

Constitution and By-Laws of the Alumni Association of Lenoir-Rhyne University

Adopted May 31, 1927 and including amendments adopted May 1, 2010, July 14, 2012 and February 4, 2017.

ARTICLE I – NAME

The name of this Association shall be the Alumni Association of Lenoir-Rhyne University.

ARTICLE II – PURPOSE

The aim of the Association shall be **(1)** to promote fellowship among its members, **(2)** increase their loyalty to the institution, **(3)** build, maintain and enhance the relationship between the university and its alumni, **(4)** act as an advisory Board and liaison to the administration of the university on matters related to alumni relations and alumni communications, and **(5)** in every way available to further the interests of Lenoir-Rhyne University.

ARTICLE III – MEMBERSHIP

Section 1. Regular members: All former students, both graduates and nongraduates of Lenoir-Rhyne University, Lenoir-Rhyne College, formerly Lenoir College and all those upon whom the University or College has awarded honorary degrees or status shall be deemed members of this Association.

Section 2. Honorary members: Trustees and ex-trustees, members and ex-members of the faculty and other persons having performed distinguished service for the college or university may become honorary members by vote of the Board of Directors of the Association.

Section 3. All former students and graduates of North Carolina College, Elizabeth College and the Lutheran Theological Southern Seminary may be members of this Association.

ARTICLE IV – OFFICERS

Section 1. The officers of this Association shall be a President, President-Elect, Immediate Past President, two Vice Presidents, and a Secretary.

Section 2. No current member of the faculty or staff employed with the university is eligible to serve as an officer of the Association.

Section 3. The President-Elect, and Vice Presidents shall be elected annually and shall hold office for one year, or until their successors have been nominated and their nomination officially announced. All officers must serve a minimum of one (1) year as a member of the Board of Directors to be eligible for an Officer position. The Secretary shall be appointed by the in-coming President.

Section 4. The President, President-Elect, Immediate Past President, the Vice Presidents, and the Secretary shall perform such duties as usually devolve upon such officers. The President and the Secretary shall report in detail to the Board of Directors at each meeting of the Board.

The President is the chief administrative officer of the Alumni Association and is responsible for directing its program, coordinating all phases of its operation, and coordinating its services. The President shall: Provide leadership and make final executive decisions on all matters of administration not inconsistent with the policy of the Board of Directors; Preside at the meeting of the Board of Directors of the Alumni Association and at the Annual Meeting of the Association; Carry out the aims and purposes of this Association by utilizing the Alumni Office staff and facilities and through the other officers and designated committees.

The President-Elect shall preside in the absence of the President and shall prepare to assume the duties of President in the year following service as President-Elect. Also, the President-Elect shall serve in various administrative capacities at the direction of the President.

The Immediate Past President shall provide guidance to the President and shall serve as chairperson of the Nominating Committee and Awards Committee.

The Vice Presidents shall serve at the direction of the President, accepting responsibility for supervision of various committee assignments and public relations matters as deemed necessary by the President.

The Secretary shall keep accurate minutes at the meetings of the Board of Directors and at the Annual Meeting of the Alumni Association and shall file copies with the Office of the Director of Alumni Relations within 30 days of any meeting. Said Minutes shall be available to all members of the Association upon request.

Section 5. Nominations for the President-Elect and the Vice Presidents shall be accepted from the Board of Directors. The President-Elect and the Vice Presidents shall be elected annually by the Board of Directors at the regular meeting in the winter of each year and shall take office at the annual meeting of the Alumni Association after ratification by the majority of the quorum. If the election of such officers is not held at the winter meeting, the election shall be held as soon thereafter as convenient. Each of the three elected officers shall hold office until his or her successor has been duly elected and accepted such position.

Section 6. In the event a vacancy occurs in any office, the President shall appoint a replacement to fill the unexpired term. Should the office of President become vacant, the President-Elect shall serve as interim President. A new President-Elect shall be elected through a special election.

ARTICLE V – ALUMNI DIRECTOR

Section 1. The Association shall have a Director of Alumni Relations who shall be hired by Lenoir-Rhyne University. The Director shall be responsible for the efficient operation of the Alumni Office and vigorous prosecution of the objectives and program of the Association and shall report in detail to the Board of Directors at each meeting of the Board. The Director shall be a non-voting, ex-officio member of the Board and all standing and Ad hoc committees. The Director shall serve as Parliamentarian, and shall have a working knowledge of the parliamentary rules and the Constitution and By Laws of Lenoir-Rhyne University Alumni Association.

ARTICLE VI – BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors, which shall consist of the officers of the Association, the immediate past president, chapter presidents, and eighteen elected directors, who shall be members of the Association (*see paragraph 6 of the By-Laws*). The President of the Senior Class shall have an open invitation to all Alumni Association Board of Directors' meetings as an ex-officio guest.

Section 2. No current member of the faculty or staff at the University is eligible to serve on the Board of Directors.

Section 3. Directors shall be elected for a term of three years, with six directors elected each year and will hold office until their successor has been elected and their election officially announced.

Section 4. The Board of Directors shall hold at least two meetings each year, one of these shortly prior to the Annual Meeting of the Association. The quorum for such meetings shall be considered to be a simple majority of the elected directors and officers.

Section 5. The duties of the Board of Directors shall include the following:

- (a) Establish policies and give guidance to the officers of the Alumni Association and the Director of Alumni Relations.
- (b) Receive the reports of the officers, of the Director of Alumni Relations, and of the committees.
- (c) Implement an Annual Fund appeal to supplement the operating income of the University and to finance the program of the Association.

ARTICLE VII – REMOVAL FROM THE BOARD

Section 1. Absences from more than two consecutive board meetings, by a member of the Board of Directors, without good or just cause shall result in his or her removal from the board. Said removal shall be announced and made official at the next regular board meeting.

Section 2. Should the Association officers or Board of Directors determine that a member of the Board of Directors has not fulfilled his or her responsibilities, he or she may be removed by a majority vote of the officers and directors at a regular or special call meeting.

Section 3. Such member who has been removed from the Board pursuant to Sections 1 and 2 shall not be eligible for re-nomination or re-election within the 3 years following his or her removal.

ARTICLE VIII – VACANCY(IES)

A vacancy in any of the offices or on the Board because of death, resignation, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

ARTICLE IX– FINANCES

Section 1. The members shall support the Association and the university financially through regular participation in The Fund for Lenoir-Rhyne. Funding for the Alumni Association shall come from the University as a line item in the Goods and Services budget.

Section 2. The Board of Directors shall approve a yearly budget and any expenditure outside of the budget must be approved by the President of the Association in conjunction with the appropriate University Officer.

ARTICLE X– QUORUM

At business meetings of the Board of Directors, a quorum shall consist of a majority of the members of the Alumni Association Board of Directors.

ARTICLE XI- MAJORITY VOTE

Subject to Article XIII, the vote of a majority of the votes entitled to be cast by members of the Board of Directors present at a business meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the members.

ARTICLE XII – COMMITTEES

Section 1. Appointment of Committees. The Board of Directors may create regular or special committees as it deems appropriate. The officers of the Board of Directors shall serve as chairpersons of any regular or special committees and the members of the committees shall be appointed by the President with the advice and consent of the Board of Directors. The President shall be an ex officio member of all committees.

Section 2. Standing committees shall include:

(1) **Executive Committee.** The Executive Committee shall be responsible for the execution of matters referred to the Committee by the Board of Directors and shall report all action to the Board at its next meeting. It shall also have power to make recommendations to the Board and to act for the Board on all matters which arise

between Board meetings, such action subject to ratification by the Board at its next meeting. The Executive Committee shall consist of the officers of the Association. The Director of Alumni Relations shall an ex-officio, voting members of the Executive Committee. Meetings of the Executive Committee may be called by the President of the Association or the Director of Alumni Relations.

(2) **Nominating Committee.** The Nominating Committee is responsible for identifying candidates for election to the Board under provisions outlined earlier. It shall consist of at least five members, including at least one officer of the Board.

(3) **Event Committee.** The Event Committee shall be responsible for planning alumni events for Homecoming and other University-sponsored events as deemed necessary by the University.

(4) **Awards Committee.** The Awards Committee is responsible for determining the recipients of awards which are awarded by the Alumni Association,

(5) **Alumni Network Committee.** The Alumni Network Committee shall recruit and assist community alumni networking committees in developing off-campus alumni activities and networking events.

(6) **Student Program Committee.** The Student Program Committee shall develop programs and projects which will help current students to better understand the importance of alumni in the life of the College and to prepare them for their role as alumni and help in the recruitment of students for the University, working in cooperation with the Admissions Office.

Section 3. Special and ad hoc committees may be appointed as needed.

Section 4. Non-Board members may be appointed to standing and special committees, except to the Executive Committee. However, Board members will always constitute a majority of the members on all committees.

ARTICLE XIII - AMENDMENTS

Any article or portion of this Constitution may be amended, altered, or repealed by the Board of Directors at any meeting by a majority vote of the members present, provided notice of the proposed change is given the members of the Board of Directors at least one month prior to the meeting, and provided a quorum is present at the meeting.

ARTICLE XI – PARLIMENTARY PROCEDURE(S)

Association meetings shall be conducted in accordance with Robert’s Rules of Order, revised. (*attached*)

BY-LAWS of the ALUMNI ASSOCIATION OF LENOIR-RHYNE UNIVERSITY

1. There shall be a meeting of the Association once each year at a time and place determined by the Board of Directors of the Association. This meeting shall be known as the annual meeting. At the request of the Directors of the Alumni Association or of 30 members of the Association, the President may call a meeting at any time, giving previous notice.
2. Twenty members shall constitute a quorum for the transaction of business.
3. The regular order of business used on such occasions will be used by the presiding officer.
4. Election of officers and directors shall be by ratification of a slate of officers and directors put forth by the Nominating Committee at the Annual Meeting.
5. The Secretary shall be appointed by the incoming President.
6. Nominees shall be apportioned so that each of the following groups are represented among the slate of nominees put forth: 1) Classes dated 1 through 7 years prior to date of nomination, 2) Classes dated 8 through 17 years prior to date of nomination, 3) Classes dated 18 through 26 years prior to date of nomination, 4) Classes dated 27 through 37 years prior to date of nomination, 5) Classes dated 38 through 45 years prior to date of nomination, 6) Classes dated at least 47 years prior to date of nomination. ***Consideration should be given to insuring that officers and members of the Board of Directors are representative of the Alumni Association as a whole, as far as class year, geographic distribution and the like.***
7. There shall be a Nominating Committee consisting of the following: Immediate Past President, President, President-Elect, and three members-at-large from the Alumni Association. The members-at-large shall be appointed by the Immediate Past President. The Immediate Past President shall serve as chair. The Nominating Committee shall:
 - (a) Accept recommendations for nominees from the membership of the Alumni Association.
 - (b) Prepare a slate of candidates for each office and position.
 - (c) Present the proposed slate for approval at the annual meeting of the Alumni Association.
8. Any change or amendment of these By-Laws shall be made in accordance with the rule prescribed for changing or amending the Constitution.

Robert's Rules of Order

Reference: www.robertsrules.org

Robert's Rules of Order - Summary Version

For Fair and Orderly Meetings & Conventions

Provides common rules and procedures for deliberation and debate in order to place the whole membership on the same footing and speaking the same language. The conduct of ALL business is controlled by the general will of the whole membership - the right of the deliberate majority to decide. Complementary is the right of at least a strong minority to require the majority to be deliberate - to act according to its considered judgment AFTER a full and fair "working through" of the issues involved. Robert's Rules provides for constructive and democratic meetings, to help, not hinder, the business of the assembly. Under no circumstances should "undue strictness" be allowed to intimidate members or limit full participation.

The fundamental right of deliberative assemblies requires all questions to be thoroughly discussed before taking action!

The assembly rules - they have the final say on everything! Silence means consent!

Guidelines

- Obtain the floor (the right to speak) by being the first to stand when the person speaking has finished; state Mr. /Madam Chairman. Raising your hand means nothing, and standing while another has the floor is out of order! Must be recognized by the Chair before speaking!
- Debate cannot begin until the Chair has stated the motion or resolution and asked "are you ready for the question?" If no one rises, the chair calls for the vote!
- Before the motion is stated by the Chair (the question) members may suggest modification of the motion; the mover can modify as he pleases, or even withdraw the motion without consent of the seconder; if mover modifies, the seconder can withdraw the second.
- The "immediately pending question" is the last question stated by the Chair! Motion/Resolution - Amendment - Motion to Postpone
- The member moving the "immediately pending question" is entitled to preference to the floor!
- No member can speak twice to the same issue until everyone else wishing to speak has spoken to it once!
- All remarks must be directed to the Chair. Remarks must be courteous in language and deportment - avoid all personalities, never allude to others by name or to motives!
- The agenda and all committee reports are merely recommendations! When presented to the assembly and the question is stated, debate begins and changes occur!

The Rules

- **Point of Privilege:** Pertains to noise, personal comfort, etc. - may interrupt only if necessary!

- **Parliamentary Inquiry:** Inquire as to the correct motion - to accomplish a desired result, or raise a point of order
- **Point of Information:** Generally applies to information desired from the speaker: "I should like to ask the (speaker) a question."
- **Orders of the Day (Agenda):** A call to adhere to the agenda (a deviation from the agenda requires Suspending the Rules)
- **Point of Order:** Infraction of the rules, or improper decorum in speaking. Must be raised immediately after the error is made
- **Main Motion:** Brings new business (the next item on the agenda) before the assembly
- **Divide the Question:** Divides a motion into two or more separate motions (must be able to stand on their own)
- **Consider by Paragraph:** Adoption of paper is held until all paragraphs are debated and amended and entire paper is satisfactory; after all paragraphs are considered, the entire paper is then open to amendment, and paragraphs may be further amended. Any Preamble cannot be considered until debate on the body of the paper has ceased.
- **Amend:** Inserting or striking out words or paragraphs, or substituting whole paragraphs or resolutions
- **Withdraw/Modify Motion:** Applies only after question is stated; mover can accept an amendment without obtaining the floor
- **Commit /Refer/Recommit to Committee:** State the committee to receive the question or resolution; if no committee exists include size of committee desired and method of selecting the members (election or appointment).
- **Extend Debate:** Applies only to the immediately pending question; extends until a certain time or for a certain period of time
- **Limit Debate:** Closing debate at a certain time, or limiting to a certain period of time
- **Postpone to a Certain Time:** State the time the motion or agenda item will be resumed
- **Object to Consideration:** Objection must be stated before discussion or another motion is stated
- **Lay on the Table:** Temporarily suspends further consideration/action on pending question; may be made after motion to close debate has carried or is pending
- **Take from the Table:** Resumes consideration of item previously "laid on the table" - state the motion to take from the table
- **Reconsider:** Can be made only by one on the prevailing side who has changed position or view
- **Postpone Indefinitely:** Kills the question/resolution for this session - exception: the motion to reconsider can be made this session
- **Previous Question:** Closes debate if successful - may be moved to "**Close Debate**" if preferred
- **Informal Consideration:** Move that the assembly go into "**Committee of the Whole**" - informal debate as if in committee; this committee may limit number or length of speeches or close debate by other means by a 2/3 vote. All votes, however, are formal.
- **Appeal Decision of the Chair:** Appeal for the assembly to decide - must be made before other business is resumed; NOT debatable if relates to decorum, violation of rules or order of business
- **Suspend the Rules:** Allows a violation of the assembly's own rules (except Constitution); the object of the suspension must be specified.