

Founded: 10.2021

BYLAWS

Revised and Adopted: (3/4/2022)

Article I- Name

Section 1.

The name of this organization shall be the Northwest Vista College (NVC) Wildcats Alumni. The Association is a part of the Institution's structure and is subject to the oversight of the Institution's President and the Alamo Colleges Board of Trustees.

Article II- Purposes

Section 1.

Mission: The Northwest Vista College (NVC) Wildcats Alumni will inform, involve, and serve members of the NVC family throughout their lifelong relationship with the College.

Section II.

Vision: The Northwest Vista College (NVC) Alumni strives to be a vital partner in the continued success of NVC by providing opportunities for meaningful engagement, awareness, pride, participation, volunteer involvement, and philanthropic commitment to the College.

Section III.

The purpose of The NVC Wildcats Alumni is to provide continuing service to the Institution and its alumni by facilitating communication and relations between alumni and the community, and by managing the direction and progress of all alumni projects, events and programs. Through its programs, the Alumni shall promote a spirit of fellowship and loyalty among current and future students, faculty and staff, alumni and the greater global community.

Section IV.

Guiding Principles: The NVC Alumni's guiding principles are the following:

1. Build relationships and a sense of camaraderie among students and alumni

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2. Engage alumni and students through the perpetuation of tradition and pride
3. Recruit alumni to actively promote NVC and showcase the Alumni Association as an essential partner of the College
4. Create opportunities to engage alumni with each other and alma mater and raise the local prominence of Northwest Vista College (NVC) and its alumni
5. Promote an inclusive culture of alumni engagement and philanthropy (going, giving, and serving)
6. Sustain and grow a stable financial model
7. Implement best practices for board protocol, by-laws, elections, recruiting, retention, and leadership

Section V.

Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501(c)(3) or corresponding provisions of any subsequent tax laws.

Section VI.

No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

Article III- Alumni Membership

Section I.

The governing authority of the affairs of the Alumni shall be vested in its active members and shall be exercised, subject to their control, by a Board of Directors.

Section II. The Association has four classifications of membership:

1. **Regular:** the membership of the Alumni consists of any former student of the Institution's for credit program who (a) has received an earned degree or certificate from NVC, (b) has

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earned a minimum of twenty-four (24) credit hours or two (2) semesters as a full-time student.

2. **Active:** an active member shall be an alumnus/alumna who has contributed to any recognized NVC fund in the last fiscal year. Only active members shall be eligible to serve in the elective positions of the Association.
3. **Honorary Alumni:** members of the community who do not otherwise meet the criteria established for membership can be designated honorary alumni with the approval of a majority of the Board of Directors. Selection shall be based on careful consideration of service by individuals on behalf of the Institution. Honorary alumni shall have all the rights and privileges of membership with the exception of voting or holding a membership on the Board of Directors.
4. **Honorary Degreed Alumni:** holders of honorary degrees from the Institution are automatically accorded membership in the Alumni. Honorary degreed alumni cannot be elected to office or the Board of Directors but are eligible to vote in elections if they qualify as an active member.

Section III.

Special meetings of the Alumni may be held on call of the Board of Directors.

Section IV.

Notice of all meetings of the Alumni, whether monthly, quarterly, annually, or a special meeting, shall be given by the Alumni President. Notice of any special meetings shall state the purposes of the meetings. No business shall be transacted at a special meeting that does not relate to the purposes stated in the notice.

Article V- Board of Directors

Section I.

Composition: The administration and operation of this Alumni shall be vested in a Board of Directors consisting of:

- A. Officers: President, Vice President, Historian, Treasurer, NVC Student Ambassador
- B. Directors-at-large: (9)
- C. NVC College President, NVC Director of Community Collaborations, or NVC designee
- D. NVC Student Ambassador

- a. **The President** shall preside at all meetings of the Board of Directors and the Executive Committee. He or she shall be the Chief Executive

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Officer of the Association and shall appoint committees. The President shall have all powers and duties incident to such office and shall conduct and have charge of the affairs of the Association subject to the approval of the Board of Directors. He or she shall be a member ex officio of all committees of the Association.

- b. **The Vice President**, in the absence or disability of the President, shall perform the duties of the President. He/she shall chair one of the major committees and such other duties as the Board may from time to time prescribe.
- c. **The Historian** keeps the minutes of meetings of the Association, the Board, and the Executive Committee, and submits them to the Alumni Association President and the head of Community Collaborations within thirty (30) days of the meeting. He/she shall chair one of the major committees and such other duties as the Board may from time to time prescribe.
- d. **The Treasurer** shall have receipt and transfer of funds and securities of the Association as per the Alamo Colleges Foundations 501(c) (3) bylaws and regulations. The Treasurer shall have the authority to disburse funds in payment of all ordinary expenses of the Association and such special expenses as may be duly authorized by the Executive Committee. The Treasurer shall be responsible for keeping accounts of receipts and expenditures as well as the assets of the Association.
- e. **The Director of Community Collaborations** the Director of Community Collaborations shall act as a liaison between the Alumni and the Institution. They shall assist with the management of the organizational functions and programs of the Alumni.
- f. **NVC Student Ambassador (TBD)**

Section II.

Terms of Service: The Officers and Directors-at-Large shall be elected at an annual meeting of the Board of Directors. The term of each Board member shall be two years commencing on September 1 of the election year. A Director may be elected to serve on the Board for a total of three consecutive two-year terms (a six-year maximum), after which the member must have a mandated hiatus from service of at least two years. After the two-year hiatus the former member would be eligible for re-election as if to a first two-year term; there is no limit to the rotations off and back onto the Board. Even when on hiatus from the Board, an individual may remain a member of a working committee. The six-year maximum term before hiatus applies to non-Officers only. Once elected an Officer, that person's six-year eligibility starts anew. The Executive Committee (if applicable) shall fill vacancies of Officers or elected

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members of the Board for the unexpired terms. Unexpired terms for other Board members (voting, non-voting and ex officio) shall be filled in accordance with Article IV, Section 1.

Section III.

Powers: As provided by the Constitution of the NVC Wildcats Alumni, the Board of Directors shall be empowered to act on behalf of the Institution in all matters and adopt rules governing all members of the organization, insofar as such rules are not inconsistent with the provisions of the Constitution and Bylaws of the NVC Wildcats Alumni.

Section IV.

Conditions of Membership:

Every member of the Board of Directors shall contribute a mandatory minimum of \$500.00 to the NVC Wildcats Alumni fund during each year that the member serves on the Board of Directors of the Association. Students, staff, and faculty representatives shall be exempt from this requirement. Except when represented by an alternate in accordance with Article IV, Section 1, any member who misses four consecutive meetings of the Board of Directors will be deemed to have resigned.

Section V

Duties and Responsibilities:

- A. Meets 12 times per year
- B. Elects Officers and Directors-at-Large; selects any un-elected members of the Executive Committee in accordance with these bylaws.
- C. Approves all bylaw changes, by a majority vote.
- D. Addresses such other matters as may be presented by the Executive Committee, Director of Community Collaborations, or other appropriate representatives of NVC.

The membership of the Board of Directors shall be representative of the Alumni and of the campus community and shall include the following:

- Ex-officio members may include: A member of the Alamo Colleges Board of Trustees; NVC Vice Presidents or Deans; the President of the Student Government Association and equivalent members of student body organizations; and each of the staff members of the Office of Community Collaborations.
- The president shall be empowered to appoint three people to the Board of Directors for the period not to exceed one year. He/she may reappoint any or all for additional terms, if he/she deems appropriate.

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- **Board Representation:** The goal is to ensure a balanced representation of the alumni body, based on representation by decades and each of NVC's Institutes.

Section VI

Vacancies: When membership vacancies occur and organizations entitled to representation are left without representation on the Board, the Executive Committee of the Board may appoint an interim representative.

Consistent meeting absence over a year without a reasonable excuse, as determined by the Executive Committee, will be grounds for replacing a member.

Section VII

Quorum: A majority of the members of the Board of Directors shall constitute a quorum.

Article VI- Executive Committee (if applicable)

Section I.

Composition: The Executive Committee shall consist of the President, Vice President, and Director of Development

Section II.

Terms of Service: Executive Committee members who are Officers may serve one two-year term per office. An Officer may be elected to other offices or positions for additional two-year terms. The Director of Community Collaborations shall not have a term limit.

Section III.

Duties and Responsibilities: The Executive Committee shall meet 6 times a year and shall serve as the operational decision-making body of the Association, overseeing all activities, budget, strategic planning, and approving all decisions involved in the operation. The Executive Committee shall receive the first reading of nominees for officers and Directors-at-Large. A majority of the membership of the Executive Committee shall constitute a quorum for any meeting thereof.

Section IV.

The Executive Committee of the Association shall be empowered to act on behalf of the Board during emergencies.

Article VIII- Strategic Retreat and Elections

Section I

The order of business at the annual Strategic Retreat:

- A. Approval of the minutes of the prior meeting
- B. Report of the Treasurer
- C. Reports of the Committees
- D. Unfinished business
- E. New business
- F. Director of Community Collaborations Report
- G. Nominations
- H. Elections Section

Section II

Absentee balloting is not permitted at any meeting of the Board of Directors or the Executive Committee of the Association or any committee, whether standing or non-standing. The Association shall not solicit gifts from any source for any purpose or activity, except that the Association shall be permitted to inform alumni that the Association may be the designated recipient on a gift to the Institution.

Article IX- Fundraising

Section I

The Alumni shall not receive gifts from any source for any purpose except for gifts made to the Institution with the Alumni as the designee.

Section II

The Association shall not solicit gifts from any source for any purpose or activity, except that the Association shall be permitted to inform alumni that the Association may be the designated recipient on a gift to the University.

Article X- Amendments

Section I

These bylaws may be amended by a vote of two-thirds of the members present and voting at any regular or called meeting of the board at which a quorum or one-half of the membership is present or by two-thirds of the members of the Board voting by mail or electronic communication.