The motion to remove an officer or Board member from his or her position must be presented in writing to the total voting membership at least fourteen (14) days before the meeting at which the removal will be voted on. The officer or Board member subject to removal shall have the right to make a presentation orally or in writing to the voting membership at the meeting in which the vote for removal is to take place. All voting under this Article shall be done by secret ballot.

ARTICLE VII

COMMITTEES

Section 1. Committees of the Alumni Board. The Alumni Board shall have full power to constitute such committees as it deems necessary or desirable to advise or assist it in the transaction of business of the Alumni Association. The members of such committees need not be Alumni Board members. Each such committee shall have only that authority which is expressly delegated to it by the Alumni Board at the time the committee is organized or from time to time thereafter.

ARTICLE VIII

CLARKSON COLLEGE LIAISON

Section 1. Coordinator of Alumni Relations. The Coordinator of Alumni Relations is a Clarkson College employee responsible for facilitating and assisting in the activities of the Alumni Association. The Coordinator of Alumni Relations shall be a non-voting member of the Alumni Board. The Coordinator of Alumni Relations shall have such duties and responsibilities as are usually incident to the office and shall exercise such other powers as may be assigned by Clarkson College, the Alumni Board, or these Bylaws.

Section 2. Approval by Clarkson College. Whenever in these Bylaws action of the Alumni Board must be approved by Clarkson College or the Clarkson College Board of Directors, such action shall be deemed to have been approved if approved in writing by the President of the Clarkson College or his or her designee.

ARTICLE IX

ANNUAL REPORT TO CLARKSON COLLEGE BOARD OF DIRECTORS

The Alumni Association shall submit an annual report to the Clarkson College Board of Board members of the Alumni Association's assets, liabilities, receipts, disbursements and activities during the year, and plans for the upcoming year.

ARTICLE X

PROCEDURE

Section 1. Parliamentary Procedure. Except as otherwise set out in these Bylaws, meetings of the Alumni Association, the Alumni Board, and its committees shall be conducted in accordance with the current revised Robert's Rules of Order.

ARTICLE XI

AMENDMENTS

These Bylaws may only be amended by resolution of the Alumni Board. Amendments so made shall not be effective until approved by the Clarkson College Board of Directors. These Bylaws may also be amended by direct action by the Clarkson College Board of Directors after written notice to the Alumni Board.

ARTICLE XII

DISSOLUTION

Clarkson College shall have the sole and exclusive authority to dissolve the Alumni Association. In the event the Alumni Association is ever dissolved or ceases to function as such, the assets thereof shall be the property of Clarkson College.

ARTICLE XIII

CERTIFICATION

The foregoing Bylaws of the Alumni Association of Clarkson College were approved by the Alumni Association Board on the 24 day of March, 2011, and were approved by the Clarkson College Board of Directors on the 25 day of April, 2011.

By: Jenak Dickinson
Its: President
Alumni Association of Clarkson College

By: 
Its: President
Clarkson College