

REVISED 7/10/97

THE UNIVERSITY OF HOUSTON  
ENGINEERING ALUMNI ASSOCIATION  
BYLAWS

ARTICLE I

Name

The name of the Association shall be the UNIVERSITY OF HOUSTON ENGINEERING ALUMNI ASSOCIATION, hereinafter called "Association."

ARTICLE II

Purpose

The purpose of the Association is to aid, promote, develop, and advance education and research relating to the study, teaching, and practice of engineering and allied fields; to make donations, gifts, contributions, and loans to and for the use of organizations related to the UNIVERSITY OF HOUSTON CULLEN COLLEGE OF ENGINEERING. This Association will also promote, through cooperation with the Houston Alumni Organization, hereinafter called "Organization," closer fellowship among alumni and present students of the University of Houston.

ARTICLE III

Membership

**Section 1** **Member:** Any person who has been a student in any department of the College of Engineering of the University of Houston, who is not classified as an undergraduate student of the College of Engineering, shall be considered a member.

**Section 2** **Active:** Any person who qualifies as a "Member" in accordance with Article III., Section 1, of these Bylaws and has paid the annual dues fee established from time to time by the Board of Directors of the Organization shall be accorded the status of "Active Member" and be entitled to hold elected office in the Association.

**Section 3** **Joint Active:** When a husband and wife are individually eligible for membership and one or the other has paid the annual dues fee established from time to time by the Board of Directors of the Organization, they shall be considered "Joint Active" members and entitled to hold elective offices.

**Section 4**      **Life Members:** Any person (or husband and wife) who qualifies as a “Member” in accordance with Article III, Section 1, of these Bylaws and paid for or is paying for “Life” (“Joint Life”) membership in the Organization on a scheduled amount at a fee established from time to time by the Board of Directors of the Organization shall be accorded the status of “Life Member” (“Joint Life Member”) and be entitled to hold elected office in the Organization and Association. Those persons designated as “Life” (“Joint Life”) Members who have fulfilled or who are fulfilling their financial obligations currently shall be considered “Active Members.”

**Section 5**      **Honorary Members:** Honorary members shall be those persons who shall have rendered exceptional service to the University of Houston and who shall have been elected to honorary membership by a two-thirds (2/3) vote of the Board of Directors at a regular meeting or special meeting called for that purpose. Such “Honorary Members” are entitled to all privileges of the Organization and Association except that they may not hold elective office unless otherwise qualified under Section 1, 2, 3, or 4 of this article as active or life members.

**Section 6**      **Student Members:** Student members shall be persons who are currently enrolled in the University of Houston Cullen College of Engineering and who have completed ninety (90) semester hours. Student members are not eligible voters.

**Section 7**      **Transferability of Membership:** Membership in this Association is not transferable or assignable.

## ARTICLE IV

### **General Membership Meetings**

**Section 1**      **Meetings:** An annual meeting of members shall be held between May 1 and August 31 of each year at such time and place as the Officers and Board of Directors of the Association shall determine. Special meetings of the members may be called by the Officers and Board of Directors at any time, upon sufficient notice to the members.

**Section 2**      **Notice of Meetings:** Written notice of all meetings, annual or special, stating place, day, and hour of such meeting and the purpose or purposes for which the meeting is called, shall be given to each member of record.

**Section 3**      **Quorum:** Twenty (20) qualified voting members present shall constitute a quorum. The vote of the majority shall be sufficient to discharge any business brought up by the Board of Directors.

## ARTICLE V

### Officers

- Section 1**     **Number:** The officers of the Association shall consist of five members including an Immediate Past President, a President, a Vice President, a Treasurer, and a Secretary.
- Section 2**     **Term and Succession:** The term of the sequential officers shall be three years progressing annually through the following three positions: Vice President, President, and Immediate Past President. The Treasurer and Secretary shall be elected to one-year terms.
- Section 3**     **Vacancies:** In case of vacancy, the Board of Directors may appoint a replacement from among the members of the Board of Directors or rotate the other Officers up in the order as listed in Article V, Section 1, to fill the position and elect a new Secretary from among the members of the Board of Directors.
- Section 4**     **President:** The President shall preside at all Board meetings and all meetings of membership.
- Section 5**     **Vice President:** In the absence of the President, the Vice President shall assume the role and responsibilities of the President.
- Section 6**     **Treasurer:** The Treasurer shall have charge of all moneys and books of accounts of the Association and shall render regular reports and accounting thereof to the Board of Directors. Specific accounting shall be maintained for events under the authority of the Board.
- Section 7**     **Secretary:** The Secretary shall keep the minutes of the Association and keep a record of all proceedings of every meeting of the members and of the Board of Directors. The Secretary shall attend to correspondence, keep roll of the members, and be custodian of the records.
- Section 8**     **Immediate Past President:** The Immediate Past President is a non-voting member of the Board of Directors who shall offer the benefit of experience as Past President and shall assist in the objectives and goals of the Association. The Immediate Past President will be Chairman of the Distinguished Alumni Awards Selection Committee.
- Section 9**     **Bonds of Officers:** The Board of Directors may secure the fidelity of any or all such Officers by bond or otherwise, in such terms and with such surety, conditions, penalties, or securities as said Board shall require.

## ARTICLE VI

### Association Board of Directors

- Section 1**     **Composition of Board:** The business, property, and affairs of the Association shall be managed by a Board of Directors.
- Section 2**     **Board of Directors:** The Board of Directors shall consist of twelve (12) elected Association Board members, five (5) Association Officers as defined in Article V, Section 1. One seat on the Board of Directors shall be reserved for one constituency representative each of Mechanical, Electrical & Computer, Chemical, Civil & Environmental, Industrial Engineering, and “Other Constituencies.” Association Officers should not permanently hold constituency representative positions.
- Section 3**     **Term of Offices:** The twelve (12) elected Association Board Members shall serve for a period of two (2) years. Terms shall be arranged so that six (6) members are elected each year. Each Board Member shall hold office for the term for which elected and/or until a successor is elected and qualified. The term of each Board Member shall commence on the first day of September. No Board Member shall serve more than three consecutive terms.
- Section 4**     **Vacancies:** Any vacancy occurring in the Board of Directors can be filled by the vote of a majority of the non-vacant Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office. Vacant positions on the Board of Directors may remain unfilled for a maximum of six (6) months at the discretion of the Board of Directors. The Board of Directors shall maintain a minimum of twelve (12) non-vacant positions at all times.
- Section 5**     **Leave-of-Absence:** Association Board members may be granted a leave-of-absence for a maximum of six (6) months at the discretion of the President. Positions of Association Board members who are on leave-of-absence will be considered vacant during the leave-of-absence period.
- Section 6**     **Quorum:** A majority of the non-vacant Board of Directors shall constitute a quorum for the transaction of business. The act of the majority of the non-vacant Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.
- Section 7**     **Regular Meetings:** Regular meetings of the Board of Directors shall be held at least twice a year at such time and place as the Board of Directors shall determine.

**Section 8**      **Special Meetings:** Special Meetings of the Board of Directors may be called by the President at any time, upon sufficient notice to the members of the Board of Directors.

**Section 9**      **Removal From Office:** The Board of Directors can remove any Director for any cause sufficient by a two-thirds (2/3) vote of the non-vacant Board of Directors.

## ARTICLE VII

### **Representatives of the Association to the Alumni Organization Board of Directors**

The Association shall appoint an active member to serve as a voting member of the Organization Board of Directors in accordance with the Organization Bylaws. The President of the Association can not hold office on the Organization Board of Directors.

## ARTICLE VIII

### **Nominations and Elections**

**Section 1**      **Nominating Committee:** The Vice President, President, and Immediate Past President shall be a nominating committee to nominate the next Vice-President, Treasurer, and Secretary; to renominate present Board Members; and to nominate new board Members. The Vice President shall be the Chairman of the Nominating Committee.

**Section 2**      **Nominations:** The Nominating Committee shall submit the candidates to the Board of Directors at least one month prior to the annual meeting for approval by the Board of Directors. Additional nominations may be made by petition signed by at least ten members and filed with the Secretary at least forty-eight hours prior to the annual meeting.

**Section 3**      **Election:** Nominees will be elected by the raising of hands or voice vote at the annual meeting.

## ARTICLE IX

### **Miscellaneous**

**Section 1**      **Execution of Instruments:** When the execution of any contract, conveyance, or other instrument has been authorized without specification of the executing officers, the President or Vice President and the Treasurer may execute the same in the name and on behalf of the Association. The Board of Directors shall have the authority to execute any instrument on behalf of the Association.

**Section 2**      **Fiscal Year:** The fiscal year of the Association shall be from September 1 to August 31.

## **ARTICLE X**

### **Amendment**

These Bylaws may be amended, altered, changed, added to, or replaced by one or more of the following methods:

**Clause (A):** By an affirmative vote of two-thirds (2/3) of all non-vacant members of the Board of Directors.

**Clause (B):** By an affirmative vote of a majority of the members present entitled to vote at any annual or special quorum meeting of the members if thirty (30) days written notice of the proposed amendment, alteration, change, addition, or repeal be contained in notice of the meeting.

**Clause(C):** By a written petition signed by at least twenty (20) members setting forth the proposed amendment, alteration, change, addition, or repeal must be submitted by the Board of Directors to members in accordance with the provision of Clause (B), Article X.

## **ARTICLE XI**

The Association Bylaws must be in conformity with the Organization Bylaws. Any inconsistency between the two sets of Bylaws shall be settled in favor of the Organization Bylaws.

