

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: Mission

The Association will 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 will promote fellowship and leadership among alumni and students, support the mission of NJIT, and involve Association members in activities that foster alumni unity and good will towards their Alma Mater.

Section B: Objectives

The Association and its volunteer leadership will accomplish the mission by:

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

Article III: Membership

Section A: Full Members

Membership in the Association will automatically be granted to any person listed on the official records of the University as having successfully earned a bachelors, masters, or PhD degree.

Section B: Associate Members

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 will 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 Members

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 will 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: Organization

Section A: Organization

1. **Alumni Council:** The Alumni Association will maintain an Alumni Council (hereinafter “Council”). The Council will be a federation of Alumni Cohorts (volunteer organizations) from which alumni leadership will arise. The Council will meet once a year.
2. **Cohorts:** The Alumni Council will maintain Alumni Cohorts representing groups of alumni in various areas of interests or affinities, including but not limited to regions, corporations, classes, athletics, professions, and Greek life.

Article V: Governance

Section A: Governance

The Association will be governed by a Board of Directors (hereinafter “Board”). Terms of both elected and appointed office will be governed by a July 1 – June 30 year.

Section B: Purpose

The purpose of the Board is to:

1. Serve as the governing body of the Association with executive responsibility for the affairs of the Association and operating in partnership with the Office of Alumni Relations and its Executive Director.
2. Assist the Office of Alumni Relations in setting alumni relations priorities, as well as determining both the goals and policies of the Association.
3. Host the annual meeting of the Council and manage the volunteer leaders that make up the Council.
4. Advise the University’s President and his senior leadership regarding alumni relations.

Section C: Composition

The Board will be comprised of representatives elected by the Cohorts and appointments made by the Executive Director of Alumni Relations. The Board will be comprised of no fewer than 20, and no more than 30 members.

1. **Elected positions**
 - a. Cohorts chartered and recognized by the NJIT Office of Alumni Relations as meeting the minimum requirements will be entitled to elect a representative to serve on the Board.
2. **Appointed positions**
 - a. The Executive Director of Alumni Relations may appoint up to five (5) Board members.
 - b. The term of each appointed Board member will be one (1) year.

Section D: Elections, Appointments and Terms of Service

1. **Election of Board members**
 - a. Cohorts chartered and recognized by the NJIT Office of Alumni Relations will meet the following minimum requirements:
 - i. Represent a group of alumni numbering no fewer than 40
 - ii. Meet all other requirements specified in the Cohort’s Operational Rules
 - b. Chartered Cohorts will be entitled to elect a representative to the Board. However, since the Board will comprise no more than 19 Cohort representatives, the Board’s Executive Committee will determine which Cohorts will fill the 19 seats by assessing the relative activity level and contributions of the Cohorts.

- c. The voting process utilized by each Cohort to elect a Board representative will be determined by the Cohort's Charter as approved by the Executive Director of Alumni Relations. A written copy of the Operational Rules of each Cohort will be kept on file with the Office of Alumni Relations and the Association.
 - d. The term of each elected Board member will be two (2) years, unless completing the remainder of a term created by resignation or other cause for vacancy.
 - e. The term of each elected Board member will be contingent upon the continued formal association and support of the Cohort they represent.
- 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.

Section E: Meetings

1. The Board will meet at least two (2) times a year.

Article VI: Executive Committee

Section A: Executive Committee

The Alumni Board will be directed by an Executive Committee.

Section B: Composition

The Association Board's Executive Committee will be comprised of six (6) elected officers: a President, a First Vice President, a Second Vice President, two Vice Presidents at Large, and a Secretary. The University's Executive Director of Alumni Relations will serve 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.

Section C: Elections, Appointments and Terms of Service

1. **Election to the Executive Committee**
 - a. The Nominations Committee will develop a proposed slate of Officers for election. All nominations will be completed on or before February 15.
 - b. Board members will be provided with notice and proposed slate of Officers at least 15 days prior to the next general meeting of the Board.
 - c. The annual election of Officers will take place at a general meeting of the Board to be completed no later than May 15.
 - d. When a Board member is elected to serve as an Officer of the Board, the Officer-elect vacates their regular Board member position.
 - e. The affected Cohort will elect a new representative to serve as a Board member for the term balance.

Section D: Meetings

1. The Executive Committee of the Board will meet at least three (3) times a year.

Section E: Term Limits

1. The President can serve no more than one (1) two-year term.
2. The First Vice President can serve no more than one (1) two-year term.
3. The Second Vice President can serve no more than one (1) two-year term.

4. Vice Presidents-at-Large can serve no more than two (2) consecutive two-year terms.
5. The Secretary can serve no more than two (2) consecutive two-year terms.
6. The terms of the two Vice Presidents-at-Large will be staggered so that only one may expire in a given year.
7. The term of the President and the Secretary will be staggered.
8. Under extenuating circumstances, this section of the Bylaws may be suspended by unanimous consent of the Nominating Committee, the Executive Director of Alumni Relations, and a majority vote of the Executive Committee.

Section F: Eligibility

Only members of the Board will be eligible to serve as Officers of the Board. All Board members (except members of the Nominations Committee) will be eligible for consideration as Officers regardless of their length of service on the Board.

Section H: Suspension and Replacement

1. Suspension of Board Members

- a. By a vote of at least 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.

2. Replacement of Board Members

- a. The Executive Committee may appoint a replacement to serve in the positions vacated by suspension until the next year's nominations and election.
- b. Any vacancy due to resignation or other valid reason may be filled in a like manner.

3. Suspension of Officers

- a. In the absence of flagrant misconduct and prior to a vote of suspension pertaining to an Officer, the President or First Vice President will send a warning letter to the Officer in question, allowing the Officer a ninety (90) day period to improve (in absence of flagrant misconduct).
- b. In cases of flagrant misconduct, a vote may be taken immediately on the recommendation of the President or First Vice President.

Article VII: Other Committees

Section A: Nominations Committee

The Nominations Committee will be a standing committee appointed by a vote of the Executive Committee.

1. Composition

- a. The Nominations Committee will be comprised of a Past President, four (4) Board members, and a Vice President At Large whose term is not expiring. Should any member of the Nominations Committee resign or be unwilling to serve, the Alumni Director will appoint a reasonable alternative representative. The exception will be the first Nominations Committee under these amended bylaws, where the President shall appoint a Vice President to serve as the chair of the committee.

2. Responsibilities

- a. Develop a list of those Board members interested in serving as Board Officers.
- b. In case of an Officer vacancy (un-expired term), make a recommendation to the Executive Committee for replacement appointment. Such appointments will be valid until the next general annual meeting of the full Board.
- c. Maintain a list of potential nominees for Officer and Board positions which supports succession planning.

Section B: Other Committees

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.

Article VIII: Responsibilities of Officers

Section A: President

The President is the chief executive officer of the Board and chairperson of the Association. The President will 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 at the beginning of each term.
6. Appointing ad hoc Committees with the assistance of the Vice President(s).

Section B: First Vice President

The First Vice President will assist the President in his/her designated responsibilities, and will serve as the de facto President-Elect and Vice Chairman of the Board. The First Vice President will be responsible for:

1. Acting as the President in the absence of the President.
2. Planning and executing Executive Committee, Board and other Cohort meetings; and other activities as assigned.
3. Encouraging and coordinating communications with all assigned committees and Cohorts.

Section C: Second Vice President

The Second Vice President will assist the President in his/her designated responsibilities, and will serve as the de facto successor to the First Vice President. The First Vice President will be responsible for:

1. Acting as the President in the absence of the President and First Vice President.
2. Acting as the First Vice President in the absence of the First Vice President.
3. Planning and executing Executive Committee, Board and other Cohort meetings; and other activities as assigned.
4. Chairing the Nominations Committee.
5. Encouraging and coordinating communications with all assigned committees and Cohorts.

Section D: Vice Presidents At Large

The Vice President(s) At Large will assist the President in his/her designated responsibilities. The Vice President(s) At Large will be responsible for:

1. Other duties as assigned by the President.

Section D: Secretary

In the absence of the President or Vice Presidents, the Secretary will preside at Executive Committee and Board meetings. The Secretary's primary responsibilities are:

- Maintaining the Board membership roster.
- Maintaining Association records and documents, including the Association Bylaws.
- Recording and archiving the minutes of all official meetings and activities of the Executive Committee and Board.
- Distributing minutes to the Executive Committee, Board and Alumni Relations Office as required.

- Recording and maintaining a list of motions and actions by the Executive Committee requiring a vote.
- Ensuring that the Alumni Relations Office maintains copies of all Cohort charter documents
- Ensuring the timely election of Board representatives from chartered Cohorts.
- Registering and approving Board meeting vote proxies.

Article IX: Board Meetings and Voting

Section A: Quorum and Voting

1. In order to call a Board meeting to order, a quorum of at least 50% of the Board members must be present in person or by proxy. Board members attending by telephone or other electronic means will be considered to be present in person.
2. In case of absence, Board members will have the right to vote by proxy. Such votes must be in writing and addressed to the Secretary of the Board whose duty it will be to register such proxy votes and pass these results to the Nominating Committee if the votes concern nominations of Board Officers.

Section B: Meeting Notice

Notice of Board meetings must be provided to all Board members at least seven (7) days in advance of the meeting.

Section D: Rules of Order

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

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 50% +1 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

Amended Bylaws will be considered ratified in Newark, New Jersey upon the affirmative vote of 2/3 of the Association Board voting as described in Article IX. Coincident with this action, any existing bylaws governing NJIT alumni will be abrogated.

Certificate of Enactment

These Bylaws were approved by the Association Board at the 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.

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 December 5, 2017.

These Bylaws may be amended by a unanimous vote at a regular meeting of the Alumni Association of NJIT's Board of Directors.