

# World Campus Alumni Society



Penn State  
Alumni Association

## CONSTITUTION AND BYLAWS

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### **Article I Name**

The name of the organization shall be the World Campus Alumni Society (hereinafter, the Society).

### **Article II Purpose**

The purpose of the Society is to create a global network of World Campus alumni by fostering alumni engagement with the University, encouraging prospective and current student interaction with alumni, sponsoring social and professional activities that meet the needs of World Campus alumni, and advancing the goals of the World Campus, the Penn State Alumni Association (hereinafter, the Alumni Association), and Penn State (hereinafter, the University).

## **Article III Membership**

Membership is open to graduates and former students of World Campus who are members of the Alumni Association. Associate membership will be permitted for dues-paying members of the Alumni Association.

### **Section 1      Classes of membership**

Classes of membership in the Society shall be as follows:

#### **A. Alumni**

Alumni membership shall be former students who have successfully completed course work in the World Campus, are graduates or certificate recipients of the World Campus, and who are members of the Alumni Association.

#### **B. Honorary**

Honorary membership may be conferred by the Board to persons by virtue of office, accomplishment, or outstanding contribution to the World Campus.

#### **C. Student**

Student membership shall be students of World Campus who are paid members of the Blue & White Society, the student corps of the Alumni Association.

#### **D. Emeritus**

All Past Presidents of the Society shall be Emeritus members of the Board.

### **Section 2      Rights and Privileges**

Honorary, Student, and Emeritus members shall have the same rights and privileges as Alumni Members, except they may neither vote in Society elections nor be an elected director of the Society.

## **Article IV Finances**

### **Section 1      Dues**

There are no dues or fees beyond paid membership in the Alumni Association.

### **Section 2      Funding Sources**

- A. The Society shall receive funds from the World Campus, which includes some monies from the annual allocation from the Alumni Association to the Vice President/Vice Provost for Online Education or his or her designee.
- B. The Society may also receive funding from, but not limited to, income from special events and activities, contributions, and other private sources. All monies are housed in a World Campus account designated for use by the Alumni Relations program.

### **Section 3      Funding Uses**

- A. All Society funds shall be applied toward the operating expenses of the Society and may include costs for programs, publications, leadership development, and other expenses with a direct benefit to the Society.
- B. All proposed expenditures are to be requested from the Director of Alumni Relations.

### **Section 4      Reimbursements**

Officers of the Society and members of the Board may be reimbursed for expenses (excluding travel and lodging) incurred while on Society-related business. Such reimbursement shall conform to existing University guidelines.

### **Section 7      Accounting**

- A. The Treasurer or his designee, in conjunction with the budget administrator (Director of Alumni Relations), shall be responsible for deposition and accounting of all income and expenses, including all incidental monies resulting from events conducted by the Society.
- B. The funds of the Society shall be held in a general operating fund.

**Section 8      Annual Budget**

A. An annual budget will be generated by the Director of Alumni Relations following the annual meeting and setting of the calendar.

**Section 9      Operating Fund**

An operating fund shall be established for the Society within the academic unit. The operating fund shall include all money allocated to the Society from the Alumni Association, money received from fundraising events, and other miscellaneous sources.

**Section 10     Annual Report**

An annual report shall be prepared and submitted by the Treasurer to the Alumni Society president on or before September 1 of each year.

**Section 11     Fiscal Year**

The fiscal year shall be from July 1 to June 30.

## **Article V**

### **The Board**

#### **Section 1 Purpose of the Board**

- A. All the affairs of the Society shall be managed by the Board of Directors (hereinafter, referred to as the Board). The Board establishes policies and programs for the operation of the Society in accordance with the stated purpose of the Society and in accordance with the policies of the Alumni Association.
  
- B. The Board shall elect the officers of the Society.

#### **Section 2 Elected Directors**

- A. Qualification. Only alumni members, as defined in Article III, shall be eligible to be elected a director on the Board.
  
- B. Number. The Board shall be made up of twenty-one (21) voting directors who are members of the Society.
  
- C. Term of Office. The term of elected directors shall be three (3) years, from September 1 to August 31 of each elected year, with seven (7) Board members being elected every year. All elected directors shall serve until the last meeting of the last year of their term. An elected director may serve a maximum of two (2) consecutive full (three-year) elected terms. A year shall elapse before being re-elected to the Board after serving two consecutive, three-year elected terms.
  
- D. Nomination. A slate of candidates to serve as directors of the Board shall be prepared by the Vice President and Vice Provost or his or her designee, and forwarded to the nominating committee. The committee shall review the slate, suggest any revisions in consultation with the Vice President and Vice Provost and his or her designee, and present the final slate to the Board one month prior to elections.  
  
Solicitation for candidates for the Board shall be announced by the Society publications at least 60 days before election is scheduled to take place.
  
- E. Election. The Board will vote on the nominees at the spring Board meeting. Any other Society members in attendance may also vote.
  
- F. Quorum and Voting. The presence of a majority of the voting members of the Board constitutes a quorum to transact business, except as otherwise provided

in these bylaws. Action taken by the majority of the voting directors, with a quorum present, constitutes an action of the Board.

Robert's Rules of Order shall apply to voting, which means the President does not vote except in the event of a tie vote.

Any action that may be taken at a meeting of the Board may be taken without a meeting, if consent in writing setting forth the action to be taken shall be signed by two-thirds of the Board and filed with the Secretary prior to the next meeting.

**Section 3      Inaugural (Interim) Board:**

The inaugural (interim) Board is made up of 14 members. At the start of the fiscal year following the adaptation of this document and the acceptance of the Society by the Alumni Association, four Board members will be transitioned off the Board. These members are welcome to run for election to the Board in the new election according to the above process, and the term limits shall not apply in relation to their service on the inaugural (interim) Board.

At the start of the next fiscal year, five Board members will transition off the Board. These members are welcome to run for election to the Board in the next election according to the above process, and the term limits shall not apply in relation to their service on the inaugural (interim) Board.

At the start of the next fiscal year, the remaining five Board members will transition off the Board. These members are welcome to run for election to the Board in the next election; however, term limits as specified above will apply to their terms.

**Section 4      2016 Board Expansion**

The Board expansion of 2016 is intended to increase the size of the board from fifteen (15) members to twenty-one (21) members. Following the adaptation of this revision, six (6) new board members will begin their terms retroactively on September 1, 2016. These terms will be staggered with two (2) board members serving a one-year term, two (2) board members serving a two-year term, and three (3) board members serving a three-year term. Assignment of elected officers to each length term shall be at the discretion of the nominating committee. Service in a one- or two-year term shall not count against the two consecutive-term limit.

**Section 5      Ex-officio nonvoting Board members shall include:**

- A. the Director of Alumni Relations for Outreach and Online Education
- B. the Director of Development for Outreach and Online Education
- C. the Vice-President/Vice Provost for Outreach and Online Education or his or her designee
- D. the President of the World Campus Blue & White Society

**Article VI**  
**Attendance, Removal, Resignation/Vacancies**

**Section 1      Attendance**

It is mandatory that each Board member attend the four quarterly board meetings per year as well as all Committee meetings for the committees on which they serve, and all Special meetings of the Board and/or Society. The spring and fall quarterly meetings are in-person meetings. The alternate meetings are conducted virtually.

Absences from Board and/or Society meetings must be approved by the President prior to the start of said meeting. Absences from Committee meetings must be approved by the Committee chair prior to the start of said meeting. Any absences not approved by the start of a meeting shall be considered an unexcused absence. All unexcused absences must be reported to the President.

**Section 2      Removal**

If a Board member receives two or more unexcused absences from Board and/or Society meetings during their current term, fails to renew membership in the Alumni Association, or fails to act in the best interests of the Board and/or Society, the President shall contact said director and review his/her status and/or any action. A thorough hearing will be conducted by the Executive Committee, recommending an action regarding said Board member to the entire Board and a two-thirds vote of the Board by secret ballot shall be required for removal. Said Board member shall have the right to address the Board prior to a vote of removal. Said Board member shall not be present for the vote; however, he/she shall file his/her vote with the Secretary. The Secretary of the Board shall notify said member in writing as to the Board's decision. If said Board member is a member of the Executive Committee, he/she shall not participate in the hearing.

Dismissal of an Elected Director shall prevent re-election of an individual for three years.

**Section 3      Resignation**

Resignation from the Board shall be in writing and submitted to the President. Resignation of an Elected Director shall not prevent re-election of an individual at some future time when regular participation in Board activities is possible.

**Section 4      Vacancies**

In the event of a vacancy in the position of an Elected Director, the President, in consultation with the Vice President/Vice Provost for Outreach and Online Education or their designee and the Executive Committee, shall appoint a person who is eligible to be a director to fill the unexpired term. Appointment to fill a vacancy shall not count against term limits.

**Article VII  
Officers**

**Section 1      Officers/Executive Board**

Officers of the Board (also identified as the Executive Board) shall include the President, the Vice President, the Treasurer, the Secretary, and the immediate Past President.

In the absence of an immediate Past President, an Officer at Large shall be elected by the Board.

**Section 2      Terms of Office**

The term of officers of the Board shall be two years from September 1 to August 31 of each elected year. All officers shall serve until the last meeting of the year of their term and until new officers are elected. Officers may serve a maximum of three consecutive terms in a particular office. If an officer is elected in the last year of their term of office on the Board, their term of office on the board shall be extended to complete their term as an officer of the Board.

**Section 3      Nomination and Election of Officers**



At the first meeting following the election of a new Board, in an odd calendar year, nominations will be solicited of all elected officers to fill each officer position. In the event that only one person is nominated for an officer position, that person shall be considered elected to that position. In the event that more than one person is nominated for a specific officer position, an election shall occur with each elected member voting to fill each position with those running for the respective position.

**Section 4      Vacancies of Office**

- A. If the office of President becomes vacant for any reason, the Vice President shall assume the duties of President and fulfill the term, vacating the Vice President position.
- B. When any other office becomes vacant, it shall be filled by a Board appointee who shall hold office until the next election. Vacancies shall be filled by a majority vote of the Board. The person so elected shall fill the unexpired term of the predecessor. Such interim appointment shall not count toward the two-term limit.

**Article VIII  
Duties of Officers**

**Section 1      President**

- A. Shall preside over all meetings of the Board and shall be responsible for the general supervision of all the Society work.
- B. Shall appoint all committee members with approval of the Board.
- C. Shall serve on all committees as an ex-officio member.
- D. Shall serve and must attend as the Society's delegate to the meetings of the Alumni Association Council and World Campus events as necessary. In the event that the President is unable to serve, he or she will appoint the next available officer to be delegate.
- E. Shall act as spokesperson and representative of the Society whenever required.

**Section 2      Vice-President**

- A. Will perform duties assigned by the President and will assume all regular duties of the President in the event of the President's absence or incapacity.
- B. Shall be familiar with the role and responsibilities of the Society's President.
- C. Shall become conversant in the parliamentary procedure and act as parliamentarian for the Society when called upon to do so, following procedures as outlined in Article X, Section 5, of the bylaws.
- D. Shall assist the President in such other official duties as may be necessary, appropriate, or assigned.

**Section 3      Secretary/Treasurer**

- A. Shall record the minutes of all general membership and The Board's meetings.
- B. Shall provide each Board member with a copy of the minutes of the previous meeting within 15 days and keep the original minutes in a retrievable file.
- C. Shall work with the Office of Alumni Relations to assure that all the Society business files are complete, organized, and accessible at all times.
- D. Shall ensure that all correspondence is handled in a timely manner.
- E. Shall oversee the maintenance of financial records, working with the budget administrator for the Society, and present reports to the Board and members as directed by the Board.

**Section 4      Immediate Past President/Officer at Large**

- A. Shall chair the Nominating Committee. If the Immediate Past President/Officer at Large is a candidate for re-election to the Board, they may not serve in this capacity, and the President shall appoint another Board member to serve as chair of the Nominating Committee.

## **Article IX Committees**

### **Section 1      Appointments**

The President shall establish committees, task forces, and other groups, as needed, to carry out the objectives of the Society. The President shall appoint the chairs of the Current Student Mentoring Committee, the Alumni Outreach and Engagement Committee, and the Alumni Resources Committee to serve two-year terms concurrent with the term of the elected officers. The President will appoint a Communications Chair and a Fundraising Chair to serve two-year terms concurrent with the term of the elected officers. Chairs shall be current members of the Board.

### **Section 2      Committee Membership**

The membership of the Current Student Mentoring Committee, the Alumni Outreach and Engagement Committee, and the Alumni Resources Committee shall be designated at the first regular meeting of the Board of the new term year. Each year, the Board will submit their preferences for committees on which to serve. The President and the Executive Board will review and assign committees. The Vice President, Secretary/Treasurer, and Immediate Past President/Officer at Large shall each serve on a respective standing committee as the respective liaison between the Executive Board and the committee. The President will serve as the liaison to the Communications Chair and the Fundraising Chair.

Society members shall be encouraged to participate on committees. Committee chairs and other members shall also recruit volunteers. Student and faculty representation, as well as geographic representation, shall be encouraged.

### **Section 3      Standing Committees**

#### **A. Current Student Mentoring Committee**

The Committee will serve in an advisory capacity to Outreach and Online Education in the implementation of an alumni-student mentoring system, which will allow World Campus alumni to be matched with World Campus students in an effort to increase student retention rates. Alumni will serve as mentors and help students reach their academic goals with World Campus.

#### **B. Alumni Resources Committee**

This committee plans programming for alumni, coordinates alumni volunteers who want to become actively involved in Society activities, and works to strengthen relationships with affiliate alumni groups, such as geographic chapters and Alumni Program Groups (APGs).

**C. Alumni Outreach and Engagement Committee**

The Committee plans gatherings for World Campus alumni. These include core annual events and new events to serve World Campus alumni. The committee also connects current students in different geographic locations to these events.

**D. Executive Committee**

The officers of the Board shall serve as the Executive Committee with authority to conduct business of the Board, when necessary, between Board meetings. The Alumni Relations and Stewardship Officer shall serve, without vote, as an ex-officio member of the Executive Committee.

**E. Nominating Committee**

At least three directors appointed by President or the President's designee, shall serve on the Nominating Committee. The Committee shall be chaired by the Immediate Past President/Officer at Large. The Nominating Committee shall be responsible for reviewing candidates to fill the elected director positions.

**Section 4 Special Committees**

The following committees will be created when need arises, and members shall be appointed by the President and Executive Board at the time the committee is created:

**A. Audit Committee or Finance Committee**

The committee shall review the financial records of the Alumni Society annually and will produce a report on the fiscal status of the Society.

**B. Bylaws/Constitution Committee**

This committee shall, at the direction of the Executive Committee, review and alter the constitution and bylaws as needed. At a minimum, the Society

constitution and bylaws will be reviewed every five years. The committee shall consist of not less than three Elected Directors.

### **C. Ad Hoc Committees**

The President and The Board may create and appoint such ad hoc committees as it may find necessary. Such committees must be provided with clear charter stating their duties, limitations, and tenure. All other provisions relating to standing committees shall apply to ad hoc committees. The President may also appoint members of the Society to serve as members of the ad hoc committees.

#### **Section 5 Subcommittees**

Any duly appointed committee may create/appoint such subcommittees as it finds necessary to the effective performance of its duties and function.

#### **Section 6 Rules and Leadership**

A committee may adopt such rules and styles of leadership as it may find desirable for its own conduct of business.

#### **Section 7 Reports**

Each committee will report its progress to the Board periodically and give prudent attention to communicating to the Board information on issues and activities of the Society's concern.

## **Article X Meetings**

### **Section 1      Quarterly Meetings**

The Board shall hold four quarterly board meetings per year. Attendance is mandatory. The spring and fall meetings are in-person meetings. The alternate meetings are conducted virtually. Meeting dates will be determined at the annual fall meeting for the following calendar year. Any member of the Society may attend meetings of the Board. Such persons may be granted floor privileges for the purpose of addressing an issue pertinent to the business of the Society.

### **Section 2      Committee Meetings**

Committees must meet at least once between quarterly board meetings. Committee meetings are called by the committee chair. Additional meetings may be called at the discretion of the chair or the Executive Committee.

### **Section 3      Special Meetings**

Special meetings may be called at the direction of the President or at the request of a majority of the members of the Board and/or upon the filing of a petition containing a minimum of 250 Society member signatures filed with the World Campus Alumni Relations office. Written notices of special meetings of the Board shall be sent out by the Secretary at least two weeks in advance of the meeting.

### **Section 4      Quorum**

A majority of the Elected Directors of the Board currently in office shall constitute a quorum.

### **Section 5      Rules of Order**

Robert's Rules of Order shall govern all meetings.

### **Section 6      Open Attendance**

All meetings of the Society membership, Board, and committees are open to attendance by any member of the Society who wishes to attend or to present an item of business pertinent to that group.

Portions of any the Society or Board meeting may be closed at the discretion of the Society President and portions of a committee meeting may be closed at the discretion of the committee Chair.

**Section 7      Records**

All meetings shall be recorded by minutes, to be written by the Secretary, approved by a majority of the Board, and made public by the Society.

Minutes and attendance for Committee meetings must be filed with the Secretary by the Committee chair, or their designee within one week of a committee meeting.

**Article XI  
Amendments to Bylaws**

**Section 1**      Amendments to these bylaws must be approved by a two-thirds majority vote of quorum of the Board. Written notice of proposed amendments must be provided to the Board at least 30 days prior to any vote on said amendments.

**Section 2**      These bylaws or the amendments thereof must not conflict with the constitution of the Alumni Association or the rules and regulations for constituent societies as established by the Executive Board of the Alumni Council, and must be approved by the Executive Director of the Alumni Association or his or her designee.

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Revised and approved by the Society Board: September 30, 2016  
Approved by the Alumni Association: November 30, 2016