



The University of Tennessee, Knoxville Alumni Board of Directors Constitution and Bylaws

Article One: Name

The name of this organization shall be The University of Tennessee, Knoxville Alumni Board of Directors, hereafter referred to as the Alumni Board or Board.

Article Two: Purpose

The purpose of the Board is to serve as an advisory and advocacy group for the University of Tennessee, Knoxville; to promote the university's best interests; to work with Office of Alumni Relations staff to engage, educate, motivate and inspire alumni to take part in the progress and vitality of the university; to act as an agent for the dissemination of information regarding the educational advantages of The University of Tennessee; and to advocate for their support in time, talent and treasure of The University of Tennessee.

The Alumni Board supports the goals and objectives of the institution.

Article Three: Membership Section 1: At-Large Members

At-large membership on the Alumni Board shall consist of persons that have attended The University of Tennessee, Knoxville and obtained at least twenty-four (24) semester hours credit and are no longer enrolled in school. Current UTFI employees are not eligible for membership. At-large members shall be elected by the Alumni Board, in cooperation with the Associate Vice Chancellor for Alumni Relations, through a nominating selection process with the attempt to attract a diverse membership base reflective of the entirety of the UT Knoxville alumni population. There shall be no more than twenty-four (24) at-large members of the Alumni Board.

Section 2: Ex-Officio Members

Ex-officio members of the Board shall consist of the Chancellor of the Knoxville campus, the Vice Chancellor for Development & Alumni Relations, the President and CEO of the UT Foundation, the Associate Vice Chancellor for Alumni Relations, the Assistant Director of Board Relations and Donor Experience for Alumni Relations (serving as the non-voting Board Secretary), the Faculty Senate President, the Young Alumni Council President, a representative of the Special Interest and Diversity Councils, the Graduate Student Senate President, the Student Government President and the Student Alumni Associates President. All ex-officio members listed above with the exception of the Board Secretary will be voting members of the Board.

Section 3: Appointments

Each year, the Board President shall make two one-year appointments to the Alumni Board in cooperation with the Associate Vice Chancellor for Alumni Relations.

Section 4: Past Presidents

Past Presidents shall be members of the Board for two years after their Presidency. Past Presidents shall not be counted in the twenty-four (24) person at-large member maximum. Past Presidents shall be entitled to vote during their term on the Board.

Section 5: Terms

The standard term for an elected Board member is three years, with one third of the class rotating off each year. For members completing their first term in good standing and indicating an interest in continuing their service, they will automatically advance to serve a second term upon approval from the Executive Committee.

Terms shall begin on July 1 of the fiscal year.

As the new Board begins, membership will need to be divided into three separate groups to accommodate the rotation. Those serving one- or two-year terms may be given the opportunity to serve a full three-year term should they so desire.

Section 6: Vacancies

In the event that a Board member is unable to fulfill their full three-year term, the open position may be filled by the nomination and selection process, administered by the Nomination Committee and voted on by the full Board at a regular meeting or via electronic communication. Board members should submit all recommendations to the Nomination Committee for development of a slate of nominees to fill all vacancies.

Article Four: Officers

Elected officers of the Board shall consist of the President and President Elect and shall be elected from the existing Board membership. A member may not serve as President during the first year of membership on the Board. The Immediate Past President will remain as an officer of the Board. The position of Secretary is an ex-officio, non-voting position filled by the Assistant Director of Board Relations and Donor Experience for the Office of Alumni Relations.

The President shall serve a one-year term. The President may be reelected for one (1) additional consecutive term. The President shall perform the normal duties associated with the office, including presiding at all Alumni Board meetings, appointing committees and designees to fill leadership positions where necessary and providing leadership for the direction of Board activities.

The President Elect shall serve a one-year term. The President Elect may be reelected for one (1) additional consecutive term. In the event the President cannot serve, those duties shall be performed by the President Elect or the Immediate Past President in that order.

The Secretary shall ensure the minutes that record the proceedings of all regular meetings are taken and published. Committee Chairpersons are responsible for documenting the outcome of committee meetings and forwarding documentation to the Secretary.

Article Five: Executive Committee

The Executive Committee shall consist of the President, President Elect, Immediate Past President, Associate Vice Chancellor of Alumni Relations. Between Board meetings, the Executive Committee may act on behalf of the full Board to conduct official business, when necessary.

Article Six: Meetings and Attendance

Section 1: Meetings

The Alumni Board shall have three regularly scheduled meetings each year, one in the fall, winter, and spring. Retreats, special meetings, conference calls or electronic votes may be called by the President or Associate Vice Chancellor for Alumni Relations when deemed necessary. Members may request permission from the President to attend regularly scheduled meetings by conference call. Vote via conference call for regularly scheduled meetings is permissible; however, absentee and proxy voting is not allowed.

Section 2: Attendance

The status and membership of any member of the Board who fails to attend three regularly scheduled Board meetings in a given year shall be reviewed by the Executive Committee of the Board. The Executive Committee, by majority vote, shall have the authority to terminate membership of the delinquent member for cause, and declare a vacancy in the membership. The vacant position shall be filled in accordance with Article Three, Section 6 of these by-laws.

Article Seven: Committees

Standing committees shall consist of the Executive Committee, Awards Committee, Nominations Committee, Student & Alumni Engagement Committee, Philanthropy and Stewardship Committee, Reputation Building Committee and the By-laws Committee. The President may appoint additional committees as necessary for the proper operation of the Board and determine the scope of such committees. The President shall appoint Members to constitute the Committees.

Article Eight: Amendments

Amendments to this constitution may be made by a two-thirds majority vote of the Board membership after at least 30 days written notice of the proposed amendment.

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