

The University of Texas at El Paso Alumni Association



Bylaws of the Houston Chapter

Approved: June 21, 2014

ARTICLE I: NAME AND AFFILIATION

- Section 1 **NAME.** The name of the organization shall be the Houston Chapter of the University of Texas at El Paso (UTEP) Alumni Association, herein also referred to as the Chapter.
- Section 2 **AFFILIATION.** The Chapter shall be affiliated with the UTEP Alumni Association, herein also referred to as the Association or UTEPAA.

ARTICLE II: CHARTER

- Section 1 **AUTHORITY.** The Chapter is not a legal entity in itself and cannot operate autonomously. The final legal authority for all business matters rests with the UTEPAA Board of Directors and the UTEP Office of Alumni Relations.
- Section 2 **FINANCES.** The Chapter is financially obligated to the Association and the Association is obligated and responsible for the financial affairs of the Chapter. In the event of the dissolution of the Chapter, all assets of the Chapter remaining after payment or settlement of the indebtedness of the Chapter shall be returned to the Association.

ARTICLE III: PURPOSE

- Section 1 **PURPOSE.** The purpose of the Chapter shall be to:
- (a) To host events and programs that connects alumni, students, parents, faculty, staff, and stakeholders to the Chapter, the Association, and UTEP.
 - (b) To support UTEP in achieving its vision, mission, and goals.
 - (c) To promote UTEP as a model institution of higher learning and a national research university.
 - (d) To cultivate pride in UTEP.

ARTICLE IV: MEMBERSHIP

- Section 1 **MEMBERSHIP.** The Chapter shall extend membership to any member of the UTEPAA residing within the Greater Houston Area. Membership in the UTEPAA is extended to graduates and friends of UTEP regardless of college or program of attendance, age, citizenship, cultural heritage, disability status, ethnicity, national origin, political beliefs, race, religion, or sexual orientation.
- Section 2 **DUES.** The Chapter shall require dues be paid to the UTEPAA per the bylaws of the Association. Members, whose dues are current, shall be considered a member of the Chapter in good standing.
- Section 3 **VOTING RIGHTS.** Only members of the Chapter in good standing shall be entitled to vote.

ARTICLE V: MEETINGS OF MEMBERS

- Section 1 REGULAR MEETINGS. Regular meetings of the members shall be held no less than two (2) times annually.
- Section 2 SPECIAL MEETINGS. Special meetings of the members may be called by the Chapter President, Executive Committee, or by no less than ten percent (10%) of the Chapter members in good standing.
- Section 3 PLACE OF MEETING. The Executive Committee may designate any place, within the Greater Houston Area, as the place of meeting for any regular or special meetings.
- Section 4 NOTICE OF MEETINGS. Notice stating the place, day, and hour of any meeting of members shall be delivered, either personally or by regular or electronic mail to each member of the Chapter, no less than fifteen (15) days before the date of such meeting. The purpose for which the meeting is called and the general nature of the business to be transacted shall be stated in the notice.
- Section 5 QUORUM. Quorum at any meeting of the members shall be defined as no less than five (5) of the Chapter members in good standing and a simple majority (50% +1) of the Officers.
- Section 6 PROXIES. Proxy voting at any meeting of the members is not allowed.
- Section 7 RULES. Meetings of the members shall be governed by adherence to Roberts Rules of Order.

ARTICLE VI: OFFICERS AND THE EXECUTIVE COMMITTEE

- Section 1 GENERAL POWERS. The Chapter's affairs shall be managed by its Officers. The Officers shall comprise the membership of the Executive Committee, herein also referred to as the EC.
- Section 2 NUMBER OF OFFICERS. The Chapter shall have no less than five (5) Officers and no more than nine (9) Officers. Mandatory Officers include:
- (a) President
 - (b) Vice-President of Operations
 - (c) Vice-President of Events
 - (d) Secretary
 - (e) Treasurer
- Individuals may not hold two or more offices at the same time.
- Section 3 TERM OF OFFICE. The Chapter's Officers shall serve two-year terms of office beginning on September 1 and ending on August 30.
- (a) The offices of President, Vice-President of Events, and Treasurer shall be elected in odd-numbered years.
 - (b) The offices of Vice-President of Operations and Secretary shall be elected in even-numbered years.
 - (c) Election of additional offices shall be equally distributed across odd and even years.
- Section 4 QUALIFICATIONS OF OFFICERS. The Chapter's Officers shall meet the following qualifications throughout their term of office:
- (a) Membership Status: Officers shall be Chapter members in good standing for the duration of their term.
 - (b) Alumni Status: Officers shall be former students or graduates of UTEP.

- Section 5 ELECTION OF OFFICERS. The Chapter's Officers shall be elected by mail or other appropriate method as the EC shall determine.
- Section 6 VACANCIES AND APPOINTMENTS. A special election shall be held to fill offices that fall vacant during the interval between elections. An Officer elected to fill a vacancy shall serve for the remainder of the term of his/her predecessor in office. Should the office of President be vacated, one of the remaining officers shall serve as acting President until a special election is held. The order of succession shall be as follows:
- (a) Vice-President of Operations
 - (b) Vice-President of Events
 - (c) Treasurer
 - (d) Secretary
- Section 7 MEETINGS OF THE EXECUTIVE COMMITTEE
- Section 7.1 REGULAR MEETINGS. Regular meetings of the EC shall be held no less than four (4) times annually.
- Section 7.2 SPECIAL MEETINGS. Special meetings of the EC may be called by or at the request of the Chapter President or any two (2) Officers.
- Section 7.3 PLACE OF MEETING. The person or persons authorized to call meetings of the EC may fix any place, within the Greater Houston Area, as the place of meeting for any regular or special meetings.
- Section 7.4 NOTICE OF MEETINGS. Notice stating the place, day, and hour of any meeting of members shall be delivered, either personally or by regular or electronic mail to each member of the EC, no less than fifteen (15) days before the date of such meeting. The purpose for which the meeting is called and the general nature of the business to be transacted shall be stated in the notice.
- Section 7.5 QUORUM. Quorum at any meeting of the EC shall be defined as simple majority (50% + 1) of the Officers.
- Section 7.6 PROXIES. Proxy voting at any meeting of the EC is not allowed.
- Section 7.7 RULES. Meetings of the EC shall be governed by adherence to Roberts Rules of Order.
- Section 8 COMPENSATION. Officers shall not receive any stated salaries for their services, but by resolution of the EC, a reimbursement of expenses, if any, may be allowed for attendance at such regular or special meetings and events.
- Section 9 ATTENDANCE. Officers are expected to attend at least 75% of all meetings of the EC. All Officers not fulfilling this expectation will have their status as an Officer reviewed by the EC.
- Section 10 REMOVAL OF OFFICERS. Any Officer may be removed by no less than two-thirds (2/3) majority of the EC whenever in its judgment the best interests of the Chapter, the Association, or UTEP would be served.
- Section 11 INDEMNIFICATION. No Officer shall be liable to the Chapter, the Association, or its members for monetary damages for an act or omission in his or her capacity as an Officer, except for:
- (a) A breach of his or her duty of loyalty to the Chapter, the Association, and its members;
 - (b) An act or omission not in good faith or that involved intentional misconduct or a knowing violation of the law;

- (c) A transaction from which an Officer received an improper benefit, whether or not the benefit results from an action taken within the scope of the Officer's office; or
- (d) An act or omission for which the liability of an Officer is expressly provided for by statute.

ARTICLE VII: OFFICERS' ROLES AND RESPONSIBILITIES

- Section 1 **PRESIDENT.** The President shall be the chief executive officer of the Chapter and shall in general supervise and control all of the business and affairs of the Chapter
- (a) The President shall preside at all meetings of the members and EC.
 - (b) The President shall serve as the primary point of contact with the Association and UTEP.
 - (c) The President shall ensure adherence by the Chapter to the bylaws, policies, procedures, and regulations of the Chapter, the Association, and UTEP.
 - (d) The President shall develop an annual strategic plan and calendar of events for the chapter in collaboration with the EC.
 - (e) The President shall submit an annual strategic plan and calendar of events for the chapter to the Association and UTEP at the beginning of each fiscal year.
 - (f) The President shall serve as an ex-officio member of all Chapter committees.
 - (g) The President shall perform all duties as customarily pertain to the office of president and such other duties as may be prescribed by the EC from time to time.
- Section 2 **VICE-PRESIDENT OF OPERATIONS.** The Vice-President of Operations shall be the chief operations officer of the Chapter and shall in general handle the day-to-day operations of the Chapter.
- (a) The Vice-President of Operations shall assume the duties of President in his/her absence or when the office of President becomes vacant.
 - (b) The Vice-President of Operations shall ensure adherence by the Chapter to the bylaws, policies, procedures, and regulations of the Chapter, the Association, and UTEP.
 - (c) The Vice-President of Operations, at the discretion of the President, shall represent him/her at regular and special functions.
 - (d) The Vice-President of Operations shall serve in the primary role of responsibility for the areas of membership, nominations and elections, and regular and special meetings of the membership.
 - (e) The Vice-President of Operations shall, as needed, assemble committees for each area of responsibility and provide reports to the EC.
 - (f) The Vice-President of Operations shall perform all duties as customarily pertain to the office of vice-president and such other duties as may be prescribed by the EC from time to time.
- Section 3 **VICE-PRESIDENT OF EVENTS.** The Vice-President of Events shall in general handle the planning, management, marketing, implementation, and reporting of events of the Chapter.
- (a) The Vice-President of Events shall ensure adherence by the Chapter to the bylaws, policies, procedures, and regulations of the Chapter, the Association, and UTEP.
 - (b) The Vice-President of Events, at the discretion of the President, shall represent him/her at regular and special functions.
 - (c) The Vice-President of Events shall serve in the primary role of responsibility for events of the Chapter including fundraisers, mixers, and socials.
 - (d) The Vice-President of Events shall submit after action reports to UTEP for all events.
 - (e) The Vice-President of Events shall, as needed, assemble committees for each individual event and provide reports to the EC.
 - (f) The Vice-President of Operations shall perform all duties as customarily pertain to the office of vice-president and such other duties as may be prescribed by the EC from time to time.
- Section 4 **SECRETARY.** The Secretary shall be the chief records officer of the Chapter and shall in general handle the creation, distribution, and maintenance of records of the Chapter.

- (a) The Secretary shall ensure adherence by the Chapter to the bylaws, policies, procedures, and regulations of the Chapter, the Association, and UTEP.
- (b) The Secretary, at the discretion of the President, shall represent him/her at regular and special functions.
- (c) The Secretary shall serve in the primary role of responsibility for the creation, distribution, and maintenance of records including committee reports, decisions, meeting minutes, resolutions, and rosters, and votes.
- (d) The Secretary shall serve in the primary role of responsibility for the creation, distribution, and maintenance of material or stock items such as envelopes, letterhead, name tags, sign-in sheets, etc.
- (e) The Secretary shall, as needed, assemble committees and provide reports to the EC.
- (f) The Secretary shall perform all duties as customarily pertain to the office of secretary and such other duties as may be prescribed by the EC from time to time.

Section 5 **TREASURER.** The Treasurer shall be the chief financial officer of the Chapter and shall in general handle the budget and the coordination, management, performance, record keeping, and reporting of financial transactions of the Chapter.

- (a) The Treasurer shall ensure adherence by the Chapter to the bylaws, policies, procedures, and regulations of the Chapter, the Association, and UTEP.
- (b) The Treasurer, at the discretion of the President, shall represent him/her at regular and special functions.
- (c) The Treasurer, with the assistance of the Office of Alumni Relations staff, shall serve in the primary role of responsibility for the planning and approval of the annual budget. The annual budget shall be approved by the EC.
- (d) The Treasurer, with the assistance of the Office of Alumni Relations staff, shall serve in the primary role of responsibility for the coordination, management, performance, record keeping, and monthly reconciliation and reporting of financial transactions including deposits, payments, refunds, reimbursements, and transfers which the EC have authorized to be executed.
- (e) The Treasurer shall, as needed, assemble committees and provide reports to the EC.
- (f) The Treasurer shall perform all duties as customarily pertain to the office of Treasurer and such other duties as may be prescribed by the EC from time to time.

ARTICLE VIII: COMMITTEES

Section 1 **GENERAL POWERS.** The EC may designate both standing and ad-hoc committees with a specified charter. Each committee shall have an Officer assigned to its membership.

Section 2 **CHAIRMAN.** One member of each committee shall be appointed chairman by the EC.

Section 3 **VACANCIES AND APPOINTMENTS.** Should the chair of the committee be vacant, the Officer assigned to that committee shall serve as acting chair until the EC can appoint a chairman.

Section 4 **QUORUM.** Quorum at any meeting of a committee shall be defined as ten percent (10%) of the committee members.

ARTICLE IX: FINANCES AND FISCAL YEAR

Section 1 **ACCOUNTS.** The Chapter shall operate two (Chapter Operations, Scholarship Gift) on-campus accounts housed at UTEP through which the Chapter's financial transactions will be channeled. As the chapter is affiliated with the UTEPAA, its finances must be audited and handled via accounts established by the UTEP Office of Alumni Relations with the assistance of the EC. All chapter-related income, expense, and gift transactions will be channeled through these accounts.

- (a) The Chapter Operations Account shall be used for all financial transactions of the chapter with the exception of payment of scholarships.
- (b) The Scholarship Gift Account shall be used to award scholarships to high school graduates from the Greater Houston Area attending UTEP.
- (c) Monies in the Chapter Operations Account will periodically be transferred to the Scholarship Gift Account upon explicit approval by the EC.

Section 2 PETTY CASH. The Chapter shall operate a single Petty Cash Account of no more than \$750. Monies in the Petty Cash Account in excess of \$750 will be transferred to the Chapter Operations Account on a quarterly basis upon explicit approval by the EC. Any additional independent checking, savings, and money market accounts are forbidden and are in conflict with UTEPAA policy and general liability insurance coverage.

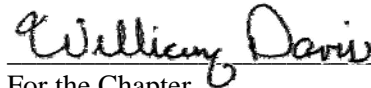
Section 3 FISCAL YEAR: The fiscal year of the Chapter shall begin on September 1 and end on August 31.

ARTICLE X AMENDMENTS TO BYLAWS

Section 1 These bylaws may be amended by a majority vote at a regular or special meeting of the members. Major changes, if adopted, shall also require approval by the UTEPAA Board of Directors and the Office of Alumni Relations.

ARTICLE XI: ADOPTION OF BYLAWS

Section 1 CHAPTER. The undersigned, being the representative of the Chapter, does hereby submit these bylaws for approval. In witness whereof, I have hereunto subscribed my name:



For the Chapter

Section 2 ASSOCIATION. The undersigned, being the representative of the UTEPAA, does hereby approve these bylaws as the revised bylaws of the Chapter. In witness whereof, I have hereunto subscribed my names:

For the Association

Section 2 UNIVERSITY. The undersigned, being the representative of the UTEP Office of Alumni Relations, approve these bylaws as the revised bylaws of the Chapter. In witness whereof, I have hereunto subscribed my name:

For the Office of Alumni Relations

Section 4 EFFECTIVE DATE OF APPROVAL. These bylaws, as approved, will become fully effective on June 21, 2014.