

# BY-LAWS

## ANNAPOLIS CHAPTER OF THE PENN STATE ALUMNI ASSOCIATION

### ARTICLE I: NAME

#### SECTION 1: NAME

The name of this organization shall be Annapolis Chapter of the Penn State Alumni Association, hereinafter referred to as "Chapter".

### ARTICLE II: PURPOSE

#### SECTION 1: GENERAL PURPOSE

The purpose of this Chapter shall be as follows:

1. Encourage camaraderie and social exchange of local Penn State alumni and friends.
2. Promote the interests and welfare of the Pennsylvania State University.
3. Establish the Chapter as a leader in community service.
4. Maintain close contact with other alumni.
5. Maintain and administer the Chapter's Scholarship Fund based upon student merit and outstanding community leadership.
6. Have fun!

#### SECTION 2: EARNINGS

No part of the net earnings of the Chapter shall be channeled to/from any member for his/her personal gain. Any earning shall be distributed following a quorum vote of the Board. The treasurer may disburse funds for ordinary operating expenses. Disbursement may not exceed \$300.00. Over this threshold, a quorum Board approval is needed.

## ARTICLE III: MEMBERSHIP

### SECTION 1: MEMBERSHIP QUALIFICATIONS

The Annapolis Chapter recognizes the following to be eligible for membership:

1. Alumni Member - A dues paying Alumnus of Penn State University.
2. Associate Member - A dues paying Non-Alumnus.
3. Honorary Member - A non-paying individual selected by the Board of Directors based on merit.

To become an Alumni member or an Associate member of this Chapter, an eligible person shall pay either an annual membership fee or purchase a life membership in the Chapter, the terms of each to be established by the Board of Directors.

The following person shall be considered an Alumnus to the Annapolis Chapter:

1. Any person who has completed at least one year of work in any University program;
2. Any person who has received an advanced degree from the University;
3. Any intern, resident or fellow of the University's Milton S. Hershey Medical Center, Dickinson School of Law or Geisinger Medical Center; and
4. Any post-graduate fellow of the University's Colleges.

The following person shall be considered an Associate Member:

1. Any Faculty member, present and past;
2. Any parent of a current undergraduate or graduate student; and
3. Any other loyal friend of the University.

### SECTION 2: RIGHTS AND PRIVILEGES OF MEMBERSHIP

Alumni members of the Chapter shall have the following rights and privileges:

1. To vote in all Chapter elections;
2. To hold elected office or a Board position in the Chapter;
3. To be eligible to receive all official publications; and
4. To participate in Chapter events at "member" rates.

Associate and Honorary members of the Chapter shall have the following rights and privileges:

1. To vote in all Chapter elections;
2. To participate on Chapter committees;
3. To be eligible to receive all official publications;

4. To participate in Chapter events at “member” rates.

Associate and Honorary members shall not hold a Board position.

### SECTION 3: ELECTIONS

Elections for the Chapter will take place at the annual chapter meeting. The chairman of the Nominating Committee will present a slate of candidates. Additional nominations will be accepted from the floor. By show of hands or written ballots, members present at the meeting shall elect the following officers by a majority vote:

1. President
2. Vice President
3. Treasurer
4. Secretary

Proxy ballots will not be accepted.

The elected Officers will appoint Committee Chairpersons and additional Board members as necessary.

## ARTICLE IV: BOARD OF DIRECTORS

### SECTION 1: BOARD OF DIRECTORS

All Officers and Board members must hold Alumni membership in the Chapter and in the Penn State Alumni Association.

The Board of Directors shall consist of the elected officers of the Chapter, Committee Chairpersons and any other member deemed necessary. Executive decisions must be approved with a majority vote of a quorum Board; the President not voting unless a tie is present. The total number of Board members shall not exceed 13 members (including the President).

The prior past president may serve as an ex-officio, non-voting member of the Board for a period of one year.

### SECTION 2: TERM OF OFFICE

- A. The term of elected officers shall be two years from the beginning of a fiscal year (July 1 through June 30).
- B. The length of service in any one elected office shall not exceed two consecutive terms.

- C. Non-elected members of the Board may not exceed six consecutive years in any one position.
- D. If vacancies occur, the Board by quorum vote may elect new officers or Board members to serve the remainder of the un-expired term.

### SECTION 3: BOARD DISCIPLINE

Should any one Board member miss either 3 consecutive meetings or a total of 6 meetings during the course of one fiscal year, he/she shall be dismissed from the Board. The President shall be responsible for sending a written termination notice. If there are extenuating circumstances, the Board may vote to override this ruling.

### SECTION 4: QUORUM

A quorum of the Board shall consist of no less than one-half of the total Board membership. The majority vote of the Board quorum shall be required for approval or disapproval of Executive decisions.

## ARTICLE V: RESPONSIBILITIES OF THE BOARD

### SECTION 1: DUTIES OF OFFICERS

The duties of the officers are as follows:

1. President: Shall preside at all meetings, shall be chairperson of the Board of Directors, and shall call all special meetings. The President shall be responsible for communicating all Chapter information, or delegation of same, to the Penn State Alumni Office at University Park, Pennsylvania.
2. Vice President: Shall serve as alternate in case the President is unavailable. This person shall also oversee all Committee Chairpersons, and will serve as chairperson of the By-Laws Committee.
3. Secretary: Shall keep the official minutes of the Chapter and correspond to all members of the Board. He/She shall maintain all documents related to the Chapter, including all pertinent historical materials. Any Chapter or Alumni list obtained may only be used for official Chapter business. The Secretary shall also maintain the record of attendance at all Board meetings.
4. Treasurer: Shall be responsible for receiving and disbursing funds as deemed necessary by the Board. This person shall maintain all bank records to be reviewed by the Board and/or the Audit Committee, and prepare financial reports for the Chapter. He/She shall also coordinate the scholarship fund activity.

Should the President be unavailable, the Vice President, Secretary, or Treasurer (in that order) assumes the President's responsibilities.

## SECTION 2: DUTIES OF THE BOARD

- A. The Board is the legislature of the Chapter and is empowered to establish local policy, consistent with the program set forth by the Penn State Alumni Association.
- 1. The Board shall meet on a regular basis. The location and time of regular Board meetings shall be discussed and agreed upon by the Board. The Board shall hold a minimum of four meetings each year.
- 2. Special meetings may be called:
  - a. By the President at his/her discretion.
  - b. Upon petition to the President, bearing the signature of at least one-third of the voting members of the Board. The petition shall state the specific purpose for holding such a meeting. The President shall call this meeting within 7 days and shall hold such a meeting within 14 days of receipt of the petition.
- D. Voting members of the Board shall attend all meetings of the Board. It is the responsibility of each Board member to stay current on regular Board meeting locations, or in the case of absence from a meeting, confirm future Board meeting locations with the Secretary or another Officer.
- E. Voting members of the Board shall serve on at least one standing committee of the Chapter.
- F. Members of the Board shall represent a positive image of the Chapter and the University in the community.
- G. The Board may establish Advisory Committee(s) to advise the Board of Directors and Officers. Members of an Advisory Committee shall be Chapter members and shall have no governing responsibility; and are considered as non-voting Board members when Executive decisions are voted. Advisory Committee Members are encouraged to attend Board meetings, unless otherwise advised by the Advisory Committee Chairman.

## SECTION 3: COMMITTEES AND THEIR FUNCTIONS

The committees of the Chapter are as follows:

- 1. Membership Committee: Shall seek new Chapter members, maintain existing Chapter membership and promote membership within the Penn State Alumni Association.
- 2. Social Committee: Shall coordinate activities for the Chapter such as social events, sporting events, trips, etc.
- 3. Media Committee: Shall be responsible for disseminating information related to Chapter events via the Newsletter, the Internet, and/or the local newspaper. The Newsletter Editor is a standing member of this committee.
- 4. Nominating Committee: Shall recruit potential Chapter officers.
- 5. Fundraising Committee: Shall coordinate activities to raise funds for the Chapter.

6. Community Service Committee: Shall select and coordinate various Chapter sponsored activities to benefit the community at large.
7. By-Laws Committee: Shall draft, edit and maintain the Chapter's By-Laws. The Vice-President will be chairperson of this committee.
8. Student Relations Committee: Shall encourage and promote the involvement of students and their families in Chapter activities.
9. Audit Committee: Shall be responsible for carrying out an annual audit of the Chapter's financial records. The audit shall be completed within two months following the end of each fiscal year. The committee shall consist of no less than 2 members, as determined by the Chapter president, the Chairperson being a Board member.
10. Scholarship Committee: Shall be responsible for sustaining and implementing the Chapter's established guidelines by which student scholarships are awarded.
11. Advisory Committee(s): Shall support the Chapter's activities by providing information, advice, expertise, skill, knowledge, resources, prestige, etc., to the governing Board of Directors. Advisory Committees may be service, function, and/or task specific and may be terminated by the Board upon completion of activity.

Committees shall operate as follows:

1. A committee may consist of one or more members of the Chapter and shall be called to action as deemed necessary by the Board.
2. The committee Chair is appointed by the Officers and must be a member of the Board.
3. The Chair shall coordinate the activities of the committee to include:
  - a. Soliciting additional members to be on the committee;
  - b. Conducting meetings, as necessary; and
  - c. Reporting committee activity to the Board.
4. A committee shall act within the guidelines established by the Board to carry out its given function(s). If any given committee's activity requires dispersing Chapter funds, membership involvement or interaction, or the pursuit of a new event, idea, or campaign, it will be the Chair's responsibility to acquire advanced Board approval.

## ARTICLE VI: ADOPTION

### SECTION 1: ADOPTION

These By-Laws shall be officially adopted upon approval by a Majority vote of the Chapter members in attendance at any regular or special meeting of the Chapter. It shall take effect upon the granting of a charter by the Executive Board of the Penn State Alumni Association, authorizing the Chapter to function as one of the official Penn State Chapters.

## SECTION 2: AMENDMENT

These By-Laws may be amended by a majority vote of all Chapter members in attendance at any duly called meeting of the membership. No amendments shall take effect until duly approved by the Executive Board of the Penn State Alumni Association.

Adopted 11-Feb-98

Revised 11-Jun-02

Revised 18-Nov-04