

MSOE Alumni Association Bylaws

Article I. Mission

Section 1.01

The mission of the Milwaukee School of Engineering (MSOE) Alumni Association is to serve the needs of alumni and to foster a spirit of loyalty and fraternity among them; maintain close relations between MSOE, its alumni and the community, promote enrollment and student retention; advance MSOE through financial and professional support; and assist the administration, faculty and Board of Regents to fulfill the mission of MSOE.

Article II. Membership

Section 2.01

All graduates and former students who were enrolled for credit shall be considered members of the MSOE Alumni Association. Also, individuals receiving Honorary Degrees and graduates of the Milwaukee County General Hospital School of Nursing are members of the MSOE Alumni Association. There shall be no set dues for membership in the MSOE Alumni Association.

Section 2.02

All members shall have the power to vote.

Section 2.03

The fiscal year shall be coincident with the fiscal year of MSOE.

Article III. Alumni Association Structure

Section 3.01 Structure Overview

To best serve the interests of MSOE, the following Alumni Association structure has been designed (see Figure 1).

MSOE Alumni Association Bylaws

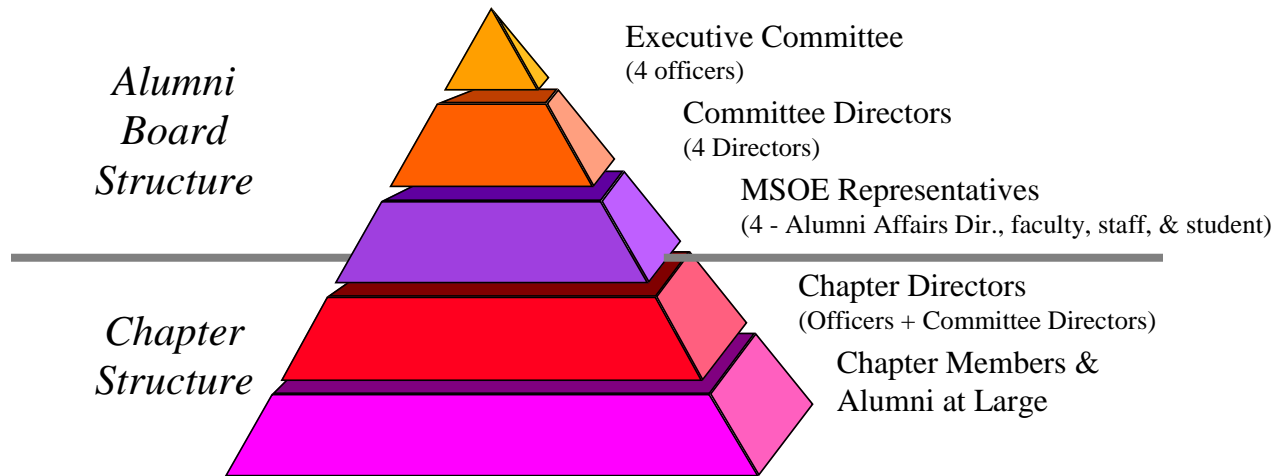


Figure 1. MSOE Alumni Association Structure

The core foundation of the MSOE Alumni Association lies with the entire alumni body. The main purpose of the Association is to foster a mutually beneficial relationship between alumni and MSOE. The structure, as it is defined above, facilitates this relationship through clear lines of communication and involvement.

Section 3.02 Board of Directors

The governing body of the MSOE Alumni Association is an elected Board of Directors, organized within the aforementioned structure, and hereinafter referred to as “Board”. The Board shall have twelve (12) elected members, of whom four shall be executive committee officers: President, President-Elect, Secretary, and Past-President. Four (4) shall be committee directors, one for each of the following: Chapter Strength, Alumni Needs, Financial Strength, and Professional Support. Four (4) shall be MSOE personnel including a staff representative, a faculty representative, a student representative, and the Alumni Affairs Director, all of whom shall serve as liaisons between MSOE and the Board.

- (a) All Board members shall be expected to do the following:
- Attend every regular meeting of the Board
 - Serve on at least one committee of the Board
 - Be knowledgeable of MSOE interests, programs, policies, and events
 - Actively participate in MSOE events
 - Use their best efforts to represent the interests of MSOE
 - Ensure fulfillment of the Association’s mission and purpose
 - Meet other expectations as the Board may deem appropriate

MSOE Alumni Association

Bylaws

Section 3.03 Powers and Duties of the Executive Committee

(a) Executive Committee

The Executive Committee is responsible for appointing the committees and their directors and for appointing members into offices that have vacated prematurely. The Alumni Affairs Director is a permanent member of this committee.

(b) President

The President shall be the principal executive officer of the Association and shall, in general, supervise and direct all business and affairs of the Association. The President shall preside at meetings of the Association and perform all duties incident to the office of President. The President is an ex-officio member of each committee and chapter, officially represents MSOE at all formal events as deemed appropriate by the President of MSOE, and submits each summer a full report of the Alumni Association accomplishments for the preceding year to the MSOE President.

(c) President-Elect

The President-Elect, in the absence of the President, shall perform the duties of the President and, when so acting, shall have all the powers of the President. During the term of the President-Elect, this officer shall observe and learn the duties of the office of President to insure a smooth transition at the time of induction to the office of President. The President-Elect shall serve as Parliamentarian at meetings of the Executive Officers and the Board.

(d) Secretary

The Secretary shall be responsible for keeping minutes of the meetings of the Board and for all correspondence of the Board. The Secretary, with the assistance of the MSOE Alumni Affairs Office, shall report any financial statements pertinent to the affairs of the Board. The Secretary shall perform, from time to time, all duties as assigned by the President.

(e) Past-President

The Past-President shall serve as advisor to the President, offering historical perspective as deemed necessary. The Past-President shall perform, from time to time, all duties as assigned by the President.

The Past-President chairs the ad-hoc committee responsible for the bylaw review and revision process as well as insuring that nomination procedures, as outlined in these bylaws, are followed.

(f) Premature Vacancies

In the event of the death or resignation of any of the executive committee members, the remaining members shall appoint a member of the Board into the

MSOE Alumni Association

Bylaws

vacated role within 30 days. If the vacated role is that of the President, the President-Elect shall assume the role of the President and the President-Elect vacancy will be filled.

Section 3.04 Committee Director Responsibilities

Directors of committees are empowered to assemble a group of volunteers, comprised of members-at-large of the MSOE Alumni Association, to work on behalf of MSOE to meet the needs of each committee. Directors shall contact the MSOE Alumni Affairs Office to solicit names of such alumni volunteers, if so needed. It is the Director's additional responsibility to maintain the committee's scope.

(a) Chapter Strength

The Director of Chapter Strength is appointed by the Executive Committee and shall serve as chairperson of the committee responsible for the maintenance of the Chapter Management Guide and for recommending activities, events, structure, location, size, etc. to the Board. This Director shall work with the Alumni Affairs Director to insure all members of the Association are represented as well as offered an opportunity to interface, from a distance, with MSOE.

(b) Alumni Needs

The Director of Alumni Needs is appointed by the Executive Committee and shall serve as chairperson of the committee responsible for alumni needs assessment and other issues pertinent to alumni interests. The Alumni Needs committee is also accountable for engaging current students as part of our alumni as well as managing the alumni web content found on the MSOE web site.

(c) Financial Strength

The Director of Financial Strength is appointed by the Executive Committee and shall serve as chairperson of the committee responsible for assisting the MSOE Development Office in both setting and achieving its annual fund raising goals. This committee shall insure 100% participation in the Annual Fund by the members of the Board. The Director of Financial Strength shall provide a financial report at the annual meeting.

(d) Professional Support

The Director of Professional Support is appointed by the Executive Committee and shall serve as chairperson of the committee responsible for alumni matters such as national networks, shadow programs, and speakers' bureaus.

MSOE Alumni Association

Bylaws

Section 3.05 MSOE Representative Responsibilities

Faculty, staff, and students shall be represented on the Board in order to establish and maintain a linkage between the Association and MSOE. The expectation of this position is to provide information about MSOE programs, policies, events, and opinions; encourage mutual and complementary planning of activities; eliminate duplication or overlap of communications or events; identify and nominate honored alumni for service or awards; and perform other duties as may be incident to this role.

The Alumni Affairs Director shall serve as the principal liaison between the Association and MSOE; shall be responsible for providing the continuity of records, activities, and programs of the Association; and shall in every way expedite the mutual interest of the Association and MSOE in alumni affairs.

Section 3.06 Chapters

Chapters exist to provide alumni the opportunity to interface with MSOE, the graduates and current students of MSOE.

Association members may form an Area Chapter which, when approved by the Board, may be enrolled as an official Chapter of the Alumni Association. Each Chapter will be provided Bylaws, a Chapter Management Guide, and a Guide for Volunteers to aid in the formation and continuation of a strong chapter.

- (a) It shall be the purpose of each Chapter to meet at least once a year with a representative from the Alumni and/or Faculty or Administration of the MSOE.
- (b) The President of an Area Chapter, upon appointment, shall be a primary link to the Chapter Strength committee and will receive meeting notices and minutes of that committee's activities.

Article IV. Administration

Section 4.01 Terms of Office

- (a) Executive Committee

The President and Secretary will be elected for two (2) year terms. The President-Elect will be elected for a minimum of a one (1) year term. The President-Elect will automatically become President after serving for one (1) year as President-Elect. The President will become Past President for two (2) years after their two-year term as President.

MSOE Alumni Association

Bylaws

(b) Committee Directors

Directors will be elected for three (3) year terms. Additional Board members may be added during the year by a majority vote of the Board. The terms of the Directors' shall be staggered so that one-third of the Directors' terms shall expire each year.

(c) MSOE Representatives

MSOE Representatives are appointed for a one year term by the President of MSOE.

Section 4.02 Eligibility, Nomination and Elections

(a) Executive Committee

The Nomination and Bylaws Committee determines the number of executive committee vacancies. The Nomination and Bylaws Committee requests officer nominations from the entire Board. Nominations are compiled and sent to the Board for voting at the last regular meeting before the Annual Meeting of the Association or a special meeting called for that purpose. The Nomination and Bylaws Committee compiles the votes and communicates to the Board and the new officers. The slate will be announced at the Annual Meeting of the Association and the newly elected officers will take office immediately.

(b) Committee Directors

The Nomination and Bylaws Committee determines the number of committee director vacancies. Candidates are solicited from the chapters and members-at-large based on the following criteria:

- Must be an advocate for MSOE
- Must be able to commit to at least one committee
- Must attend all Board meetings
- Must contribute to the MSOE Annual Fund

Nominees are to furnish the Nomination and Bylaws Committee a resume including any relevant volunteer activities. At least two (2) members of the committee will meet with the candidate to discuss expectations and commitment. The Nomination and Bylaws Committee then decides whether to recommend the candidate to the Board. The candidate is made aware of the recommendation.

Recommendations are then presented to the Board for election. The slate will be announced at the Annual Meeting of the Association. New members are notified of their acceptance to the Board within 30 days.

MSOE Alumni Association

Bylaws

(c) MSOE Representatives

The Vice President of Academics recommends a faculty representative and a staff representative shall be recommended to the Board by the President of MSOE. The Vice President of Student Life shall recommend a student representative to the Board. The Alumni Affairs Director shall serve on the Board while employed by MSOE.

(d) Termination of Membership

Membership on the Board of Directors may be terminated by resignation or by removal from membership by a vote of the majority of the members present or represented by proxy at any regular meeting or at any special meeting expressly called for that purpose, whenever it has been determined by a member of the Board that:

- A member has been guilty of conduct prejudicial to the best interests of the Board.
- A member has not participated for two regular meetings of the Board.

Section 4.03 Meetings

Any meeting of the Board or Association shall be conducted in accordance with the latest edition of Robert's Rules of Order.

(a) Annual Meeting

The Annual Meeting will be held at MSOE. Formal notice will be given to the members-at-large thirty (30) days prior.

(b) Regular Meetings

During the fiscal year of the Association, there will be at least one (1) meeting held each quarter and the schedule is traditionally set one (1) year in advance.

(c) Special Meetings

Special Meetings may be called at any time by the President or by any three (3) Directors as deemed necessary. Special Meetings must be prefaced with a notice of at least ten (10) business days.

(d) Quorum

At least two Executive Committee members and two Committee Directors, appearing either in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of the Association.

(e) Committee Meetings

Committees are required to meet as needed between the regularly scheduled Board meetings. The Committee Director is responsible for scheduling these meetings.

MSOE Alumni Association

Bylaws

Committee meetings may occur in person or via teleconference, or other mode of communication deemed appropriate by the committee members.

Section 4.04 Amendments

These Bylaws may be amended by the following procedure:

- The Past-President will provide recommendations to the Board for discussion at a meeting.
- Recommendations shall be voted upon at a meeting of the Board and, if approved, shall then be sent to all members of the Board, which will require an affirmative vote of the majority.
- Upon approval of the Board and Vice President of Development, the amended Bylaws shall be posted to the MSOE website and shared with members-at-large at the next Annual Meeting.