



Revised by Alumni Board of Directors: September 21, 2024

**SAINT MICHAEL'S COLLEGE
ALUMNI ASSOCIATION
BYLAWS**

VISION

We are committed to creating a unified, informed, and proud body of alumni who will collectively involve themselves with the interests and activities which perpetuate Saint Michael's College and the Saint Michael's family.

MISSION

The mission of the Association is to promote, through its members, the interests and general welfare of Saint Michael's College. Functioning under the general auspices of the College, the Association shall strive to provide specifically those services that maintain and strengthen the strong bonds of friendship and College loyalty among the Alumni.

ARTICLE I. NAME AND PURPOSE

SECTION 1. Name. The name of this association shall be the "Saint Michael's College Alumni Association" (hereinafter referred to as the "Association").

SECTION 2. Purpose. To promote the mission of the Association and the College, which may include, but is not limited to, conducting an annual career symposium, voting on annual alumni awards, as well as promoting other social events throughout the country.

ARTICLE II. MEMBERSHIP

SECTION 1. In General. The Association shall be composed of Active Members (as defined in Article II, Section 2, below) and Honorary Members (as defined in Article II, Section 3 below). Active Members and Honorary Members shall be referred to, where appropriate, herein,

collectively as “Members and/or “Membership”.

SECTION 2. Active Members. Active Members shall consist of the following:

- (a) Any person who has been granted an undergraduate or graduate degree from Saint Michael’s College.
- (b) Any person who has attended Saint Michael’s College for a period of two or more years may petition the Association for membership following the year when that class graduated.
- (c) Any person who falls into either (a) or (b) and has volunteered in furthering the mission of Saint Michael’s College within the past three years.

SECTION 3. Honorary Members. Honorary Members shall consist of the following:

- (a) Any person who has received an honorary degree from Saint Michael’s College.
- (b) Any past or current member of the Saint Michael’s College faculty and staff.

Honorary members will abstain from voting.

SECTION 4. Ex-Officio Members. There shall also be Ex-Officio members of the Association who shall consist of the following:

- (a) The College’s President.
- (b) A member of the College’s faculty or staff that serves as a liaison between the board and the office in which the board is providing volunteer assistance.

Ex-Officio members will abstain from voting.

SECTION 5. Meetings. Meetings of the Association’s Board of Directors (as defined in Article III below) shall constitute meetings of embership. Any Member may be present at a meeting of the Board of Directors. Only the Board of Directors may vote but all Members may participate in discussion.

SECTION 6. Membership Publication: Members of the Association (Active and Honorary) are entitled to a free subscription to the College's regularly published magazine.

ARTICLE III. BOARD OF DIRECTORS

SECTION 1. Number. The Association shall be managed by a Board of Directors, hereinafter the “Board”. The Board shall consist of a minimum of fifteen (15) up to twenty four (24) voting directors (hereinafter referred to as “Directors”) and be comprised of a President, Vice President, Secretary/Treasurer (a staff member of the College), two Class Representatives, one each selected from the College’s most recent and next preceding graduating class, two Regional Alumni Club Representatives, one Student Body Representative, a Faculty/Staff Representative, and up to 17 Directors, representative of the alumni population. The President, Vice President and Secretary/Treasurer shall constitute the Board’s Executive Committee (“Executive Committee”).

SECTION 2. Board Enrollment Process. Through a rolling open enrollment, Active Members may nominate Active Members, including themselves, to the Board. Nominations from Ex-Officio Members and/or Directors will also be considered. Nominations shall be submitted in writing to the Secretary/Treasurer and shall be considered by the Board at the Annual Meeting consistent with Article VI, Section 3.

SECTION 3. Titles and Elections. The Board shall, by ballot, elect a President, one Vice President, new Directors, two Alumni Regional Clubs Representatives, one student body representative, and may, from time to time, appoint such other officers it may deem appropriate.

SECTION 4. Vacancies. Vacancies on the Board shall be filled for the remaining portion of the term, pursuant to the recommendations of the Executive Committee subject to approval by a majority vote of the remaining Directors.

SECTION 5. Probationary Term of Directors. Directors are subject to a probationary period equal to one-fourth (1/4) of their term (Directors with four-year term have probationary period of one year; Regional Alumni Club Representatives with two-year terms have six month probationary period, etc.). Removal during probationary period may be made by the Executive Committee for actions or attitudes that it deems are divisive or counterproductive to Board cohesion, the Board's mission and cooperation within the College community. The determination of the Executive Committee shall be deemed final.

SECTION 6a. Removal of Board Members. After a Director's probationary period, the Director may be only be removed by a two-thirds (2/3) vote of all members of the Board present at a meeting and entitled to vote. Said action may take place at a regular meeting of the Board, a special meeting of the Board called for that purpose, or via an online voting application, which will be sent and tabulated by College staff.

SECTION 6b. Directors who misuse their role and/or relationships for inappropriate, unsavory means, or are in violation of the vision or mission of the board, including all previously undisclosed conflicts of interest, are subject to an immediate vote for removal.

SECTION 6c. Directors who miss two consecutive regular meetings within one academic year without prior notification to a member of the Executive Committee shall be deemed to have resigned. Attendance in person or by electronic means shall constitute attendance.

SECTION 7. Meetings. Meetings of the Board of Directors shall be held pursuant to Article VI hereof.

ARTICLE IV. BOARD DUTIES

SECTION 1. Directors. The Board shall assist the College in fulfilling the mission of the College and the mission of the Association. It is expected that each Director will attend regularly scheduled

meetings of the Board, and participate in special projects and programs as needed. Each Director will serve a four-year term. Directors may not serve two consecutive terms. All Directors serve as a resource for their local club, if applicable.

SECTION 2. Class Representatives. At the end of the senior year a graduating class representative shall be appointed by the Executive Committee to serve a two-year term. The Class Representative shall provide guidance to the Board on any Student/Alumni activity and should bring to the attention of the Board items of interest or needs on which the Board may be able to offer its assistance.

SECTION 3. Student Body Representative. Efforts should be focused on developing Student/Alumni activities which enable students to more easily make the transition from student to that of active member of the Alumni Association. This representative shall serve a one-year term. The Student Body Representative shall be an actively engaged student that is passionate about the mission and goals of the College and the Association.

SECTION 4. Chaplain. The Chaplain shall be an honorary member of the Board, and provide the Board with spiritual guidance and bring to the attention of the Board those items of concern or interest of the Edmundite Community on which the Board can offer assistance. The Chaplain shall be recommended by the Edmundite Superior General or Director of Edmundite Campus Ministry and will be reviewed on an annual basis.

SECTION 5. Regional Alumni Club Representatives. Two Regional Alumni Club Representatives shall be appointed by the Office of Alumni Engagement. As voting representatives to the Board, Regional Alumni Club Representatives are encouraged to report and share all club activities of the Board.

SECTION 6: Annual Awards. Each year the College selects alumni to receive awards including but not limited to the Alumni of the Year award. It is the Board's responsibility to nominate recipients, vote and share the results of the vote with the Secretary/Treasurer.

ARTICLE V. OFFICERS

SECTION 1. Duties of Officers. The Officers of the Association shall be the President, Immediate Past President, the Vice President and the Secretary/Treasurer. The duties of the Officers of the Association shall be such as are imposed by these By-laws and from time to time prescribed by the Board and outlined by approved job description.

SECTION 2. President. The President shall preside over all meetings of the Association and the Board and shall have general charge and direction of the business of the Association, subject to deliberation with the Board. The President shall perform such other duties that pertain to the office or that may be required by these By-laws or by the Board. The President shall be

Chairperson of the Board and shall conduct the affairs of the Association.

SECTION 3. Past President. The President shall become the Past President upon completion of term and remain in that position for two years. The Past President shall, during the two-year term of office, serve as a voting member of the Board of Trustees of Saint Michael's College. In the event of the Past President's inability to serve, the Past President's position may be filled by any previous President of the Alumni Association. All Past Presidents shall be members of the Alumni President's Advisory Council (APAC).

SECTION 4. Vice President. The Vice President shall discharge the duties of the President during the President's absence or disability, when requested by the President or whenever the President for any reason is unable to discharge the duties of office. The Vice President shall be the Vice Chairperson of the Board of Directors.

SECTION 5. Secretary/Treasurer. The Secretary/Treasurer is a staff employee of the College and appointed with the approval of the President of the College. The Secretary/Treasurer shall keep the minutes of each meeting of the Association and of the Board and shall give notice of all such meetings as required by these By-laws. The Secretary/Treasurer shall have custody of all books, records, and papers of the Association except those in the custody of some person authorized to have custody and possession of said records and paper by resolution of the Board. The Secretary/Treasurer shall call all meetings of the Association and the Board by:

- Delivering a notice of the time and place of the meeting in accordance with Article VI, Section 2;
- The notice shall include a description and agenda of the principle business to be transacted by the Board;
- The notice shall be provided to each Board member at least two weeks (14 days) or such other reasonable amount of time as determined by the Executive Committee before the date of the proposed meeting and shall include materials related to agenda items.

The Secretary/Treasurer shall keep the fiscal accounts of the Association, including an account of all the monies received or disbursed. The Secretary/Treasurer shall submit a report of the finances of the Association to the Board at the annual meeting of the Board. The Secretary/Treasurer shall perform all such other duties that usually pertain to his or her office or as required by these By-laws.

ARTICLE VI. MEETINGS OF THE BOARD OF DIRECTORS

SECTION 1. Number and Location. There shall be at least three (3) meetings of the Board per year, and special meetings as necessary, as determined by the Executive Committee. Meetings may be via electronic means or in person.

SECTION 2. Notice of Meetings. Notice of the time and place of each meeting of the Board and the purpose thereof shall be by electronic means at least two weeks (14 days) or such other reasonable amount of time as determined by the Executive Committee, prior to any meeting to each Board member.

SECTION 3. Annual Meeting. The Annual Meeting of the Board shall be the spring meeting of each year. At this meeting the Directors shall elect by majority vote the new Directors for which a vacancy exists, and also the Board officers.

SECTION 4. Quorum. A simple majority of current members of the Board of Directors shall constitute a quorum.

SECTION 5. Voting. A majority of voting Directors at a duly noticed meeting where a quorum is present is required for approval of any action. Voting online or via other electronic means on any matter before the Board is appropriate and shall constitute action by the Board.

SECTION 6. Order of Business. The following order of business shall be observed at all annual and special meetings of the Board insofar as it is practicable:

1. Call to order
2. Calling the roll of the Directors
3. Prayer
4. Correction and approval of minutes of previous meeting
5. Reports from Officers
6. Reports from Committees
7. Election of Directors
8. Unfinished Business
9. New Business
10. Adjournment

ARTICLE VII. COMMITTEES

SECTION 1. The Board has the authority to appoint committees as deemed necessary to conduct the affairs of the Association and the Board. The Secretary/Treasurer will appoint where necessary an appropriate liaison for each committee.

ARTICLE VIII. AMENDMENTS

SECTION 1. Only the Board may amend or revise these By-laws and may amend or revise them at a regular or special meeting of the Board or via an online vote by a two-thirds vote of all members of the Board entitled to vote, provided that the amendment or revision has been submitted in writing at the previous regular meeting of the Board or via email in the interim.

ARTICLE IX. PARLIAMENTARY AUTHORITY

SECTION 1. Rules. The rules contained in “Robert Rules of Order Revised” shall govern the Association and the Board in all cases to which they are applicable and in which they are not inconsistent with By-laws.

CERTIFIED by the Secretary/Treasurer of the Association as the By-Laws adopted at a meeting of the Board held on September 21, 2024.

Stephanie Snell

Secretary/Treasurer