

Bylaws of

The Alumni Association of NJIT

Article I: Name

This organization shall be known as The Alumni Association of NJIT (hereinafter "Association").

Article II: Mission and Objectives

Section A: The Association shall advance the interests of New Jersey Institute of Technology (hereinafter "University" or "NJIT") and generate support for the University through the development and implementation of programs, activities, and events for its alumni members and friends. The Association shall promote fellowship and leadership among alumni and students, support the advancement of education and research at NJIT, and involve Association members in activities that foster alumni unity and good will towards their Alma Mater.

Section B: The Association and its volunteer leadership shall accomplish this by:

1. Providing a network for alumni to be active in the affairs of the University.
2. Providing opportunities for social interaction, working with the Office of Alumni Relations, and celebration of college memories for alumni.
3. Keeping alumni informed of research, technology, and new developments.
4. Assisting with the recruitment, recognition, and professional placement of well-qualified students and alumni.
5. Facilitating the link between business and University resources.
6. Representing the interests of the University to the general public.

Article III: Membership

Section A: Membership in the Association will automatically be granted to any person listed on the official records of the University as having successfully completed a bachelors, masters, or PhD program.

Section B: Associate Membership may be granted to anyone who successfully attended the University for a minimum of one full semester. Associate membership may be granted to the parent of a University student or any individual who has demonstrated a continuing interest in the purpose of the Association and the welfare of NJIT. An *Associate Member* shall be entitled to all the rights and privileges of a *Member* of the Association with the exception that an *Associate Member* cannot serve as an elected member of the Association's Board of Directors.

Section C: Honorary Membership may be granted to Friends of the University as recognition of their support for the University and its alumni programs. An *Honorary Member* shall be entitled to all the rights and privileges of a *Member* of the Association with the exception that an *Honorary Member* cannot serve as an elected member of the Association's Board of Directors.

Article IV: Association Organization and Governance

Section A: The Association shall be governed by an Alumni Council (hereinafter "Council") and a Board of Directors (hereinafter "Board"). Terms of both elected and appointed office shall be governed by a July 1 – June 30 year.

Section B: The purpose of the Council shall be to offer the representatives of those Alumni clubs, chapters, and other organizations chartered and recognized by the NJIT Office of Alumni Relations (hereinafter "Clubs") an opportunity to exchange programming and marketing ideas, share best practices, and support the development of shared strategies for alumni involvement and support of their alma mater in the name of the Association.

The Council will be comprised of representatives elected by the Clubs and appointments made by the Executive Director of Alumni Relations.

1. Election of Council members.

- a. Clubs chartered and recognized by the NJIT Office of Alumni Relations may each elect one representative to serve on the Council.
- b. The voting process utilized by each Club to elect a Council representative will be determined by the Club's Operational Rules as approved by the Executive Director of Alumni Relations. A written copy of the Operational Rules of each Club shall be kept on file with the Office of Alumni Relations and the Association.
- c. University advisory and governance boards (see Appendix C for updated listing) may be approved by the NJIT Office of Alumni Relations to participate on the Council and each will elect one alumni representative to serve on the Council.
- d. The term of each elected Council representative shall be three years, unless completing the remainder of a term created by resignation or other cause for vacancy.
- e. Council representatives will be limited to three (3) consecutive terms.
- f. The term of each elected Council member will be contingent upon the continued formal recognition of the Club they represent.

2. Appointment of Council members.

- a. The Executive Director of Alumni Relations may appoint Council members. No more than ten (10) appointed Council members may serve at any time.
- b. The term of each appointed Council representative shall be two years.

3. Meetings.

- a. The Council shall meet at least once a year.
- b. The President of the Board will preside at meetings of the Council in accordance with Bylaws Article VI.

Section C: The purpose of the Board will be to serve as the governing body of the Association with executive responsibility for the affairs of the AANJIT and operating in partnership with the Office of Alumni Relations and its Executive Director; assisting the Office of Alumni Relations in setting alumni relations priorities, determining the goals and policies of the Association, hosting the annual meeting of the Council, managing the volunteer leaders that make up the Council, and advising the University's President regarding alumni relations.

The Board, reflecting the diversity of the alumni body and functioning with a commitment to the development of the whole University, will be comprised of Council members elected to serve on the Board and appointments by the Executive Director of Alumni Relations.

The Board will be limited to 30 members.

1. Election of Board members.

- a. The representatives of similar Club groups of the Council will constitute a cohort category (hereinafter "Category"). Each Category will elect a single representative to be a member of the Board. For each individual Club of the Council, the Executive Director of Alumni Relations

will determine which Clubs shall together constitute a Category. See Appendix A for updated listing of Categories.

- b. The term of all elected Board members will be three (3) years, unless the election is to fill the balance of an expired term, such as a vacancy created by a resignation.
 - c. Board members will be limited to two (2) consecutive three year terms.
 - d. When a Board member is elected to serve as an Officer of the Board, the Officer-elect vacates their regular Board member position and the Council Category will elect a new representative to serve as a Board member for the term balance.
2. Appointment of Board members.
- a. The Executive Director of Alumni Relations may appoint Board members.
 - b. No more than five (5) appointees can serve at any time.
 - c. All appointments by the Executive Director will be subject to ratification by the Board.
3. Executive Committee.
- a. The Board shall be governed by an Executive Committee comprised of a President, four Vice Presidents, and a Secretary.
 - b. The University's Executive Director of Alumni Relations will act as an ex-officio member of the Executive Committee and serve in a non-voting, advisory capacity; except in case of a tie-vote of the Committee, in which case the Executive Director of Alumni Relations will be temporarily empowered with voting privileges in order to break the deadlock.
4. Meetings.
- a. The Board shall hold a meeting at least two (2) times a year.
 - b. The Executive Committee of the Board shall hold a meeting at least four (4) times a year.

Article V: Election, Appointment and Removal of Board Officers

Section A: The Association Board's Executive Committee will be comprised of six elected officers: a President, four Vice Presidents, and a Secretary.

Section B: The Board's Nominations Committee shall develop a proposed slate of Officers for election. All nominations shall be completed by the Nominations Committee on or before February 15th.

Section C: Board members will be provided with 30 days notice of the general meeting and proposed slate of officers.

Section D: The annual election of Officers shall take place at a general meeting of the Board in the second quarter of the year and be completed no later than May 15th.

Section E: The Board shall have term limits on its officers.

1. The President can serve no more than two consecutive terms (2 two-year terms).
2. The Vice Presidents can serve no more than two consecutive terms (2 three-year terms).
3. The Secretary can serve no more than two consecutive terms (2 two-year terms).

4. Under extenuating circumstances, this section of Article V of the Bylaws may be suspended by unanimous consent of the Nominating Committee, the Executive Director of Alumni Relations, and 4 (of 6) majority vote by the Executive Committee.
5. The terms of the four Vice Presidents shall be staggered so that in case of full term elections no more than two may expire in a given year.
6. The term of the President and the Secretary shall be staggered.

Section F: Only members of the Board will be eligible to serve as Officers of the Board. All Board members will be eligible for consideration as Officers regardless of their length of service on the Board.

Section G: The Nominations Committee shall develop a list of those Board members interested in serving as an Officer of the Board. In case of an Officer non-expiree vacancy, the Nominations Committee will make its recommendation to the Executive Committee for their appointment. Such appointments will be valid until the next general annual meeting of the full Board.

Section H: By a vote of 4 (of 6), the Executive Committee may suspend any member of the Executive Committee or Board for just cause in the eyes of the Executive Committee and may appoint a replacement to serve in that position until the next year's nominations and election. Prior to this vote, the President or Vice President(s) shall send a warning letter to the Officer in question which will allow the Officer a ninety (90) day period to improve (in absence of flagrant misconduct). Any vacancy due to resignation or other valid reason may be filled in a like manner.

Article VI: Responsibilities of Officers

Section A: The President is the chief executive officer of the Board and chairperson of the Association. The President shall be responsible for:

1. Working with the Executive Committee and Association Board to establish and supervise Association activities.
2. Presiding at all meetings of the Executive Committee, the Board, and Council.
3. Ensuring that the Executive Committee, Board members, and Council members are performing their elective office duties in the best interest of the Association and NJIT.
4. Supervisory and mentoring responsibility for alumni volunteers.
5. Appointing the Nominating Committee with the assistance of the Vice President(s).
6. Appointing Ad Hoc Committees with the assistance of the Vice President(s).

Section B: The Vice President(s) shall assist the President in his/her designated responsibilities and be responsible for:

1. Acting as the President in the absence of the President, the Vice President with the longest tenure as Vice President if they are available, if not the next in line.
2. Planning and executing Executive Committee, Board, and Council meetings; and other activities.
3. Encouraging and coordinating communications with all the Council represented organizations and their activities.

Section C: The Secretary shall preside at Executive Committee, Board, and Council meetings in the absence of the President and Vice President(s). The Secretary's main responsibility shall be the maintenance of the current roster with addresses of the Board membership. In addition, the Secretary shall be responsible for:

1. Recording and archiving the minutes of all official meetings and activities of the Executive Committee, Board, and Council. Distribution of the minutes to Executive Committee, Board, Council, and Office of Alumni Relations. Archiving of minutes of Council's participating Clubs and organizations.
2. Publication of any actions taken by the Executive Committee requiring a vote.
3. Maintaining Association records and documents, including the Association Bylaws.
4. Maintaining copies of all cohort group charters and monitoring the timely selection of Council representatives from such groups.

Article VII: Meetings and Voting

Section A: In order to call a Board meeting to order, a quorum of 50%+ of the Board members must be present in person or by proxy. Board members attending by telephone or other electronic means shall be considered to be present in person.

Section B: Notice of Board meetings must be provided to all Board members at least 7 days in advance of the meeting. Notice of Council meetings must be provided to all Council Members at least 7 days in advance of the meeting.

Section C: In case of absence, Board members shall have the right to vote by proxy. Such votes must be in writing and addressed to the Secretary of the Board whose duty it shall be to register such proxy votes and pass these results to the Nominating Committee if the votes concern nominations of Board Officers.

Section D: All Board and Council meetings will be governed in accordance with the most current edition of Roberts Rules of Order.

Article VIII: Committees

Section A: The Nominations Committee shall be a standing committee appointed by a vote of the Executive Committee. The Nominations Committee will be comprised of four (4) Board members and a current Vice President whose term is not expiring.

Section B: The President is empowered to create any additional committees necessary to discharge responsibilities of the Executive Committee. Officers of the Board may serve as ad hoc members of such committees. See Appendix B for listing of current listing of recommended standing committees.

Article IX: Amendment

Section A: These Bylaws may be amended at any general meeting of the Association Board by an affirmative vote equal to or greater than 2/3 of the Board's membership. Votes may be cast in person or by written proxy.

Section B: A quorum of fifty-percent plus one of the Board's members must be present in person to amend these Bylaws.

Section C: Any Member of the Association may suggest an Amendment by sending their request in writing to the Executive Committee along with twenty (20) signatures from other Members at least ninety (90) days before a general meeting.

Section D: Changes to Appendices will not be considered amendments to the Bylaws and will not require ratification to amend.

Article X: Enactment

These Bylaws shall be considered ratified in Newark, New Jersey upon the affirmative vote of 2/3 of the Association members present and voting at the Alumni Summit. Coincident with this action, any existing bylaws governing NJIT alumni shall be abrogated.

The initial Board of Directors shall be appointed by the Executive Director of Alumni Relations. The initial Executive Committee will be elected by the initial Board of Directors.

Certificate of Enactment

These Bylaws were approved by a unanimous acclamation of the members of the Alumni Association of NJIT present at the general meeting in Newark, New Jersey on May 2, 2008.

Certificate of Amendment

These Bylaws were amended by a unanimous vote at a regular meeting of the Alumni Association of NJIT's Board of Directors in Newark, New Jersey on October 12, 2011.

APPENDIX A

Club cohort categories (updated 09/09/11).

1. Class Representatives.
2. Regional Club representatives.
3. Corporate Club representatives.
4. College Alumni Association.
5. Young Alumni Club representative.
6. Special interest (representatives of fraternities, sororities, EOP, Residence Life, and others).

APPENDIX B

Standing Committees (updated 09/09/11).

All Board members are expected to chair, co-chair, or at a minimum serve as a member of a standing committee (eg. Regional Clubs, Corporate Clubs, Classes, Young Alumni). Officers of the Board will serve as ad hoc members of such committees. Listing of most recent standing committees as follows:

1. Admissions Network
2. Awards
3. Bylaws
4. Career Services
5. Classes
6. Communications
7. Community Relations
8. Corporate Clubs
9. Nominations (requires Vice President as member)
10. Regional Clubs
11. Student Relations
12. University Relations
13. Young Alumni

APPENDIX C

University Leadership and Advisory Boards (updated 09/09/11).

1. Albert Dorman Honors College, Board of Visitors
2. College of Architecture and Design, Board of Visitors
3. College of Computing Sciences, Board of Visitors
4. College of Science and Liberal Arts, Board of Visitors
5. Foundation at NJIT, Board of Overseers
6. Newark College of Engineering, Board of Visitors
7. School of Management, Board of Visitors