

**CONSTITUTION AND BYLAWS OF
THE UNIVERSITY OF TEXAS MEDICAL BRANCH
SCHOOL OF NURSING ALUMNI ASSOCIATION**

CONSTITUTION

Article I. **Name**

This association shall be known as The University of Texas Medical Branch (UTMB) School of Nursing Alumni Association.

Article II. **Mission**

The mission of the Association shall be:

The objectives of this Association shall be to advance the cause of nursing education, to promote the interests of the University of Texas Medical Branch at Galveston and to encourage participation of all alumni in activities of the University.

Article III. **Amendments**

This constitution may be amended by:

- (1) A two-thirds majority of the votes received by mail and/or email from members of the Association, provided a copy of the proposed change was sent to each member at least four weeks prior to date set for return of ballots, OR
- (2) 90% of the votes of the members present at the annual meeting, provided there was at least four weeks previous notice of the proposed change.

Article IV. **Parliamentary Authority**

The parliamentary authority for the Association shall be Robert's Rules of Order, Newly Revised 11th Edition.

BYLAWS

Article I. **Membership**

Section 1. Active Members

All graduates of a recognized program of Nursing at UTMB and its predecessors (The University of Texas System School of Nursing Galveston; The University of Texas School of Nursing; The University of Texas School of Nursing at Galveston; John Sealy College of Nursing; Training School of the John Sealy Hospital) may hold active membership in the Association.

Section 2. Active Lifetime Members

All graduates of a recognized program of Nursing at UTMB and its predecessors (The University of Texas System School of Nursing Galveston; The University of Texas School of Nursing; John Sealy College of Nursing; Training School of the John Sealy Hospital) may hold active lifetime membership in the Association.

Section 3. Associate Members

Associate members include current faculty and friends of the UTMB School of Nursing who are not graduates of the school. Graduates who complete a post-masters certification shall be considered as Associate members.

Section 4. Honorary Members

Honorary membership may be conferred upon persons honored by the Association because of outstanding services to the UTMB School of Nursing or the Association. Candidates for honorary membership are recommended by the Awards Committee, voted upon by the Board of Directors and recognized at the annual meeting.

Section 5. Privileges of Membership

- A. Active members shall have privileges of voting, holding office, serving on committees, serving as chairpersons of committees.
- B. Associate and honorary members shall have all the privileges of membership except those of holding office and voting in general elections.

Article II. **Resources**

- A. The Association shall operate with monies received from annual membership dues and donations.
- B. An endowment to assist the Association with operations has been established from lifetime member solicitation.
- C. The Association may conduct an annual gift program to provide monies to assist students of the School of Nursing.

Article III. **Officers and Duties of Officers**

Section 1.

The officers of the Association shall be President, President-Elect, and Immediate Past President.

Offices not filled as stated in Article V may be appointed by the Board of Directors.

Section 2.

Duties of all officers shall be those implied by their respective titles and as specified in the bylaws.

Section 3.

Officers shall orient and deliver association properties to their successors within one month of vacating their office.

Section 4.

The President shall:

- A. Manage the business of the Association.
- B. Preside at all meetings of the Association; act as chairperson of the Board of Directors, and report actions of the Board at each regular meeting of the Association.
- C. Serve as an ex-officio member of all standing committees.
- D. Serve as an ex-officio member of the UTMB School of Nursing Advisory Council.
- E. Serve as an ex-officio member of The University of Texas Medical Branch Development Board.
- F. Prepare annual report to be presented to membership at the annual meeting.
- G. Appoint chairpersons and members of standing and ad hoc committees as specified in the bylaws, to include Homecoming Events.

Section 5.

The President-Elect/Past President shall:

- A. Assume the duties of the President in his/her absence.
- B. Assume the duties of the President to fill an unexpired term.
- C. Attend UTMB School of Nursing Advisory Council, Development Board and/or Alumni Coordinating Board meetings on request of the President.
- D. Serve as chairperson of the Awards Committee

Section 6.

The Office of Alumni Relations shall:

- A. Document and retain minutes of all proceedings of the Association and Board of Directors.
- B. Manage correspondence as directed by the President.
- C. Review the financial records of the Association.
- D. Submit a written report of finances and funds at each regular meeting of the Board of Directors.
- E. Submit an annual operating budget to Board of Directors.
- F. Present a financial report for the annual membership meeting.

Article IV. **Executive Committee**

The Executive Committee shall:

- A. Consist of President, President-Elect, and Past President.
- B. Have the authority to act on behalf of the Board between scheduled meetings.
- C. Approve expenditures of up to **\$1000/year** without full Board approval.

Article V. **Board of Directors and Duties of the Board**

Section 1. Membership

The President shall serve as chairperson of the Board of Directors.

The Board of Directors shall consist of the three (3) officers of the Association and eight (8) directors. Ex-officio members of the Board shall include the School of Nursing Dean, one faculty member, one parent of a School of Nursing student, at least one student representative from each program recognized School of Nursing at UTMB, and a representative of the Office of Alumni Relations or as appointed by the Dean of the School of Nursing.

Section 2. Duties

The Board of Directors shall:

- A. Establish the amount of annual and lifetime membership dues.
- B. Conduct the business of the Association in the interim between annual general membership meetings and approve the annual operating budget of the Association.
- C. Set budgetary goals for an annual gift program, and allocate the monies raised accordingly.
- D. Plan and promote measures for growth and prosperity of the Association.
- E. Report to the Association at each annual meeting the business transacted during the preceding year.
- F. Create and disband committees as needed.
- G. Fill vacancies occurring on the board or any office during the year.
- H. Identify the site and dates of regular and special meetings of the Association.

- I. Approve nominations for candidates presented for awards or honorary membership.
- J. Establish criteria and any revision thereof for awarding the School of Nursing Distinguished Alumni, Hall of Fame, Honorary Membership or any other awards established by the Association.

Section 3. Meetings

Regular meetings of the Board of Directors shall be held three times per year. Special meetings may be called by the President or by any three members of the Board of Directors. Board members are expected to attend all meetings or communicate to the President or designee when they are unable to attend.

Any member of the Board of Directors who misses three consecutive meetings will be considered officially to have resigned from the Board and his or her seat will be ruled vacant. Board members who have missed two consecutive meetings will be reminded of this rule in writing. Any Board member so affected may submit a written appeal requesting reinstatement to the Executive Committee and explaining the circumstances justifying his or her reinstatement. Such an appeal must be received within two weeks following the missed third meeting. The Executive Committee will consider all appeals and report its recommendation(s) to the members of the Board of Directors present at the next regularly scheduled meeting of the Board. At their discretion, the Board may re-instate the member or affirm his or her automatic resignation.

The seat of a Board member filing an appeal to his or her automatic resignation will not be filled until a final determination is made by the Board of Directors at its next regularly scheduled meeting after a resignation is effective.

Article VI. **Nominations**

Section 1.

The Nominating Committee prepares a slate of candidates which is presented to the Board of Directors for approval annually in the summer. A quorum of the Board, as specified in Article XI is required to pass the slate of officers.

Section 2.

The new slate of officers shall be announced to general membership.

Section 3.

Officers are introduced to membership at the annual meeting.

Section 4.

The Board shall consist of eight (8) directors and three (3) officers. The officers of the Association shall be President, President-Elect, and Immediate Past President. President-Elect serves for one year, moves into the office of President for one year, and serves as Past President for one year; this is a three year appointment.

Section 5.

The Board shall appoint a parent liaison and student liaisons, who are ex-officio members, for a one year term. One student liaison from each recognized nursing program at UTMB

shall be appointed for maximum representation. The Dean of the School of Nursing shall appoint one faculty liaison as an ex-officio member. Terms of ex-officio members are not limited. All Past Presidents may serve indefinitely as ex-officio members of the Board of Directors.

Section 6.

Offices not filled as stated in Section 4 shall be appointed by the Board of Directors.

Section 7.

Terms of all officers and board members shall commence at the beginning of the fiscal year; September – August, and will serve two year terms not to exceed three consecutive terms in any position held.

Article VII. **Committees**

Section 1.

There shall be three standing committees of not less than three members each: Awards, Nominations, and Alumni Programs. Finance and Alumni Affairs will be handled by the Board as a committee of the whole. Other Ad Hoc committees may be formed by the President as needed.

Section 2.

Chairpersons and members of standing committees shall be appointed as set forth in these bylaws. Committees shall assume duties as specified by these bylaws and report to the Board of Directors and to the membership on request.

Section 3.

The Awards Committee shall:

- A. Be chaired by the President-Elect/Past President.
- B. Establish and revise criteria for honorary membership, Hall of Fame, School of Nursing Distinguished Alumnus and new awards or recognitions with direction and approval of the Board.
- C. Solicit names of potential candidates for awards.
- D. Review and recommend in writing to the Board candidates for awards.

Section 4.

The Nominations Committee shall:

- A. Be chaired by a person appointed by the Executive Committee.
- B. Prepare a slate of candidates for each office to be filled for the next biennium.
- C. Present slate of candidates each summer to Board of Directors.

Section 5.

The Alumni Programs Committee shall:

- A. Be chaired by the President-Elect/Past President.
- B. Coordinate program for the annual Homecoming event in cooperation with the UTMB Office of Alumni Relations.
- C. Perform other functions deemed appropriate by the Board of Directors.

Article VIII. **Meetings**

Section 1.

General membership meeting shall be held annually during Homecoming.

Section 2.

Special meetings of the Association may be called by the President or upon request of a majority of the Board of Directors of the Association provided that written notice of date, time and purpose of the meeting have been sent to all members at least fourteen days before the date set for the meeting.

Article IX. **Voting Body**

The voting body shall consist of the active members of the Association.

Article X. **Quorum**

Section 1.

Three officers and five members shall constitute a quorum for a meeting of the Association.

Section 2.

A majority, including two officers, shall constitute a quorum of the Board of Directors.

Article XI. **Fiscal Year**

The fiscal year of the Association shall be from September 1 through August 31.

Article XII. **Chapters**

Section 1.

Chapters of the UTMB School of Nursing Alumni Association may be organized in any given area.

Section 2.

Chapter bylaws are to be consistent and not in conflict with the Constitution and Bylaws of the Association.

Article XIII. **Amendments**

The Bylaws may be amended or repealed by:

- (1). Two-thirds majority of the votes received by mail from members of the Association provided a copy of the proposed change has been sent to each member at least four weeks prior to the date set for return of ballots, OR
- (2). 90% of the votes of the members present at the annual meeting provided there was at least four weeks previous notice of the proposed change.

Last Amended March 9, 2012