



**Spalding University  
Alumni Leadership Council  
By-laws**

# **By-Laws of the Spalding University Alumni Leadership Council (referred to throughout as “ALC”)**

## **PREAMBLE**

We, the alumni of Spalding University, under the guidance and control of the university, associate ourselves together for the following purposes:

To represent the alumni of Spalding University as members of the Alumni Leadership Council (ALC) and to carry out the duties associated with membership in accordance with the by-laws established.

The ALC serves as the governing body for the Spalding University Alumni Association.

The ALC advises and supports the efforts of the Office of Advancement, Spalding University.

## **ARTICLE I Organization**

The name of this organization shall be the *Spalding University Alumni Leadership Council*. The abbreviation “ALC” will be an acceptable acronym for the board and used in correspondence as necessary.

**Principal Offices.** The ALC will hold no “official” office space and all physical meetings of members will be held in the location convenient for members to conduct business in accordance with the by-laws.

## **ARTICLE II Mission, Goals and Vision**

**Mission:** The ALC is organized for three principal purposes:

- To advocate for, and on behalf of, the Spalding University alumni.
- To support the alumni giving efforts of the university.
- To advocate for; conduct activities under the guidance of; and to communicate the Spalding University mission.

**Goals**

- Represent the university, its students and alumni in an ethical, engaging and professional manner

- Re-establish a Spalding University alumni culture that is enthusiastic and inclusive
- Implement activities that have a meaningful impact on alumni giving

Vision

- Implement and refine by-laws, providing a governance model that evolves with the needs of the alumni and university
- Shape the ALC into a governing body that's inclusive and represents the interests of all alumni
- Re-establish the Spalding University Alumni Association as one entity, reconciling formal and informal organizations for a common, shared purpose

**ARTICLE III  
Members**

**Regulatory Compliance on Membership.** The ALC shall ensure that the membership conforms to the requirements set by the Office of Advancement, Spalding University and the ALC by-laws.

**MEMBERS**

Membership may be granted to any graduate of Spalding University, regardless of program, discipline, credential earned.

Those seeking membership to the ALC must be in *good standing*, as defined by the Office of Advancement, Spalding University.

Graduates of non-degree granting programs are eligible for membership on the ALC.

**Resignation of Member.** Any member who submits a written notice of resignation shall be removed from the ALC.

**Reinstatement.** A member who resigns from membership and who meets the membership qualifications and requirements of this Article III may reapply for membership subject to voting and selection.

**Good Standing.** A member of the ALC shall be deemed to be in good standing by the Office of Advancement, Spalding University, based on criteria established by that office.

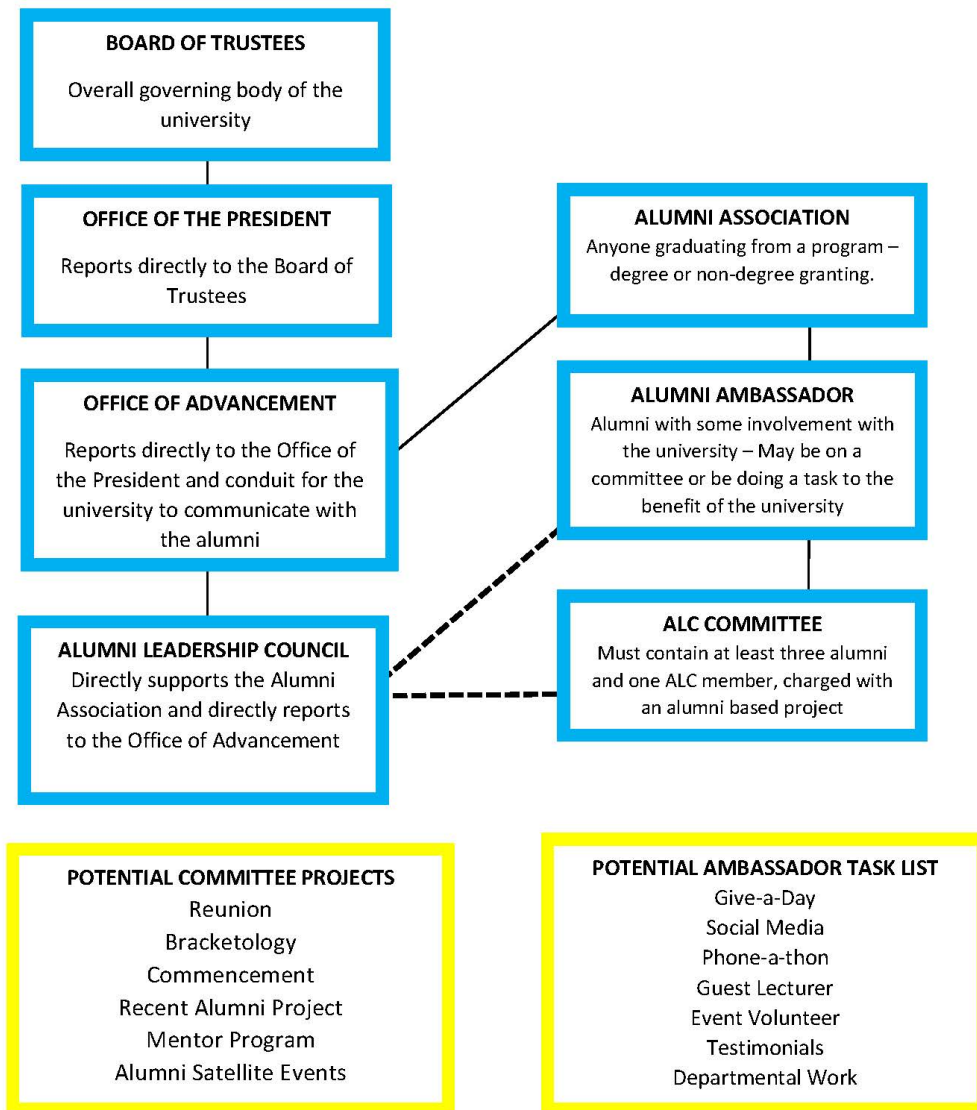
**Revocation of Membership.** An individual's membership on the ALC may be revoked only for good cause. Actions or activities not consistent with the university mission statement are

cause for revocation. In such circumstances, the Office of Advancement, Spalding University will adjudicate.

## ARTICLE IV Organization

The ALC is organized for the benefit of all alumni.

The relationship between university, Board of Trustees, ALC, alumni association and alumni is represented in the organizational chart below.



## **ARTICLE V Governance**

**Council of Advisors.** The ALC is the governing body for the alumni association and an advisory and advocacy body for the Office of Advancement, Spalding University.

The ALC will be comprised of no less than five (5) members. Representation may increase as deemed necessary to accomplish the second point of the ALC vision statement regarding inclusion and representation.

**Term.** The term for each member will be 3 years. Members are limited to two terms total. Officer's positions within the ALC are also term limited.

**Officers.** The ALC is organized with four (4) of the five (5) members holding specific roles as officers of the Council:

- Lead – term limit 3 years. Limited to one term.
- Assistant Lead – term limit 2 years. Limited to one term.
- Secretary – term limit 2 years. No limit to terms.
- Administrative Control – term limit 2 years. No limit to terms.

**Meetings.** Regular meetings of the ALC shall take place at a minimum quarterly, whether in person, telephonically or electronically.

**Notice.** The ALC Lead calling the meeting shall give notice of the date, place, and time of the meeting at least two days and not more than one month prior to the scheduled date and time of the meeting. Notice may be by U.S. Mail, telephone, fax, electronic mail, in person, or by any method reasonably calculated to ensure timely receipt by the member.

**Minutes.** The minutes of the meeting shall be made available to all members. Meetings shall be recorded either in written form or electronically.

**Quorum.** The attendance of three (3) members with either Lead or Assistant Lead in attendance as part of those three (3) constitutes a quorum.

**Adjournments.** Any meeting convened where a quorum is not present may be adjourned to a date and time to be announced at the meeting.

**Election of Members.** For new membership, the election process is such:

- The voting process will commence 60 days before assuming duty as a Council member
- 55-day recruiting/advertising using the university web site and social media
- 25-day voting electronically using the university web site
- access, control and transparency

- 5-day tabulation of data, vetting with by-laws, university notification, public announcement and assumption of duty

However, the Office of Advancement may override Article V and appointment members to the ALC as situation dictates.

For the election of new members under special circumstances, the election process is such:

- Resignation of any member would require the seat to be filled to achieve an odd number
- An “emergency” vote by the student body necessitates a truncated process
- The Council Lead, empowered through By-Laws, may truncate the voting timeline at his/her discretion, provided the process steps outlined herein are followed
- The new Council member would serve out the time remaining for the term

**Removal.** Removal of a Council member will be in accordance with Article III of the by-laws.

**Vacancies.** When a vacancy is creating, creating a special circumstance, an election for replacement Council member will take place in accordance with Article V of these by-laws.

**Reimbursements.** Membership on the ALC is voluntary as no reasonable expenses will be reimbursed for participation. This position is consistent with the notion of volunteerism and the university mission statement.

**Giving.** To demonstrate commitment to our mission, ALC members agree that they must first make gifts themselves. ALC members are expected to “give back” to the university with an annual contribution of at least \$851. ALC giving is distinct, and in addition to costs associated with supporting university events in accordance with Article VI.

**Conflicts of Interest.** The ALC controls, governs or influences no part of the alumni association or the university. However, should any member of the ALC be engaged in personal affairs or business that would be reasonably considered a conflict will report it to the Office of Advancement, Spalding University.

## **ARTICLE VI**

### **Meetings**

**Meetings.** Regular meetings of the ALC shall take place at a minimum quarterly, whether in person, telephonically or electronically.

**Special Meetings.** Special meetings of the ALC may be called from time to time. Given the potential geographic dispersion of members, these meetings will be telephonic to the greatest extent possible.

**Voting Rights.** All members of the ALC have a right and obligation to vote on any issue in accordance with the by-laws. No member will be prevented from voting.

**Speaking Rights.** Every Member in any ALC meeting has a right to speak on issues to be voted upon by the ALC.

**University Events.** It is expected that each ALC member will make every attempt to attend and support alumni or university events.

## **ARTICLE VII Conduct of Elections**

The ALC shall establish all reasonable policies for the conduct of elections including procedures for in-person and electronic nominations, member sponsored proposals, voting, quorums, majority voting, agenda items, required notices to members, and any other administrative policy and procedures that are applicable to Elections.

## **ARTICLE VIII Committees**

**Establishment of Committees.** The ALC, as a matter of administrative procedure, may establish and constitute such committees as it determines are beneficial and appropriate to the goals and the purposes of the ALC.

**Membership on Committees.** Standing or temporary committees shall have three (3) members, limiting committee numbers to not more than two (2) committees per member.

## **ARTICLE IX Officers**

**Lead.** The Council Lead shall be the presiding officer of the board and the ALC's principal to the university POC. The council Lead shall chair all COUNCIL meetings, preside over elections, recommend committees and is delegated authority in select circumstances to make decisions where anomalies/emergencies arise that By-Laws do not address.

**Qualifications.** The Council Lead must be an alumnus in good standing with Spalding University. The ALC, over time, may establish through edits to the By-Laws, previous board experience or other criteria that serve the interest of the board and the university.

**Term of Office.** The Council Lead will serve a 3-year term of service. Limit one term.

**Assistant Lead.** The Assistant Lead shall act in the Council Lead's stead when not available. The Assistant Lead will two specific responsibilities: management of social media assets and committee oversight, when/if established by the ALC.

**Qualifications.** The Assistant Lead must be an alumnus in good standing with Spalding University. The ALC, over time, may establish through edits to the By-Laws, previous board experience or other criteria that serve the interest of the ALC and the university.

**Term of Office.** The Assistant Lead will serve a 2-year term of service. Limit one term.

**Secretary.** The Secretary shall keep the Council minute books and membership records, issue notice of meetings as directed by the Council Lead, and either serve as, or arrange for services of, a recording secretary at all special meetings. He/she shall preside over voting procedures and record the activities.

**Qualifications.** The Secretary must be an alumnus in good standing with Spalding University. The ALC, over time, may establish through edits to the By-Laws, previous board experience or other criteria that serve the interest of the ALC and the university.

**Term of Office.** The Secretary will serve a 2-year term of service. No term limit.

**Administrative Contact.** The Administrative Contact will maintain the By-Laws and serve as the principal for interpreting guidance therein. He/she has additional responsibilities in the voting process as situation dictates.

**Qualifications.** The Administrative Contact must be an alumnus in good standing with Spalding University. The ALC, over time, may establish through edits to the By-Laws, previous board experience or other criteria that serve the interest of the ALC and the university.

**Term of Office.** The Administrative Contact will serve a 2-year term of service. No term limit.

**Election of Officers.** For new officers, the election process is such:

- The officer voting process will take place after the start of the new term year and prior to the first ALC meeting of the same year
- The officer voting process will last no longer than 15 days
- Members will announce candidacy with 3 days of the start of the new calendar year (aligned with term year)
- The voting process will take place on the fourth day after the start of the term year; the day following candidacy announcements and be completed within 7 days
- The Administrative Contact will validate a member's candidacy via By-Laws
- The vote will be done electronically, via email, managed by the Secretary

**Vacancy.** If the member resigning is an officer, the Council Lead, empowered through By-Laws, may appoint the new member to the vacant officer position or re-assign duties of that position to a committee or another Council member. If the Council Lead position becomes vacant, the Office of Advancement, Spalding University will appoint an interim Council Lead from the remaining officers until elections can be held to right size the ALC.

## ARTICLE X



## **Ambassadors**

**Overview.** The Spalding University Alumni Ambassador Program provides a select group of alumni to serve as advocates for the university and liaisons between the Spalding University Alumni Association and their community.

Alumni Ambassadors actively engage in alumni events and assist the Office of Advancement and the Spalding University Alumni Association with marketing and giving campaigns, alumni events and networking opportunities.

The alumni are selected on a continual basis over the course of the calendar year by the Spalding University Alumni Leadership Council (ALC) with oversight provided by the Spalding University office of Advancement.

The number of Alumni Ambassadors is not limited and there are no restrictions by geography, academic discipline or protected classification. Alumni Ambassadors come from an array of different ethnic and socio-economic backgrounds, states, fields of study and institutions. Alumni Ambassadors serve as living examples of the quality of a Spalding University education and the impact alumni have on the community at large.

Alumni Ambassadors are considered a “feeder population” for maintaining the vitality of the ALC. As such, ambassadors are encouraged to run for open ALC seats.

Alumni Ambassador Program is voluntary, and members will not receive monetary compensation for participation.

The ambassadors serve one-year terms, renewed annually by the ALC.

Ambassadors will receive a Certificate of Appreciation and commemorative at the end of each year of service.

### **Spalding University Alumni Ambassadors Duties**

- Demonstrate a positive attitude as an advocate for the university;

- Participate in local, on-campus and virtual events as able;
- Assist in planning alumni networking activity in their region;
- Engage and encourage future alumni through speaking engagements, mentorship and other student engagement activities;
- Support the Office of Advancement marketing and alumni giving campaigns through active social media
- Serve as a point of contact via telephone conversations for current and prospective students;
- Participate in semi-annual ambassador teleconferences

### **Requirements**

- Be in good standing with Spalding University academically and financially
- Commit to active engagement as outlined within this document
- Commit to a one-year term as an Alumni Ambassador

## **ARTICLE XI Amendments**

**Power of the ALC to Amend.** The members of the ALC shall have the power to amend these bylaws by a majority vote at a meeting where the proposed amendment is properly brought before the ALC. In these circumstances, where the by-laws are to be amended, full ALC representation is required vice quorum. Final approval of an amendment, voted on and approved by the ALC, is required from the Chief Advancement Officer or designated representative.

**Review.** The ALC will review the by-laws for applicability and currency annually.

## **ARTICLE XII Miscellaneous Provisions**

The captions contained in this document are for convenience only, they are not a part of this document and are not intended in any way to limit or enlarge the terms and provisions contained herein. Use of a term in the masculine gender includes the use of the feminine gender and vice versa. Use of a term in the singular includes the plural and vice versa.