

# Millersville University

## ALUMNI ASSOCIATION

### **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: MISSION**

Out of gratitude for the education received at Millersville University and a belief in the value of public higher education, the Millersville University Alumni Association is committed to supporting and advancing the mission of the University.

The Association promotes a meaningful dialogue and exchange of ideas between the University and its alumni. Through a diverse program of volunteer services and financial assistance, the Association is committed to strengthening alumni engagement in support of the University's mission. These include keeping the alumni informed about important advances at the University, sponsoring a variety of activities of interest to alumni and providing alumni with personal and professional development opportunities through networking and volunteer service.

#### **GOALS**

- Provide opportunities for alumni to be actively engaged in the life of the University
- Communicate meaningful information about Millersville University to alumni and friends of the University on a regular basis.
- Increase participation in MUAA-sponsored programs.
- Expand opportunities for alumni to create and maintain relationships with one another.
- Enhance and enrich the experiences of students through interaction with alumni.
- Elevate Millersville's reputation and raise its visibility at the local, regional and national levels.
- Create and maintain University traditions that represent what it means to be a Marauder.

### **ARTICLE THREE: MUAA MEMBERSHIP**

Section 1. Any graduate of Millersville University shall be recognized as a member of the Association.

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. Receive information on and participate in incentives, programs, and services offered by the Association; and,
- D. Be eligible to 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: BOARD OF DIRECTORS**

Section 1. Composition and Duties

- A. The Board shall 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 as designated by the Executive Committee.
- B. The officers of the Association are elected by the Board of Directors and 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 or are currently serving on the Board are eligible to be elected to the office of President-Elect.

- C. Members of the Board of Directors must be members of the Association. 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 an annual budget for the coming fiscal year at the spring 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 and the investment of MUAA funds.
- 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. Solicit and monitor annual gifts to the University from MUAA Board members and committee chairs, with assistance from the Development Office.
- 10. Serve as an advisor to the President of Millersville University.
- 11. Serve as an *ex-officio* member on all MUAA committees.

12. Serve as an *ex-officio* member on the MU Council of Trustees and Council of Trustees Resource Committee.
  13. Appoint designees to Boards or committees as necessary.
  14. Serve as a member of the MUAA Executive Committee.
  15. Schedule, plan, and conduct MUAA Executive Committee meetings.
  16. Sign relevant correspondence to alumni and other entities.
  17. Sign or co-sign MUAA documents or contracts as necessary.
  18. Assist the Director of Alumni Engagement in preparation of the Annual Report of the MUAA.
  19. Participate in MU commencement rehearsals and ceremonies.
  20. Address each graduating class about entry into the MUAA at an appropriate event.
  21. Present Alumni Awards at an appropriate alumni or university event.
  22. Make a yearly financial contribution to Millersville University.
  23. Participate in such events as the Community University Parade, Homecoming, dedications, groundbreaking, etc., as invited.
  24. Submit to the President-Elect all appropriate files and materials, at the close of presidential term.
  25. 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 or designated alternate.
  7. Serve as Chair of the Board Membership Committee
  8. Oversee the training component of new and existing Board members with the Director of Alumni Engagement.
  9. Develop and carry out a process to contact nominees not elected to the Board to encourage and discuss ways they can become involved in the Association.
  10. Serve as the MUAA representative to the Millersville University

Foundation Board.

11. Sign or co-sign MUAA documents or contracts as necessary.
12. Perform special duties as assigned by the Association President.
13. Serve as a member of the MUAA Executive Committee.
14. Make a yearly financial contribution to Millersville University.
15. Effectuate a smooth transition to the incoming President-Elect.

C. The **Secretary** shall:

1. Record minutes of all MUAA Board and Executive Committee meetings and submit to Board President and Director of Alumni Engagement within two weeks of meeting.
2. Verify and record attendance at MUAA Board meetings. Monitor attendance at committee meetings and investigate absences. Determine appropriate actions in consultation with MUAA President, Chair of the Board Membership Committee and Executive Committee.
3. Accept Director notices of resignation. Inform the Executive Committee and Board of Directors of any resignations by their respective next regularly scheduled meetings.
4. Working with the Director of Alumni Engagement, determine a process and conduct electronic votes, as needed
5. Sign or co-sign MUAA documents and contracts as necessary.
6. Serve as a member of the MUAA Executive Committee.
7. Make a yearly financial contribution to Millersville University.
8. Effectuate a smooth transition to the incoming Secretary.

D. The **Treasurer** shall:

1. Work directly with the Financial Planning Committee chairperson and the Director of Alumni Engagement to develop an annual budget.
2. Review the budget and monitor Association expenses regularly, in consultation with the Director of Alumni Engagement.
3. Receive, hold, invest and disburse MUAA funds as directed and approved by the MUAA Board.
4. Authorize expenditure of funds, as follows:
  - a. Authorize by himself or herself expenditures up to \$5,000.
  - b. Request and secure approval from Board of Directors or Executive Committee for expenditures between \$5,000 and \$25,000.
  - c. Request and secure approval from Board of Directors for expenditures in excess of \$25,000.
  - d. Generate report for each Executive Committee meeting, detailing expenditure since the previous Executive Committee meeting, for review and approval of expenditures, post issuance.
5. Maintain financial reports and present them quarterly at MUAA Board meetings.

6. Organize and deliver materials for the yearly audit and ensure that required tax returns are filed on a timely basis.
  7. Sign or co-sign MUAA documents or contracts as necessary.
  8. Ensure that the appropriate paperwork regarding MUAA accounts is accurate and up-to-date.
  9. Change the name on Association accounts to that of the incoming Treasurer and appropriate signatories, prior to the conclusion of his or her term.
  10. Serve as a member of the MUAA Executive Committee.
  11. Serve as a member of the Financial Planning Committee
  12. Make a yearly financial contribution to Millersville University.
  13. 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 annual revision of the Alumni Board Manual, if necessary, with the Director of Alumni Engagement.
  8. 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 remotely
  2. Serve on at least one MUAA committee. Attend, either in person or remotely, at least three out of four regularly scheduled committee meetings, and participate in committee activities.
  3. Attend and participate in events, programs, and activities sponsored, organized, coordinated or supported by MUAA and/or the University, as geographically able.
  4. 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.
  5. Make a yearly financial contribution to Millersville University.
  6. Serve in other capacities as directed by the MUAA President.

Section 3. Elections and Term of Office

- A. The Board, informed by recommendations from the Board Membership Committee, shall adopt a nomination and election process for officer and director-at-large positions, and may amend it as needed.

- 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 or are currently serving 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 spring meeting of the Board of Directors occurring in odd-numbered years. A majority vote shall elect.
- D. The Directors-at-Large shall be elected by ballot at the spring meeting of the Board of Directors. Approximately half the Directors are elected each year. A plurality vote shall elect.
- E. 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.
- F. 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. Provide official meeting minutes and annual roster of members of the Board of Directors to the University Archives.
  - 3. Have surveillance of the books and accounts of the MUAA.
  - 4. Be responsible for the proper acknowledgment of all contributions to the MUAA.
  - 5. 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.
  - 6. Assist the Treasurer with preparation of the annual budget and other accounting duties as required.

Section 6. Meetings

- A. Meetings of the Board of Directors may be held in person or remotely.
- B. Meetings may be held through electronic or telephonic means provided that a majority of the Directors can access the meeting. All persons participating in the meeting must be able to simultaneously hear and respond to each other. Participation by such means shall constitute presence at such meetings. Those Directors without access must waive their right to participate as a condition for electronic and telephonic 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. All regular meetings of the membership shall be open to the public.
- D. 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.
- E. 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*.
- F. 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.
- G. 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.
  - 1. Notice, leadership and conduct of special meetings shall follow the policies set forth herein for regular meetings.
  - 2. All special meetings of the membership shall be open to the public.
  - 3. Board members present at a special meeting, either in person or remotely, shall constitute a quorum. The decision of the majority of

the Board membership present and voting at a meeting at which a quorum has been attained shall be the decision of the membership.

- 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 a majority 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 Membership committee will review upcoming vacancies and inform the Alumni population of these vacancies.
- B. The Board Membership Committee will develop and implement a recruitment plan that seeks to inform the Alumni about open board positions. It may also develop recommendations on candidates or conduct other pre-election activities that seek to provide the Board with information to aid in their election decisions.
- C. The Board Membership committee will contact Board members who are eligible to run again and determine if they will seek reelection.
- D. Each person seeking election or reelection to the Board or Board officer position must complete the required information by the mandated deadline along with other background materials.
- E. The Board Membership 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.
- F. The Board Membership Committee will provide all candidate information and materials to all voting members of the Board 10 days in advance of the election.
- G. Following the election, the President-Elect will contact all new and returning Board members, as well as candidates not selected, and determine an appropriate committee for their assignment, if not already serving.

Section 8. Elections

- A. The Chair of the Board Membership 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. 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, and a profile for each candidate.

- C. Each voting Board member will receive a ballot for Board officers and vacant Board positions.
- 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. This process will continue until the tie is resolved.

Section 9. Post-Election

- A. Each candidate, whether successful or unsuccessful, will be contacted by the President of the Alumni Association and/or the Board Membership Committee Chair officially informing them of their status relative to the results of the election and inviting them to join a committee.

Section 10. Vacancies

- A. In the event of an insufficient number of candidates running for a member at large position, the Board Membership committee will advertise the position and an election will be held before or at the next Board meeting. The committee will repeat steps B, C, D, E under Procedures above.
- B. In the event a resignation occurs prior to the next regular election, which is held in spring, the Board Membership 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 B, C, D, E 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.

**ARTICLE SIX: 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 prior to the first meeting of the academic year.
- B. Approve the date, time and location of Board meetings, as

recommended by the Director of Alumni Engagement.

- C. Approve unbudgeted expenditures up to \$25,000.
- D. Make recommendations to the Board of Directors.
- E. Perform such other duties as specified in the By-Laws of the MUAA.
- F. Approve committee recommendations as per Policies and Practices of active committees.
- G. 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.
- H. 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 Executive Committee, meetings of said Committee may be called by the President. A majority of the voting members of the Executive Committee present shall constitute a quorum under which business may be conducted.

### **ARTICLE SEVEN: CONFLICTS OF INTEREST**

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 or a committee has determined that the transaction is in the best interest of the MUAA.
- D. Disclosure of a conflict should be made to the President who shall bring the matter to the attention of the Board or a committee.
- E. The Board or a 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 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 EIGHT: COMMITTEES**

Section 1. Each committee will consist of a chairperson, appointed by the President, a Co-Chairperson appointed by the President or Chairperson, and a minimum of six (6) and maximum of fifteen (15) voting members. All Alumni are eligible to serve as a voting member of a committee. Any person who has attended the University but has not received a degree may serve on a committee in a nonvoting role at the discretion of the President of the Alumni Association. The chairperson and members serve renewable 2-year terms for a maximum of four (4) consecutive terms. 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. Exceptions for committee size, eligibility and members' length of service may be granted by the Executive Committee. The appointment will begin on July 1 of the year in which the committee member is appointed. Any part of a term in excess of nine (9) months shall be considered a full term. The chairperson of each committee in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect shall select its members. Any member of the Association expressing an interest in serving the

Association is eligible to serve as a chairperson or member of a committee. The Director of Alumni Engagement or his/her representative and the Association President or his/her representative shall be a non-voting *ex-officio* members of all Association standing and ad-hoc committees.

- Section 2. Committee Members must attend at least three out of four meetings of their committee annually unless otherwise stated.
- Section 3. All committee meetings are open meetings, and any members of the Association may attend. The Committee Co-Chairs, with a majority of voting members voting in the affirmative, may designate all or part of a meeting as closed to the public to discuss confidential matters as needed.
- Section 4. 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 a permanent voting member of this committee.
- Section 5. The **Scholarships, Grants and Awards Committee** reviews and recommends to the Board for approval all Distinguished Alumni, Honorary Alumni, Board Member emeriti, Outstanding Volunteer Service and other Alumni Association awards. It is also responsible for overseeing and administering all MUAA scholarship and grant programs. .
- Section 6. The **Board Membership Committee** is responsible for establishing relevant deadlines and procedures for the election of officers and Directors, promoting open Board positions, drafting a slate of nominees for each election; and ensuring the proper preparation of the ballot for each election. It may also promote Committee membership and make recommendations to the Executive Committee on Committee Chairs, potential Executive Committee members and other Board candidates.
- Section 7. The **Alumni Engagement Committee** assists the Advancement Division with initiatives including reunion giving, campaign giving, and the annual fund. The committee also supports engagement programs and events including students and alumni, and it supports the efforts of Alumni Regional Coordinators. The committee works with various departments and organizations across campus, including Admissions, the Experiential Learning and Career Management Office and the Student Alumni Association.
- Section 8. The **Alumni Events Committee** reviews and approves activities submitted for consideration by the Millersville University Alumni Engagement office, including events to encourage the involvement of alumni 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 9. The **Communications and Technology Committee** assists with developing and implementing technology applications, social network activities, on-line services and electronic communications that support other programs of the Millersville University Alumni Association. The committee works closely with the University Alumni Engagement Office.
- Section 10. Such other committees, standing, special or ad hoc, shall be appointed by the President of the Association, the Board of Directors or the Executive Committee as deemed necessary to carry out the work of the Association.

**ARTICLE NINE: BOARD AND COMMITTEE PARTICIPATION BY ELECTRONIC MEANS**

Section 1. Policy Intent:

- A. Provide a suitable option for members to access and participate in orderly proceedings.
- B. Encourage alumni to serve as members regardless of their geographic location.
- C. This policy shall be used in good faith for remote attendance.

Section 2. Key Elements for Consideration:

- A. At least three (3) Board officers should be present at all Board meetings to ensure an orderly flow of the agenda.
- B. The means of electronic participation should be tested by the Communications and Technology Committee and approved by the Executive Committee prior to use.
- C. All members attending a meeting, whether in person or remotely, must be able to simultaneously hear and respond to each other.
- D. A member participating via electronic means, using an approved method, is considered present and may vote on any matter properly brought before the Board or Committee.
- E. At all meetings where a member is participating by electronic means, all votes regarding expenditure of funds shall be taken by roll call. Voice votes will be allowed for all non-financial decisions.

**ARTICLE TEN: 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 ELEVEN: 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 TWELVE: 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.



**Policies of the Millersville University Alumni Association**

**ARTICLE ONE: ADVISORS TO THE BOARD OF DIRECTORS**

Section 8. 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 President of the Millersville University Student Alumni Association.
- F. The Immediate Past President of the MUAA Board of Directors.
- G. All Board Members Emeriti of the MUAA.
- H. 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 relevant 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 Millersville University Alumni Association is responsible for the fiscal management of the 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 chairperson in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect. The committee includes a chair (appointed by MUAA President for a two-year term) and a committee co-chair. The Treasurer serves as a permanent voting member of the Financial Planning Committee.
- B. **Non-voting members** include the Director of Alumni Engagement or his/her designee and the MUAA President or his/her designee.

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

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 and make a recommendation to the Alumni Board of Directors for their annual spring meeting.
- B. To review proposals for affinity products and services that generate revenue 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 \$25,000. Investments over \$25,000 will be made as recommendations to the Executive Committee and/or 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 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.

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, Association President, and/or Association President-Elect.
3. Prepare speaking points on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Alumni Engagement within 5 business days (should be present at Alumni Board meetings).
4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
5. Attend MU Foundation Board and Committee meetings as requested by MUAA Treasurer, President or Director of Alumni Engagement.
6. Send timely meeting and project reminders to committee members.
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. Financially support the University.

B. Co-Chairperson

1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]

2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members

1. Attend a minimum of three out of four of regularly scheduled meetings per year.
2. Participate and engage actively in committee.
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 consenting vote of at least three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- B. Any member may resign from the committee at any time.

**ARTICLE FOUR: SCHOLARSHIPS, GRANTS AND AWARDS COMMITTEE POLICIES**

Section 1. Scope/Objective of Committee: The **Scholarships, Grants and Awards Committee** of the Millersville University Alumni Association also is responsible for promoting and administering all Alumni awards, and reviews and recommends recipients to the Executive Committee for approval. It is responsible for overseeing Alumni-funded scholarships and grants including Neimeyer-Hodgson and Hazel Rork Schmuck. The Committee reviews and approves applications for aforementioned programs and seeks opportunities to promote recipients and scholarship availability

Section 2. Committee Membership

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

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the

committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

Section 5. Committee Guidelines/Responsibilities

- A. To set scholarship and award application deadlines annually.
- B. To review all nominations for the Distinguished Alumni Award, the Honorary Alumni Award, Young Alumni Award the Association's Outstanding Volunteer Service Award and other awards and makes recommendations to the Executive Committee for these annual awards.
- C. To review criteria of existing awards, scholarships and grants, and create new or retire existing ones, as the need arises.
- D. To review Alumni Board member history of MUAA involvement and make recommendations to the Executive Committee for Board emeritus status.
- E. 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.
- 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 for review.
- 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.

Section 6. Members' Responsibilities

- A. Chair
  - 1. Preside at all meetings of the Scholarships, Grants and Awards Committee.
  - 2. Select voting committee members in consultation with the Director of Alumni Engagement, Association President, and/or the Association President-Elect
  - 3. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Engagement within 5 business days (should be present at Alumni Board meetings).
  - 4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
  - 5. Send timely meeting and project reminders to committee members.
  - 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. Financially support the University.
- B. Co-Chairperson
1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]
  2. Preside at meetings in the absence of the chair.
  3. Financially support the University.
- C. Voting Members
1. Attend a minimum of two out of three regularly scheduled meetings per year.
  2. Participate and engage actively in committee.
  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 consenting vote of three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- B. Any member may resign from the committee at any time.

**ARTICLE FIVE: BOARD MEMBERSHIP COMMITTEE POLICIES**

Section 1. Scope/Objective of Committee: The Board Membership Committee of the Millersville University Alumni Association is responsible for establishing relevant deadlines and procedures for the election of officers and Directors-at-Large, promoting Board and Committee openings to the Alumni population, drafting a slate of nominees for each election; and ensuring the proper preparation of the ballot for each election.

Section 2. Committee Membership

- A. **Minimum 4 voting members** (max=15), who are alumni of the University, serve on the MUAA Board of Directors and are appointed by the committee chairperson in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect. The committee includes a chair (the Association President-elect) and a committee co-chair appointed by the Association President.
- B. **Non-voting members** include the Director of Alumni Engagement or his/her designee and the MUAA President or his/her designee.

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

Section 5. Committee Guidelines/Responsibilities

- A. Create an annual plan to promote Board and Committee openings to the Alumni population.
- B. Establish procedures for election of officers and Directors-at-Large, including the recommendation of a slate of nominees for Alumni Board elections.
- C. Establish guidelines for Board vacancies.
- D. Provide voting members of the Board information on candidates as requested in advance of the election.
- E. Oversee new member onboarding and Board Buddy programs and match newly elected Board members with current members.
- F. Develop and implement a plan to encourage Alumni not elected to join a Committee
- G. 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.

Section 6. Members' Responsibilities

- A. Chair
  - 1. Preside at all meetings of the Membership Committee.
  - 2. Select voting committee members in consultation with the Director of Alumni Engagement, and/or the Association President
  - 3. Prepare speaking points, on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Alumni Engagement within 5 business days (should be present at Alumni Board meetings).

4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
  5. Send regular meeting and project reminders to committee members.
  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. Financially support the University.
- B. Co-Chairperson
1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]
  2. Preside at meetings in the absence of the chair.
  3. Financially support the University.
- C. Voting Members
1. Attend a minimum of three out of four regularly scheduled meetings per year.
  2. Participate and engage actively in committee.
  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 consenting vote of three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- B. Any member may resign from the committee at any time.

**ARTICLE SIX: ALUMNI ENGAGEMENT COMMITTEE POLICIES**

Section 1. Scope/Objective of Committee: The **Alumni Engagement Committee** of the Millersville University Alumni Association assists the University with development, engagement, and recruitment efforts for alumni, as well as current and prospective students. The Committee works with the University's Admissions Office, Development Office, Experiential Learning/Career Management Office (ELCM), and 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 chairperson in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect. The committee includes a chair (appointed by MUAA President for a two-year term) and a committee co-chair.

- B. **Non-voting members** include the Director of Alumni Engagement or his/her designee and the MUAA President or his/her designee.

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

Section 5. Committee Guidelines/Responsibilities

- A. Develop and implement strategies for increasing alumni giving, including both donor participation and dollar amount.
- B. Develop and facilitate alumni engagement career opportunities, both for individuals and as a collective body, through support of ELCM initiatives, including being actively involved in job and internship fairs, career panels, University mentorship programs and networking events.
- C. Develop and facilitate alumni engagement opportunities, both for individuals and as a collective body, through support of and involvement in Admissions Office events, including Open Houses, Accepted Student events, and other recruitment initiatives.
- D. Support alumni engagement efforts outside of Lancaster County, and assist in identifying individuals and groups regionally who may assist with these efforts.
- E. To provide counsel, support, and guidance to the MU Student 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.

Section 6. Members' Responsibilities

A. Chair

1. Preside at all meetings of the Alumni Engagement Committee.
2. Select voting committee members in consultation with the Director of Alumni Engagement, Association President, and/or Association President-Elect.
3. Prepare speaking points on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Alumni Engagement within 5 business days (should be present at Alumni Board meetings).
4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
5. Send regular meeting and project reminders to committee members.
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. Financially support the University.

B. Co-Chairperson

1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]
2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members

1. Attend a minimum of three out of four regularly scheduled meetings per year.
2. Participate and engage actively in committee.
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 consenting vote of three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- 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** of the Millersville Alumni Association reviews and approves activities for alumni programs submitted for consideration by the Millersville University Alumni Engagement Office, including events to encourage Alumni involvement in the

Association and its programs. Members assist with the implementation of programs and recommend ideas for increasing attendance and engagement 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 chairperson in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect. The committee includes a chair (appointed by MUAA President for a two-year term) and a committee co-chair.
- B. **Non-voting members** include the Director of Alumni Engagement or his/her designee and the MUAA President or his/her designee.

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

Section 5. Committee Guidelines/Responsibilities

- A. To plan, develop and coordinate a calendar of alumni events/activities.
- B. To recruit volunteers to assist with alumni events, which include hosting, set-up, clean-up, etc., including Homecoming Weekend and Commencements.
- C. To recommend initiatives that will strengthen alumni attendance and engagement at alumni events.
- D. To assist with event planning needs relative to affinity group programs.
- E. To develop, plan, implement and events aimed at attracting alumni back to campus or convening regional groups of alumni to allow for interaction and networking with fellow alumni.
- 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 all the Alumni related calendars and are open to all members of the Alumni Association.

Section 6. Members' Responsibilities

A. Chair

1. Preside at all meetings of the Alumni Events Committee.
2. Select voting committee members in consultation with the Director of Alumni Engagement, Association President, and/or Association President-Elect.
3. Prepare speaking points on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Alumni Engagement within 5 business days (should be present at Alumni Board meetings).
4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
5. Send regular meeting and project reminders to committee members.
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. Financially support the University.

B. Co-Chairperson

1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]
2. Preside at meetings in the absence of the chair.
3. Financially support the University.

C. Voting Members

1. Attend a minimum of three out of four regularly scheduled meetings per year.
2. Participate and engage actively in committee.
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 consenting vote of three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- B. Any member may resign from the committee at any time.

## ARTICLE SEVEN: COMMUNICATIONS AND 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 **Communications and Technology Committee** assists with meeting this commitment by using technology, such as social networking, on-line services and e-communications to support other programs and committees 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 chairperson in consultation with the Director of Alumni Engagement and/or the Association President or President-Elect. The committee includes a chair (appointed by MUAA President for a two-year term) and a committee co-chair.
- B. **Non-voting members** include the Director of Alumni Engagement or his/her designee, the MUAA President or his/her designee, or Technology and Communications specialists from the University staff, as necessary

Section 3. Committee Terms

- A. Voting members serve a two-year term (July 1 - June 30). A member may serve four (4) 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 by a written request of four members of the committee in a letter to the Association President.
- C. **Conducting business electronically:** When it is not possible for the committee, in whole or in part, to conduct an in-person meeting, the committee may use conference call, email, or other electronic means to hold the meeting and to conduct business.

Section 5. Committee Guidelines/Responsibilities

- A. To engage alumni in the development and/or implementation of programs that advance the goals of the Alumni Association. This may include campaigns conducted online or through social media, marketing efforts, surveys, and other communications-related activities.
- B. The committee may consult with MU's Communication and/or Marketing departments to advance/market the University and/or the Association.
- C. To analyze available metrics to evaluate the effectiveness of its programs and campaigns.
- D. 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 in committee meetings or other Association functions.
- E. To provide counsel to the MUAA Executive Committee on issues pertinent to the organization.

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

Section 6. Members' Responsibilities

A. Chair

- 1. Preside at all meetings of the Communications and Technology Committee.
- 2. Select voting committee members in consultation with the Director of Alumni Engagement, Association President, and/or Association President-Elect.
- 3. Prepare speaking points on the activities of the committee, for the Alumni Board meetings and email them to the Board Secretary and Director of Alumni Engagement within 5 business days (should be present at Alumni Board meetings).
- 4. Submit an annual report for review to the Association President and Director of Alumni Engagement by June 1 to be included in the MUAA Annual Report.
- 5. Send timely meeting and project reminders to committee members.
- 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. Financially support the University.

B. Co-Chairperson

- 1. Serve as secretary at all meetings, or appoint a secretary from the voting membership. 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 of minutes.]
- 2. Preside at meetings in the absence of the chair.
- 3. Financially support the University.

C. Voting Members

- 1. Attend a minimum of three out of four regularly scheduled meetings per year.

2. Participate and engage actively in committee.
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 consenting vote of three fourths of the Alumni Association Executive Committee. The Executive Committee will notify the member in writing and provide the reason(s) for removal.
- 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 Directors 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):

<u>Item</u>	<u>Made Public</u>	<u>Method of Distribution</u>
Alumni Board Meeting Agendas	By request	Online/Electronic
Alumni Board Meeting Minutes and Online	After approved by BOD	File Copy in University Archives
Alumni Board Financial Documents	Board Only	NA
Alumni Assoc. Committee Agendas	Board & Committee Only	NA
Alumni Assoc. Committee Minutes	Board & Committee Only	NA

**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  
**Revised/Approved: November 16, 2019**