

UNIVERSITY OF MOUNT SAINT VINCENT

Constitution and Bylaws

Alumnae/i Association of the University of Mount Saint Vincent

(Adopted-May 31, 1969. Amendments and revisions adopted - May 30, 1970; June 2, 1973;
June 9, 1979; June 1, 2002; June 22, 2017; July 1, 2023, July 1, 2024)

Constitution

Article I - Name

This Association shall be known as the Alumnae/i Association of the University of Mount Saint Vincent.

The Association is an instrumentality of the University of Mount Saint Vincent, Bronx, New York (hereinafter called the "University").

Article II - Mission Statement

The mission of the Alumnae/i Association is to act as a link and promote unity among graduates, students, former students, and the institution. This broad Association is based on mutual respect, enthusiastic support, spiritual kinship, search for intellectual truth, and an unflinching sense of loyalty to the University in its mission to provide a values-oriented education rooted in Catholic heritage and liberal arts tradition.

Article III-Membership

Section I - There shall be three classes of membership in the Association: Life, Associate, and Honorary

- (a) Life Membership: Recipients of any degree in course from the University shall be lifelong members.
- (b) Associate Membership: Persons who have attended the University as students in course for at least one year, whose entering class shall have graduated, and whose application shall have the approval of the Executive Board, shall be associate members.
- (c) Honorary Membership: Recipients of honorary degrees from the University shall be made honorary members of the Association. Other persons, whose service the Association may desire to recognize may, with the approval of the University administration, become honorary members.

Article IV - Executive Board

The general management of the Association shall be vested in the Executive Board, as provided in the bylaws.

Article V - Officers and Directors

Section I - (a) There shall be four elective officers: President of the Association (hereinafter called the "President"), two Vice Presidents, and Secretary. (b) There shall be ten elective Directors.

Section II- Executive Board Eligibility. All members of the Association who demonstrate a commitment to the University through involvement, monetary support, and/or volunteerism may be nominated/elected to an officer or Director position on the Executive Board.

Section III - Election of officers and Directors.

(a) Officers and Directors shall be elected via the election process outlined in the Constitution and announced to the Association.

(b) President, second Vice President, Secretary and five Directors shall be elected in odd-numbered years. First Vice President and five Directors shall be elected in the even-numbered years.

Section IV - The term of office for officers and Directors shall be two years starting July 1 following their election. Officers shall not be eligible for a second term in succession in the same office. Directors may be eligible for a second term as a Director. However, no member of the Executive Board shall serve for more than six-seven consecutive years, dependent on special circumstances and/or elections. The past President may serve for a seventh consecutive year following completion of the term as President Emerita/us or they may run for another position if their term limit allows. A former member of the Executive Board shall be eligible for election to the Executive Board after one year has elapsed following completion of any such period of six or seven consecutive years, as applicable.

Article VI – State of the Association

The State of the Association shall be held in June on a date approved by the Executive Board in collaboration with the Office of Alumnae/i Relations and Giving and the Office of the President of the University. The date of the meeting will be shared with the alumnae/i community approximately two-three months in advance.

Article VII – Amendments to the Constitution

Proposed amendments to this Constitution must be submitted in writing to the Secretary of the Association by a member or members eligible to vote, as provided in the bylaws by February 1 for committee review. After approval by majority vote of the Executive Board, notice of such amendment or amendments shall be shared with all members of the Association, and a ballot for voting thereon shall be issued to each member eligible to vote, as provided in the bylaws. Ballots may be returned online, in person, or by mail. The results of such balloting shall be announced via e-mail to the Association and at the State of the Association meeting. A simple majority affirmative vote of eligible members voting shall be required for adoption of the proposed amendment.

Article VIII - Adoption

This Constitution shall become effective on July 1 following the date of its adoption.

Bylaws

Article I - Executive Board

Section I - The Executive Board shall consist of four officers and ten Directors of the Association, the past President during the first year upon completion of their term as President, and as ex officio, President of the University. The Chair of the President's Associates Council may sit as an ex-officio member of the Executive Board.

Section II - The Executive Board shall transact all business of the Association, except as otherwise specifically provided in the Constitution or bylaws.

Section III - The Executive Board shall meet at least five times from September through June, during the months of September, November, February, April, and June, and shall have as many additional special meetings as necessary for the transaction of business. Meetings shall be called by the President or at the written request

of six members of the Executive Board and filed with the Secretary. Notice of meetings shall be sent to the Executive Board at least one week in advance of each meeting.

Section IV - Seven members of the Executive Board shall constitute a quorum.

Article II - Duties and Qualifications of Officers and Directors

Section I - The President shall call and preside at all meetings of the Association and of the Executive Board, shall be ex officio a member of all committees of the Association except the committee on nominations, and shall appoint chairpersons of all committees except those otherwise provided for in these bylaws. The President shall perform such other duties as customarily appertain to the office. Any member of the Executive Board for at least two terms shall be eligible for the office of President.

Section II - The first Vice President shall discharge the duties of the President in the absence or disability of the President and shall perform such other duties as customarily appertain to the office. Any member of the Executive Board for at least one term shall be eligible for the office of first Vice President.

Section III - The second Vice President shall discharge the duties of President and first Vice President respectively, in the absence of the President and/or first Vice President. Each shall perform such other duties as customarily appertain to the office. Any member of the Executive Board for at least one term shall be eligible for the office of second Vice President.

Section IV - The Secretary shall record the proceedings of the meetings of the Association and the Executive Board, shall give notice, in collaboration with the President and the Director, of all meetings of the Executive Board, and shall perform such other duties as customarily appertain to the office. Any member of the Executive Board for at least one term shall be eligible for the office of Secretary.

Section V - Directors shall perform such duties as are assigned to them by the President. Any member of the Association shall be eligible for the position of Director.

Section VI - No officer or Director shall retain office if absent without sufficient cause from two meetings of

the Executive Board in one year.

Section VII - When a vacancy occurs in the office of President, the first Vice President shall automatically become President and shall serve the unexpired term of the President. A vacancy occurring in any other office prior to the expiration of the term of the office shall be filled through a special election by the Executive Board. Any office so filled shall be held by the person appointed to it until the expiration of the term of that office.

Article III – Staff Supporting the Association

The President of the University shall designate the employee of the University with primary (but not exclusive) responsibility over the Association. This appointment will be made upon the recommendation of the appropriate Vice President and administrators in Institutional Advancement after consultation with the Executive Board.

The staff member shall attend the meetings of the Executive Board, shall be a member of all committees of the Association without vote, shall conduct the ordinary business of the Association, and shall cooperate in such other matters as may be delegated by the President or the Executive Board. In their absence, a member of the University's administrative staff, with understanding of the Association, is to be present at the meeting(s). Additionally, the designee is expected to report regularly on his/her efforts to the Executive Board, and to respond appropriately to the Executive Board's concerns.

Article IV - Funds and Finance

Section I - Fiscal Year. The Fiscal year of the University shall be from July 1 to June 30 inclusive.

Section II – The Association can support the University through:

- (a) Current use, unrestricted gifts to the Annual Fund
- (b) Current use, restricted gifts to a specific program, initiative, or campaign
- (c) Unrestricted/restricted multi-year pledges
- (d) Gifts in kind
- (e) Bequests

Section III – All members of the Association are highly encouraged to support the University annually in one of the listed ways.

Section IV – All members of the Association and/or friends of the University who give \$1000 or more are considered President's Associates (PA). The President's Associates Council works to engage PA donors and to identify potential PA prospects. The Chair of the President's Associates Council may sit as an ex-officio member of the Executive Board.

Section V - Disposal upon Dissolution. Upon dissolution of the Association, all its property shall be transferred to a general fund maintained by the University.

Article V - Committees

Section I - There shall be the following committees:
Governance, Constitution, and Bylaws
Nominations
Programming
Communication
Graduates of the Last Decade (G.O.L.D.)
Ad Hoc Committee/s

Section II - Committee on Governance, Constitution, and Bylaws. This Committee shall be chaired by the President in collaboration with the first or second Vice President, one Director, and up to five members of the Association. Other members of the Association may be invited to join as non-voting members, upon the invitation of the President.

(a) This committee will actively review governing policies and procedures for the Alumnae/i Association to ensure their proper implementation. The committee will also review the organization and goals of the regional chapters and other committees and shall submit a report of any such review to the Executive Board.

(b) This committee shall meet annually no later than February 1 to review any proposed changes to the Constitution and bylaws of the Association and shall submit recommendations to the Executive Board.

Section III- Committee on Nominations. This Committee shall be chaired by the first or second Vice President and be made up of four to six members, up to four Directors appointed by the President, and up to five members of the Association. Working in collaboration with the Office of Alumnae/i Relations and Giving, this committee shall solicit, review, and submit nominations from the Association. The Committee shall submit to

the Executive Board a list of candidates for all positions. No name shall be listed without the nominee's consent.

Section IV- Committee on Programming. This committee shall be chaired by a Director appointed by the President and made up of one-three Directors and up to five members of the Association. This committee will also include appointed representatives from the regional chapters of the Alumnae/i Association in addition to a representative from the G.O.L.D committee. The committee shall meet at least two times each year in collaboration with the Office of Alumnae/i Relations and Giving to submit recommendations for programs to the Executive Board and assist with planning as needed. The committee shall also support targeted Alumnae/i Association programming such as shared identity/affinity group events.

Section V- Committee on Communication. This committee shall be chaired by a Director appointed by the President and made up of one-three Directors and up to five members of the Association. This committee shall focus on developing and assisting with the execution of a communication strategy on behalf of the Alumnae/i Association Executive Board. The committee will collaborate with class coordinators, class fund agents, chapters, and student body representatives to improve communication between the Association and alumnae/i, as well as with current students. The committee will work with the Office of Alumnae/i Relations and Giving to ensure that alumnae/i records are updated. The committee shall also work closely with the University's administrative partners to ensure that branding and overall University communication strategies are incorporated.

Section VI - Graduates of the Last Decade (G.O.L.D.) Committee. This committee shall be chaired by either a G.O.L.D. member of the Executive Board or a G.O.L.D. alumna/alumnus selected by the President and the Office of Alumnae/i Relations and Giving. This Committee will focus on engagement of young alumnae/i with the University through programming and giving.

Section VII - Ad Hoc Committee. The President shall create Ad Hoc Committees as needed. Membership shall consist of a chairperson and at least two other members. Other members of the Association may be invited to join by the President. The scope of the committee's responsibility shall be confined to the purpose for which it was created. The committee shall dissolve after presenting its report to the Executive Board.

Section VIII - Committee Term Limits. All members of the Association serving on a committee may serve a two-year term on that committee. They may then serve on a different committee for another two-year term if they wish.

Section IX – Quorum for Committee Meetings. A majority of 50% plus one of the committee members shall constitute a quorum at a committee meeting.

Article VI – Association Meetings

Section I – The Executive Board shall set the date of the State of the Association meeting as outlined in Article VI of the Constitution of the Association.

Section II - Special Meetings. Special meetings of the Association may be called at the discretion of the Executive Board or upon the filing with the Secretary of the written request of twenty-five active members. The President shall set the date of a special meeting. Only business of which notice is given in writing shall be transacted at a special meeting.

Section III - Meeting and Agenda notification. The call to any meeting and an agenda shall be sent out at least two weeks prior to the meeting.

Section IV – Quorum for State of the Association & Special Meetings. Twenty-five members of the Association shall constitute a quorum at any annual or special meeting.

Section V - Voting. A majority of those present and eligible to vote shall decide any question submitted at a meeting unless otherwise provided for in the Constitution or bylaws of the Association.

Section VI - Records. The minutes of any meeting as recorded by the Secretary and the reports of the standing committees shall be placed on file with the

Office of Alumnae/i Relations and Giving.

Article VII - Voting Eligibility

Graduates who hold life membership, as classified in Article III of the Constitution, shall have the right to vote.

Article VIII - Elections

Section I - Officers and Directors shall be elected by electronically submitted ballots, or ballots returned by postal mail on request, prior to the State of the Association meeting.

Section II – The Committee on Nominations will solicit, review, and submit nominations for open positions. Nominations must be confirmed by the Committee on Nominations and the Director for Alumnae/i Relations and Giving and ballots shall be issued to all members eligible to vote. The ballot shall list the candidates nominated for the positions to be filled and shall provide space for a write-in vote for each such position.

Section III – Ballots may be returned through electronic submission or by request, in person or by postal mail. They shall be counted by the Director for Alumnae/i Relations and Giving and the Committee on Nominations. A majority of the votes cast shall constitute an election. The results will be announced via e-mail to the Association and at the State of the Association meeting.

Article IX - Parliamentary Authority

The Henry Martyn Robert revised edition of *Robert's Rules of Order* shall govern all meetings of the Association, the Executive Board, and all committees, where such rules do not conflict with the Constitution and bylaws of the Association.

Article X – Class Fund Agents and Class Coordinators

Section I- Election and Terms of Office. Class Coordinators and Fund Agents are elected by their class every five years for a term of five years and are eligible for re-election. The current year's graduating class elects its representative before graduation for a term of five years; that representative is eligible for re-election.

Section II- Duties of Class Coordinators. Class Coordinators serve as liaisons to the University's Office of Alumnae/i Relations and Giving and communicate with class members for the purpose of maintaining class connections after graduation. Coordinators update

classmates about the University's progress and news by sending emails and the annual class letter; creating a social media platform such as a class Facebook page, if the class desires; and organizing class meetings and social gatherings in person and on Zoom. They represent the class at the University's annual State of the Association meeting and other University-sponsored events and provide the University with updates about changes in classmates' personal and professional lives.

Section III- Duties of Class Fund Agents. Class Fund Agents collaborate with the Class Coordinator, the Offices of Alumnae/i Relations and Giving and Institutional Advancement to solicit classmates' financial support of the University. The agent sends an annual letter to highlight the University's use of donations to provide financial and academic support to current students and to maintain facilities. The agent, along with a class committee, makes phone calls and sends letters of appreciation to class donors, encourages classmates to become President's Associates and represents the class at the State of the Association meeting.

Article XI - Chapters

Section I - Five active members of the Association who desire to further the mission of the Association may, with the authorization of the Executive Board and the Office of Alumnae/i Relations and Giving, form a chapter of the Association in a given area.

Section II - The objectives of chapters shall be: (a) to serve and extend the interests of the University in the pursuit of its cultural, educational, spiritual, charitable, and community endeavors, and (b) to promote the spirit of unity among the graduates of the University and strengthen their relationship with the University.

Section III - The organization and goals of the chapters shall be consistent and not in conflict with the Constitution and bylaws of the Association.

Section IV - Chapters of the Association shall select officers and shall notify the Office of Alumnae/i Relations and Giving of the results of such elections within two weeks. Chapter officers may be invited to the Executive Board and/or committee meetings at the discretion of the Executive Board.

Section V - The Executive Board shall have the right to limit or extend the area covered by any chapter. The Executive Board shall also have the right to change or merge existing chapters. A vote of two-thirds (2/3) of the entire Executive Board shall be necessary for any changes or mergers.

Section VI - Each chapter shall make and submit to the Director for Alumnae/i Relations and Giving and the Executive Board such reports as required by the Executive Board, including, but not limited to, an annual financial report and a summary of events held during the year.

Section VII - The Executive Board shall have the right to suspend or revoke the authorization of any chapter. One meeting a year is required for any chapter to retain its active chapter designation. A vote of two-thirds (2/3) of the entire Executive Board shall be necessary for any such suspension or revocation.

Article XII –Amendments to the Bylaws

Proposed amendments to this Constitution must be submitted in writing to the Secretary of the Association by a member or members eligible to vote, as provided in the bylaws by February 1 for committee review. After approval by majority vote of the Executive Board, notice of such proposed amendment or amendments shall be shared with the Association and a ballot for voting thereon shall be issued to each member eligible to vote. Ballots may be returned electronically, in person or by mail. The results of such balloting shall be announced via e-mail to the Association and at the State of the Association meeting. A simple majority affirmative vote of eligible members voting shall be required for adoption of the proposed amendment.

Article XIII - Adoption

These bylaws, and any revisions approved by the Executive Board each year, shall become effective on July 1 following the date of their adoption.