By-Laws of the Millersville University Alumni Association

Millersville, Pennsylvania

ARTICLE ONE: NAME

The name of this organization shall be The Millersville University Alumni Association (MUAA) hereafter referred to as the "Association". [Incorporated: October 24, 1961. The MUAA Office is located at 207 N. George Street, Duncan Alumni House, Millersville, PA 17551; mailing address: Office of Alumni Engagement, Millersville University, PO Box 1002, Millersville, PA 17551-0302.]

ARTICLE TWO: OBJECTIVES

The objectives of The Millersville University Alumni Association shall be:

1. to originate and operate such programs and projects as may be of general interest to the members of the Association and of specific service to the University; and,

2. to perpetuate the spirit of fellowship formed during student days at Millersville University.

ARTICLE THREE: MUAA MEMBERSHIP

Section 1. Any graduate of Millersville University shall be a member of the Association. The Association will not discriminate because of race, creed, color, national origin, sex, marital or veteran status or sexual orientation except where applicable by law.

Section 2. All members shall be entitled to:

A. Participate in alumni functions organized by the Association;

B. Serve on Association committees, both standing and ad hoc;

C. Vote at a duly called Special Meeting of the membership;

D. Receive information on and participate in incentives, programs, and services offered by the Association; and,

E. Hold office on the MUAA Board of Directors.

ARTICLE FOUR: INDEMNIFICATION

Section 1. The MUAA shall indemnify its Directors, Officers, employees, and volunteers to the fullest extent permitted by the law of the Commonwealth of Pennsylvania. Directors, including its elected Officers, shall stand in a fiduciary relation to the organization and shall perform his or her duties in good faith. Absent breach of fiduciary duty, lack of good faith, or self-dealing, actions taken as a Director or as an Officer, or any
failure to take any action, shall be presumed to be in the best interests of the organization, and such individual shall not be personally liable for monetary damages in those circumstances. The organization shall indemnify each Director or Officer against all expenses and liabilities, including counsel fees, reasonably incurred or imposed, in connection with any threatened, pending, or completed action, suit or proceeding, or any settlement thereof, unless such individual is adjudged to have breached his or her fiduciary duty, acted not in good faith, or engaged in self-dealing, except that in the event of a proposed settlement the Board must first determine such settlement as being in the best interest of the organization for the indemnification to apply. The provisions of this section shall not apply to the responsibility or liability of any individual pursuant to any criminal statute, or to the liability of any individual for the payment of taxes pursuant to local, State, or Federal law. The organization may meet its obligation in this section through the purchase of appropriate insurance.

ARTICLE FIVE: MUAA MEMBERSHIP MEETINGS

Section 1. Special meetings of the membership may be called by the Board of Directors or President of the Board, and shall be called by the President with the receipt by the Secretary of a written petition signed by ten percent (10%) of the membership. No business shall be transacted except that mentioned in the notice of the special meeting.

Section 2. Notice stating the place, date and time of the special meeting, and the purpose for which the meeting is called, shall be delivered to each regular member not less than ten (10) nor more than ninety (90) days prior to the date of the meeting. The official date of notice will correspond to the United States Postal Service postmark on the mailed item.

Section 3. Meetings shall be held within Lancaster County at a place determined by the Board of Directors.

Section 4. The President of the Board of Directors, or other officer as designated, shall preside at all special meetings, which shall be conducted according to the current edition of Robert’s Rules of Order Newly Revised. All meetings of the membership shall be open to the public.

Section 5. Members present at a special meeting shall constitute a quorum. The decision of the majority of the membership present and voting at a meeting at which a quorum has been attained shall be the decision of the membership.

ARTICLE SIX: BOARD OF DIRECTORS

Section 1. Composition and Duties

A. The Board will consist of four (4) officers, (21) Directors-at-Large, and the following: ex officio advisors, the immediate past president, the Director of Alumni Engagement and other advisors.

B. The elected officers of the Association shall be: President, President-Elect, Secretary, and Treasurer. Officers must be members of the Association. Alumni who have served on a Standing Committee of the Board for a minimum of one (1) year are eligible to be elected to the offices of Treasurer or Secretary and alumni who have previously served on the Board are eligible to be elected to the office of President-Elect.
C. The Board of Directors shall be responsible for the control and management of the business and property of the Association including:

1. Adopting and implementing policies, projects and procedures which are, in its judgment, best calculated to advance the interests of the Association, the University and the public.

2. Serving as the liaison agency for conveying to the University accurate and timely information reflecting sentiments of the public on matters relating to public education and the program and policies in operation at the University, and at the same time, to serve as a medium for informing alumni and the public about Millersville University and its activities.

3. Approving a budget for the coming fiscal year, each year, at the April meeting.

4. Electing Officers and Directors-at-Large to the Board of Directors.

5. Determining the disposition of gifts and bequests made to the Alumni Association.

D. The Board shall serve without pay, though the members may be reimbursed for properly documented expenses incurred in the performance of their duties as Directors as approved by the Board.

E. The Board may establish standing and ad hoc committees of the Board, and each Director shall serve on at least one such committee.

F. Each member of the Board shall have one vote.

Section 2. Duties of Officers

A. The President shall:

1. Plan and conduct productive meetings of the MUAA Board of Directors.

2. Serve as representative of the Board.

3. Share with MUAA Board any correspondence received.

4. Demonstrate leadership in the continuing cultivation of MUAA programs.

5. Work with the Treasurer and the Director of Alumni Engagement in the development, review and activity of the MUAA budget.

6. Develop agendas for Board meetings, in consultation with the Director of Alumni Engagement.

7. Report to MUAA Board, at each regular meeting, regarding activities as President.

8. Appoint MUAA Committee Chairs.

9. Serve as an advisor to the MU President.

10. Serve as an ex-officio member on all MUAA committees.

11. Serve as an ex-officio member on the MU Council of Trustees and Council of Trustees Resource Committee.

12. Appoint designees to Boards or committees as necessary.

13. Serve as a member of the MUAA Executive Committee.
14. Schedule, plan, and conduct MUAA Executive Committee meetings.
15. Sign relevant correspondence to alumni and other entities.
16. Sign or co-sign MUAA documents or contracts as necessary.
17. Assist the Director of Alumni Engagement in preparation of the Annual Report of the MUAA.
18. Participate in MU commencement rehearsals and ceremonies.
19. Address each graduating class about entry into the MUAA at an appropriate event.
20. Present Distinguished Alumni, Honorary Alumni, Outstanding Service and Young Alumni Awards at the Honors and Awards Convocation and/or at an appropriate alumni event.
22. Participate in the annual Millersville Community Parade.
23. Participate in such MU events as dedications, groundbreakings, etc., as invited.
25. Submit to the President-Elect all appropriate files and materials, at the close of presidential term.
26. Effectuate a smooth transition to the incoming President.

B. The President-Elect shall:
   1. Assist the President in maintaining the flow and productivity of the Association.
   2. Succeed the President at the completion of the President’s term.
   3. Carry out the responsibilities of the President during his/her absence.
   4. Attend events as appropriate and available.
   5. Assume the office of President in the event that the President is unable to complete his/her term.
   6. Serve as liaison between the Association standing committees and the executive committee:
      a. Attend at least one meeting of each committee per year.
      b. Work with the committee chairs to implement committee guidelines.
      c. Deliver updates at the Board meetings in the absence of a committee chair.
   7. Meet with nominees not elected to the Board to determine an appropriate way to get them involved.
   8. Serve as the representative to the Millersville University Foundation Board.
   9. Sign or co-sign MUAA documents or contracts as necessary.
   10. Perform special duties as assigned by the Association President.
11. Serve as a member of the MUAA Executive Committee.
12. Make a yearly financial contribution to Millersville University.
13. Effectuate a smooth transition to the incoming President-Elect.

C. The Secretary shall:
1. Maintain the records and archives of the MUAA and its Board of Directors.
2. Record minutes of all MUAA Board meetings and Steering Committee meetings and submit to Director of Alumni Engagement no later than two weeks after meeting.
3. Record minutes of all Executive Committee meetings; submit to Director of Alumni Engagement no later than two weeks after meeting.
4. Verify and record attendance at MUAA Board meetings.
5. Oversee MUAA Board meeting attendance and contact Board members to investigate absences.
6. Sign or co-sign MUAA documents and contracts as necessary.
7. Serve as a member of the MUAA Executive Committee.
8. Make a yearly financial contribution to Millersville University.
9. Effectuate a smooth transition to the incoming Secretary.

D. The Treasurer shall:
1. Work directly with the Financial Planning Committee chairperson to develop an annual budget. He or she meets regularly with the Director of Alumni Engagement to review that budget and monitor expenses.
2. Receive, hold, invest and disburse MUAA funds as directed and approved by the MUAA Board.
3. Maintains financial reports and presents them quarterly at MUAA Board meetings.
4. Organize and deliver materials for the yearly audit and ensure that required tax returns are filed on a timely basis.
5. Solicit and monitor annual gifts to the University from MUAA Board members and committee chairs.
6. Sign or co-sign MUAA documents or contracts as necessary.
7. Ensure that the appropriate paperwork regarding MUAA accounts is accurate and up-to-date.
8. At the conclusion of the Treasurer’s term, he or she shall change the name on Alumni Association accounts to that of the incoming Treasurer (and appropriate other signatory people).
9. Serve as a member of the MUAA Executive Committee.
10. Make a yearly financial contribution to Millersville University.
11. Effectuate a smooth transition to the incoming Treasurer.

E. The Immediate Past-President shall:
1. Attend or participate in events (upon invitation and when
appropriate).

2. Advise the current MUAA President.

3. Advise the Director of Alumni Engagement.

4. Serve as a member of the MUAA Executive Committee.

5. Make a yearly financial contribution to Millersville University.

6. Effectuate a smooth transition to the incoming Past-President.

7. Oversee the training component of new and existing Board members with the Director of Alumni Engagement.

8. Oversee the annual revision of the Alumni Board Manual, if necessary, with the Director of Alumni Engagement.

9. Serve as the contact person to alumni expressing interest in volunteering.

10. Serve as coordinator of the group of past presidents.

F. The Directors shall:

1. Attend four regularly scheduled MUAA Board of Directors meetings, in-person or via teleconferencing.

2. Serve on at least one MUAA committee, attend regularly scheduled committee meetings and participate in committee activities.

3. Attend and participate in significant MUAA events, including Homecoming and Commencement, as geographically able.

4. Attend and participate in at least two other programs and/or activities sponsored, organized, coordinated or supported by MUAA and/or the University, as geographically able.

5. Assist the Director of Alumni Engagement and the Office of Alumni Engagement staff, when called upon, to offer event or site suggestions, invite local alumni, provide transportation for visiting staff and help in any other ways needed.

6. Make a yearly financial contribution to Millersville University.

7. Serve in other capacities as directed by the MUAA President.

8. Shall constitute a 25-member board of voting directors.

Section 3. Elections and Term of Office

A. The Board shall adopt a nomination and election process for officer and director-at-large positions, and may amend it from time to time.

B. Members of the Board of Directors shall be elected from the Regular membership of the Association. Alumni who have served on a Standing Committee of the Board for a minimum of one (1) year are eligible to be elected to the offices of Treasurer or Secretary and alumni who have previously served on the Board are eligible to be elected to the office of President-Elect.

C. The President-Elect, Secretary and Treasurer of the Association shall be elected by ballot at the April meeting of the Board of Directors occurring in odd-numbered years. If there is only one nominee for an office, election may be made by voice vote. A majority vote shall elect.
D. The Directors-at-Large shall be elected by ballot at the April meeting of the Board of Directors. Eight (8) Directors will be elected in odd numbered years and thirteen (13) Directors will be elected in even numbered years. A plurality vote shall elect.

E. If the number of director-at-large candidates is less than or equal to the number of positions to be filled, election may be made by voice vote. In such cases a majority vote shall elect.

F. Members of the Board shall serve staggered two (2) year terms or until successors are elected and assume office. Their term of office shall begin on July 1 of the year in which they are elected. Any part of a term in excess of nine (9) months shall be considered a full term.

G. No member shall hold more than one (1) position on the Board at a time. No member shall be eligible to serve more than four (4) consecutive terms as a member of the Board. A member reaching this limit must wait for a period of at least one (1) year before being eligible to return to the Board of Directors with the exception of the President Elect who will be permitted to complete his/her term as President and the secretary and/or treasurer who will be permitted to complete his/her officer term. While not a voting position on the Board, the position of immediate past president will be considered a board term, and if he/she has reached the four (4) consecutive term limit, he/she must wait for a period of at least one (1) year after the completion of his/her past president term before being eligible to return to the Board of Directors.

Section 4. Removal and Resignation

A. Any member of the Board may be removed by the Board of Directors if said member:
   1. Has failed to adhere to the duties of a Board member;
   2. Has knowingly violated the rules and policies of the Association, or;
   3. Has carried out activities without Board authorization that have legal or financial consequences for the Association.

B. Notice of the intent to remove a member of the Board of Directors, along with the “just cause” for removal, must appear in the call for the regular or special meeting in which such action shall be taken. Notice of the meeting must follow the standard procedure for meeting notice.

C. An affirmative vote of two-thirds of the Board members present and voting at a quorate meeting is required to remove a member from the Board.

D. Any elected member of the Board may resign from the Board by providing a written notice to the Secretary. Such resignation shall take effect with its acceptance by the Board at the next regular meeting.

Section 5. Director of Alumni Engagement

A. Millersville University shall provide, a full-time, year-round paid professional employed by the University, to serve as the Director of Alumni Engagement
B. The Director of Alumni Engagement shall serve as a non-voting ex-officio member of the Board of Directors and of all of its standing and ad-hoc committees.

C. The Director of Alumni Engagement shall perform the following duties as well as those duties determined by the Board of Directors from time to time:

1. Maintain all historical records of the proceedings of the Board of Directors and the general Association.
2. Have surveillance of the books and accounts of the MUAA.
3. Be responsible for the proper acknowledgment of all contributions to the MUAA.
4. Distribute unofficial minutes of each Board meeting to all members of the Board of Directors no later than two weeks prior to the next regular meeting of the Board.

Section 6. Meetings

A. Meetings of the Board of Directors may be held electronically, telephonically or in person.

B. Meetings may be held through electronic means (e-meetings) or telephonic means provided that a majority of the Directors have access to e-mail or telephone on a daily basis. Those Board members without daily access must waive their right to participate as a condition for e-meetings or telephonic meetings. (See Article Ten for specific guidelines for participation by electronic means).

1. A process for conducting e-meetings will be approved by the Board of Directors and will appear in the Millersville University Alumni Association By-Laws.
2. Members of the Board of Directors may participate in a meeting by means of a conference telephone or other similar communications equipment whereby all persons participating in the meeting can simultaneously hear and respond to each other. Participation by such means shall constitute presence at such meetings.

C. Regular Meetings of the Board of Directors shall occur no less than quarterly each calendar year unless varied by a majority vote of the Board. Regular meetings may be called by the President of the Association or by written request of seven (7) members of the Board to the Secretary of the Association. All regular meetings of the membership shall be open to the public.

D. Special meetings of the Board of Directors may be called by the President or by written request of seven (7) members of the Board to the Secretary of the Association.

E. Notice of each meeting shall be given to each Director not less than ten (10) days prior to the date of the meeting, by or at the direction of the President, Secretary, or Directors calling the meeting.

F. The President, or other officer as designated, shall preside at all meetings, which shall be conducted according to the current edition of Robert's Rules of Order Newly Revised. All meetings of the membership shall be open to the public.
G. The presence of at least thirteen (13) voting members of the Board shall constitute a quorum. The decision of a majority of the Directors present and voting at a meeting at which a quorum has been attained shall be the decision of the Board of Directors.

H. Any action, which may be taken at a meeting of the Board of Directors, may be taken without a meeting if consent is provided in writing, setting forth the action so taken, and is signed by all of the Directors. Consent may be executed in one or more counterparts, all of which together will constitute the unanimous consent of the Board of Directors. The Secretary shall file the consent with the minutes of the next meeting of the Board of Directors. Such consent shall have the same force and effect as a unanimous vote, and may be stated as such in any articles or documents filed with the State of Pennsylvania, as required by law.

Section 7. Procedures

A. Prior to each election the Nominations and Awards committee will review upcoming vacancies and inform the alumni population of these vacancies.

B. The Nominations and Awards committee contacts those who are eligible to run again and determine if they will seek reelection.

C. Each person seeking election or reelection to the Board or Board officer position will be sent and must complete a candidate profile, by the mandated deadline, which will be distributed to each Board member prior to the election.

D. The Nominations and Awards committee will receive a copy of the ballot for informational purposes prior to the election. The Director of Alumni Engagement will present a slate to the Board for election. All candidates who express interest in any position will be included on the ballot, as long as all materials are submitted by the deadline.

E. All candidates will be invited to the appropriate Board meeting. There will be a “meet the candidate” reception hosted by the Board immediately preceding the meeting at the appropriate Board meeting. Candidate introductions may be presented to the board in person, electronically, in writing or other format at the discretion of the committee chair.

F. Prior to the election, the President Elect will contact all persons interested in running for the Board or Board officer and select an appropriate committee for their assignment, if not already serving.

Section 8. Election Day

A. The Chair of the Nominations and Awards committee with the assistance of Alumni Office staff will conduct the election. In the event the Chair is running for a position, the President will appoint an alternate.

B. Each voting Board member will receive a ballot for Board officers and a separate ballot for vacant Board positions.
C. Each voting member must cast a vote for the maximum number of available slots. EX: If there are 5 vacant positions, a member must vote for 5 candidates. (If the number of director-at-large candidates is less than or equal to the number of positions to be filled, election may be made by voice vote….Article 5, Section 3, E). Ballots containing votes for fewer than the number of available openings will not be counted.

D. The persons receiving the greatest number of votes will be elected to the position. In the event there are both two and one year terms open, the candidates with the greatest number of votes will be elected to the two year terms, the persons receiving the next number of votes will be elected to the one year terms.

E. In the event of a tie, another ballot will be held for those who were tied.

Section 9. Post-Election
A. Each candidate, whether successful or unsuccessful, will be sent a letter from the President of the Alumni Association and/or the Nominations and Awards Committee Chair officially informing them of their status relative to the results of the election.

B. The President of the Alumni Association and/or the Nominations and Awards Committee Chair will call each candidate not in attendance at the election meeting informing him/her of his/her status relative to the results of the election.

Section 10. Vacancies
A. In the event of an insufficient number of candidates running for a member at large position, the Nominations and Awards committee will advertise the position and an election will be held at the next Board meeting. The committee will repeat steps 3, 4, 5, 6 under Procedures above.

B. In the event a resignation occurs prior to the next regular election, which is held in April, the Nominations committee will contact those individuals who were unsuccessful in their attempt to capture a seat at the last election and determine if they are interested in being considered for election. The committee will repeat steps 3, 4, 5, 6 under Procedures above. Candidates who are elected to fill a position will serve until the end of term for the Board member he/she is replacing. (Any part of a term in excess of nine (9) months shall be considered a full term…Article 5, Section 3, F) In the event, there are no additional candidates on the previous ballot, a vacancy on the Board of Directors shall be filled by a majority vote at a regular or special meeting of the Board of Directors for which notice of the vacancy has been given, except the office of President, which shall be filled by the President-Elect. A President-Elect who fills the unexpired term of a President shall automatically become President of the MUAA for the next regular term of office.
Section 11. Absentee Ballot

A. Prior to the election, each voting Board member will receive an election packet. This packet will include a list of the offices and/or at-large positions available for election, a profile for each candidate and an absentee ballot in the event the member cannot attend the meeting.

B. Members using an absentee ballot must return their ballots to the Director of Alumni Engagement by the appointed deadline and must vote for the number of candidates that matches the number of vacancies. Absentee ballots will only count for the first round of voting.

ARTICLE SEVEN: EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee composed of the President, President-Elect, Immediate Past President, Secretary, Treasurer and the Director of Alumni Engagement. The Director of Alumni Engagement shall serve as ex officio to this committee.

Section 2. The Executive Committee shall:

A. Set annual goals for the Board of Directors by January 31.
B. Approve the date, hour and location of Board meetings, as recommended by the Director of Alumni Engagement.
C. Approve unbudgeted expenditures up to $1000.
D. Make recommendations to the Board of Directors.
E. Attend all Executive and Steering Committee meetings.
F. Perform such other duties as specified in the By-Laws of the MUAA.
G. Approve committee recommendations as per Policies and Practices of active committees.
H. Be subject to the orders of the Board of Directors and none of its acts shall conflict with action taken by the Board of Directors.
I. Meet monthly and may conduct special meetings as necessary. Special meetings may be requested, in writing, by at least three committee members to the Director of Alumni Engagement.

Section 3. Unless otherwise ordered by the Committee, meetings of the Executive Committee may be called by the President. A majority of the members of the Executive Committee present shall constitute a quorum under which business may be conducted.

ARTICLE EIGHT: CONFLICT OF INTEREST STATEMENT

Section 1. Purpose: A conflict of interest may be defined as an interest, direct or indirect, with any persons, firms, or organizations other than the Millersville University Alumni Association. Members of the board, officers, and management employees have the responsibility of administering the affairs of the Millersville University Alumni Association, honestly and prudently, and of exercising their best care and judgment for the sole benefit of the organization. The interests of the organization must be the first priority in all decisions and actions. Members shall exercise the
utmost good faith in all transactions involved in their duties and they shall not use their positions with outside organizations or knowledge gained therefrom for their personal benefit.

Section 2. Persons Concerned: Anyone (board members, officers, and management employees) with a conflict of interest (or who think they may have a conflict) should disclose the conflict or potential conflict at any discussion of an issue that might involve the conflict.

Section 3. Areas in which conflict may arise: Conflicts of interest may arise in the relations of board members, officers, and management employees with any of the following situations:

A. Persons and firms supplying goods and services to the organization.
B. Competing or affinity organizations.
C. Donors and others supporting the organization.
D. Agencies and associations with which the board members or officers are affiliated
E. Family members, friends and other employees.

Section 4. Nature of Conflicting Interest

A. Holding office, serving on the board, participating in management, or being otherwise employed with any third party dealing with the Millersville University Alumni Association.
B. Using the Millersville University Alumni Association Board’s time, personnel, equipment, supplies, or good will for other than the Board’s approved activities, programs, and purposes.
C. Receiving personal gifts or loans from third parties dealing or competing with the Board. No personal gift of money should be accepted.

Section 5. Interpretation of this statement of policy

A. Conflicts other than those listed in Section 3 and Section 4 might arise in other areas or through other relations.
B. The existence of any of the interests described in Section 4 shall be disclosed before any transaction is discussed. It shall be the responsibility of the board, officers, and management employees to scrutinize the person’s transactions and outside interests and relationships for potential conflicts and to make such disclosures.

Section 6. Disclosure Policy and Procedure: Transactions with parties with whom a conflicting interest exists may be undertaken only if the following are observed:

A. The conflicting interest is fully disclosed.
B. The person with the conflict of interest is excluded from the discussion and approval of such transaction.
C. The Board of a duly constituted committee thereof has determined that the transaction is in the best interest of the organization.
D. Disclosure of a conflict should be made to the chief executive officer who shall bring the matter to the attention of the Board or a duly constituted committee.
E. The Board or a duly constituted committee shall determine whether a conflict exists and in the case of an existing conflict whether the contemplated transaction may be authorized as just, fair, and reasonable to the Millersville University Alumni Association. The decision of the Board or a duly constituted committee on these matters will be determined by its concern for the welfare of the Millersville University Alumni Association and the advancement of its purpose.

**ARTICLE NINE: COMMITTEES**

**Section 1.** Each committee will consist of a chairperson, appointed by the President in odd-numbered years, a secretary appointed by the Chair, and a minimum of six (6) voting members (maximum of 15). The chairperson and members serve renewable 2-year terms for a maximum of three (3) terms. The appointment will begin on July 1 of the year in which he/she is appointed. Any part of a term in excess of nine (9) months shall be considered a full term. Alumni reaching the term limit must wait for a period of at least one (1) year before being eligible to return to that committee as a voting member. The chairperson of each committee in consultation with the Director of Alumni Engagement shall select its members. Any member of the Association expressing an interest in serving the Association is eligible to serve as a chairperson or a member of a committee. Director of Alumni Engagement or his/her representative and the President or his/her representative shall be a non-voting ex-officio member of all Association standing and ad-hoc committees.

**Section 2.** All committee meetings are open meetings, and any members of the Association may attend.

**Section 3.** The **Financial Planning Committee** is responsible for the fiscal management of the Alumni Association's accounts including developing an annual budget to be adopted by the Board of Directors. The Association Treasurer serves as an ex-officio member of this committee.

**Section 4.** The **Nominations and Awards Committee** is responsible for establishing relevant deadlines and procedures for the election of officers and Directors, drafting a slate of nominees for each election; and ensuring the proper preparation of the ballot for each election. The committee also reviews and recommends to the Board for approval, all Distinguished Alumni, Honorary Alumni, Board Member emeriti, Outstanding Volunteer Service and other Alumni Association awards and scholarships.

**Section 5.** The **Alumni Engagement Committee** guides the Advancement efforts, including the office of Development, in reunion giving, campaign giving, potential corporate partnerships, the annual fund, planned giving and investments. The committee also assists with the recruitment of Alumni Regional Coordinators, prospective students and engagement programs and events including students and alumni. The committee works with the University's Admissions Office, Student Programs Office, Career Services Office, Office of Civic Engagement and Internships, as well as the Student Alumni Association.

**Section 6.** The **Alumni Events Committee** reviews and approves activities for Homecoming, and other alumni programs submitted for consideration by the Millersville University Alumni Engagement office, including events to encourage Lancaster County alumni involvement in the Association and
its programs. Members assist with the implementation of programs and recommend ideas for increasing attendance at alumni events. They also assist with the development of activities for alumni affinity groups.

Section 7. The Information Technology Committee assists with developing and implementing technology applications, social network activities, on-line services and e-communications that support other programs of the MU Alumni Association. The committee works closely with the University Alumni Engagement Office.

Section 8. Such other committees, standing or special, shall be appointed by the President of the Association, ad hoc, the Board of Directors or the Executive Committee shall deem necessary to carry on the work of the Association.

ARTICLE TEN: BOARD PARTICIPATION BY ELECTRONIC MEANS

Section 1. Policy Intent:
A. Provide a suitable option for Board members to access and participate in orderly proceedings.
B. Aid in recruitment of Board members on a regional basis whose ability to participate electronically in a portion of required meetings would further enhance geographical representation.
C. Encourage Board members to physically attend meetings whenever possible. The expectation is that this policy would be used in good faith for remote attendance.

Section 2. Key Elements for Consideration:
A. At least three (3) Board officers should be physically present at all Board meetings to ensure an orderly flow of the agenda.
B. The means of electronic participation should be approved and tested prior to any use.
C. The electronic method must allow for simultaneous two-way communication. All members physically present, or by participating by electronic means, must be able to hear all communication at the meeting site.
D. Any Board member is required to obtain prior authorization by a member of the Executive Board to participate by an approved electronic method.
E. A Board member’s participation via electronic means, using an approved method and having obtained prior authorization, is considered present and may vote on any matter properly brought before the Board.
F. At all meetings where a Board member is participating by electronic means, all votes shall be taken by roll call.

ARTICLE ELEVEN: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.
ARTICLE TWELVE: AMENDMENTS

These bylaws may be amended by the Board of Directors with a majority vote provided two weeks notice of the specific bylaw amendment is given to the members by first class mail or one week notice by electronic mail to the most recent address on record.

ARTICLE THIRTEEN: DISSOLUTION

In the event of the dissolution of the Association, the Board of Directors shall have the authority to transfer said assets to such non-profit organization(s) or foundation(s) qualifying for a tax exempt status under the provisions of the Internal Revenue Code of the United States of America, and whose objective is to aid students in furthering educational goals.

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Policies of the Millersville University Alumni Association

ARTICLE ONE: ADVISORS TO THE BOARD OF DIRECTORS

Section 1. The following positions and officers shall serve as advisors to the MUAA Board of Directors:

A. Millersville University Alumni Association Committee Chairs.
B. The President of the Millersville University Student Senate.
C. The President of Millersville University.
D. The Vice President for Advancement.
E. The Assistant Vice President for Advancement.
F. The President of the Millersville University Student Alumni Association.
G. The Immediate Past President of the MUAA Board of Directors.
H. ALL Board Members Emeriti of the MUAA.
I. The Millersville University delegate to the State System Alumni Advocacy Council.
J. Millersville University Staff Liaisons as identified by the Director of Alumni Engagement.

Section 2. It shall be the duty of advisors to:

A. Attend meetings of the MUAA Board of Directors.
B. Report on issues of concern to the Association.
C. Provide advice and counsel to the Board of Directors in its deliberations.

Section 3. Advisors shall receive invitations to attend MUAA events and programs and shall receive all regular Board of Directors correspondence.
Section 4. Board Members Emeriti

The Board of Directors may elect Board Members Emeriti to the Board from nominations submitted by the President of the Association. Nominations shall be limited to those alumni who, at the time of nomination, meet the following criteria:

A. The nominee has been a member of the Board of Directors for a minimum of three (3) terms.

B. The nominee has, in the opinion of the Association President, distinguished himself/herself in service to the Association.

C. The nominee has celebrated his/her fiftieth anniversary of graduation from Millersville University.

ARTICLE TWO: FIDUCIARY PRACTICES

Section 1. The Fiscal Year of the Millersville University Alumni Association shall be from July 1 to the following June 30.

Section 2. Funds shall be of two classifications:

A. Those necessary for the operating expenses of the MUAA.

B. Special funds as established by the Board of Directors and administered by the Financial Planning Committee.

Section 3. An independent certified public accounting firm shall audit the accounts of the MUAA annually. An annual audit report shall be distributed to the Board of Directors and the Accounting Office of Millersville University.

Section 4. The Treasurer may delegate clerical functions to the Director of Alumni Engagement. The Treasurer shall submit quarterly financial reports and periodic reports as requested by the President, Board of Directors or the Director of Alumni Engagement.

Section 5. Except as otherwise provided by law, checks, drafts, promissory notes, contracts, leases, orders for the payment of money and other evidences of indebtedness or obligation of the Association are to be signed by the Treasurer of the Association. In the absence of one of the required co-signers, another member of the Executive Committee of the Association has the authorization to co-sign.

Section 6. No other signatures shall be required unless otherwise directed to be affixed by resolution of the Board of Directors duly adopted.

ARTICLE THREE: FINANCIAL PLANNING COMMITTEE POLICIES

Section 1. Scope/Objective of Committee: The Financial Planning Committee of the MU Alumni Association (MUAA) is responsible for the fiscal management of the Alumni Association's accounts including developing an annual budget to be adopted by the Alumni Board of Directors.

Section 2. Committee Membership

A. Minimum 6 voting members (max=15), who are alumni of the University and are appointed by the committee chair (in consultation with the Director of Alumni Engagement). The committee includes a chair (appointed by MUAA President for a two-year term) and a committee secretary (appointed by committee chair for a two-year term).
B. **Non-voting members** include the Director of Alumni Engagement or his/her designee, the MUAA President or his/her designee, the MUAA Treasurer, a member of the Student Alumni Association and any other MU student.

**Section 3. Committee Terms**

A. Voting members are appointed by the committee chairperson (in consultation with the Director of Alumni Engagement) for a two-year term (July 1 - June 30). Terms are renewable (up to three consecutive terms).

**Section 4. Calendar/Meetings**

A. **Regular meetings:** The committee will meet at least three (3) times annually.

B. **Special meetings:** The committee may conduct special meetings as necessary. Special meetings may be called by the committee chairperson or a written request of four members of the committee in a letter to the MUAA President.

C. **Conducting business via conference call and email:** When it is not possible for the committee to conduct an on-campus meeting the use of conference call and email to gain consensus on an issue and share information is acceptable. Conference calls and emails should not take the place of regular on-campus meetings and will not fulfill the regular meeting requirement as outlined above. When a member of the committee is not able to be present at the on-campus meeting they may have the option, at the discretion of the committee chair and the Director of Alumni Engagement, to join the conversation via telephone.

**Section 5. Committee Guidelines/Responsibilities**

A. Review proposed annual spending plan (budget), prepared by the Director of Alumni Engagement, the MUAA President and MUAA Treasurer, for the MU Alumni Association in late spring and make a recommendation to the Alumni Board of Directors for their annual spring meeting (April).

B. To review proposals for affinity products and services that have a revenue generating stream to the MUAA, and make recommendations to the Board.

C. To periodically review all MUAA revenue enhancement programs and make recommendations for continuance or cancellation of service/benefit/program to the Board.

D. To make decisions regarding investments of assets for the MU Alumni Association up to $100,000. Investments over $100,000 will be made as recommendations to the Board.

E. To periodically review all MUAA financial accounts (including quarterly reports prepared by the MUAA Treasurer and/or annual audit) of the MU Alumni Association.

F. To respond to requests of the MU Alumni Board of Directors.

G. Although the committee reports directly to the Alumni Board of Directors, business that requires Board action must first be submitted to the executive committee.
H. Matters requiring a vote are decided by a majority vote of those voting members present at said meeting.

I. Since this is a committee of the Alumni Board of Directors, no specific number is needed to conduct business. There is no quorum.

J. All regular committee meetings will be advertised in all Alumni related calendars and are open to all members of the Alumni Association.

K. The committee uses parliamentary procedure of the official parliamentary authority of the MU Alumni Association; the committee cannot make its own rules.

Section 6. Members’ responsibilities

A. Chair

1. Preside at all meetings of the Financial Planning Committee.

2. Select voting committee members in consultation with the Director of Alumni Engagement.

3. Appoint secretary from the voting membership.

4. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary within 5 business days (should be present at Alumni Board meetings).

5. Submit an annual report for review to the MUAA President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.

6. Attend MU Foundation Board meetings as requested by MUAA Treasurer or Director of Alumni Engagement.

7. Verify attendance prior to each committee meeting.

8. Set an appropriate agenda prior to each committee meeting.

9. Submit an annual budget request in consultation with the Director of Alumni Engagement by February 1.

10. Solicit and monitor annual gifts to the University from the voting members of the Financial Planning Committee.

11. Financially support the University.

B. Secretary

1. Take committee meeting minutes and send copies to each committee member, the Director of Alumni Engagement and the President of the Association. [The Alumni Engagement Office will assist in distribution via US mail or email.]

2. Preside at meetings in the absence of the chair.

3. Financially support the University.

C. Voting Members

1. Attend a minimum of two regularly scheduled meetings per year.

2. Participate in committee and Alumni Association activities/programs.

3. Financially support the University.
Section 7. Removal and Resignation of Members

A. Any voting member of the committee may be removed for cause by the chairperson with the consent of ¾ vote of the Alumni Association Executive Committee.

B. Any member may resign from the committee at any time.

ARTICLE FOUR: NOMINATIONS AND AWARDS COMMITTEE POLICIES

Section 1. Scope/Objective of Committee: The Nominations and Awards Committee is responsible for establishing relevant deadlines and procedures for the election of officers and Directors-at-Large, drafting a slate of nominees for each election; and ensuring the proper preparation of the ballot for each election. The committee also reviews and recommends to the Executive Committee for approval, all Distinguished Alumni, Honorary Alumni, Board Member emeriti, Outstanding Volunteer Service and other Alumni Association awards and scholarships.

Section 2. Committee Membership

A. Minimum 6 voting members (max=15), who are alumni of the University and are appointed by the committee chair (in consultation with the Director of Alumni Engagement). The committee includes a chair (appointed by MUAA President for a two-year term) and a committee secretary (appointed by committee chair for a two-year term).

B. Non-voting members include the Director of Alumni Engagement or his/her designee, the MUAA President or his/her representative, a member of the Student Alumni Association and any other MU student.

Section 3. Committee Terms

A. Voting members are appointed by the committee chairperson (in consultation with the Director of Alumni Engagement) for a two-year term (July 1-June 30). Terms are renewable (up to three consecutive terms).

Section 4. Calendar/Meetings

A. Regular meetings: The committee will meet at least three (3) times annually.

B. Special meetings: The committee may conduct special meetings as necessary. Special meetings may be called by the committee chairperson or a written request of four members of the committee in a letter to the MUAA President.

C. Conducting business via conference call and email: When it is not possible for the committee to conduct an on-campus meeting the use of conference call and email to gain consensus on an issue and share information is acceptable.

Conference calls and emails should not take the place of regular on-campus meetings and will not fulfill the regular meeting requirement as outlined above. When a member of the committee is not able to be present at the on-campus meeting they may have the option, at the discretion of the committee chair and the Director of Alumni Engagement, to join the conversation via telephone.
Section 5. Committee Guidelines/Responsibilities

A. To set scholarship and award application deadlines, as well as those for Alumni Board nominations, annually.

B. To establish procedures for election of officers and Directors-at-Large, including the recommendation of a slate of nominees for Alumni Board elections. Also to establish guidelines for Board vacancies.

C. To review all nominations for the Distinguished Alumni Award, the Honorary Alumni Award, Young Alumni Award and the Association’s Outstanding Volunteer Service Award and makes recommendations to the Executive Committee for these annual awards.

D. To review criteria of existing awards, as the need arises.

E. To review Alumni Board member history of MUAA involvement and make recommendations to the Executive Committee for Board emeritus status.

F. To review and make recommendations for awarding all undergraduate MU Alumni Association awards and grants, under the operation of this committee, including the Hazel Rork Schmuck Scholarship and the Neimeyer-Hodgson Research Grants. There are additional endowments, held by the MU Foundation, whose criteria and selection are made by other campus entities, including the Alumni Legacy Scholarship, the Alumni Athletic Scholarship and the Alumni Scholarship.

G. To respond to requests of the MU Alumni Board of Directors.

H. Although the committee reports directly to the Alumni Board of Directors, business that requires Board action must first be submitted to the executive committee for review.

I. Matters requiring a vote are decided by a majority vote of those voting members present at said meeting.

J. Since this is a committee of the Alumni Board of Directors, no specific number is needed to conduct business. There is no quorum.

K. All regular committee meetings will be advertised in all Alumni related calendars and are open to all members of the Alumni Association.

L. The committee uses parliamentary procedure of the official parliamentary authority of the MU Alumni Association; the committee cannot make its own rules.

Section 6. Members’ responsibilities

A. Chair

1. Preside at all meetings of the Nominations and Awards Committee.

2. Select voting committee members.

3. Appoint secretary from the voting membership.

4. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary within 5 business days (should be present at Alumni Board meetings).
5. Submit an annual report for review to the MUAA President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.

6. Verify attendance prior to each committee meeting.

7. Set an appropriate agenda prior to each committee meeting.

8. Submit an annual budget request in consultation with the Director of Alumni Engagement by February 1.

9. Solicit and monitor annual gifts to the University from the voting members of the Nominations and Awards Committee.

10. Financially support the University.

B. Secretary

1. Take committee meeting minutes and send copies to each committee member, the Director of Alumni Engagement and the President of the Association. [The Alumni Engagement Office will assist in distribution via US mail or email.]

2. Preside at meetings in the absence of the chair.

3. Financially support the University.

C. Voting members

1. Attend a minimum of two regularly scheduled meetings per year.

2. Participate in committee and Alumni Association activities/programs.

3. Financially support the University.

Section 7. Removal and Resignation of Members

A. Any voting member of the committee may be removed for cause by the chairperson with the consent of ¾ vote of the Alumni Association Executive Committee.

B. Any member may resign from the committee at any time.

ARTICLE FIVE: ALUMNI ENGAGEMENT COMMITTEE POLICIES

Section 1. Scope/Objective of Committee: The Alumni Engagement Committee guides the University Advancement efforts, including the office of Development, in reunion giving, campaign giving, potential corporate partnerships, the annual fund, planned giving and investments. The committee also assists with the recruitment of Alumni Regional Coordinators, prospective students and engagement programs and events including students and alumni. The committee works with the University’s Admissions Office, Student Programs Office, Career Services Office, Office of Civic Engagement and Internships, as well as the Student Alumni Association.

Section 2. Committee Membership

A. Minimum 6 voting members (max=15), who are alumni of the University and are appointed by the committee chair (in consultation with the Director of Alumni Engagement). The committee includes a chair (appointed by MUAA President for a two-year term) and a
committee secretary (appointed by committee chair for a two-year term).

B. **Non-voting members** include the Director of Alumni Engagement and/or his/her designee, a representative of the Development Office, the MUAA President or his/her designee; Student Alumni Association Alumni Advisor; a member of the Student Alumni Association; any other MU student and a representative from the Office of Admissions, Career Services, Student Programs and Office of Civic Engagement and Internships.

**Section 3. Committee Terms**

A. Voting members are appointed by the committee chairperson (in consultation with the Director of Alumni Engagement) for a two-year term (July 1-June 30). Terms are renewable (up to three consecutive terms).

**Section 4. Calendar/Meetings**

A. **Regular meetings:** The committee will meet at least three (3) times annually.

B. **Special meetings:** The committee may conduct special meetings as necessary. Special meetings may be called by the committee chairperson or a written request of four members of the committee in a letter to the MUAA President.

C. **Conducting business via conference call and email:** When it is not possible for the committee to conduct an on-campus meeting the use of conference call and email to gain consensus on an issue and share information is acceptable. Conference calls and emails should not take the place of regular on-campus meetings and will not fulfill the regular meeting requirement as outlined above. When a member of the committee is not able to be present at the on-campus meeting they may have the option, at the discretion of the committee chair and the Director of Alumni Engagement, to join the conversation via telephone.

**Section 5. Committee Guidelines/Responsibilities**

A. Act as a sounding board for fundraising strategies and activities in accordance with the mission of the MU Development Office.

B. Brainstorm and share ideas related to annual giving which will aim to increase donor participation and dollar amount.

C. Participate in donor cultivation, solicitation, and stewardship.

D. Support the efforts of the Development Office and work with staff to ensure that office goals are met each fiscal year.

E. Develop committee initiatives that support the Development Office goals and give committee members a sense of value in their roles.

F. Be knowledgeable with regard to all areas of giving to Millersville University including: reunion giving, planned giving, focused campaigns, annual giving, and corporation and foundations relations.

G. Develop and facilitate alumni engagement opportunities, both for individuals and as a collective body.

H. Work with the Alumni Regional Coordinator Program.
I. To involve alumni in the development and/or implementation of programs that may be held on or off campus with select University operations including Admissions, Career Services, Office of Civic Engagement and Internships and Student Programs. (Such programs may include assistance at Admissions functions, student interviews, student mentoring, Homecoming, Commencement and Student Orientation.)

J. To provide counsel and guidance to the MU Student Alumni Association on issues pertinent to the organization.

K. To respond to requests of the MU Alumni Board of Directors.

L. Although the committee reports directly to the Alumni Board of Directors, business that requires Board action must first be submitted to the executive committee.

M. Matters requiring a vote are decided by a majority vote of those voting members present at said meeting.

N. Since this is a committee of the Alumni Board of Directors, no specific number is needed to conduct business. There is no quorum.

O. All regular committee meetings will be advertised in all Alumni related calendars and are open to all members of the Alumni Association.

P. The committee uses parliamentary procedure of the official parliamentary authority of the MU Alumni Association; the committee cannot make its own rules.

Section 6. Members’ responsibilities

A. Chair

1. Preside at all meetings of the Alumni Engagement Committee.

2. Select voting committee members.

3. Appoint secretary from the voting membership.

4. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary within 5 business days (should be present at Alumni Board meetings).

5. Submit an annual report for review to the MUAA President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.

6. Verify attendance prior to each committee meeting.

7. Set an appropriate agenda prior to each committee meeting.

8. Submit an annual budget request in consultation with the Director of Alumni Engagement by February 1.

9. Solicit and monitor annual gifts to the University from the voting members of the Development Committee.

10. Financially support the University.

B. Secretary

1. Take committee meeting minutes and send copies to each committee member, the Director of Alumni Engagement and the President of the Association. [The Alumni Engagement Office will assist in distribution via US mail or email.]
2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members
1. Attend a minimum of two regularly scheduled meetings per year.
2. Participate in committee and Alumni Association activities/programs.
3. Financially support the University.

Section 7. Removal and Resignation of Members

A. Any voting member of the committee may be removed for cause by the chairperson with the consent of ¾ vote of the Alumni Association Executive Committee.

B. Any member may resign from the committee at any time.

ARTICLE SIX: ALUMNI EVENTS COMMITTEE POLICIES

Section 1. Scope/Objective of Committee: The Alumni Events Committee reviews and approves activities for Homecoming, and other alumni programs submitted for consideration by the Millersville University Alumni Engagement office, including events to encourage Lancaster County Alumni involvement in the Association and its programs. Members assist with the implementation of programs and recommend ideas for increasing attendance at alumni events. They also assist with the development of activities for alumni affinity groups.

Section 2. Committee Membership

A. **Minimum 6 voting members** (max=15), who are alumni of the University and are appointed by the committee chair (in consultation with the Director of Alumni Engagement). The committee includes a chair (appointed by MUAA President for a two-year term) and a committee secretary (appointed by committee chair for a two-year term).

B. **Non-voting members** include the Director of Alumni Engagement or his/her designee, the MUAA President or his/her designee; a member of the Student Alumni Association and any other MU student.

Section 3. Committee Terms

Voting members are appointed by the committee chairperson (in consultation with the Director of Alumni Engagement) for a two-year term (July 1-June 30). Terms are renewable (up to three consecutive terms).

Section 4. Calendar/Meetings

A. **Regular meetings**: The committee will meet at least four (4) times annually.

B. **Special meetings**: The committee may conduct special meetings as necessary. Special meetings may be called by the committee chairperson or a written request of four members of the committee in a letter to the MUAA President.
C. **Conducting business via conference call and email:** When it is not possible for the committee to conduct an on-campus meeting the use of conference call and email to gain consensus on an issue and share information is acceptable. Conference calls and emails should not take the place of regular on-campus meetings and will not fulfill the regular meeting requirement as outlined above. When a member of the committee is not able to be present at the on-campus meeting they may have the option, at the discretion of the committee chair and the Director of Alumni Engagement, to join the conversation via telephone.

**Section 5. Committee Guidelines/Responsibilities**

A. To plan, develop and coordinate a calendar of alumni events/activities for Homecoming Week. Initiatives will also include theme, promotional items, decorations, logistics, etc.

B. To review and suggest alumni branch or regional programs/initiatives for alumni.

C. To make recommendations regarding promotional items to be distributed at alumni events.

D. To recruit volunteers to assist with alumni events, which include hosting, set-up, clean-up, etc., primarily for Homecoming Weekend and Commencements.

E. To recommend initiatives that will strengthen alumni attendance at alumni events.

F. To assist with event planning needs relative to affinity group programs.

G. To develop, plan, implement and follow-up events aimed at attracting alumni back to campus or interacting with fellow alumni.

H. To assist in the planning, implementation, staffing and follow-up of major alumni association on-campus events including Homecoming and Commencement. This may include correspondence and telephone calls before and after the event.

I. To respond to requests of the MU Alumni Board of Directors.

J. Although the committee reports directly to the Alumni Board of Directors, business that requires Board action must first be submitted to the executive committee.

K. Matters requiring a vote are decided by a majority vote of those voting members present at said meeting.

L. Since this is a committee of the Alumni Board of Directors, no specific number is needed to conduct business. *There is no quorum.*

M. All regular committee meetings will be advertised all the Alumni related calendars and are open to all members of the Alumni Association.

N. The committee uses parliamentary procedure of the official parliamentary authority of the MU Alumni Association; the committee cannot make its own rules.
Section 6. Members’ responsibilities

A. Chair

1. Preside at all meetings of the Alumni Events Committee.
2. Select voting committee members.
3. Appoint secretary from the voting membership.
4. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary within 5 business days (should be present at Alumni Board meetings).
5. Submit an annual report for review to the MUAA President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
6. Verify attendance prior to each committee meeting.
7. Set an appropriate agenda prior to each committee meeting.
8. Submit an annual budget request in consultation with the Director of Alumni Engagement by February 1.
9. Solicit and monitor annual gifts to the University from the voting members of the Programs Committee.
10. Financially support the University.

B. Secretary

1. Take committee meeting minutes and send copies to each committee member, the Director of Alumni Engagement and the President of the Association. [The Alumni Engagement Office will assist in distribution via US mail or email.]
2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members

1. Attend a minimum of three regularly scheduled meetings per year.
2. Participate in committee and Alumni Association activities/programs.
3. Financially support the University.

Section 7. Removal and Resignation of Members

A. Any voting member of the committee may be removed for cause by the chairperson with the consent of ¾ vote of the Alumni Association Executive Committee.

B. Any member may resign from the committee at any time.

ARTICLE SEVEN: INFORMATION TECHNOLOGY COMMITTEE POLICIES

Section 1. Scope/Objective of Committee: The Millersville University Alumni Association is committed to increasing the engagement of its members through program development and support for the university. The Information Technology Committee assists with meeting this commitment by developing and implementing technology applications, social networking activities, on-line services and e-communications that
support other programs of the MUAA. The committee works closely with the University's Alumni Engagement office.

Section 2. Committee Membership

A. **Minimum 6 voting members** (max=15), who are alumni of the University and are appointed by the committee chair (in consultation with the Director of Alumni Engagement and the MUAA President). The committee includes a chair (appointed by MUAA President for a two-year term) and a committee secretary which can either be appointed by the committee chair or rotated among active members.

B. **Non-voting members** include the Director of Alumni Engagement or his/her designee, the MUAA President or his/her designee, or may also include other Information Technology specialists from the University staff as necessary; a member of the Student Alumni Association and any other MU student.

Section 3. Committee Terms

A. Voting members are appointed by the committee chairperson (in consultation with the Director of Alumni Engagement and the MUAA President) for a two-year term (July 1 - June 30). Terms are renewable up to three consecutive terms.

Section 4. Calendar/Meetings

A. **Regular meetings**: The committee will meet four (4) times annually (September, November, February and May), usually weekday evenings.

B. **Special meetings**: The committee may conduct special meetings as necessary. Special meetings may be called by the committee chairperson or by written or electronic request of any member of the committee to the Chair or MUAA President.

C. **Conducting business via conference call and email**: When it is not possible for the committee to conduct an on-campus meeting the use of conference call, email, or other technology applications to gain consensus on an issue and share information is acceptable. Conference calls, emails, and other technology applications should not take the place of regular on-campus meetings, but will fulfill the regular meeting requirement as outlined above. When a member of the committee is not able to be present at the on-campus meeting they may have the option, at the discretion of the committee chair and the Director of Alumni Engagement, to join the meeting via a suitable communication network.

Section 5. Committee Guidelines/Responsibilities

A. To involve alumni in the development and/or implementation of programs that may be held on or off campus with select alumni groups, individuals, or Association committees, including the areas of Alumni Development, Student Advancement, Alumni Programs, Financial Planning, Nominations and Awards and the Lancaster County Branch.

B. To plan, coordinate and/or execute programs/services to reach out and engage members who have had little or no involvement in Association or University activities and programs. (Such programs may include "MU Pride Photo Contest or alumni surveys).

C. The committee may consult with MU’s Communication and/or Marketing departments to advance/market the University and/or the Association.
D. To evaluate the effectiveness of existing broadcast e-mails, electronic attachments and on-line event registration.

E. To develop and recommend ways to increase the geographical diversity of the MUAA Board and Association committees. Evaluate methods to reach and actively involve Alumni beyond driving distance of the MU campus in committee meetings or other Association functions.

F. To provide counsel to the MUAA Executive Committee on issues pertinent to the organization.

G. To respond to requests of the MU Alumni Board of Directors.

H. Although the committee reports directly to the Alumni Board of Directors, business that requires Board action must first be submitted to the Executive Committee for review.

I. Matters requiring a vote are decided by a majority vote of those voting members present at said meeting or by acceptable alternative communication methods.

J. Since this is a committee of the Alumni Board of Directors, no specific number is needed to conduct business. There is no quorum.

K. All regular committee meetings will be advertised in all Alumni related calendars and are open to all members of the Alumni Association.

L. The committee uses parliamentary procedure of the official parliamentary authority of the MU Alumni Association; the committee cannot make its own rules.

Section 6. Member’s responsibilities

A. Chair

1. Preside at all meetings of the Information Technology Committee.
2. Select voting committee members.
3. Appoint secretary from the voting membership.
4. Report to the Alumni Board on the activities of the committee (should be present at Alumni Board meetings)
5. Submit an annual report for review to the MUAA President and Director of Alumni Engagement by July 1 to be included in the MUAA Annual Report.
6. Verify attendance prior to each committee meeting.
7. Set an appropriate agenda prior to each committee meeting.
8. Submit an annual budget request in consultation with the Director of Alumni Engagement by February 1.
9. Solicit and monitor annual gifts to the University from the voting members of the Information Technology Committee.
10. Financially support the University.

B. Secretary

1. Take committee meeting minutes and send copies to each committee member, the Director of Alumni Engagement and the President of the Association. [The Alumni Engagement Office will assist in distribution via US mail or email.]
2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members

1. Attend a minimum of two regularly scheduled meetings per year.
2. Participate in committee and Alumni Association activities/programs
3. Financially support the University if possible.

Section 7. Removal and Resignation of Members
A. Any voting member of the committee may be removed for cause by the chairperson with the consent of ¾ vote of the Alumni Association Executive Committee.
B. Any member may resign from the committee at any time.

ARTICLE EIGHT: DOCUMENTS AND MEETINGS: PUBLIC ACCESS

Section 1. Meetings
A. All Alumni Board of Director meetings are open to Millersville University alumni and will be announced via the alumni website and/or other means of communication as established by the currently seated Alumni Board. There are specific guidelines on protocol relative to presentations by guests.
B. All Alumni Association Committee Meetings are open to Millersville University alumni and will be announced via the alumni website and/or other means of communication as established by the currently seated Alumni Board. There are specific guidelines on protocol relative to presentations by guests.

Section 2. Documents
The following is a list of documents and/or issues and their availability to the public (NA=Not Applicable):

<table>
<thead>
<tr>
<th>Item</th>
<th>Made Available to the Community (public)</th>
<th>Method of Distribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alumni Board Meeting Agendas</td>
<td>Available online via alumni website</td>
<td>Online/Electronic</td>
</tr>
<tr>
<td></td>
<td>(Preliminary agenda available 5 business days prior to Board Meeting)</td>
<td></td>
</tr>
<tr>
<td>Alumni Board Meeting Minutes</td>
<td>Available after approved by Bd. of Directors</td>
<td>File Copy in University Archives</td>
</tr>
<tr>
<td>Alumni Board Financial Documents</td>
<td>Not Available to the public/Board Only</td>
<td>NA</td>
</tr>
<tr>
<td>Alumni Assoc. Committee Agendas</td>
<td>Not Available to the public/Board &amp; Committee Only</td>
<td>NA</td>
</tr>
<tr>
<td>Alumni Assoc. Committee Minutes</td>
<td>Not Available to the public/Board &amp; Committee Only</td>
<td>NA</td>
</tr>
</tbody>
</table>

ARTICLE NINE: ELECTRONIC MEETING PROCEDURE

Section 1. Establishing a timeline
A proposed timeline for discussion and acting upon a motion shall be established by the Executive Committee and communicated to the Board of Directors. The established timeline shall include the following:

1. The original main motion shall be posted and discussion shall be held for at least 24 hours.
2. At a time specified by the Executive Committee in its timeline, discussion on the main motion shall cease; proposed secondary motions (i.e. those motions that would alter the original main motion) shall be presented and discussed for at least 24 hours.
3. At a time specified by the Executive Committee in its timeline, discussion on the secondary motions shall cease and the secondary motions shall be voted upon. Voting shall continue for at least 12 hours.
4. After all secondary motions have been resolved, the main motion in its final form shall be posted for discussion for at least 24 hours. No additional secondary motions shall be allowed.
5. At a time specified by the Executive Committee in its timeline, discussion on the main motion in its final form shall cease and the motion voted upon.

Section 2. Secondary Motions

A. Proposed secondary motions must be submitted to the Director of Alumni Engagement of the Board of Directors within the required time limits. The Executive Committee is authorized to consolidate, reword, prioritize, and not present to the Board the secondary motions that are submitted. The Executive Committee may decide to prioritize and present to the Board more than one secondary motion at a time. Prioritization shall be based on parliamentary principles and efficient and effective conduct of Board business. The decision to not present a secondary motion to the Board can only be made after notification to the Board with opportunity for members to object. If seven (7) Board members object, the secondary motion shall be presented to the full Board of Directors.

B. The Executive Committee shall have the authority to postpone a motion to the next regular meeting of the Board of Directors based upon the following criteria:

1. The complexity and number of secondary motions applied to the main motion; or,

2. A determination by the Executive Committee that it is in the best interest of the MUAA Board of Directors to postpone taking action on the motion.

Section 3. Posting Messages

A. The President of the Board shall serve as the presiding officer of electronic meetings of the MUAA Board of Directors.

B. When posting an electronic message related to a motion, Board members shall use a format that includes:

1. A heading indicating the resolution/motion number, whether they are speaking for the motion (pro), in opposition to the motion (con), or asking for information (poi); and,

2. A closing for each message that includes the Board member's name, phone number and email address.

C. Each message posted by a Board member shall be a message written by the Board member. The forwarding of a message from an individual outside of the Board of Directors is prohibited.

D. The President of the Board of Directors shall have the authority to rule that a message is out of order and notify the Board of the ruling.

E. For those motions that address issues related to specific MUAA Board or committees, the chairperson of that body, if not a member of the Board, shall be provided electronic copies of the discussion for the period of discussion of that motion. The chairperson shall be able to provide clarification and information to the Board through the President of the Board but may not enter into debate or vote.

F. Any appeal from the decision of the chair must be submitted to the Director of Alumni Engagement who shall forward it to the Executive
Committee. The Executive Committee shall make the decision on the appeal within 48 hours and report its decision to the Board of Directors via electronic mail.

Section 4. Voting

A. Voting shall be tabulated only during the voting period, which shall be a minimum of 24 hours for main motions and 12 hours for secondary motions.

B. A quorum shall be determined by the casting of votes by more than half of the members of the Board of Directors that are eligible to vote. The decision of the majority of the Board members present and voting at a quorate electronic meeting shall be the decision of the Board of Directors.

ARTICLE TEN: AMENDMENTS

These policies may be amended by the Board of Directors with a majority vote at any duly called regular meeting of the Board of Directors. No prior notice is needed to propose an amendment.

Adopted September 18, 2004
Revised/Approved September 10, 2008
Approved September 25, 2008
Revised/Approved April 17, 2010
Revised/Approved, April 14, 2012
Revised/Approved, September 27, 2014
Revised/Approved, April 16, 2015