

Bylaws
University of Texas Medical Branch at Galveston
School of Health Professions Alumni Association

ARTICLE I. NAME

The name of this organization shall be known as The University of Texas Medical Branch (UTMB) School of Health Professions (SHP) Alumni Association, referred to hereafter as "the Association".

ARTICLE II. MISSION

The mission of the Association shall be to:

- Advance the cause of health education,
- Promote the interests of the School of Health Professions as well as the University of Texas Medical Branch at Galveston,
- Encourage participation of all alumni in activities of the University and;
- Foster a spirit of loyalty and camaraderie among alumni, faculty, staff, students and friends of the School.

ARTICLE III. MEMBERSHIP

Section 1. Active Members

All graduates of a recognized program of the School of Health Professions at UTMB, and its predecessors, the School of Allied Health Sciences, and the John Sealy Hospital-based programs prior to 1971 are eligible for membership into the Association.

Section 2. Membership

The membership of the Association shall be classified as follows:

- A. Active Members – those who are current in their annual dues payments;
- B. Life Members – those who have paid life membership dues; and
- C. Honorary Members – Any person who has received such designation by the Association Board of Directors for meritorious service to the Association or to UTMB SHP. Nominees may be submitted to the Board of Directors by any individual, and approved by majority vote of the Board at any regular meeting of the Board.

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Section 3. Privileges of Membership

- A. Active and Life members shall have privileges of voting, holding office, serving on committees, serving as chairpersons of committees.
- B. Honorary members shall have all the privileges of membership except those of holding office and voting in general elections.

ARTICLE IV. DUES

Section 1: Annual dues cover the period from September 1 through August 31 of each year.

Section 2: Dues amounts shall be determined by the Board.

Section 3: Life membership dues shall be deposited in a reserved endowment fund at the University of Texas System dedicated for the use of the Association.

ARTICLE V. BOARD OF DIRECTORS

Section 1: The affairs of the Association shall be governed by the Board of Directors with the exception of:

- a) the amendment or repeal of these Bylaws or any part thereof; and
- b) the election of officers and trustees of the Association.

Section 2: Composition of the Board of Directors

The Board of Directors shall consist of the three (3) officers of the Association and a minimum of 11 directors. Ex-officio members of the Board shall include the School of Health Professions Dean, one faculty member, at least one student representative from each recognized School of Health Professions at UTMB program, and a representative of the Office of Alumni Relations Team.

Section 3: Terms of Office

Board of Directors shall be elected to a two-year term and shall be eligible for re-election, but may not serve more than three consecutive two-year terms. For the

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purpose of re-election, a Director appointed to an unexpired term shall not be prohibited from serving three full terms. A member of the Board, who has completed three consecutive terms of service, will be eligible for re-election to the Board after a two-year interval.

Section 4: The Board of Directors may perform, act, conduct duties and vote by proxy using mail, telephone or alternate means necessary to facilitate Association business.

Section 5: Any member of the Board who has three consecutive unexcused absences shall be considered to have officially resigned from the Board and his/her seat will be ruled vacant. Board members who have missed two consecutive meetings will be reminded of this rule in writing. Any Board member so affected may submit a written appeal requesting reinstatement to the Executive Committee and explaining the circumstances justifying his or her reinstatement. Such an appeal must be received within two weeks following the missed third meeting. The Executive Committee will consider all appeals and report its recommendation(s) to the members of the Board present at the next regularly scheduled meeting of the Board. At their discretion, the Board may re-instate the member or affirm his or her automatic resignation.

The seat of a Board member filing an appeal to his or her automatic resignation will not be filled until a final determination is made by the Board at its next regularly scheduled meeting after a resignation is effective.

Section 6: Vacancies on the Board for *unexpired terms may be filled by appointment of the President.

**Unexpired terms are those in which an officer or director resigns prior to filling their term commitment.*

ARTICLE VI. OFFICERS

Section 1. The officers of the Association shall be President, President-Elect, and Immediate Past President.

Section 2. Duties of all officers shall be those implied by their respective titles and as specified in the Bylaws.

Section 3. Officers shall orient and deliver association properties to their successors within one month of vacating their office.

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Section 4. The President shall:

- A. manage the business of the Association.
- B. preside at all meetings of the Association; act as chairperson of the Board of Directors, and report actions of the Board at each regular meeting of the Association.
- C. serve as an ex-officio member of all standing committees of the Association.
- D. serve as an ex-officio member of the UTMB School of Health Professions Advisory Council.
- E. serve as an ex-officio member of The University of Texas Medical Branch Development Board.
- F. Prepare annual report to be presented to membership at the annual meeting.
- G. Appoint chairpersons and members of standing and ad hoc committees and other functions as specified in the Bylaws, to include Homecoming Events.

Section 5. The President-Elect shall:

- A. assume the duties of the President in his/her absence.
- B. assume the duties of the President to fill an unexpired term.
- C. attend UTMB School of Health Professions Advisory Council, Development Board and/or Alumni Coordinating Board meetings on request of the President.
- D. serve as chairperson of the Awards Committee

Section 6. The Immediate Past President shall:

- A. serve as chairperson of the Nominations Committee.
- B. assume duties of the President in the absence of the President-Elect.

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ARTICLE VII. RESOURCES AND FUNDS

Section 1:

The University of Texas Medical Branch at Galveston shall provide support and management of the Association's daily affairs. The Alumni Office shall handle correspondence; maintain an accurate account of proceedings and Association finances; keep an accurate record of members; and provide general support services for Association activities.

Section 2:

Accounting of all monies received shall be kept by The University of Texas Medical Branch at Galveston in compliance with University and State rules. An annual accounting shall be rendered for the fiscal year beginning on September 1 and ending August 31. Interim financial statements shall be given at each meeting of the Board and upon the request of the President or a majority of the Board.

Section 3:

All monies paid into the Association by way of annual dues shall be placed in a general fund to the credit of the Association and shall be for the sole use of the Association. Any monies received as designated gifts, contributions or donations shall be placed in special funds and must be used for the purpose designated, or if undesignated, shall be added to the general fund.

Section 4:

Interest and other earnings from the Endowment Fund will be deposited as operating revenue into the general fund of the Association.

ARTICLE VIII. COMMITTEES

Section 1.

There shall be four standing committees of not less than three members each: Executive, Awards, Nominations, and Program. Finance and Alumni Affairs will be handled by the Board as a committee of the whole. Other Ad Hoc committees may be formed by the President as needed.

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Section 2.

Chairpersons and members of standing committees shall be appointed as set forth in these Bylaws. Committees shall assume duties as specified by these Bylaws and report to the Board of Directors and to the membership on request.

Section 3.

The Executive Committee shall:

- A. consist of President, President-Elect and Immediate Past President.
- B. have the authority to act on behalf of the Board between scheduled meetings.
- C. approve expenditures of up to **\$1000/year** without full Board approval.

Section 4.

The Awards Committee shall:

- A. be chaired by the President-Elect.
- B. establish and revise criteria for honorary membership, School of Health Professions Distinguished Alumnus and new awards or recognitions with direction and approval of the Board.
- C. solicit names of potential candidates for awards.
- D. review and recommend candidates for awards in writing to the Board.

Section 5.

The Nominations Committee shall:

- A. be chaired by the Past-President.
- B. prepare a slate of candidates for each office to be filled for the next biennium.

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Section 6.

The Program Committee shall:

- A. be chaired by the President-Elect or Immediate-Past President.
- B. coordinate program for the annual Homecoming event in cooperation with the UTMB Office of Alumni Relations.
- C. perform other functions deemed appropriate by the Board of Directors.

Section 7:

Ad hoc committees shall be authorized and charges defined as needed by the Board. Members shall be appointed by the President.

Section 8:

The President may appoint non-Association members to any ad hoc or standing committee of the Association, if he/she believes their involvement to be of benefit to the Association. Such appointments will be in addition to the required number of committee members appointed from the Board.

ARTICLE IX. MEETINGS

Regular meetings of the Board of Directors shall be held three times per year. Special meetings may be called by the President or by any three members of the Board of Directors. Board members are expected to attend all meetings or communicate to the President, or to the Office of Alumni Relations, when they are unable to attend.

The President will determine if the member's absence is excused or unexcused.

ARTICLE X. VOTING BODY

The voting body shall consist of the active members of the Association.

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ARTICLE XI. QUORUM

Section 1.

Two officers and five members shall constitute a quorum for a meeting of the Association.

Section 2.

A majority, including two directors, shall constitute a quorum of the Board of Directors.

ARTICLE XII. FISCAL YEAR

The fiscal year of the Association shall be from September 1 through August 31.

ARTICLE XIII. CHAPTERS

Section 1.

Chapters of the UTMB School of Health Professions Alumni Association may be organized in any given area. Formal recognition should be approved by the Association Board of Directors upon application by new Chapters.

Section 2.

Chapter Bylaws are to be consistent and not in conflict with the Bylaws of the School of Health Professions Association.

ARTICLE XIV. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

ARTICLE XV. AMENDMENTS

These Bylaws may be amended *or repealed* in whole or in part by:

- 1) Two thirds (2/3) of the votes of members present at the annual membership meeting, or if the annual membership meeting is not held, amendment to the Bylaws shall be effected by a 2/3's vote of mail ballots.

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- 2) All members eligible to vote must be provided copy of the proposed amended Bylaws at least thirty (30) days prior to the annual meeting in order for Bylaws changes to be addressed by vote of the membership.

ARTICLE XI. DISSOLUTION

In the event of dissolution of this organization, all available funds and/or assets of this organization shall become the property of The School of Health Professions of The University of Texas Medical Branch at Galveston.

Last Amended March 28, 2014