

**CONSTITUTION OF THE UNIVERSITY OF TEXAS
AT ARLINGTON ALUMNI ASSOCIATION**

**ARTICLE I
NAME**

Section 1: Name

The name of this organization shall be The University of Texas at Arlington Alumni Association, Inc. herein referred to as The Association.

**ARTICLE II
PURPOSE**

Section 1: Purpose

The purpose of this organization shall be the support of benevolent, charitable and educational undertakings by extending aid to students of The University of Texas at Arlington, by encouraging sentiments generally favorable to education, by perpetuating and strengthening ties of affection and esteem formed in college days, and by promoting the interest and welfare of The University of Texas at Arlington and its Alumni. The Association is organized exclusively for charitable and educational purposes. No part of the net earnings of The Association shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that The Association shall be authorized and empowered to pay reasonable compensation for services rendered in furtherance of the purpose set forth in Article II hereof.

All assets of the corporation shall be pledged and used exclusively for its charitable functions.

Section 2: Dissolution

On discontinuance of The Association by dissolution or otherwise the assets are to be transferred to this state, the United States, or an educational, religious, charitable, or other similar organization that is qualified as a charitable organization under Section 501(c)(3), Internal Revenue Code of 1986, as amended.

**ARTICLE III
MEMBERSHIP**

Section 1: Membership

All former students of Arlington College (1895-1902), Carlisle Military Academy (1902-1913), Arlington Training School (1913-1916), Arlington Military Academy (1916-1917), Grubbs Vocational College (1917-1923), North Texas [Junior] Agricultural and Mechanical College (1923-1949), Arlington State College (1949-1967), and The University of Texas at Arlington (1967-thereafter), and graduates of The University of Texas System School of Nursing at Fort Worth (1972-1976) UTA Fort Worth Students, who have successfully completed twelve semester hours will be members of The Association.

Section 1.1: Active Members

Any member who has paid an amount as established by the Bylaws as dues to The Association shall be an active member of The Association. All active members in good standing are qualified to hold office and to vote at all meetings of The Association.

Section 1.2: Other Memberships

Life members, honorary members, associate members and other classes of membership shall be determined as defined in the Bylaws.

ARTICLE IV OFFICERS

Section 1: Officers

The officers of The Association shall be a President, a President-elect, Vice President of Alumni Programs, Vice President of Membership, Vice President of Student Relations, an Immediate Past President, Secretary, and a Treasurer. The offices of Secretary and Treasurer may be held by the same person.

Section 1.2: Officers Terms of Office

The President-elect, First Vice-president, Secretary, and Treasurer, shall be elected at the last regularly scheduled Board of Directors meeting of the previous Board of Directors and shall hold office for two (2) years or until their successors have been chosen. The President-elect shall hold office for one (1) year and can be re-elected for a second year by majority vote. The President-elect shall serve as President for The Association immediately following his/her term as President-elect. Only active members, in good standing, who have served as an elected member of the Board of Directors, shall be eligible for any elective office.

Section 1.2.1: Prohibition of Successive Terms as President

The President shall not hold two successive elective terms of office as President, except as provided in Section 1.3, below.

Section 1.3: Vacancies

In the event of the death, disability or resignation of the President, the President-elect shall assume the responsibility of the President. In the event of the death, disability or resignation of any other officer, the President shall recommend a member in good standing, to the Board of Directors, for their approval to fill the vacancy. Such appointees shall hold office for the balance of the term.

Section 2: Executive Committee

The officers of The Association and the Immediate Past President shall compose the Executive Committee and shall transact all administrative business of The Association in the interim between meetings of the Board of Directors. All actions of the Executive Committee shall be reported to the next meeting of the Board of Directors.

Section 3: President

The President of The Association shall be the presiding officer at all meetings of The Association, the meetings of the Board of Directors, and the Executive Committee. The President shall be charged with advancing the purposes of The Association. The President shall have the power to appoint all committees, not otherwise provided herein, or in the Bylaws, with the approval of the Board of Directors. The President shall act for and in behalf of The Association, and shall have such other duties and powers as may be prescribed by the Bylaws.

ARTICLE V DIRECTORS

Section 1: Directors-at-Large

There shall be a maximum of twelve (12), but not less than 8, elected directors-at-large of The Association.

Directors at large are responsible for serving on the board as a voting member as well as serve in the capacity of a committee member or committee chair. Directors at large are responsible for helping the board of directors achieve the goals and mission for the UTA Alumni Association. They must attend the four quarterly board of directors meetings as well

as any committee meetings called by the committee chair or alumni association liaison. They must also be a current, active member of the Alumni Association.

Section 1.1: Academic Directors

There shall be twelve (12) elected academic directors, one each representing the School of Architecture, College of Business Administration, College of Engineering, College of Liberal Arts, , Military Science, School of Nursing, College of Science, Center for Professional Teacher Education, School of Social Work, the Institute of Urban Studies, Honors College, UTA Fort Worth.

The primary duties of the Academic Directors are to:

Provide a report at each quarterly meeting on the progress of their academic unit. Serve as a liaison between the Dean and the Alumni Board. Serve as alumni speakers for Winter/Spring/Summer graduation ceremonies.

Section 1.2: Local Chapter Directors

Ex-officio positions held by a chosen few of local chapter leaders. The chosen leaders are appointed by the Alumni Association.

Section 1.3: Past Presidents

Past Presidents of The Association may elect to serve a one year term by notifying the President prior to the commencement of that year.

Section 2: Terms of Office: Directors-at-Large

The term of office shall be three (3) years with four directors elected annually. Vacancies created by death, disability, or resignation shall be filled by election at the next meeting for the balance of the term of the director so replaced. Only active members in good standing shall be eligible "for election" to the Board of Directors.

Section 2.3 Limitation of Terms

No person shall serve more than two consecutive full terms as Director-at-Large, Academic Director or Local Chapter Director.

Section 2:2: Terms of Office: Local Chapters

Term of office shall be one (1) years. Vacancies created by death, disability or resignation shall be filled by election at the next meeting for the balance of the term of the director so replaced. Only active members in good standing shall be eligible for election to the Board of Directors.

Section 3: Alumni Presidential Appointments

The President of The Association shall appoint to the Board of Directors two (2) members who shall serve a term of (1) one year.

Section 4: University Presidential Appointment

The President of The University of Texas at Arlington shall appoint to the Board of Directors two (2) members who shall serve a term of three (3) years at which time they may be reappointed at the discretion of the President of the University.

Section 5: Temporary Vacancy Appointments

The Alumni President may recommend to the Board of Directors a member to fill a vacancy created by death, disability or resignation of an elected director. On a two-thirds (2/3) majority vote of the Board of Directors, these appointees will serve until the vacancy is filled by election at the next meeting for the balance of the term of the director so replaced.

Section 6: Board of Directors

The Board of Directors shall consist of the officers, elected directors-at-large, elected academic directors, elected directors of local chapters, appointed directors, and the immediate past president and past presidents who have elected to serve.

Section 7: Director Election to Officer Position

Directors elected to an officer position of The Association shall, upon taking office, be deemed to have resigned their director's position.

Section 8: Duties

The entire charge and control of The Association and its affairs, funds and properties shall be vested in the Board of Directors.

Section 9: Absences of Directors

A member of the Board of Directors who is not present at two (2) consecutive regular meetings will be deemed to have resigned from membership on the Board. The vacancy shall be filled as prescribed in other sections herein. The Board of Directors may waive this provision on a two-thirds (2/3) majority vote.

**ARTICLE VI
STAFF**

Section 1: Executive Director

The Executive Director shall have general responsibility for the operation of The Association business, subject to the direction and approval of the Board of Directors. The Executive Director shall be employed by The University of Texas at Arlington and shall be responsible to the President of the University. The Executive Director shall maintain all records of The Association, Executive Committee, and Board of Directors, and shall make all reports called for by The Association. The Executive Director shall attend to such other duties as an executive director should perform.

**ARTICLE VII
MEETINGS**

Section 1: Called Meetings

A special meeting of The Association shall be held upon request by the Board of Directors, or by a signed petition of thirty (30) or more members in good standing, presented to the President. The Executive Committee shall determine the time and place of the called meeting and shall send out notices to all members at least two (2) weeks prior to the date of the special meeting. If possible, notice of the called meeting shall be made by publication. Only business stated in the announcement of the called meeting shall be binding on The Association. Other matters shall require unanimous approval of those present, before the matter will be considered.

Section 2: Meetings of the Board Directors

Regular meetings of the Board of Directors shall be held as provided by the Bylaws. The time and place shall be recommended by the President, and approved by the Board of Directors. Special meetings may be held at the request of the President or by written request of four (4) or more members of the Board of Directors. All meetings shall be considered public meetings unless otherwise designated as a closed meeting by two-thirds (2/3) majority vote of the Board of Directors. Closed meetings shall be for the purpose of conducting business pertaining to the staff and/or employees, and other business not in the general interest of the public. Only members of the Board of Directors may attend a closed meeting.

**ARTICLE VIII
COMMITTEES**

Section 1: Committees

With the exception of the Executive Committee, the committees shall be determined by the President, and approved by the Board of Directors. Existing committees:

Nominations - shall be composed of at least three (3) and no more than five (5) members of the Board of Directors. The Nominating Committee shall present its slate of officers and directors to the Board of Directors at a regular meeting of the Board of Directors.

Facilities - advises on property issues, enhancements, additions, and all contractual items pertaining to the office space.

Finance - Reviews income and expenditures; recommends budget; monitors accounting and audit procedures; reviews new sources of income. Makes recommendations regarding investment guidelines; monitors and evaluates the performance of the investments and reports to the Board on a quarterly basis.

Membership - Clearly markets the value of UTAAA membership to all alumni, to our employees and to the university community; to make the membership experience itself increasingly meaningful and relevant. This committee exists to advise on membership matters, member services, affinity programs, sponsorships, advertising, and new revenue opportunities, and to review, recommend, and monitor benefits and services offered to all Alumni Association members and other constituents.

Scholarship/Students - Works with the Alumni Association to guide and direct the awarding of the Association-sponsored scholarships to deserving students. The scholarships total more than \$30,000 annually. Develops and implements plans for Student Alumni Association; serve in an advisory capacity to the Student Alumni Association; works to develop activities which establish pride, loyalty, and lifelong commitment to UTA and the UTA alumni community.

African-American Alumni Reception - Organizes the African American Alumni Reception. The committee also chooses one honoree(s) for the African American Alumni Award, which is presented at the reception during Homecoming week.

Distinguished Alumni Gala - Organizes the Distinguished Alumni Gala, which is the largest university event on campus each year. The committee also chooses the recipients of the Distinguished Alumni Awards, including the Honorary and/or Service Awards.

ARTICLE IX LOCAL CHAPTERS

Section 1: Local Chapters

Local chapters may be formed and recognized as set forth in the Bylaws. Dues are decided by the local chapter. Chapter presidents are required to be members of the Alumni Association.

ARTICLE X ACADEMIC UNIT CHAPTERS

Section 1: Academic Unit Chapters

Academic Unit Chapters will be formed as set forth in the Bylaws. All members of these organizations will be members of The Association.

ARTICLE XI BYLAWS AND AMENDMENTS

Section 1. Bylaws

To carry into effect the purpose of this organization, Bylaws shall be adopted by the Board of Directors, consistent with this Constitution and pursuant of its provisions.

Section 2: Amendments to the Constitution

Any proposed amendment must be presented at a regular meeting of the Board of Directors. Upon discussion, and approval of a motion there of, the amendment shall be considered at the next regular meeting, where it must be reconsidered and approved by two-thirds (2/3) majority vote to be incorporated into the official Constitution of The Association.

ARTICLE XII

CONFIDENTIAL

**BYLAWS OF THE
THE UNIVERSITY OF TEXAS AT ARLINGTON ALUMNI ASSOCIATION**

Hereafter referred to as The Association.

**ARTICLE I
OFFICERS**

Section 1. The officers of The Association shall be: The President, the President-elect, Vice President for Special Events, Vice President for Membership, Vice President for Student Relations, the Secretary, and the Treasurer. The offices of Secretary and Treasurer may be held by the same person.

Section 1.1. The line of succession of the officers shall be as they are listed in Section 1.

Section 2. The duties of the officers of The Association shall be as described herein.

Section 2.1. President

The President shall act as the presiding officer at all Board of Directors meetings of The Association and the meetings of the Executive Committee. The President, in consultation with the President-Elect, Vice President of Special Events, Vice President for Membership, Vice President for Student Relations, Secretary, Treasurer, and Immediate Past-President, shall appoint committee chairs, not otherwise provided in the Constitution and Bylaws. The President retains the privilege to establish additional committees as needed. Committees currently under the auspice of the President include: Governmental Relations, Constitution/Bylaws,

Furthermore, the President shall be charged with advancing the purposes of the Association to the university administration and the community at large. The President shall act for and in behalf of The Association at University and community functions and shall have such other duties and powers as may be prescribed by the Constitution and Bylaws.

Section 2.2. President-Elect

In the absence of the President, the President-Elect shall act as the presiding officer at all Board of Directors meetings of The Association and the meetings of the Executive Committee.

The primary duties of the President-Elect shall be the development, maintenance, and evaluation of the Association's long-range planning process. To provide continuity in the governance of The Association, the President-Elect shall be responsible for the nomination and presentation of individuals to serve on the Board of Directors.

Section 2.3. Vice President for Membership

The Vice-President - Membership shall be responsible in fulfilling the goals and objectives set forth in The Association's long-range plan to achieve desired levels of membership. Recommendations of an action plan shall be subject to approval by the President and the Board of Directors.

The Vice-President of Membership is charged with delivering a monthly progress report to the Executive Committee and ensuring that a quarterly progress report to the Board of Directors is made by the respective committee chairs.

Section 2.4. Vice-President for Special Events

The Vice-President of Alumni Programs - shall be responsible for establishing committees to oversee special events sponsored and endorsed by the UTA Alumni Association. These committees now include, but are not restricted to, the Distinguished Alumni Gala, the African-American Alumni and Student Receptions, etc. The nomination of committee chairs is subject to approval by the President and the Board of Directors.

The Vice President is charged with delivering a monthly progress report to the Executive Committee and ensuring that a quarterly progress report to the Board of Directors is made by the respective committee chairs.

Section 2.5. Vice President for Student Relations

The Vice President will serve as the Board of Directors liaison to the Student Alumni Association. The Vice President is charged with attending Student Alumni Association meetings and functions. In concert with the staff advisor to the Student Alumni Association, the Immediate Past-President will provide leadership and guidance so that the goals and objectives of the SAA are fulfilled.

The Vice President is charged with delivering a monthly progress report to the Executive Committee and ensuring that a quarterly progress report to the Board of Directors is made by the Student Alumni Association President.

Section 2.-6. Secretary

The Secretary shall act as the recording secretary of the Association at all Board of Directors meetings and meetings of the Executive Committee. The Secretary shall maintain a record of the minutes and keep a current file on hand at all Board of Directors meetings. The Secretary shall approve all minutes, by signature, before distribution to the Board of Directors.

The UT Arlington Alumni Association office staff will provide an original copy to the Secretary for signature approval and will be responsible for the distribution to the membership of the Board of Directors.

Section 2.-7. Treasurer

The Treasurer shall account for the funds of the Association as directed by the Board of Directors and shall present the financial report at the quarterly meetings of the Board. The Treasurer shall submit the accounts of The Association to audit as directed by the Board of Directors. The Treasurer may appoint a budget/finance committee subject to the approval of the President and the Board of Directors.

The Executive Director will disburse funds and maintain accountability under the supervision of the Treasurer as directed by the Board of Directors. The Executive Director shall be bonded to whatever amount is determined appropriate by the Board. The cost of the bond shall be the responsibility of The Association.

Section 2.8 Immediate Past President

The primary duties of the Immediate Past President shall be improvement of facilities and coordination of the Past President's Council of the Association.

**ARTICLE II
QUORUM**

Section 1. Twenty-five (25) members, present in person, shall constitute a quorum for the transaction of business at all general meetings of The Association.

Section 2. Fifteen (15) members of the Board of Directors shall constitute a quorum of the Board of Directors.

**ARTICLE III
MEMBERSHIP**

Section 1. An active member as defined by the Constitution is one who donates \$10.00 or more per fiscal year to The Association.

Section 2. An associate member is an individual who is not a member as defined by the Constitution, but who subscribes to the objectives of The Association and donates \$10.00 or more per fiscal year to The Association. An associate member is entitled to all privileges and obligations of The Association except the right to vote and hold office.

Section 3. An honorary member is an individual who has rendered significant service, which the Association wishes to recognize, and may become an honorary member upon nomination of the Board of Directors and two-thirds (2/3) majority vote of the Board of Directors at a regular meeting. An honorary member shall have all the privileges and obligations of regular membership, except the right to vote and hold office.

Section 4. All life memberships prior to April, 1977, shall be honored by The Association.

Section 5. All joint life memberships prior to April, 1977, shall be honored by The Association.

Section 6. Various clubs corresponding to contribution levels may be established from time to time by a two-thirds (2/3) vote of the Board of Directors.

Section 7. Donations made prior to July 1, shall be considered active memberships for the current fiscal year. Any donation made after July 1, shall be considered active membership for next fiscal year.

ARTICLE IV ELECTIONS

Section 1. All elective officers and directors shall be elected at the last regularly scheduled Board of Directors meeting of the previous Board of Directors.

Section 2. Any active member of The Association may vote at all meetings of The Association.

Section 3. Nominations for all officers shall be made by the Nominating Committee. The Nominating Committee shall present its proposed slate of officers to the Board of Directors at the regular business meeting prior to the last regularly scheduled meeting of the Board of Directors.

Section 4. Proposals for officers and directors may be made to the Nominating Committee by any member of The Association. The Nominating Committee shall present to the Board of Directors for approval its recommendation of proposed members.

ARTICLE V PROCEDURE

Section 1. In these By-Laws, a two-thirds (2/3) majority vote shall be construed to mean a two-thirds (2/3) majority of those members present.

Section 2. The fiscal year of The Association shall extend from September 1 through August 31 of each year.

Section 3. Robert's Rules of Order shall govern this organization's meetings if not in conflict with the Constitution or Bylaws.

Section 4. The newly elected officers and directors shall assume office at the regular business meeting of the fiscal year.

ARTICLE VI LOCAL CHAPTERS AND ACADEMIC UNIT DIVISIONS

Section 1. The local chapter may be recognized by two-thirds (2/3) majority vote of the Board of Directors.

Section 2. There shall be eleven (11) academic unit divisions, one each representing the School of Architecture and Environmental Design, Athletics, College of Business Administration, College of Education, College of Engineering, College of Liberal Arts, Military Science, School of Nursing, College of Science, School of Social Work, the School of Urban and Public Affairs, and UTA Fort Worth.

Section 3. All members of the local chapters and academic unit divisions will be members of The Association.

Section 4. The chapter shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of its funds shall inure, or be distributed, to the members of the organization. Upon dissolution of the chapter, any funds remaining shall be distributed to the University of Texas at Arlington Alumni Association.

ARTICLE VII MEMBERSHIP LIST

Section 1. The list of members of The Association shall be considered as privileged information and shall not be distributed. Any distribution of the list for non-commercial purposes may be approved by the Executive Director of The Association.

Section 2. Other committees may be formed, when deemed necessary, upon recommendation of the President and approval of the Board of Directors.

ARTICLE IX CONDUCT

Section 1. A member of the Board of Directors shall declare his/her interest, position, or holdings in any business matter that comes before the Board of Directors, which may be construed as a conflict of interest between his/her personal business and The Association business.

Section 2. It shall be the policy of The Association that the release of information to any news media of any type shall be made through the Executive Director of The Association.

ARTICLE X ORDER OF BUSINESS

Section 1. The order of business for meetings of the Board of Directors shall be as follows:

1. Call to order.
2. Approval of minutes of previous meeting.
3. Reports of Officers.
4. Report of Executive Director
5. Reports of Committees.
6. Reports of Academic Directors
7. Reports of Chapters
8. Unfinished Business.
9. New business.
10. Miscellaneous.
11. Adjournment.