I. Purpose

The purpose of the University of Dallas Alumni Association (“the Association”) is to foster a continuing relationship between the University of Dallas (“the University” or “UD”) and its former students, to promote unity and friendship among the alumni, and to support the mission, goals and objectives of UD as established by the Board of Trustees guided by UD’s founding principles. The Association shall operate under the University’s status as a non-profit organization for scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954. The Association is established by and derives its authority from the Board of Trustees.

The University’s Board of Trustees places a very high value on the role Alumni play in support of the University. A measure of effectiveness of the Association is its success in encouraging its members to support UD through their participation in university events, admissions recruiting activities, marketing initiatives and fundraising.

II. The Office of Alumni Relations

UD supports the purpose of the Association by maintaining an Office of Alumni Relations to plan and facilitate alumni activities. The office is led by the Vice President for Advancement. The Alumni Relations Officers are charged with the responsibility of managing and overseeing the day to day activities of the alumni program utilizing the University’s staff, the National Alumni Board and other alumni volunteers.

III. Membership

Membership shall be open to any person who has been granted a degree from one of UD’s accredited degree programs or who has completed at least one half of the hours required for a degree or certificate program in any of the University’s schools or colleges. Membership is also open to any presently enrolled UD student who is within fifteen (15) hours of graduation from an accredited degree program at UD. Membership may be open to other individuals as set forth in these Bylaws of the Association.

An “Active Member” of the Association is any Member for whom the Office of Advancement has a current and correct postal and/or email address.

IV. National Alumni Board

A - The Association shall be represented by its National Alumni Board (the “NAB”), which shall elect Officers and form committees to support the Association as needed.
1. The NAB is a volunteer advisory and service board that works with the Office of Alumni Relations to support, through its activities, committees, programs and projects, the mission, goals and objectives of UD as established by the Board of Trustees guided by UD’s founding principles.

2. The NAB shall be composed of its Officers and Directors who shall be elected pursuant to these Bylaws of the Association. Elected Directors of the NAB shall be no fewer than 18, and no more than 24. Ex-officio Directors of the NAB without a vote include the President of UD, the Vice President of Advancement and UD’s Alumni Relations Officers.

3. The NAB’s membership shall strive to reflect UD’s alumni population in regards to college and shall have at least one representative from the Constantin College of Liberal Arts, the Graduate School of Management, the School of Ministry, the College of Business (undergraduate program), Braniff Graduate School of Liberal Arts and any other schools as may be created by UD. The NAB also shall reflect diversity with respect to geographic region, decades of graduation, ethnicity, gender and profession.

4. Directors of the NAB shall be selected from among members of the Association to provide advice and counsel regarding the Association to UD, its President, Vice President of Advancement and Alumni Relations Officers. Directors of the NAB serve in a voluntary, advisory and honorific capacity.

5. Nominees for membership on the NAB will be considered based on their demonstration of the following qualities:
   a. A history of prior service to UD
   b. Demonstrated achievements in their personal and professional life
   c. A record of prior financial support for UD.

B - Election to the NAB

1. The term of an elected Director of the NAB shall be three (3) years. At the end of his/her first term, a Director may submit his/her name for reelection for a second term. Directors may serve no more than two (2) consecutive terms. A Term Year shall begin June 1 and end the following May 31. Former Directors and non-directors who have alumni membership as defined in Article III above may serve on NAB committees, but shall not be voting members of the NAB.

2. Starting dates of the terms of NAB Directors shall be staggered, such that approximately one third of the Directors are elected each year. A Director who has previously been elected for two terms may be reelected under this Article provided that at least one Term Year has passed since such Director has last served on the NAB.

3. Elections shall be held at the NAB meeting that occurs closest to and prior to May 31.

4. Nominating Procedures
   a. The Alumni Nominating and Recognition Committee shall be a standing Committee consisting of at least five (5) Directors of the NAB appointed according to procedures in Article VIII of these bylaws. The Alumni Relations Officers shall also be non-voting members of the Nominating and Recognition Committee. Directors or Officers who are eligible for reelection may not serve on the Nominating and Recognition Committee. No more than one Officer of the NAB may serve on the Nominating and Recognition Committee. The Nominating and Recognition Committee shall strive to reflect the diversity of the
NAB membership by having committee members from at least two, and preferably more, of the University’s colleges or schools.

b. The Nominating and Recognition Committee shall prepare a list of names of potential candidates for NAB membership, along with their biographical information. This list and biographical information shall be submitted in January to the President of UD for his/her affirmation prior to the candidates’ submission to the NAB for election as Directors.

c. Once potential candidates have been affirmed by the President of UD, the Nominating and Recognition Committee shall select a slate of nominees to fill the positions of the Directors for which terms are ending or are vacant. The Nominating and Recognition Committee shall notify the NAB of the slate of nominees as far in advance of the election as reasonably possible.

d. Only elected Directors may vote on the slate of nominees. Each elected Director may cast one (1) vote either for or against the slate of nominees for Directors recommended by the Nominating and Recognition Committee. If the slate is approved by a majority of a Quorum, as that term is defined in Article VII.A herein below, of the elected Directors, such nominees shall be deemed elected as Directors. If the slate is not approved by a majority of a Quorum of the elected Directors, the Nominating and Recognition Committee shall submit the same or modified slates of nominees to the elected Directors until a slate of nominees is approved.

C - Responsibilities of Directors on the NAB

1. Participation
   a. Attend regularly scheduled meetings
   b. Participate in meetings and activities of committees of which the Director is a member
   c. Attend the NAB annual retreat
   d. Attend major university events, such as Homecoming Weekend

2. All Directors of the NAB will be expected to show financial support for UD by making a personal contribution to the Annual Fund drive.

3. Directors must participate actively on at least one (1) committee of the NAB.

4. Directors must seek involvement in the UD community, and must encourage other alumni to become involved.

5. Should removal of a Director become necessary, it may be accomplished by a motion introduced at a board meeting and must be approved by a two-thirds majority of the elected Directors of the NAB.

V. Officers

A - The Officers of the NAB shall be the President, the Vice President, and the Parliamentarian. The Alumni Relations Officers shall serve as Executive Directors of the Alumni Association and as such, shall act as secretary of the NAB, and shall be a non-voting Officers of the NAB.

B - Eligibility for Office – Candidates for Offices of the NAB must be current Directors in good standing of the NAB as described in Article IV.C.1 - 4
C - Officers’ Terms shall be two years.

D - Duties of the Officers

1. President – Subject to the direction of the NAB and the Director of Alumni Relations Officers, the President will supervise and preside over the affairs and activities of the Association, and will be the principal representative of and spokesperson for the Association. The President will preside at all meetings of the NAB. The President shall be a member and the chairperson of the Executive and Governance Committee, and an ex officio non voting member of all other committees of the NAB. The President will have such other powers and duties as may be prescribed by UD, the Alumni Relations Officers, the NAB or these Bylaws.

2. Vice President – The Vice President shall assume the responsibilities of the office of the Presidency in the absence or disability of the President. S/he shall be the President’s liaison officer with all the committees as set forth in Article VIII. The Vice President shall have such other powers and duties as may be prescribed by the NAB or these Bylaws.

3. Parliamentarian—The Parliamentarian shall call meetings to order, preside over procedural issues during meetings, ensure that a list of all committee chairs and of all standing committees is kept, prepare and send by email transmission certain items of business requiring a quorum as set out in Article VII.B. herein below, and shall act as a liaison between the NAB and the Office of Alumni Relations regarding expenditures made and income received by and/or on behalf of the NAB and fundraising activities by and/or for the benefit of the NAB.

4. Alumni Relations Officers– The Alumni Relations Officer(s) shall serve as Executive Director(s) of the Association and shall perform the duties in conjunction with the other Officers as necessary for the day-to-day operations of the Association and the NAB. S/he will manage, coordinate, and oversee the functions of the Association through frequent meetings and communications with the President of the Association, the NAB, and Committee chairpersons. The Alumni Relations Officers will act as the principal liaisons between the NAB and the UD staff. Specifically, the Alumni Relations Officers will report directly to the President, the Vice President for Advancement, and other appropriate members of the UD administration or staff on the affairs and activities of the Association. The Alumni Relations Officers will attend all meetings of the NAB, and will serve as ex officio non-voting members of all committees of the NAB. The Alumni Relations Officers shall create and direct an orientation program for newly elected Directors of the NAB.

E - Election of Officers

1. The Nominating and Recognition Committee shall select a slate of nominees to fill the positions of the Officers for which terms are ending or are vacant. The Nominating and Recognition Committee shall notify the NAB of the slate of nominees as far in advance of the election as reasonably possible.

2. Only elected Directors may vote on the slate of nominees. Each elected Director may cast one (1) vote either for or against the slate of nominees for Officers recommended by the Nominating Committee. If the slate is approved by a majority of a Quorum of the elected Directors, such nominees shall be deemed elected as Officers. If the slate is not approved by a majority of a Quorum of the elected Directors, the Nominating and Recognition Committee shall submit the same or modified slates of nominees to the elected Directors until a slate of nominees is approved.
F - If an Officer position becomes vacant by virtue of resignation or death, the Nominating and Recognition Committee shall nominate a candidate to fill the vacancy for the unexpired portion of the position’s term. The NAB shall then vote to accept or reject the nomination. If the nominee is approved by a majority of a Quorum of the elected Directors, the nominee shall be deemed elected as the Officer. If the nominee is not approved by a majority of a Quorum of the elected Directors, the Nominating Committee shall submit the same or a different nominee to the elected Directors until a nominee is approved.

G - If the removal of an Officer becomes necessary, it may be accomplished by a motion introduced at a board meeting and must be approved by a two-thirds (2/3) majority of the elected Directors of the NAB.

VI. Meetings

A - The NAB shall meet at least two times each year.

B - The Office of Alumni Relations shall set meeting dates.

C - The President of the NAB in consultation with the Office of Alumni Relations may call special meetings of the NAB as may be necessary to address vacancies in the offices of Director or Officer, or to act on removal of a Director or Officer.

D - Elected Directors are expected to attend all meetings of the NAB.

E - Meetings shall be conducted in accordance with Roberts Rules of Order, as revised.

VII. Quorum

A - Quorum of the NAB shall consist of not less than half of the elected Directors of the NAB. For purposes of determining a Quorum, an elected Director shall be deemed present at such meeting if s/he attends the meeting in person or by video conference or teleconference. Elected Directors not part of the Quorum shall be permitted to vote by a recorded proxy transmitted to the President or Parliamentarian. Once a Quorum is established for a meeting, it is deemed established for all action taken at that meeting.

B - In the event a Quorum of the NAB cannot be established at a meeting, and it is decided by the NAB’s Officers that a Quorum must be established to vote on certain items of business discussed at the meeting, a statement outlining such items of business shall be prepared by the Parliamentarian and shall be sent by email transmission to all elected directors of the NAB within twenty-four (24) hours of the adjournment of the meeting. The email transmission shall detail the items to be voted upon, and shall state that an email reply vote is needed within five (5) business days. A Quorum shall be established for purpose of this vote if reply is received from not less than half of the elected Directors of the NAB within five (5) business days.

C - A Quorum of any Committee of the NAB shall consist of not less than half of the elected Directors serving on the Committee. For purposes of determining a Quorum, an elected Director shall be deemed present at such meeting if s/he attends the meeting in person or by video conference or teleconference. Elected Directors not part of the Quorum shall be permitted to vote by a recorded proxy transmitted to the Chair of the Committee. Once a Quorum is established for a meeting, it is deemed established for all action taken at that meeting.
VIII. Committees

A - The Executive and Governance Committee shall consist of the Officers of the NAB, the Alumni Relations Officers, and the heads of all other Standing Committees. The President of the NAB shall be the Chairperson of the Executive and Governance Committee. The Executive and Governance Committee may make decisions between board meetings regarding routine operations of the Association, will create and ensure adherence to policies that reflect best practices, will assist in new Director orientation and in evaluation of the NAB’s work, and will advise the Office of Alumni Relations regarding the creation of guidelines and policies for establishing regional chapters of the Alumni Association.

B - The NAB shall have Standing Committees as listed below.

1. Alumni Nominations and Recognition Committee - This committee shall have the duties and authorities as listed in Article IV and V of these Bylaws, and shall also assist the Office of Advancement in the planning, promotion and execution of an alumni recognition program, shall identify and nominate alumni for the NAB and for class agent programs, shall serve as an advisory committee for designated awards and speaking engagements, and shall cultivate accomplished alumni and a culture of recognition among alumni.

2. Alumni Traditions Committee - This committee shall assist the Office of Advancement in the planning, promotion and execution of key alumni traditions including, but not limited to, Reunion, Groundhog, Alumni Advent Mass and Alumni Easter Egg Hunt, and shall work to promote student/alumni relations and welcome young alumni into the larger alumni community.

3. Regional UD Networks Committee - This committee will provide support for the Office of Advancement in the planning, promotion and execution of UD programming in geographic markets that have high concentrations of alumni and parents, will identify, recommend and recruit additional alumni, friends and parents to serve as regional network leaders or hosts for specific events, and will assist in the training and recognition of alumni and parent volunteers.

4. Alumni Communications and Participation Committee - This committee will assist the Office of Advancement with identifying opportunities for enhanced communication with alumni and improved participation in official events through methods, including but not limited to, social media, the alumni website, university media, and advocacy for the University within the community. It will identify, recommend and make connections for alumni to be profiled in various media, and will work with alumni relations to research, create and disseminate talking points to alumni volunteers in order to drive alumni participation and promote UD.

5. Student Relations and Scholarships Committee – This committee provides guidelines for awarding of NAB sponsored scholarships as well as selection of recipients, and assists admissions efforts within the University, by identifying, recommending and recruiting additional alumni to volunteer in many areas, including, but not limited to, staffing college fairs, hosting recruitment/new student events, and meeting with prospective students. It will assist in the training of alumni volunteers and aid Career Services in its efforts to place current and graduate students.

C - All Directors and Officers of the NAB shall serve on at least one Standing Committee.

D - The President of the NAB and the Office of Alumni Relations shall make appointments to the Standing Committees and shall designate the Chairs of those committees. Chairs of the Standing Committees shall be elected Directors who are not also Officers.
E - The President of the NAB and the Alumni Relations Officers may establish such Ad Hoc committees as are deemed necessary and desirable. The President of the NAB and the Alumni Relations Officers shall make appointments to the Ad Hoc Committees and shall designate the Chairs of those committees.

F - Both Standing and Ad Hoc committees may have as non-voting members individuals who are not elected Directors of the NAB; however, the majority of members of all Standing committees shall be elected Directors of the NAB.

IX. Chapters

A - Regional Chapters of the Association may be formed according to guidelines and policies developed by the Office of Alumni Relations with the advice of the Executive and Governance Committee. It shall be the responsibility of the Office of Alumni Relations to cultivate and develop Regional Chapters.

B - The NAB may choose from time to time to invite representatives of Regional Chapters to attend NAB meetings and/or serve on Committees, however, such invited Regional Chapter representatives shall not be voting members of the NAB or of any Committees.

X. Amendments to Bylaws

The Bylaws may be amended through the following process:

A - Under the direction of the NAB, the Executive and Governance Committee will draft a proposed amendment to the Bylaws.

B - The Executive and Governance Committee shall submit the proposed amendment to the Development and Alumni Relations Committee of the Board of Trustees for approval.

C - The Development and Alumni Relations Committee will review the proposed amendment submitted by the Executive and Governance Committee, and either i) approve the proposed amendment and return it to the Executive and Governance Committee; ii) return the proposed amendment to the Executive and Governance Committee with recommendations for revision of the proposed amendment, to be resubmitted to the Development and Alumni Relations Committee; or iii) reject the proposed amendment. If the Development and Alumni Relations Committee notifies the Executive and Governance Committee that the proposed amendment is approved, it shall submit the proposed amendment to the NAB for its approval.

D - Changes to the Bylaws then become effective if approved by a two-thirds (2/3) affirmative vote of all elected NAB Directors. The NAB, before voting to amend the Bylaws, shall notify all Directors of the proposed amendment at least thirty (30) days prior to the vote on the proposed amendment by the NAB.

XI. Exception to Amendments to Bylaws for Article VIII.B Standing Committees:

To allow the NAB the necessary flexibility to rename or reconfigure its standing committees to more efficiently meet the needs of the NAB, the Office of Alumni Relations and the Association, Article VIII.B. may be amended as follows:
A - The Executive and Governance Committee will draft a proposed amendment to Article VIII.B.

B - The Executive and Governance Committee shall submit the proposed amendment to all elected NAB directors at least thirty days prior to a vote on the proposed amendment.

C - Changes to Article VIII.B. of the Bylaws shall become effective upon approval by a 2/3 affirmative vote of all elected NAB directors.

**XII. Enactment**

These Bylaws shall become effective upon their approval by the Board of Trustees of the University of Dallas. The Board of Trustees reserves the right to amend or revoke these Bylaws.