

Triangle Chapter Penn State Alumni Association Bylaws

Revision Date: August 27, 2015

ARTICLE I

SECTION 1: Name

The official name of this organization shall be the Triangle Chapter of the Penn State Alumni Association (the “Chapter”), a field organization of the Penn State Alumni Association (the “Alumni Association”). The organization may also be referred to internally as “Triangle Penn State Chapter” or “Triangle Chapter”.

SECTION 2: Mission Statement

To promote Penn State University and the Alumni Association by providing fellowship, philanthropy, and support to alumni and friends in the Triangle area. The Triangle area is defined as Raleigh, Durham, Chapel Hill, and the surrounding North Carolina communities.

SECTION 3: Purpose

- (a) Promote the fellowship and welfare of Penn State Alumni (“Alumni”), students, parents of students, and other friends of the University residing in the chapter area by providing information and services to them;
- (b) Recruit volunteer assistance for the various programs of the Triangle Chapter and the Alumni Association; and
- (c) Assist the Alumni Association in promoting the University and its programs.

ARTICLE II

SECTION 1: Membership

Active. Any alumni, faculty, former faculty, student, former student, or supporter of Penn State is eligible to become an active member.

SECTION 2: Dues

- (a) Annual Dues shall be charged to all active members of the Chapter and shall be determined by the Board of Directors.
- (b) In the event that both spouses are Penn State Alumni and both wish to become active members of the Chapter, this may be accomplished by paying dues individually. In such case, each spouse would be eligible for their own membership privileges.

SECTION 3: Membership Privileges

Active.

1. One vote in open meetings;
2. Eligible to be on the board;
3. Eligible, if an active member of the Penn State Alumni Association, for executive board of directors;
4. Invited to all Chapter functions; and
5. Entitled to bring one adult guest (i.e. spouse, partner, or dependent) and the member's minor children to chapter events, unless otherwise stated.

SECTION 4: Calendar

The calendar year for the Chapter will run from July 1 to June 30.

ARTICLE III

SECTION 1: Executive Board

(a) The officers of the Chapter, ("Executive Board"), shall consist of a President, Vice President, a Secretary, and a Treasurer. All officers must hold concurrent membership in the Alumni Association.

(b) Purpose.

1. The Executive Board shall have all responsibility of monetary matters. In addition, the Executive Board may amend the bylaws, with the exception of Article VIII, Dissolution of the Chapter.
2. The Chapter cannot exist without an Executive Board.
3. The Executive Board shall consist of no less than a President and Treasurer.

SECTION 2: Board of Directors

The Board of Directors (the "Board") shall consist of the Executive Board, assistant officers, and standing committee chairs. In accordance with Penn State Alumni Association requirements, all Chapter Directors shall be Members or Associate Members of the Penn State Alumni Association before their term of service as such.

SECTION 3: Terms of Office

(a) Officers. The term of office for the Executive Board of the Chapter shall be two years. Officers of the Chapter may be re-elected, but successive terms as an Officer shall be limited to two, unless approved by the majority of the Board.

(b) Board of Directors. The term of office for voting members of the Board shall be two years. Board members may be re-appointed but successive terms of Board membership shall be limited to two, unless approved by the Executive Board.

(c) Vacancies. If a vacancy should occur, the Board may elect a new member to serve for the remainder of the unexpired term.

SECTION 4: Elections of the Executive Board

(a) Executive Board of Director elections will be held on even years. The Executive Board will be elected through a majority vote of active members present, either in person or by proxy, at an annual Chapter meeting, as proscribed in Article VI, Section 1.

(b) A quorum shall exist of 10% of the voting members, which must include either the President or Vice-President. If less than a quorum exists, a substitute annual meeting shall be held in less than 35 days, when the quorum shall consist of one half the necessary votes to form a quorum at the previous meeting.

(c) Voting members may vote in person or by proxy, or by other means provided at the discretion of the Board.

(d) Candidates for President must be approved by the Board.

ARTICLE IV

SECTION 1: Responsibilities of the Executive Board

The responsibilities of the Executive Board are as follows:

(a) The Executive Board shall attend all Executive Board meetings, with the exception of absences approved by the president. Repeated unapproved absences are grounds for removal from the Executive Board.

(b) The Executive Board shall meet on a regular basis. The location and time of Executive Board meetings is discussed and agreed upon by the Executive Board. It is the responsibility of each member to stay current on meeting locations, or in the case of absence from a meeting, confirm future meeting locations with the secretary or other Executive Board members.

(c) The Executive Board shall create an annual budget.

(d) The Executive Board shall conduct themselves in accordance with the Chapter Conduct Guidelines.

(e) Members shall make reports on their activities as requested.

SECTION 2: Duties of the Executive Board

The duties of the Executive Board shall be those set forth below:

- (a) **President.** The President shall serve as chair-person of the Board and Executive Board. He/she shall manage day-to-day business of the Chapter, assist in the appointment of committee members, call Executive Board, Board, and Chapter meetings, and preside at those meetings. The president shall inform the national Penn State Alumni Association Chapter Office (the “Alumni Office”) of Chapter activities and shall submit to that office an annual “State of the Chapter” report. In the event of a tie vote by the Board or Executive Board, the President has the tie-breaking vote.
- (b) **Vice President.** In the absence or disability of the President, or at his/her request, the Vice President shall perform the duties of the President. If the office of President becomes vacant, the Vice President shall become President until the next biannual election of officers by the membership. He/she shall perform such additional duties as may be delegated to him/her by the President.
- (c) **Secretary.** The Secretary shall keep official minutes of the meetings of the Chapter and the Board and shall send a copy to the Board members and the alumni field director. He/she shall maintain the official copy of the Chapter’s Charter, Constitution, Policies and Procedures, and past Chapter and Board minutes. He/she shall reconcile the Chapter’s financial statements on a quarterly basis.
- (d) **Treasurer.** The Treasurer shall be responsible for all receipts and disbursements of the Chapter and shall assist the Secretary with the Chapter’s records as necessary. The Treasurer shall be responsible for overseeing that disbursements are made in accordance with the guidelines in the Chapter’s annual budget, approved by the Executive Board. He/she shall be responsible for submitting a current financial statement at Board meetings as requested, and alert the Board to any financial changes that may affect the budget. He/she shall submit an annual financial report to the Board and shall send a copy of the approved budget to the Alumni Office.
- (e) **Assistant Secretary.** In the absence or disability of the Secretary, or at his/her request, the Assistant Secretary shall perform the duties of the Secretary. If the office of the Secretary becomes vacant, the Assistant Secretary shall become Secretary until the next biannual election of officers by the membership.
- (f) **Assistant Treasurer.** In the absence or disability of the Treasurer, or at his/her request, the Assistant Treasurer shall perform the duties of the Treasurer. If the office of the Treasurer becomes vacant, the Assistant Treasurer shall become Treasurer until the next biannual election of officers by the membership.

SECTION 3: Duties of the Board

- (a) The Board is the legislature of the Chapter and is empowered to establish local policy, consistent with the program set forth by the Alumni Association and the Executive Board.

(b) The Board shall hold a minimum of four meetings each year and other meetings called by the President at his/her discretion or upon petition to the President bearing the signature of at least one-third of the voting members of the Board. A petition for meeting shall state the specific purpose for meeting within seven days and shall hold such a meeting within fourteen days of receipt of a petition.

All Board meetings are open to all active Chapter members.

(c) A quorum of the Board shall consist of one-third of the voting members, to include at least two members of the Executive Board.

(d) Voting members of the Board shall attend all meetings of the Board with the exception of those excused by the President. Additional absences require Board approval. More than one unapproved absence from Board meetings within a year is grounds for removal. The Chapter shall meet on a regular basis. The location and time of Chapter meetings is discussed and agreed upon by the Board. It is the responsibility of each Board member to stay current on meeting locations, or in the case of absence from a meeting, confirm future meeting locations with the Secretary or another Officer.

ARTICLE V

SECTION 1: Committees

Five standing committees (Membership, Social Activities, Communications, Student Services, and Philanthropy) shall be established, and committee members appointed, by the voting members of the Board. Each committee shall have a Chairperson who shall be responsible for carrying out the function of the Committee and reporting to the Board, per request. Chairpersons shall be appointed by the Board.

SECTION 2: Functions of the Committees

(a) Membership. The Membership Chairperson shall maintain complete records of all active members of the Chapter, including contact information and dues status, and the list of all current Alumni Association members in the Triangle Chapter area (the "Alumni Association list") which shall be obtained from the alumni office. The Membership Chairperson shall use the Alumni Association list only for Chapter and the Alumni Association purposes, providing member contact lists for purposes of Chapter communications and organization of Chapter activities and events. The Committee shall ensure the security of all Chapter members' information, and shall not, under any circumstances, release the Alumni Association list for outside commercial purposes, political activities, or any other reason not directly related to Chapter or Alumni Association activities. The Membership Committee shall review the Alumni Association list, work towards outreach to non-member alumni and supporters in the Triangle, and encourage membership in the Chapter and the Alumni Association. The Committee shall maintain contact with the Alumni Association and shall notify the alumni office of address changes, job changes, achievements, and other pertinent information. The Committee shall be responsible for

producing and publishing advertising materials for the Chapter and contacting new arrivals to the Triangle Chapter area.

(b) Social Activities. The activities committee shall propose an annual schedule of Chapter activities which shall be presented for the Board's approval no later than May 31, and sent to the Alumni Office when approved. The Committee shall plan and organize social and community service events for members, non-members, and/or the public to help fulfill the Chapter goals of fellowship, philanthropy, community outreach, and promotion of the programs and objectives of Penn State and the Alumni Association. This shall include all football game TV Tailgates and the chapter picnic, and may include other social events. The Committee shall assist the Philanthropy Committee in planning, organizing, and executing the annual THON event. The committee shall work with the Membership Committee to devise activities which encourage non-members eligible for membership to join the Chapter and participate in Chapter activities. The Committee shall provide an annual report to the Executive Committee and the Board of Directors at the end of each year detailing chapter activities, including the steps undertaken to organize the event, attendance, cost, income (if any), and an evaluation of the effectiveness of each event. The Committee shall work with the Communications Committee to publicize events and activities in advance, and report on the same to Chapter members following. The Committee shall organize photos, videos, and/or updates for publication to the Chapter's website and social media outlets before, during, and following events and activities whenever possible. The Committee shall identify opportunities for and propose projects and activities related to community service and career services to the Board of Directors, and organize same if approved by the Board.

(c) Communications.

The Communications Committee shall update, maintain, and monitor responses to all Chapter communications done via traditional mail, e-mail, social media, chapter website, and all other communication channels as may be used by the Chapter. The Committee shall work with the Board of Directors to propose, adopt, and publish responses to media inquiries and on-campus events as they may be required. The Committee shall produce and publish a Chapter newsletter on a regular basis. Such a newsletter must be published at least semi-annually, including one printed newsletter that shall be mailed to all local alumni regardless of membership status. The Committee shall submit notices of activities to the "Penn Stater" magazine, in accordance with publishing deadlines. The Committee shall assist other committees to publicize information about programs and events to the membership and the general public.

(d) Student Relations. The Student Relations Committee shall plan an annual Penn State freshman "send-off" event for Triangle Chapter area students and their parents. The Committee shall serve as a liaison between the Chapter, area high schools, and area recruiters, by scheduling, publicizing and organizing staff for college fairs at area schools, and working with the Alumni Association and the Admissions Program to promote Penn State to Triangle-area high school students. The Committee shall be responsible for recommending policies regarding the scholarship fund to the Board. The Committee shall organize the scholarship applications and candidates for the Chapter's Scholarship annually, and provide such a summary for the Board. The Committee shall work with the Philanthropy Committee to do fundraising for the Chapter scholarship fund.

(e) Philanthropy. The Philanthropy Committee shall be responsible for organizing the THON event annually, with assistance from the Social Activities Committee. The Committee shall identify opportunities for local philanthropic outreach. The Committee shall collaborate with other alumni and community service organizations to organize charitable and volunteer opportunities for Chapter members benefiting the University, its alumni, the Triangle area, and the state of North Carolina. The Committee shall work with the Student Relations Committee to do fundraising for the Chapter scholarship fund.

(f) Ad hoc committees. Ad hoc committees, serving a temporary and short-term purpose, may be established by the Board from time to time. Such committees should have a defined deadline, either by date or goal. Ad hoc committee chairpersons shall not be considered a voting member of the Board.

(g) All committee members must agree in writing, before accepting any role or responsibility, to the limitations, guidelines, and privacy restrictions of the bylaws, including using access to alumni data for limited Chapter purposes only.

ARTICLE VI

SECTION 1: Annual Chapter Meeting

The Chapter shall hold an annual meeting within 30 days of the end of the fiscal calendar, and provide sufficient notice to all active members in good standing. At the annual meeting, elections of the Executive Board shall be held. A Chapter Status Report shall be compiled and presented by the President.

SECTION 2: Special Chapter Meetings and Other Chapter Activities

The President shall call special Chapter meetings that are included in the Chapter's annual schedule or activities or that are necessary to carry out the purposes of the Chapter.

ARTICLE VII

SECTION 1: Adoption

These bylaws shall be officially adopted upon its approval by the majority vote of the Board. It shall take effect upon granting of a charter by the Executive Board of the Alumni Association, authorizing its functioning as one of the official Penn State Chapters.

SECTION 2: Amendment

These bylaws may be amended by a three quarters vote of the Board with the exception of Article VIII, Dissolution of the Chapter. No amendments shall take effect until duly approved by a three quarters vote of the Executive Board of the Chapter.

ARTICLE VIII – Dissolution of the Chapter

SECTION 1: Chapter Dissolution

If at any time it is deemed necessary by the Executive Board to dissolve the Chapter, or if the Chapter does not have at least a President and a Treasurer, the Chapter must be dissolved.

In the event of dissolution of the Chapter, the Alumni Association and all Chapter members must be notified a minimum of 30 days prior to the final Chapter meeting. This meeting will be to validate that the Chapter must be dissolved and to carry out the procedure for dissolution if necessary.

At this meeting, the following topics must be covered.

1. Statement of the reason for dissolution
2. An open election for officers, in which case the dissolution would be nullified if at least a President and a Treasurer are elected
3. Or, if necessary, dissolution of the Chapter as described below.

First, all properties of the Chapter will be auctioned off at a Chapter function and the proceeds will be added to the Chapter funds.

Next, all monies of the Chapter will be disbursed in their entirety to the Alumni Association in the form of a scholarship donation.

ARTICLE IX

SECTION 1: Impeachment of a Board member

The Board member in question may not vote in this matter.

A minimum of 75 percent of the remainder of the Board must vote in favor of an impeachment before it can become official.

SECTION 2: Impeachment of an Executive Board member

The Executive Board member in question may not vote in this matter.

The full remainder of the Executive Board must vote in favor of an impeachment before it can become official.

SECTION 3: Resigning a Board position

Any individual choosing to resign from a position on the Board of Directors must submit such resignation either verbally, or in writing, to the President of the Chapter. If the President is resigning, the resignation must be given to any other remaining Executive Board member.