

**Xavier University of Louisiana
National Alumni Association Bylaws**

Art. I - Name

The name of this organization shall be the Xavier University of Louisiana Alumni Association hereinafter designated as "National Alumni Association".

Art. II - Objective

To foster and preserve friendly relations among Xavier University of Louisiana (XULA or University) alumni; to use its best endeavors to promote the moral, religious, mental and social well-being of its members; to foster and maintain a keen interest in financial support of XULA pertinent to the maintenance, welfare, and expansion of the University; to encourage interest in the National Alumni Association among undergraduates, and to assist in recruitment activities.

Art. III - Members

Section 1. Membership. All graduates and former students or any individual who has an interest in the University shall be eligible for membership in the Association.

Section 2. Levels of Membership. The membership of the Association shall consist of three levels active, associate, and lifetime membership.

A. Active Members. Any individual who has graduated from the University in good standing, i.e. all academic and financial matters have been fully resolved and who has made a financial contribution to the university during the calendar year, shall be entitled to full rights and privileges of members, including the right to participate in the governance of the Association and hold office.

1. Recent Graduate - Active Members. Recent graduates may enjoy one year of complimentary membership to the Association during the year following their graduation. Recent Graduate Active Members shall be entitled to full rights and privileges of members, including the right to participate in the governance of the association.

B. Associate Members. Any individual who has matriculated at the University and has withdrawn in good standing after having completed a semester shall be eligible for associate membership upon graduation of the class in which they were enrolled. Additionally, any individual who has an interest in the University, including spouses and children of alumni, shall be entitled to associate membership. Associate members who have contributed to the University financially during the calendar year shall be entitled to all rights and privileges of members, except to hold office.

C. Lifetime Members. Alumni making a gift of \$1000 or more to the Dr. Norman C. Francis and Blanche Francis Endowed Scholarship Fund will receive lifetime membership status in the XULANAA in addition to an invitation to an exclusive annual reception, special name recognition and priority online registration for select XULANAA events.

Art. IV – Officers

Section 1. Elected Officers. The elective officers of the National Alumni Association shall consist of a President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, and a Parliamentarian. The elected officers shall be known as the Executive Board.

Section 2. Appointed Officers. The President of the National Alumni Association shall appoint two members-at-large whose duties and powers shall be such as those prescribed in the bylaws or specifically delegated to them from time to time by the Board of Governors.

Section 3. Term of Officers. Officers shall be elected for a term of two (2) years. All elected officers of the National Alumni Association shall be limited to two consecutive terms.

A. Removal. An elected officer of the National Alumni Association may be removed from office by the Board of Governors at a regular or special meeting for good cause, including, but not limited to, the following:

- 1) Failure to make an annual gift to Xavier University;
- 2) Failure to attend three (3) meetings (in line with Article IV Section 4) within a term of office without sufficient justification;
- 3) Failure to repeatedly respond to requests for information from the Association or the University;
- 4) Failure to fulfill the duties of the office; or
- 5) Taking any action or engaging in any activity which could bring disrepute, damage or injury to the stature or reputation to the University.

Removal shall require an affirmative vote of two-thirds (2/3) of the members of the Board of Governors.

Section 4. Required Meetings. Required Meetings. The Board of Governors shall meet at least two times a year. Each elected officer must attend at least one (1) Board of Governors Meeting held during the months during which University Homecoming and Spring Graduation occurs each year. Failure to attend at least 1 of 2 such meetings will result in removal from the Executive Board.

Section 5. Vacancies. Should the office of President become vacant, the First Vice-President shall succeed to the presidency and shall serve the unexpired portion of the term of the President. In the case of a vacancy in any other office, the remaining members of the Board of Governors shall by majority vote elect the successor to hold office for the remainder of the term.

Section 6. Duties of the President. The President shall preside at the meetings of the National Alumni Association, shall be chairperson of the Board of Governors and be an ex-officio member of all committees. The President shall countersign all contracts to which the Association is a party after having been authorized by the Board of Governors to do so. The President shall appoint all committees, except as otherwise stated herein. Normally the President does not vote, however in case of a tie vote, the President or, in the President's absence, the presiding officer, shall have the deciding vote. The President shall call a special meeting of the Board of Governors at any time, at the request of the Executive Committee, or of any four (4) of its members. The President shall serve as Liaison to the University and work directly with the Director of the Office of Alumni Relations. In the event of a vacancy for the position of University President, the President shall serve as the National Alumni Association designee on the search committee. The President shall serve on the Xavier University of

Louisiana Board of Trustees and shall be present at all convenings.

Section 7. Duties of the First Vice-President. In the absence of the President, the First Vice- President shall perform the duties of the President. The First Vice-President shall chair the Resource and Development Committee.

Section 8. Duties of the Second Vice-President. The Second Vice-President serves as liaison for the National Alumni Association to the Pre-Alumni Council and all other outside organizations. The Second Vice-President shall also work in coordination with the Office of Alumni Relations to facilitate the expansion of local chapters and serve as a liaison between local chapters and the association. The Second Vice-President shall chair the Membership and Chapter Development committee.

Section 9. Duties of the Recording Secretary. The Recording Secretary shall record and keep the minutes of the proceedings of the Board of Governors meetings, shall ensure that the minutes are timely posted on the alumni website, and shall serve on the Bylaws committee. Minutes for the Board of Governors meeting should be provided to the Corresponding Secretary at a minimum of 7 business days before all meetings.

Section 10. Duties of the Corresponding Secretary.

A. The Corresponding Secretary shall attend to the correspondence of the National Alumni Association and report all communications received and distribute all minutes. The Corresponding Secretary shall provide at least thirty (30) days' notice of all Board of Governors meetings. The minutes shall be produced for adoption within 7 calendar days of all Board of Governors meetings.

B. The Corresponding Secretary shall create a list of all chapter contact information, including the list of the presidents of the chapters, and distribute it to the Board of Governors, Office of Alumni Relations, Chapters, and Affinity Groups. The Corresponding Secretary shall coordinate with the Office of Alumni Relations to create and distribute a list of the Association's committee chairs and members, and all other appointments as necessary.

C. The Corresponding Secretary will also alert the general membership of upcoming elections.

Section 11. Duties of the Financial Secretary. The Financial Secretary shall receive funds from the University and provide receipts for all NAA funds collected and report to the Executive Board and Board of Governors. The Financial Secretary shall ensure deposits of all funds in the name of Xavier University of Louisiana National Alumni Association, occur without delay, in such bank or banks as approved by the Board of Governors. The Financial Secretary shall serve on the Finance Committee..

Section 12. Duties of the Treasurer. The Treasurer shall keep an account of all receipts and expenditures of the National Alumni Association. The Treasurer shall pay out money only upon approval of bills authorized by the President. The Treasurer shall keep an accurate account of all monies received and disbursed. A Treasurer's Report, reflecting all financial activities of the Association, shall be presented at each Board of Governors Meeting for review and approval. The Treasurer shall serve on the Finance Committee.

Section 13. Duties of the Parliamentarian. The Parliamentarian shall advise the president, officers, committees, and members on matters of parliamentary procedure. The parliamentarian shall be present at every Board of Governors meeting and available for consultation as needed (virtual presence at one meeting is sufficient). The Parliamentarian shall have a demonstrable understanding of parliamentary procedure. The Parliamentarian shall chair the Bylaws committee. The Parliamentarian shall oversee and review changes to the Bylaws as submitted by the members and the Board of Governors.

Section 14 Duties of Members at Large. The two members-at-large appointed by the President shall perform special assignments prescribed by the President with the approval of the Executive Board.

Section 15. Executive Board. The Executive Board shall consist of the elected officers of the National Alumni Association.

A. The Executive Board shall have general supervision of the affairs of the National Alumni Association between its regularly scheduled meetings. They shall be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association.

Art. V – Alumni Chapters and Affinity Groups

Section 1. Chapters. New/Reinstated Chapters/Affinity Groups. Any group of at least ten alumni may petition the Board of Governors, through the Second Vice President and the Office of Alumni Relations for a Chapter/Affinity Charter, based upon one or more of the following criteria:

- (1) Residency in a geographical area not represented by a Xavier Alumni Chapter, state or local;
- (2) Academic Degrees; or
- (3) Affinity.

Section 2. Charters. Upon the approval of the petition by the Board of Governors and upon acceptance of the charter, it shall be considered active. All alumni chapters now active shall be considered as chartered and shall be called: Xavier University Alumni Association- (name of city or region) Chapter. All affinity groups must seek charter by petition of and approval of such by the Board of Governors. Affinity groups shall be called: Organizational/Affinity Name Xavier University of Louisiana Chapter (i.e. National Association of Social Workers Xavier University of Louisiana Chapter).

Section 3. Revocation. The Board of Governors may revoke the charter of any alumni chapter or affinity group for actions inconsistent with the objectives of the National Alumni Association or the University.

Section 4. Permission. No alumni or affinity group in any community may use the name of the Association or the University without permission of the Board of Governors. No chapter constitution or bylaws shall conflict with any provision of the Xavier University of Louisiana National Alumni Association Bylaws.

Section 5. Annual Report. The Annual Report of the activities of alumni chapters and affinity groups as described in the Alumni Chapter Manual shall be due one month prior to the November meeting of the Board of Governors.

Section 6. Chapter and Affinity Group Dues. All alumni chapters and affinity groups shall pay yearly dues to the Association in an amount determined by the Board of Governors annually. Chapter and affinity groups must pay annual dues for the following calendar year at the November Board of Governors meeting.

Art. VI – Board of Governors

Section 1. Board of Governors. The direction and administration of the National Alumni Association shall be vested in a Board of Governors.

Section 2. Composition. The Board of Governors shall consist of the officers of the National Alumni Association, past presidents of the Association, each alumni chapter's president or their designee, each affinity group's president or their designee, and the Director of the Office of Alumni Relations. Each member of the Board of Governors is entitled to one vote. However, only chapter presidents or their designee whose chapter is financially active may cast a vote. The President of the University shall be an ex-officio member of the Board of Governors.

Section 3. Quorum. Two-thirds of active membership shall constitute a quorum for the transaction of business at a Board of Governors meeting.

Section 4. Order of Business. An agenda will be presented to the Board of Governors prior to the meeting for review and approval in a timely manner. Additions to the agenda shall be sent to the President prior to the meeting and/or presented during the appropriate time of the meeting.

Section 5. Parliamentary Authority. The rules contained in the most current edition of Robert's Rules of Order Newly Revised shall govern the National Alumni Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

Art. VII – Meetings

Section 1. Meetings of the General Membership. The meetings of the Board of Governors shall be scheduled in person when possible during Homecoming and Spring Graduation weeks (traditionally in November and May). Regular meetings will be held every other month via conference call or using a virtual platform.

Section 2. Special Meetings. Additional meetings of the Board of Governors shall be held at the request of the President of the Association, the Executive Board, or upon petition to the President by four (4) active members of the Board of Governors.

Section 3. Notice of Meetings. The Corresponding Secretary, in conjunction with the Office of Alumni Relations, shall give thirty (30) days' notice of such regular meetings.

Art. VIII – Elections

Section 1. Nomination Committee. The role of the Nomination Committee shall be to manage all aspects of the election and to coordinate the process in conjunction with the Office of Alumni Relations. The Director of the Office of Alumni Relations shall be an ex-officio member of the committee. A committee of five (5) members appointed by the President shall seek nominations for candidates for each of the offices to be filled. Members of the Nomination Committee shall not be eligible to be candidates for office. The Nomination Committee shall be appointed at least six (6) months before the installation of officers.

- A. *Nominations Eligibility.* Any Alumni who made a financial contribution to the University during the calendar year preceding the election shall be eligible to submit nomination recommendations to the Nomination Committee.

Section 2. Eligibility for Office. Any active member of the National Alumni Association who made a financial contribution to the University during the calendar year preceding the election shall be eligible to run for office in the Xavier University of Louisiana Alumni Association. Any active member who wishes to hold office shall demonstrate:

- (1) A commitment to Xavier University with a record of Xavier volunteer service;
- (2) Evidence of leadership; and
- (3) Be willing to attend at least one Board of Governors Meeting in person annually.

- A. *Eligibility for Office of the President.* In order to qualify for Office of the President, the individual must:

- (1) Demonstrate a commitment to Xavier through volunteer service on behalf of Xavier and have contributed financially to Xavier during the prior year, and
- (2) Served on the National Alumni Association Executive Board or;
- (3) Chaired a National Alumni Association Committee or;
- (4) Served as a Chapter or Affinity Group Officer or;
- (5) Chaired a University Sponsored Advisory Committee.

And meet the qualifications above for elected officers.

Section 3. Nominations. Within three (3) months following their appointment, the Nomination Committee shall finalize a list of nominees for the offices of the Association. The list shall be presented to the Election Administrators. When the Nominations submits the final list, nominations are closed, except if the Election Administrators determine all nominees for the same position are not eligible.

Section 4. Election Administrators. Two (2) members of the Office of Alumni Relations will serve as the Election Administrators. The Election Administrators will verify candidates, check voter eligibility, manage the electoral roll and is responsible for voter communication. The Election Administrators will meet with the Nomination Committee to announce the electoral results and will communicate the results to the candidates and the alumni general body. At least one member of the Nomination Committee should work with the Election Administrators during this process. Write-in candidates will not be considered. A report to the Board of Governors will be submitted by the Nomination Committee Chair and Election Administrators.

Section 5. Eligibility to Vote. Any alumni who made a financial contribution to the University during the calendar year preceding the election shall be eligible to vote.

Section 6. Balloting and Counting.

- A. Elections by paper balloting or by electronic balloting shall be allowed. The process must provide for reasonable access to all eligible voters and for the confidentiality and security of

such voting process.

B. The Nominations and Elections committee in conjunction with the Office of Alumni Relations shall devise a process for the election of officers in accordance with the following:

Voting Timeline

3rd Friday of July Call for Nominations.

2nd Friday of August Deadline for Nominations to reach Office of Alumni Affairs. 4th Friday

of August Biographical information forms sent to nominees. 2nd Friday of September

Biographies due to Office of Alumni Affairs.

4th Friday of September Ballots mailed, electronic (on-line) voting opens. 3rd

Friday of October Deadline to receive ballots* and online voting ends.

*Ballots must be post- marked by 3rd Friday of October and received in the Office of Alumni Relations no later than the following Thursday.

Homecoming Mass Newly elected officers shall be installed

January 1st, next year Newly elected officers take office

Section 7. Voting irregularity. A candidate who wishes to report an alleged violation of the Election Code may do so by filing a written account of the alleged violation with the National Alumni Association Nomination Committee and Election Administrators within forty-two (42) hours of the alleged violation. If the violation is not filed with the Nomination Committee and Election Administrators within this time, the allegation will be considered invalid and will not be recognized.

Section 8. Tie vote. If there is a tie vote, the winner will be selected by a vote of the Xavier University of Louisiana Alumni Association Executive Board.

Section 9. No Majority Winner. When a candidate fails to obtain a simple majority of the votes. If no candidate receives a majority of votes, the winner will be decided by the Plurality system.

Section 10. Announcement of Winners. Winners will be officially announced at the Board of Governors meeting immediately following the election. The Election Administrators will present the results of the vote to the membership, including the number of votes received by each candidate. In cases of a tie vote or no majority, procedures listed in Article VIII Sections 8 (Tie Vote) and 9 (No Majority Winner) will be followed coordinated by the Election Administrators. Once completed, the President or presiding officer reads the report again with any additional results to the members and concludes with a formal declaration of the result. The entire report is then included in the minutes.

Section 11. Installation of Officers. The newly elected officers shall be installed at the closing of Mass during Homecoming Week. Then the transition with the old officers will be conducted during December, they will take office in January.

Article IX: Committees

Section 1. Executive Board. The Executive Board shall consist of the elected officers as listed in the Bylaws. The Executive Board shall transact the business of the Association. All expenditures and projects sponsored by the Association must be approved by a two-third vote of the Executive Board. Any Executive officer who is unable to fill the responsibilities and duties must submit a letter of resignation to the Executive Board. Only then shall that position be considered a vacancy.

Section 2. Standing Committees. The President shall appoint a chairperson for each standing committee. Each chairperson shall assume responsibility for all activities of that committee. Standing committees are as follows:

- a. Resources and Development
- b. Membership and Chapter Development
- c. Bylaws
- d. Awards
- e. Young Alumni
- f. Courtesy

Section 3. Ad-hoc (Special) Committees. Ad-hoc committees may be appointed by the President as needed for a specific reason and/or function.

Section 4. Committee Chairpersons. All committee chairpersons shall be responsible for setting and conducting committee meetings for the purpose of preparing, studying, and/or planning for various projects. Committee chairpersons shall submit a report of their meeting to the Corresponding Secretary seven (7) business days prior to the subsequent Board of Governors meeting. All committee chairpersons are to attend executive board meetings by invitation only.

Art. X - Amendments to Bylaws

Section 1. Amendments. Proposed amendments may be submitted by the National Alumni Association Board of Governors or by the membership of the Alumni Chapters to the Office of Alumni Relations and the Bylaws Committee for review and action sixty (60) days prior to the May or November Meeting. Comments and/or suggestions from the body must be submitted at least thirty (30) days prior to the Board of Governors meeting.

Section 2. Vote on Amendments. These bylaws may be amended by 2/3 vote of the members present at the May or November Meeting of the Xavier University of Louisiana Alumni Association Board of Governors meeting.

Art. XI - Registered Agent

Section 1. Registered Agent. The full name and post office address of the Association's registered agent shall be:

Director of the Office of Alumni Relations
Xavier University of Louisiana
1 Drexel Drive, Campus P.O. Box 66A
New Orleans, LA 70125