



Alumni Association

Alumni Association Bylaws

ARTICLE I. NAME

The name of this organization shall be the Brenau University Alumni Association, hereafter referred to as the Association.

ARTICLE II. PURPOSE

The purpose of the Association shall be:

- to promote the development and growth of Brenau University by providing an opportunity for alumni to serve their alma mater both individually and collectively;
- to serve as a link between alumni and the University;
- to stimulate interest in the financial support of Brenau;
- to encourage a common spirit of camaraderie among all alumni; and
- to strengthen the traditions of Brenau University.

ARTICLE III. MEMBERSHIP

All former students of Brenau Women's College, Brenau University, Brenau Academy, or Brenau Early College Program with at least 45 quarter hours or 30 semester hours shall be entitled to membership in the Association.

ARTICLE IV. MEETINGS

Section 1. *Annual Meeting*

The Association shall meet annually to hold elections and consider such business, as may properly come before it.

Section 2. *Quorum*

Twenty (20) members present at the annual meeting, duly called, shall constitute a quorum.

Section 3. *Notice of Meetings*

Notice of the meeting shall be made to the Association's membership at least 30 days prior to the meeting. This may be done through official Brenau publications, mail, or other written notice.

Section 4. *Other Meetings*

Other meetings of the Association may be called at the discretion of the University President, Board of Trustees, the Association's Executive Board, or upon written request of at least 15 Association members. No vote shall be taken upon any matter unless written notice stating the

time, place, and purpose of the meeting is given at least two weeks prior to such meeting to the Association's membership.

ARTICLE V. OFFICERS, BOARD, AND FUNCTIONS OF THE ASSOCIATION

Section 1. *Officers*

The Officers of the Brenau University Alumni Association shall include a President, President-Elect, Immediate Past President, Three Committee Chairs, and Secretary.

Section 2: *The Board*

The Board of the Brenau University Alumni Association shall reflect the broad diversity of the alumni of the school and shall consist of the Officers of the Association, the immediate Past-President, and 18 members-at-large, all of whom shall have voice and vote. The President of the University and all Directors of Alumni Engagement and Development at the School, and up to six delegates shall be *ex-officio* members with voice only. Each member-at-large shall be elected for a two-year term. An exception to the term duration is permitted during the first year of establishing (or re-establishing) the Association, in which case elected positions will serve 1 or 3 years in order to stagger the rotation for the future. Elected members shall take office immediately upon election. A member-at-large may serve up to two full consecutive terms, after which they may not be elected again until at least one year has passed. Board members-at-large that do not uphold their signed annual commitment shall vacate their position by notification of the Office of Alumni Engagement.

Section 3. *Nominations*

The President shall appoint, with the concurrence of the Board, a Nominating Committee composed of at least three of its members. Any member of the Association may recommend candidates for consideration by the Nominating Committee. As part of the call to the annual meeting, the Nominating Committee shall present to the Association membership a slate of nominees to fill any vacancies among the positions outlined in Article V. The recommendations of the Board shall be presented at the annual meeting of the Association by the Board President. The Board shall nominate at least one candidate for each elected office to be filled, having ascertained that each candidate is qualified and willing to serve if elected. All officers shall be elected at the annual meeting of the Association by a majority vote of those present. An exception to this process can occur during the first year of establishing (or re-establishing) the Association. Officers for the first term will be selected by the Office of Alumni Engagement through an application process.

Section 4. *Committees*

All committees carry forward the purpose of the Association. Each elected Chair will represent one of three committees: Philanthropy, Awards, and Nominating. Members of the Association not currently serving a term on the Board may assist in the work of these committees. Committee chairs will have oversight to schedule meetings in advance of board meetings to complete the work assigned to each committee. As each member-at-large is elected to the board, committee assignments will be made.

The Executive Committee of the Association shall consist of all elected officers of the Association. The Executive Committee is responsible for the transaction of necessary business between the Association and Board meetings, approves appointments made by the President, and can call special meetings of the Association as deemed appropriate. Special meetings may be called by the President or upon the request of two members of the Executive Committee. Three members shall constitute a quorum for the transaction of business at the Executive Committee meetings.

Section 5. *Meetings*

The Board of the Association shall meet at least semi-annually and at the call of the President, with due notice. The Board shall transact business in the name of the Association between meetings of the Association. On request in writing from four or more of its members, the President shall convene a meeting of the Board. A majority of its members shall constitute a quorum of the Board. All business shall be decided by a majority vote.

Section 6. *President*

The President shall lead the Association, Board, and Executive Committee, presiding at all meetings and ensuring that the decisions of the Board are faithfully executed. The President, when elected, shall serve a single two-year term and shall vacate the position of member-at-large upon election.

Section 7. *Immediate Past President*

The immediate Past President will be present on the Executive Committee for the 2 years that the incoming President serves. The past president will be available at meetings and for council to the new President.

Section 8. *President-Elect*

The President-Elect shall assist the President, presiding at meetings in the absence of the President, and shall use his/her term to learn about the various programs of the Association and participate in long-range planning. The President-Elect shall serve a single two-year term and may also serve concurrently as an elected member-at-large. If the President-Elect is unable to complete the two-year term, the President, with the concurrence of the Board, may appoint an acting President-Elect from the Board to serve until the next Annual Meeting.

In the event of the role of the President has been vacated before the completion of a two-year term, the President-Elect shall automatically become Acting President for the duration of the incomplete term.

Section 9. *Secretary*

The Secretary shall ensure that the minutes and all other records of the Association are kept and preserved. The Secretary may serve consecutive two-year terms and may serve concurrently as an elected member-at-large. If the Secretary is unable to complete the two-year term, the President, with the concurrence of the Board, may appoint an acting Secretary from the Board to serve until the next Annual Meeting.

Section 10. *Resignation and Vacancies*

Any Board member may resign at any time with written notice to the Office of Alumni Engagement. Any such resignation will take effect at the date of the receipt of such notice, or at

a later time as specified therein. Acceptance of resignation shall not be necessary to make it effective.

A vacancy in any office other than President shall be filled by the Executive Committee. If a vacancy occurs in the office of the President, the President-Elect shall become the President and shall complete the unexpired term, as well as serve his/her upcoming term.

ARTICLE VI. ALUMNI TRUSTEES

In accordance with the Bylaws of Brenau University (Article 2, Section 2), the Brenau University Board of Trustees shall “include a target of at least nine alumni of Brenau.” The Association has the right to make annual recommendations to the Trusteeship Committee in the filling of these nine Alumni Trustee positions.

ARTICLE VII. FINANCES

Section 1. Fiscal Year

The fiscal year of the Association shall be the same as that of the University, July 1 - June 30.

Section 2. Signing Officers

All finances will be managed by the Office of Alumni Engagement.

ARTICLE VIII. INCLUSION

The Association does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all alumni, members of our staff, volunteers, and vendors.

ARTICLE IX. AMENDMENTS

These Bylaws may be amended by a two-thirds vote of those present at the Annual Meeting of the Association, duly called, provided that copies of the proposed amendments have been distributed to the membership at least 30 days in advance of the meeting.

Adopted July 21, 2021

Amended August 26, 2023