CONCORDIA UNIVERSITY IRVINE
ALUMNI ASSOCIATION

Bylaws

ARTICLE I
PURPOSE

The purpose of this organization shall be to strengthen the bond between Concordia University
Irvine and its alumni, to assist in the organization and development of a continuous and effective
program of action promoting the welfare of the university and its alumni, to contribute in the
growth and development of the facilities and educational programs of the university, and to assist
the university in the area of finance, student recruitment and promotion.

ARTICLE II
NAME AND OBJECTIVES

Section 1. Name
The name of this organization shall be the Concordia University Irvine (or “CUI”) Alumni
Association (the “Alumni Association”).

Section 2. Objectives
The objectives of the Alumni Association shall be:

   a) To renew and increase the feeling of good will and fellowship for the further
development of Christian higher education at Concordia University Irvine and
   training in the Church.
   b) To keep graduates and former students of Concordia University Irvine in close
contact with each other and with CUI.

ARTICLE III
MEMBERSHIP

Section 1. Voting Membership
All persons who have earned a degree from Concordia University Irvine shall be members of the
Association.

Section 2. Non-Voting Membership
Individuals who have not earned a degree from Concordia University Irvine, but who meet at
least one of the following criteria, shall be eligible for membership, may apply for non-voting
membership status, and may be designated as such by majority vote of the Board of Directors.

   a) All persons who have earned a certificate, credential, colloquy or other
designation from Concordia University Irvine
   b) All persons upon whom Concordia University Irvine confers honorary degrees
c) All persons who are interested in membership and who serve or have served the university as an employee.
d) The Executive Director of Constituent Relations and the Director of Alumni & Family Relations shall be non-voting, ex officio members of the Association, if not a degree-holding alumnus/a.

**ARTICLE IV**

**BOARD OF DIRECTORS, OFFICERS, ELECTIONS**

**Section 1. Board of Directors**
The CUI Alumni Association shall be governed by a Board of Directors. Membership shall be divided into three classes:

a) Regular members: the Board of Directors shall consist of at least seven (7), but not more than twenty-one (21) voting members of the Association.
b) Ex officio members: there shall be no more than four ex officio members of the Board of Directors. Ex officio members shall have the right to vote, but are not counted for the purpose of establishing a quorum. The term of office for ex officio members shall be for one academic year. Ex officio members may be reelected annually, however, no ex officio member may serve in that role for more than six full consecutive years.

1) Staff Representative: a member of the Concordia University Irvine staff shall serve as an ex officio member of the Board. Preference shall be given to a full-time employee who is also a degreed alumnus of the university.

2) Faculty Representative: a member of the Concordia University Irvine faculty shall serve as an ex officio member of the Board. Preference shall be given to a full-time faculty member who is also a degreed alumnus of the university.

3) Student Representative: The ASCUI President, or designee, shall be invited to join the Board as an ex officio member.

4) Regent/Trustee Representative: An alumna/us who currently serves on either the Board of Regents or the Foundation Board of Trustees may be invited to join the CUI Alumni Association Board of Directors as an ex officio member, at the discretion of the Director of Alumni Relations and the Executive Vice President of University Advancement.

c) Appointed members: additional non-voting members of the Board of Directors may be appointed in accordance with Article IV., Section 10. of these bylaws.

**Section 2. Terms of Office and Elections for Regular Members**
Regular members of the Board of Directors shall serve terms in accordance with the following provisions:

a) The term of office for a director shall be three years. A new Board shall be in place by May 31st with the term of office beginning July 1st and ending June 30th.
b) The term of office shall commence on the first day of the fiscal year following election or appointment, unless the appointment shall be considered effective immediately by the Board, in which case, if there are less than six months left in the fiscal year, that portion of the fiscal year shall not be counted against the years of the person’s term.

c) No person may serve more than two consecutive terms as a director, except that the Immediate Past President shall serve an additional one year of service if his/her term would have otherwise concluded.

d) Directors shall be nominated by the Director of Alumni Relations, and/or the Nominations Committee. Elections shall take place at the Annual Meeting of the Alumni Association or at a meeting of the Board of Directors.

Section 3. **Responsibilities of the Board of Directors**

The Board of Directors shall:

a) Individually, make a gift to Concordia University at a level with which they are personally comfortable

b) Board members elected after July 1, 2013 shall also serve on at least one committee as defined in Article V. Sitting Board members are strongly encouraged to serve on a committee.

c) Have general control over the Alumni Association

d) Establish policies governing the Alumni Association

e) Issue directives governing the Alumni Association

Section 4. **Terms of Office and Elections for Officers of the Association**

a) The officers of the Alumni Association Board shall consist of the following: President, Vice-President, Secretary and, when applicable, an Immediate Past President.

b) The Director of Alumni Relations, and/or the Nominations Committee, may make recommendations and nominate individuals to serve as officers of the Board. Nominations from the floor shall also be accepted.

c) Officer elections shall take place no later than May 31st each year.

d) Officers shall serve for a one-year term. In case any are asked to complete an unexpired term, they may subsequently be elected to a full term. No person shall serve in any office more than two consecutive full terms.

Section 5. **President**

The President shall:

a) Preside over and attend all Alumni Association meetings and Board meetings.

b) Prepare the agenda for the meetings, coordinate and evaluate work of committees, and maintain a working board.

c) Appoint the chairs of the committees.

d) Prepare a program for the annual meeting and all other major events.
e) Represent the Alumni Association at the Board of Trustees as an ex officio member, and at other such meetings as may be appropriate.

f) Serve with the Director of Alumni Relations as a liaison between the university and the Alumni Association.

Section 6. **Vice President**

The Vice-President shall:

a) Attend all Board meetings.

b) Preside in absence of the President, and shall assist the President in his/her duties.

c) Assume the office of President in event of President’s resignation or termination of office for other reasons. In such case, tenure shall be for remainder of President’s unexpired term, although subsequent election to a full term as president is permissible.

Section 7. **Secretary**

The Secretary shall, in conjunction with the Director of Alumni Relations, take and distribute minutes of the meetings of the Board of Directors.

Section 8. **Immediate Past President**

At the conclusion of his/her term as president, the individual shall commence a one-year term as Immediate Past President. The Immediate Past President shall assist the president, the officers, and the Board of Directors by providing advice, counsel, and continuity.

Section 9. **Absences and Removal for Cause**

Members of the Board of Directors may be removed from office subject to the following provisions:

a) Any Board member who shall be absent from two consecutive meetings of the Board without sufficient cause shall forfeit his/her position on the Board. Sufficient cause shall be determined at the discretion of the Board of Directors.

b) Any member of the Board of Directors may be removed with cause and upon the vote of two thirds of the voting members of the Board of Directors.

Section 10. **Non-voting Members of the Board of Directors**

The Board of Directors may appoint individuals to serve in an advisory capacity to the Board. These representatives and liaisons need not be CUI alumni themselves, but rather they shall serve to assist the Alumni Association in its programmatic and communication efforts. The term of office for these individuals shall be one-year, but may be renewed as appropriate by the Board.

Section 11. **Inactive Members of the Board of Directors**

Regular members of the Board of Directors may request to be classified as an Inactive Member of the Board of Directors for a specified period of time, not to exceed 12 months. The approval of such status requires the affirmative vote of 2/3 of the voting members present at a meeting.
when quorum exists. It is generally expected that if the motion to grant Inactive status does not pass, the Director shall resign immediately from the Board. Alternatively, the Board shall consider the circumstances and consider removing the Director from office pursuant to Section 9.

An Inactive Member remains a member of the Board of Directors, but is not counted for or against quorum constraints, as they forfeit their right to vote while an Inactive Member. An Inactive Member may reclaim voting rights and regular status by attending a meeting of the Board of Directors. Time spent as an Inactive Member counts as part of their term of office. No more than three directors may hold Inactive Member status simultaneously. No director may request Inactive Status more than once per term.

Section 12. Director of Alumni Relations
The Director of Alumni Relations shall attend all meetings of the Alumni Association Board of Directors and, if feasible, committee meetings, and shall serve as a liaison between the university and the Alumni Association in an advisory capacity. The Director of Alumni Relations will publish and distribute all alumni publications to the Alumni Association membership.

ARTICLE V
NETWORKS & COMMITTEES

Section 1. Alumni Networks
The Board of Directors may establish and/or approve “alumni networks” of the Alumni Association to serve members of a defined sub-constituency. Membership may be defined by geographic, academic, or other identifiable trait. An approved network shall:

a) Have a minimum of 50 alumni who meet its criteria for membership
b) Have a leadership committee of at least three members at all times
c) Nominate one of its leaders to serve as a non-voting, advisory member of the Board of Directors, subject to their approval pursuant to Article IV, Section 10.
d) Hold at least three leadership meetings and one event per year
e) Meet and abide by other conditions and policies regarding Association activities as set by the Board of Directors.

Section 2. Standing Committees
The Alumni Association shall have the following Standing Committees to support its programs. Membership is open to any association member, unless noted otherwise; however, each committee must have at least one Board member serving on it. Committee membership shall be approved by the Board of Directors by majority vote when quorum exists.

a) Executive Committee – the officers of the Association shall comprise the Executive Committee to guide the strategic planning of the Association and the Board of Directors. The Executive Committee shall have the power to appoint committee members between Board meetings if necessary.
b) Alumni Awards Committee – coordinate the alumni awards program.
c) Alumni Nominations Committee – assist with recruitment for committees, the Board of Directors and officers. Screen applications and make recommendations to the Board.
d) Alumni Fund Committee – raise awareness of the Alumni Fund, select student scholarship recipients, and review and recommend campus grant applications to the Board of Directors.
e) Events Committee – have general oversight of Alumni Association events and activities. The Events Committee may recruit various subcommittees or ad hoc committees as necessary.
f) Student Relations Committee – assist with the development and implementation of a comprehensive student relations program for the Alumni Association.

Section 3. University Committees
Board members, and alumni in general, may also serve on one of the University Committees established to facilitate communication and interaction between the Board of Directors, the Association, and other departments, committees, or constituencies of the university. These committees are generally appointed by other offices of the University, however, service on such a committee satisfies a Board member’s committee membership requirement. Examples of University Committees include, but are not limited to:

a) Eagle Golf Classic  
b) Gala of Stars (and its related subcommittees)  
c) Women’s Faith & Friendship Connection  
d) Eagle Athletics  
e) Committees designated to support a specific academic department

Section 4. Committee Reports
The committee chair of a Standing Committee shall provide the Alumni Association Board of Directors with regular reports of the activities of the committee. Serving as chair, and reporting to the Board of Directors, is not the same as serving as a non-voting member of the Board of Directors as defined in Article IV., Section 10., unless the Board acts to appoint the chair as such.

Board members who serve on a University Committee shall make a report of the committee’s actions at a Board meeting upon request of the President.

ARTICLE VI
MEETINGS

Section 1. Annual Meeting of the Alumni Association
The Alumni Association shall meet annually, with due notice, to hear reports, elect members to the Board of Directors, and consider any amendments to the Bylaws. A quorum for the annual meeting shall be equal to the number of graduation classes in existence; this shall not be construed to mean that a representative from each class must be present. The Homecoming
reception shall be considered the annual meeting of the Alumni Association, unless changed by the Board of Directors.

Section 2. Meetings of the Board of Directors
The Board of Directors shall meet at least four times each year, with due notice, to conduct the business of the Alumni Association.

a) A quorum of the Board of Directors shall consist of a majority of the number of regular members of the Board as defined in Article IV, Section 1.a. Quorum shall be achieved by adding the number of regular directors physically present at a meeting, plus any written, e-mail or fax proxies submitted to the Director of Alumni Relations in advance of the meeting, plus any regular members participating via teleconference. Use of written proxies and teleconference participation should be limited to extreme situations.

b) Directors planning to be absent from a meeting of the Board of Directors may submit a proxy vote for an item scheduled to be on the agenda in writing, including e-mail and fax correspondence, to the Director of Alumni Relations in advance of the meeting. The proxy can only be applied to the items specified in the proxy.

c) Meetings shall be run in accordance with generally accepted provisions of Robert’s Rules of Order, except in cases where these bylaws contradict and therefore supersede Robert’s Rules of Order.

d) Meetings of the Board of Directors, unless declared executive session, are open to members of the Alumni Association.

Section 3. Waiver of Notice; Consent to Meeting
Meetings of the Board of Directors which fail to reach quorum shall be considered valid, if and only if, either before or after the meeting, each of the regular directors, as defined in Article IV, Section 1.a., not present signs a waiver of notice or a consent to hold such meeting, or an approval of the minutes thereof. If an item acted on during the meeting that failed to reach quorum required a super-majority vote, the approval of minutes shall require the same super-majority vote. All such waivers, consents or approvals shall be filed with the minutes of the meeting.

Section 4. Action Without Meeting
Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all regular members of the Board, as defined in Article IV, Section 1.a., shall individually or collectively consent in writing, including e-mail and fax correspondence, to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and have the same force and effect as a unanimous vote of such Directors.

ARTICLE VII
MEMBERSHIP CONTRIBUTIONS

Section 1. Contributions
While it is highly recommended and encouraged, membership in the CUI Alumni Association is not contingent upon making a financial contribution to Concordia University Irvine. It, however, shall be considered one of the responsibilities of a member of the Board of Directors to make an annual gift to Concordia, at a level with which they are comfortable.

Section 2. Designations
All contributions received from Concordia University Irvine alumni shall support the ongoing mission at Concordia University Irvine. Designated contributions will be used for the purposes specified. Undesignated contributions will be used where needed by the university.

ARTICLE VIII
AMENDMENTS

Section 1. Amendments
These bylaws may be amended or repealed and new bylaws adopted by Board or the members of the Association, subject to the procedures outlined herein. Any such amendment, repeal or new bylaws may fix the date at which they become effective.

Section 2. Procedure for amendments considered by the Board
The Board of Directors may entertain amendments to these bylaws subject to the following provisions:

(a) These bylaws may be amended or repealed and new bylaws adopted by the vote of two-thirds of the voting members of the Board of Directors present, provided quorum exists and the meeting notice included consideration of said amendments.

(b) The meeting notice shall include consideration of said revisions, and copies of the proposed amendments shall be sent to the Board members no less than two weeks before the said meeting.

(c) These bylaws may be amended or repealed and new bylaws adopted on an emergency basis by the Board without prior notice by the affirmative vote of three-fourths of the voting members of the Board of Directors

Section 3. Procedure for amendments considered by the members
The members of the Alumni Association may entertain amendments to these bylaws subject to the following provisions:

(a) These bylaws may be amended or repealed and new bylaws adopted by the vote of two-thirds of the voting Association members present at any meeting of the members, provided quorum exists and the meeting notice included the consideration of said amendments.

(b) Any proposed amendment, repeal or new bylaws may be proposed by at least one third of the currently elected directors, or by written petition signed by a number of voting members of at least the number of graduation classes in existence, which shall not be construed to mean that at least one member of each class shall sign the petition. The proposed amendment must be filed in writing with the Secretary of the Association at least 30 days, and not more than 90 days prior to the meeting of the members.
(c) The meeting notice shall include consideration of said amendments. Copies of the proposed amendments shall be made available to any voting member upon request.

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