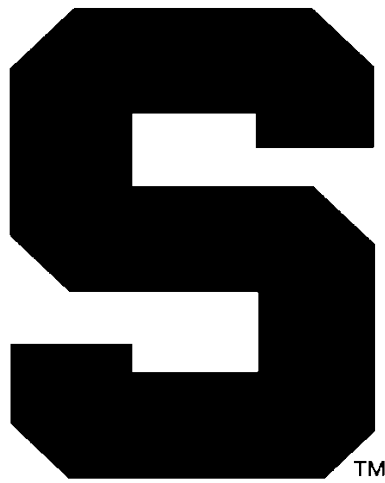


**Michigan State University Alumni Association**

# **Bylaws**



**ALUMNI  
ASSOCIATION**

**MICHIGAN STATE UNIVERSITY  
ALUMNI ASSOCIATION  
BYLAWS**

**PREAMBLE**

**ARTICLE I**

**Name, Purpose, Term of Office and Location**

Section 1 Name The name of the organization shall be the Michigan State University Alumni Association (hereinafter, the "Association.")

Section 2 Mission Statement The Michigan State University Alumni Association supports and enhances the university's world-grant mission by achieving a lifelong connection between alumni and the university community.

Section 3 Purpose The Association is a federation of at-large members, Academic Associations, Regional Alumni Clubs, and Alumni Interest Groups. It is authorized by the Board of Trustees of Michigan State University to undertake alumni relations and programming for the University. The purpose of the Association is to serve as the portal to the University and to promote goodwill between alumni and friends of MSU and the University community. Authority of the Association is extended to the Executive Director by the Office of the President. The MSUAA International Advisory Board (as defined herein) shall advise the Executive Director on matters of the Association and policies governing the conduct of alumni programs for Michigan State University. The Association shall promote efforts to ensure inclusion and equal opportunity for all.

Section 4 Term of Office The term of office for all officers, board and council members, and committees shall be July 1 through June 30.

Section 5 Location The principal office of the Association shall be on the East Lansing campus of Michigan State University.

**ARTICLE II**

**Membership**

Section 1 Eligibility for Association Membership All graduates and former students, current and former faculty and staff, parents of students, and friends are eligible for Association membership.

Section 2 Membership Categories Categories for membership shall be the following:

- a) Regular Members Regular members shall include all annual and life members in good standing.
- b) Complimentary Members From time to time, upon the approval of the Executive Director of the Association, a membership may be granted to an individual not otherwise a regular member.
- c) First Year Graduate Members Upon earning their undergraduate degree from MSU, all graduates will be extended a two year complimentary membership in the Association.

## **ARTICLE III**

### **Membership Dues**

Section 1 Dues Members shall pay dues that are set by the Executive Director. Members shall be in good standing so long as membership dues are paid in full.

## **ARTICLE IV Composition**

### **and Function**

Section 1 Composition The Association shall be composed of the following groups:

Section 1.1 Association Membership An Association membership automatically grants membership in an Academic Association (if selected by the member), and where applicable, a regional or international club. Additionally, Alumni Interest Groups are chartered by the University.

Section 1.2 Regional Alumni Clubs Regional Alumni Clubs shall be chartered by the University through the Association on a geographical basis to help serve alumni and friends and help promote and enhance the objectives of Michigan State University.

- a) Regional Alumni Club Bylaws & Charter A group of university alumni and friends residing in a geographical area, wishing to organize an alumni club, may request a charter from the University through the Association. The Association will establish the terms and conditions for charter eligibility, which shall be consistently applied. The group shall adopt bylaws satisfactory to the Association, and record such approved bylaws with the Association. When the Association provides formal written notification of the approval of said bylaws, the Executive Director of the Association shall charter the regional group as an official alumni club on behalf of the University. Revisions to Regional Alumni Club bylaws shall be submitted to the Association for review and approval as directed by the Association.
- b) Regional Alumni Club Status To maintain its charter each Regional Alumni Club shall hold at least one meeting each calendar year. Additionally, Regional Alumni Clubs are encouraged to conduct a variety of club activities that appeal to the club's diverse membership. Every Regional Alumni Club shall submit to the Association each year a summary of its past year's activities and a financial statement as approved by its Board of Directors and acceptable to the Association. Regional Alumni Clubs shall directly communicate with their local alumni and friend base at least twice annually. Said communication may be by written or electronic means. Regional Alumni Clubs shall also be required to hold at least two events per year in which all local alumni and friends are invited to participate. All Regional Alumni Clubs shall make membership growth in the Association a primary objective of the club's mission. Each member of a Regional Alumni Club's Board of Directors must maintain membership in the Association.
- c) Regional Alumni Club Membership Membership in the Association is a prerequisite to membership in the Regional Alumni Club. Regional Alumni Clubs may not charge membership dues, or other amounts for participation in the club. Regional Alumni Clubs may charge participating individuals for specific club activities (e.g., an admission fee charged to all participants who attend a club event.) Regional Alumni Clubs are encouraged to undertake activities that will provide financial resources and stability needed to achieve the goals of the Regional Alumni Club.

Section 1.3 Academic Association The University, through the Association, may charter the organization of

Academic Associations in college or other appropriate units of the University, to help serve the members and promote and enhance the objectives of Michigan State University.

Section 1.3a Academic Association Bylaws & Charter A group of university alumni, in concert with the appropriate Dean, may organize an Academic Association as defined in Section 1.3 of these bylaws by requesting a charter from the University through the Association. The Association shall establish the terms and conditions for charter eligibility; which shall be consistently applied. The group shall adopt bylaws

satisfactory to the Association, and record such approved bylaws with the Association. When the Association provides formal written notification of the approval and adoption of said bylaws, and upon written approval of the Dean, the Executive Director shall charter the Academic Association as an official organization on behalf of the University. Revisions to Academic Association bylaws shall be submitted to the Association for review and approval.

- a) Academic Association Status To maintain active status, each Academic Association shall hold at least one meeting per calendar year. Additionally, Academic Associations are encouraged to conduct a variety of activities that appeal to their membership. Each Academic Association shall submit to the Association each year a summary of its past year's activities and a financial statement as approved by its Board of Directors and acceptable to the Association.
- b) Academic Association Membership Membership in the Association is a prerequisite to membership in the Academic Association. Academic Associations may not charge membership dues, or other amounts for participation in the Association. Academic Associations may charge participating individuals for specific club activities (e.g., an admission fee charged to all participants who attend a club event). Academic Associations are encouraged to undertake activities that will provide financial resources and stability needed to achieve the goals of the Academic Association.

Section 1.4 Alumni Interest Groups Alumni Interest Groups (also referred to as Affinity Groups) shall be chartered by the University through the Association on a common interest basis to serve members and promote and enhance the objectives of Michigan State University. Alumni Interest Groups may require members to pay dues/fees to participate in these groups.

- a) Alumni Interest Groups Bylaws & Charter A group of university alumni and friends having a common interest, wishing to organize an Alumni Interest Group may request a charter from the University through the Association. The Association will establish the terms and conditions for charter eligibility, which shall be consistently applied. The group shall adopt bylaws satisfactory to the Association and record such approved bylaws with the Association. When the Association provides formal written notification of the approval and adoption of said bylaws, the Executive Director shall officially charter the Alumni Interest Group on behalf of the University. Revisions to Alumni Interest Group bylaws shall be submitted to the Association for review and approval.
- b) Alumni Interest Group Status To maintain its charter, each Alumni Interest Group shall hold at least one meeting each calendar year. Additionally, Alumni Interest Groups are encouraged to conduct a variety of activities that appeal to the group's diverse membership. Each Alumni Interest Group shall submit to the Association each year a summary of its past year's activities and a financial statement as approved by its Board of Directors and acceptable to the Association.

Section 1.5 Young Alumni Young Alumni as, defined by the Association's policies and procedures, are to be organized under the guidance and supervision of the Regional Alumni Clubs and Academic Associations. Regional Alumni Club and Academic Association bylaws shall govern the Young Alumni within their respective constituencies. Alumni Interest Groups shall also develop young alumni programming consistent with the Regional Alumni Clubs and Academic Associations.

Section 2 Association Functions The following functions are the responsibility of the Association:

Section 2.1 The Association will facilitate and, where appropriate, coordinate Alumni Interest Groups, Academic Associations, Regional Alumni Clubs and Young Alumni activities.

Section 2.2 The Association will maintain several central functions and provide services to Alumni Interest Groups, Academic Associations, Regional Alumni Clubs, Young Alumni groups, and the at-large membership. Functions maintained and/or coordinated centrally include:

1. Alumni records and files
2. Accounting and financial records
3. University-wide alumni publications
4. Membership drives
5. Central university programs, such as homecoming, reunions and alumni leadership weekend
6. Coordination and consultation with all member units
7. Services
8. Liaison with the Student Alumni Foundation
9. Additional roles and functions as may be appropriate to its mission and purpose

## **ARTICLE V**

### **MSUAA International Advisory Board**

Section 1 Purpose The MSUAA International Advisory Board (hereinafter, “Advisory Board”) shall be comprised of a broad and diverse cross section of members who understand and support the Association’s core values, goals and activities. Advisory Board members shall stay informed of Association and University issues in order to actively serve as advocates for Michigan State University and the Association. Advisory Board Members shall advise the Executive Director of the Association on issues of organizational structure, policies and programs to help ensure that the Association remains a dynamic and efficient organization that provides value to alums worldwide. In addition, members of the Advisory Board shall be required to serve on standing committees and/or serve as Officers of the Board.

Section 2 Members - Number and Classification The Advisory Board shall consist of thirty-five (35) members, comprised as follows: five (5) officers; six (6) standing committee chairs; and, twenty-four (24) committee members. All Advisory Board members shall be Association members in good standing. Candidates for Advisory Board members may be nominated by individuals, Regional Clubs, Alumni Interest Groups, Academic Associations, and/or the Executive Director of the Association. Advisory Board members shall be selected by the Nominating Committee and voted on by the then current voting members of the Advisory Board. The Nominating Committee shall recommend Advisory Board members based upon their respective skill sets and experience, with an end goal of ensuring that the board is comprised of members representing the diversity of various constituencies in the Association. At least one (1) member of the Advisory Board shall be a member of the Student Alumni Foundation (the “SAF”). That individual may be the current President of the SAF, or such other member duly appointed by the SAF (the “SAF Member”). The SAF Member shall hold one of five positions on the Young Alumni Committee (see Article VII Section 2d).

Section 3 Voting Members There shall be eleven (11) voting members on the Advisory Board comprised of the five (5) Executive Officers and six (6) committee chairs.

Section 4 Meetings The Advisory Board shall meet at least two (2) times annually. Special meetings may be called by the President of the Advisory Board, the Executive Director of the Association, or upon the written request of three (3) voting members. Notice of the time, place and the subject matter of each regular and special meeting shall be given to each Advisory Board member at least ten (10) days, and not more than sixty (60) days, before the meeting date. Notice shall be mailed via first class or electronic mail to each member at

his or her last known mailing or electronic address, as the same appears on the records of the Association. Notice shall be deemed given by depositing same in a post office box, postage prepaid, or sent via electronic means. Notice of regular or special meetings to any member shall be deemed waived by the attendance of the member at the meeting, unless the member appears solely for the purpose of objecting at the beginning of the meeting to the transaction of any business at the meeting because the meeting is not lawfully called or convened. The record date for determining members entitled to vote at a meeting shall be the date of mailing or transmitting of the notice of meeting.

Section 5 Parliamentary Procedures Roberts Rules of Order shall govern Advisory Board meetings.

Section 6 Quorum and Manner of Acting Six (6) voting members shall constitute a quorum for the transaction of business at any regular or special meeting. A majority of the voting members present at a meeting at which a quorum is present shall be the act of the Advisory Board. Any meeting, whether or not a quorum is present, may be adjourned from time to time by vote of a majority of the voting members present. It shall not be necessary to give notice of the adjourned meeting other than by announcement at the noticed meeting. However, if after the adjournment the Board fixes a new record date for determining entitlement to vote at the adjourned meeting, a notice of the adjourned meeting shall be given to each member as of the new record date. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally notified.

Section 7 Voting Each voting member shall be entitled to one (1) vote. All elections shall be had and all questions affecting the Association and Advisory Board shall be decided by a majority vote of the voting members present at a meeting at which a quorum is present.

Section 8 Minutes No later than forty-five (45) days before the next regularly scheduled meeting, a complete set of minutes of any regular or special meeting, precisely describing the decisions made and action taken will be distributed to the Advisory Board. Such minutes will be reviewed and adopted by the voting members at the ensuing regular meeting.

Section 9 Terms All Advisory Board members defined by these bylaws shall serve a term of two (2) years. No member shall serve more than two (2) consecutive terms on the Advisory Board unless filling a vacated term without the passage of an intervening two (2) years, or serving as an Executive Officer (see Article VI). Committee chair terms shall be one (1) year and are considered concurrent with Advisory Board terms. All terms begin on July 1.

Section 10 Non-Executive Officer Vacancies A vacancy in a non-voting Advisory Board position caused by reason other than expiration of term of office may be filled by the voting members by majority vote. The appointment shall be for the remainder of the vacated term. A vacancy in a committee chair position caused by reason other than expiration of term of office shall be filled by the Executive Director of the Association from the current Advisory Board upon the recommendation of the Nominating Committee. In such case, the voting members may fill the resulting non-voting vacancy by majority vote.

Section 11 Removal Any Advisory Board member may be removed from office by a two-thirds (2/3) majority vote of voting members whenever, in their judgment, it serves the best interests of the Association and the University.

## **ARTICLE VI**

### **Executive Officers**

Section 1 Executive Officers - Number and Classification The Executive Officers of the Advisory Board shall

be comprised of the following:

- a) President
- b) 1<sup>st</sup> Vice President
- c) 2<sup>nd</sup> Vice President
- d) Secretary
- e) Immediate Past-President (President Emeritus)

Each year, the Nominating Committee shall propose new Executive Officer candidates from the current Advisory Board and present them to the current voting members for approval at the regular spring meeting of the Advisory Board. Nominees shall be members in good standing of the Association and must have served at least one (1) full term on the Advisory Board before becoming eligible to serve as an Executive Officer. The individuals nominated to serve as President, 1<sup>st</sup> Vice President, and 2<sup>nd</sup> Vice President may fulfill terms as President and Immediate Past President even if doing so would require that those individuals serve more than four (4) years. It is anticipated that after serving one (1) term as 1<sup>st</sup> Vice President, that member will succeed to the office of President. Similarly, after serving one (1) term as 2<sup>nd</sup> Vice President, it is anticipated that said member succeed to the 1<sup>st</sup> Vice President position.

Section 2 Terms Concurrent with, or in addition to, their term as Advisory Board members, the term for each Executive Officer position shall be one (1) year.

Section 3 Vacancies A vacancy in an Executive Officer position caused by reason other than expiration of term of office shall be filled by the Executive Director of the Association from the remaining Advisory Board upon the recommendation of the Nominating Committee. Said appointment shall be for the remainder of the vacated term.

Section 4 Duties The duties of the Executive Officers of the Advisory Board shall be as follows:

- a) The President shall preside at all meetings of the voting members and Advisory Board. The President shall perform the usual duties incident to the office and have such other powers and responsibilities as may be delegated by the voting members. The President shall be elected with the expectation that he/she will succeed to the office of Immediate Past President at the end of his/her term. The President shall meet regularly with the Executive Director of the Association. The President shall review all minutes in conjunction with the Secretary and the Executive Director before distribution.
- b) The 1<sup>st</sup> Vice President shall have such responsibilities and powers as may be assigned by the voting members. In the absence of the President, the 1<sup>st</sup> Vice President shall preside over all voting member. The 1<sup>st</sup> Vice President shall be elected with the anticipation that he/she will succeed to the office of President at the end of his/her term. The 1<sup>st</sup> Vice President shall serve as chairperson of the Awards Committee.
- c) The 2<sup>nd</sup> Vice President shall have such Association responsibilities and powers as may be assigned by the voting members. In the absence of the President and 1<sup>st</sup> Vice President, the 2<sup>nd</sup> Vice President shall preside over voting member meetings. The 2<sup>nd</sup> Vice President shall be elected with the anticipation that he/she will succeed to the office of 1<sup>st</sup> Vice President at the end of his/her term.
- d) The Secretary, together with the President and the Executive Director of the Association, shall be responsible for reviewing minutes before distribution, maintaining records, and recording and distributing minutes of all meetings that include the voting members to Advisory Board.
- e) The Immediate Past President is expected to provide guidance to the Executive Officers and Advisory Board, and when such committee exists, shall Chair the Nominating Committee.

## **ARTICLE VII Advisory**

### **Board Committees**

Section 1 Executive Committee The Executive Committee shall consist of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, and Immediate Past President. The Executive Director of the Association shall serve as an *ex-officio* member without vote. The President of the Advisory Board shall serve as Chairperson of the Executive Committee. The Secretary will act as Executive Committee Secretary.

Section 2 Standing Committees The following committees shall be chaired by a voting member.

- a) Membership and Marketing The Membership and Marketing Committee shall undertake and support efforts to increase and maintain the size of this Association.
- b) Alumni Association Programs The Alumni Association Programs Committee will work with staff and other University units (when applicable) to develop and coordinate functions such as Homecoming, class reunions, Alumni Weekend, Speaker's Bureau, Lifelong Education and other events/programs as they may occur.

Leadership Development The Leadership Development Committee shall be responsible for assisting the Executive Director, the Director of Alumni Relations and regional alumni clubs in identifying, developing and promoting talented leaders for the Advisory Board. The committee shall: develop criteria to assist in the identification and recruitment of these individuals who have potential to be effective leaders to serve in various roles; develop and implement training and development activities to enhance the skills and abilities of existing leaders; assess the factors that enhance or inhibit the commitment and motivation of leaders and recommend activities to improve the Association's effectiveness in motivating superior performance from its volunteer leaders; and, identify and/or develop logical development paths for volunteer leaders such that subsequent appointments make use of experience gained in previous positions.

Young Alumni The Young Alumni Committee will advise the voting members on matters relating to the organization and involvement of young alumni within the Association. The Committee shall strive to promote the mission of the Association by way of a framework that engages and supports young alumni in building a relationship with the University beyond graduation.

- c) Communications The Communications Committee shall assist with outreach to the Association membership through support of work requested from the Office of Governmental Affairs by all appropriate electronic means of online engagement and technology. Online engagement should create more efficient and effective communications; aggregate audience; target markets; and elevate the creativity and sophistication of partnership opportunities. The focus will be on social/professional networking, including websites, interactive branding, search engine optimization (SEO), ensuring top keyword search placement on web browsers, online public relations, virtual programming, blogging and evolving online tools. Recommendations shall be based on economic feasibility.
- d) Career Services The Career Services Committee shall be responsible for assisting Association staff towards continually improving existing programs, recommending new programs and/or initiatives, and increasing alumni engagement utilizing entrepreneurial creativity and innovative technological integration.

Section 3 Other Committees The voting members or the President may create additional ad-hoc committees, which may include, but are not necessarily limited to, the following:

- a) Nominating Committee The Nominating Committee shall be responsible for recommending members to serve on the Advisory Board and for recommending the Officers from members of the Advisory Board. The Executive Director of the Association shall serve as an *ex-officio* member without vote. The voting members shall appoint not fewer than three (3), and no more than five (5), members to be selected from members of the standing committees to serve on the Nominating Committee.
  
- b) Awards Committee The Awards Committee shall undertake and support efforts to facilitate a comprehensive awards program recognizing both individuals and programs. It shall have the further responsibility to select honorees for the Grand Awards program. Members of the Awards Committee shall be selected from members of the standing committees and be appointed annually by the voting members. The 1<sup>st</sup> Vice President shall serve as Chairperson of the committee.

Section 4 Appointment to Committees The Executive Director of the Association, in consultation with the President of the Advisory Board, shall create committee assignments and appoint Committee Chairs . Committee member positions shall be filled from the Advisory Board and/or as needed from elsewhere within or outside of the Association. Committee assignments for voting members may be changed by a majority vote of the Executive Officers.

Section 5 Committee Chairs When proposing incoming Advisory Board members, the Nominating Committee shall indicate which standing and/or ad hoc committee they propose each member chairs.

## **ARTICLE VIII**

### **Amendments to Bylaws**

Section 1 Amendments to Bylaws Amendments to these bylaws may be enacted by a two-thirds (2/3) majority vote of the voting members in attendance at any regular or special meeting, provided all voting members have received prior written notice thereof. A courtesy copy of any proposed amendments shall be submitted to the President of Michigan State University for review and comment.

## **ARTICLE IX**

### **Effective Date of Bylaws**

Section 1 Effective Date The effective date of the bylaws shall be September 1, 1983, and as amended April 24, 1992, October 1, 1999, May 10, 2002, October 3, 2003, May 13, 2005, October 12, 2007, April 2, 2008, April 18, 2008, August 13, 2008, May 15, 2009, October 16, 2009, and August, 2011.