



THE UNIVERSITY OF HOUSTON ALUMNI ASSOCIATION CHARTERED ALUMNI GROUP BYLAWS

The effective date of these bylaws is for all clubs and associations formed after the date of adoption. The effective date of these bylaws for existing clubs and associations is fiscal year beginning September 1, 2012.

BYLAWS of the **Engineering Alumni Association**, a chartered Constituent Association or Area Club (“Charter Alumni Group”) of The University of Houston Alumni Association (“UHAA”).

UHAA Chartered Alumni Group bylaws may be amended once per calendar year by a majority of its Board of Directors. Each Chartered Alumni Group must submit a copy of its current bylaws to UHAA’s Office in order to effectuate such bylaws. Each Constituent Association and Area Club’s Secretary shall maintain a copy of its current bylaws and a record of the submittal of such bylaws to UHAA.

Article I – Name

The name of this Chartered Alumni Group is UHAA **Engineering Alumni Association**.

Article II – Relationship to UHAA

The relationship of each Chartered Alumni Group to UHAA is as follows:

Section 1 - UHAA is the umbrella association of all Chartered Alumni Groups. All Chartered Alumni Group of UHAA shall present any amended bylaws to UHAA’s Office for submittal to UHAA Board of Directors for final approval. Chartered Alumni Group bylaws shall follow the Chartered Alumni Group Bylaws Format as approved by UHAA Board of Directors.

Section 2 - A current copy of each Chartered Alumni Group bylaws must be on file with UHAA at all times.

Section 3 - UHAA has professional staff available to advise Chartered Alumni Groups; coordinate joint activities between a Chartered Alumni Group and UHAA, Chartered Alumni Groups, and Chartered Alumni Groups and UHAA; and assist the groups with implementing their activities.

Section 4 - In the event of dissolution of a Chartered Alumni Group, all assets of the Chartered Alumni Group remaining after payment or settlement of the indebtedness of the Chartered Alumni Group shall be allocated to UHAA in totality and with no encumbrances. This is construed in no way to obscure the separateness and independence of the Chartered Alumni Group from the UHAA during the Chartered Alumni Group’s existence.

Article III – Purpose and Mission

Section 1 - The UHAA Engineering Alumni Association is a Constituent Association and is organized to strengthen the relationship of alumni of the University of Houston and to advance the interest and promote the welfare of the University of Houston.

Section 2 – The mission of UHAA Engineering Alumni Association is to serve and support the University of Houston, its students, its alumni, and UHAA. More specific objectives include:

- A.
- B.
- C...

Article IV – Membership

Section 1 - All graduates, former students, and friends of the University of Houston are eligible for membership as defined in UHAA Bylaws Arts. V and VI (Active Members). Each individual member of a Chartered Alumni Group must be an Active Member of UHAA.

Section 2–An Active Member of UHAA may be a member of any Chartered Alumni Group, and may elect to be a member of more than one Chartered Alumni Group.

Section 3 - With the exception of college, school, or department Constituent Associations, funding for Chartered Alumni Groups will be determined and reviewed annually by UHAA. UHAA reserves the right to modify funding formulas or procedures for Chartered Alumni Groups, except for college, school, or department Constituent Associations, at any time with prior notice.

Section 4 - UHAA Board of Directors have the authority to dissolve any Chartered Alumni Group for any reason, including inactivity, pursuant to UHAA Bylaws Art. VI, § 10.

Article V - Board of Directors

Section 1 - The governance of UHAA Engineering Alumni Association and the direction of its activities shall be vested in its Board of Directors, all of whom must hold Active Membership in UHAA.

Section 2 - The Board of Directors shall be comprised of the Executive Officers and, if desired, members elected at-large. The Board shall consist of at least four (4) members and shall not exceed twenty five (25).

Section 3 - The Board of Directors shall have the power to fill all vacancies by majority vote of its Board of Directors.

Section 4 - The Board of Directors shall hold a minimum of four (4) meetings per year at such time and places as a majority of the Directors may from time to time decide.

Section 5 - Special meetings of the Board of Directors may be called by or at the request of the President or at least two (2) Executive Officers. Written or e-mail notices of any special meeting of the Board of Directors shall be given at least five (5) days in advance of the meeting date.

Section 6 - A simple majority of the Board constitutes a quorum. A quorum is necessary to conduct Board business.

Section 7 - The act of a majority of the Directors present at a meeting shall be the act of the Board of Directors, unless the act of a greater number is required by these Bylaws. A Board member is present if that Board member is interacting real-time (e.g., in person, by teleconference, video conference, or web conference). Proxies are not permitted for Board action. The President of a UHAA Chartered Alumni Group may call for a vote on a specified matter via e-mail if at least seven (7) day notice of such vote is given and less than one-third (1/3) of the Board members do not object to such method of vote on the specified matter.

Section 8 - The Board of Directors, in its sole discretion, may designate certain persons as ex-officio/honorary members of the Board without the privilege of making motions or voting.

Section 9 – All Board of Directors shall comply with UHAA Board Bylaws and Policies.

Article VI – Executive Officers

Section 1 - The Executive Officers of UHAA **Engineering Alumni Association** shall consist of the President, Vice President, Secretary, Treasurer (or Secretary/Treasurer), Immediate Past President, and any other officers the Board of Directors shall deem necessary. All officers must be nominated and elected by the Board of Directors. All positions hold a term of one (1) year. Their duties shall be those customary to such offices and those that may be prescribed by these Bylaws and by the Board of Directors.

1. The President shall be the principal executive officer of the Club/Association and shall preside at all meetings of the Board of Directors and the general membership.
2. The Vice President shall perform the duties of the President in the absence or disability of the President. If the office of President becomes vacant, the Vice President shall become President for the unexpired term.
3. The Secretary shall keep the minutes of all Board of Directors meetings, direct the mailing of meeting notices and general membership functions, maintain the official membership roster, and record the Club/Association's history. The Secretary is also responsible for submitting Board minutes (electronically) 72 hours after the group's meeting to the alumni office for record-keeping purposes.
4. The Treasurer shall supervise all receipts and expenditures and shall be in charge of financial arrangements for all meetings, programs, and events. The Treasurer is also responsible for submitting the group's Budget Proposal for the fiscal year.

The Budget Proposal should be submitted to the VP, Alumni Networks by September 30.

Section 2 – Suggested committee chairs of the Club/Association shall consist of:

1. Nominating Committee Chair
2. Budget Committee Chair
3. Membership Committee Chair
4. Communications Committee Chair
5. Activities/Programs Committee Chair
6. Scholarship Committee Chair
7. Fund-raising Committee Chair

Article VII – Meetings

Section 1 - There shall be at least one (1) annual meeting or event hosted by your Club/Association area each year between May 1st and August 31st. The meeting will serve as an opportunity to introduce the officers and Board of Directors to the general alumni population. Failure to comply with this provision shall make the Club/Association charter subject to revocation by UHAA.

Section 2 – A board meeting that occurs between May 1st and August 31st must be planned for the election of officers and members at large. **The following documents must be submitted to UHAA’s office by September 30.** The Charter Renewal will consist of submitting the following documents for the upcoming fiscal year (September 1 through August 31):

1. Charter Agreement Form
2. Club/Association’s Board of Director’s Listing
3. Club/Association Budget Proposal
4. Club/Association Bylaws (signed by its current members)
5. Statement of Responsibilities (signed by its current members)

Section 3 - It shall be the policy of the Club/Association to hold meetings of the general membership when necessary. The meetings shall be held at such time and place as shall be determined by the President with the approval of the Executive Officers.

Section 4 - UHAA office shall be notified, and all Club/Association members shall be mailed, e-mailed, and/or called with ample notice of time, place, and purpose of the meeting.

Section 5 – Meetings that require a vote must be conducted in real-time interaction (e.g., in person, by teleconference, video conference, or web conference). Proper documentation of the vote by the Executive Officers must be noted in meeting minutes and made available if requested.

Article VIII - Nominations, Elections, and Terms of Office

Section 1 - The Nominating Committee shall consist of at least three (3) members of the Board of Directors. The Nominating Committee shall prepare a slate of Board and

Officer nominees and shall make a report to the Board of Directors by August 1st of each year. Additional nominations may be made by Directors at the Board of Directors election meeting.

Section 2 - The President shall call a meeting of the Board of Directors for the purpose of electing Directors and Officers prior to September 1st of each year.

Section 3 - The names, addresses, and telephone numbers of the Directors and Officers elected shall be submitted to UHAA within ten (10) days after the date of the election. The Board of Directors list in its entirety shall be submitted no later than September 30 of each year.

Section 4 - The term of office for the Board of Directors and Officers shall be September 1st through August 31st of each year.

Section 5 - The President may not serve more than two (2) consecutive terms of office. He or she may be re-elected as President one (1) year after his or her second term is completed. By majority vote of the Board of Directors, the Club/Association may set aside Article VIII, Section 5 to allow current President to serve another term.

Article IX - Fiscal Year

The fiscal year of the Club/Association shall begin on the first day of September and end on the last day of August of each year.

Article X – Use of Funds

The Club/Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of its funds shall inure, or be distributed, to the members of the Club/Association.

Article XI - Dissolution of Club/Association

Upon dissolution of the Club/Association, any funds remaining shall be allocated to UHAA in totality and with no encumbrances

Article XII – Reorganization

In the event an annual meeting is not held within the fiscal year and there are no organized activities for at least two years, UHAA's President may appoint a new Club/Association Board of Directors in order to reorganize the group. The Association staff liaison will assist in the reorganization of the group.

Article XIII – Amendments

Section 1 - These Bylaws may be amended by a two-thirds (2/3) vote of Directors present at any meeting of the Board of Directors if at least five days (5) written notice is given of the intention to amend the Bylaws at such meeting.

Section 2 - Amendments to these Bylaws must be approved by UHAA.

Article XIV – Conformity

Any direct conflict between these bylaws and UHAA Bylaws shall result in only that portion which is in conflict with UHAA Bylaws being declared null and void. The remainder of these Bylaws shall remain in force.

Signature:  Date: 09/14/2012

Full name: Trent Perez, P.E.
President
University of Houston Engineering
Alumni Association