

Constitution
and Bylaws
of the
Lyndon B. Johnson School of Public Affairs
Austin Alumni Association

ARTICLE I. NAME

Section 1. The name of this organization shall be the Lyndon B. Johnson School of Public Affairs - Austin Alumni Association (referred to throughout as the "Association").

Section 2. Official use of the Association's name must be in accordance with written rules, regulations, and policies established by the Association's Board of Directors or otherwise upon authorization by the Board of Directors.

ARTICLE II. PURPOSES AND OBJECTIVES

Section 1. The purposes of the Association are to promote the recognition, welfare, and progress of the Lyndon B. Johnson School Public Affairs at the University of Texas at Austin community and Austin, TX area Alumni.

The objectives are:

- a. To generate and maintain widespread interest in and commitment to the School by its alumni, by professional groups, by governmental agencies, and by other individuals.
- b. To serve the professional and educational needs of the graduates of the School, and to promote cooperation and communication among the alumni.

Section 2. The Association shall be considered to be independent of the Lyndon B. Johnson School of Public Affairs and the University of Texas of Austin.

Section 3: The Association may participate as a member of the Texas Exes Official Network program as necessary to promote and meet the needs of its membership. Such participation will be re-evaluated on a continual basis.

ARTICLE III. MEMBERSHIP

Article III: All graduates and faculty, current and former, of the Lyndon B. Johnson School of Public Affairs who reside within the designated Austin, TX metropolitan area and surrounding geographic areas, as defined by the board, shall be considered a member of the Association. There will be no distinction in the class or level of membership. No changes to the defined geographic area may take place within six (6) months of the annual meeting.

Any graduate or faculty member of the Lyndon B. Johnson School of Public Affairs residing outside the designated membership area, while not official members of the Association, are welcome at any event or program of the association.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. The business and affairs of the Association shall be managed by its Board of Directors (hereafter referred to as the Board) who shall have the power and authority to exercise and perform all such lawful acts and business in furtherance of the purposes of the Association that are not otherwise set by these Bylaws to be performed or exercised by the members of the Association. The Board may determine from time to time the amount of local annual dues payable to the Association by Regular Members.

Section 2. Meetings of the Board may be held at a time and place determined by the President or the Vice President in the President's absence or should a President's term end. All Board members shall receive due notice of any meeting electronically, in writing, in person, or by telephone, stating the time, place and purpose or purposes of the meeting, with such notice being delivered at least one (1) week prior to such meeting. Emergency meetings may be called by the President, provided all board members are given at least twenty-four (24) hour verbal or written notice. All meetings shall be open to attendance by all members of the Association.

Section 3. Should any member of the Board be absent, without cause, from three (3) consecutive meetings of the Board without sending a communication to the President stating his/her reason for being absent, or if his/her excuse should not be accepted by 1/3 of the Board members present at a meeting at which there is a quorum, his/her seat on the Board may be declared vacant by a 2/3 vote of the Board at a meeting at which there is a quorum. The vacancy shall then be filled as set forth in Sec. 3 of Article V.

ARTICLE V. OFFICERS

Section 1. The Officers of the Association shall be the President, Vice-President, Treasurer, Secretary and any other officer position deemed necessary by the board to carry out the purposes of the Association. Election of Officers shall be by a majority of the Board members voting and shall take place by the second Board meeting following the annual election of the Board members or at a time when a specific vacancy arises. Board members may vote by written proxy for the election of Officers. Each Officer shall be a member of the Board and shall be elected for a term of one (1) year. In addition, the President shall be a member of the Board and shall have completed a full year on the Board prior to election as President. Members shall not serve in the same officer position for more than two consecutive terms.

Section 2. The Officers of the Association shall be responsible for the following:

- a. The President shall preside at all meetings of the Board and shall designate the time and place of such meetings. The President shall be responsible for the proper and expeditious conduct of all the affairs of the Association and shall represent the Association to the public. The President shall also submit an annual report to the members of the Association summarizing the activities and financial status of the Association.

At the end of his/her term, the President has the option of returning as an at large board member (under the normal nominating / election rules) or resigning from the board.

- b. The Vice-President shall preside at meetings of the Board in the absence of the President and shall assist the President as directed by the Board. The Vice-President will assume the duties of the Presidency should the Presidency position become vacant (whether through resignation, term expiration, or any other circumstance).
- c. The Treasurer shall be responsible for all funds of the Association and shall provide for the maintenance of the books, records and financial data for the Association. The records of the Association shall at all times be open to the inspection of the Board members, and the Treasurer shall submit an annual financial report to the President at a time specified by the Board.
- d. The Secretary shall be responsible to record the minutes of all Board meetings. S/he shall be responsible for notifying all Board members of scheduled and emergency meetings and shall handle all general correspondence with the Association members in behalf of the Association.

Section 3. Any vacancy in an elected office caused by any reason shall be filled for the duration of the term by a majority vote of the members of the Board.

ARTICLE VI. ELECTIONS

Section 1. The Board shall consist of seven (7) members elected at large by the membership for two (2) year terms provided, however, that three (3) seats of the first Board shall initially have a one (1) year term in order to stagger the terms of the Board members.

Section 2. Members who wish to become a candidate for election to the Board shall notify the President of the Association no later than thirty (30) days prior to an election. A listing of candidates for the Board shall be communicated to all members ten days before the annual meeting. Voting shall take place at the annual membership meeting or in written form to the published electronic or physical Association addresses. Any written ballot date stamped on or before the date of the annual meeting will be considered. Newly elected Board members shall assume office upon final tabulation of the ballots.

Section 3. Any vacancy on the Board of Directors caused by any reason shall be filled until the next annual meeting by a majority vote of the members of the Board of Directors.

Section 4. Voting for all elections held by the Board shall be available ONLY to members as defined by the Board in these Bylaws as of the time of the election.

ARTICLE VII. COMMITTEES

Section 1. The Association may establish in its by-laws standing committees to promote the attainment of its long range goals.

Section 2. Members of standing committees shall be appointed by the

Board from a list of candidates prepared by the Board. Standing committee members shall serve for a term of two (2) years, provided that the term of one-half the members of each standing committee shall expire annually. No individual may serve on the same standing committee for more than two (2) consecutive terms. Each standing committee shall annually select committee officers from among its members; each standing committee shall otherwise adopt its own operating procedures consistent with the Association's goals and policies.

Section 3. The President of the Association may create ad hoc committees, define their purposes, appoint their members, and establish their duration, which in any case shall not exceed a period of three years. Ad hoc committee members shall serve at the pleasure of the President throughout the life of the committee. The President may entirely dissolve an ad hoc committee prior to its established termination date upon delivering written notification to the committee's members and the Board.

Section 4. The presiding officer of each standing committee shall submit a written annual report and any other report requested by the Board. The presiding officer of each ad hoc committee shall submit to the President a written final report prior to the committee's dissolution and any other report requested by the President.

ARTICLE VIII. PARLIAMENTARY PROCEDURES

In the absence of any provisions to the contrary in the Bylaws, all business meetings of the Association, of the Board, and of the Association's committees shall be governed by the parliamentary rules and usages contained in the most current edition of Robert's Rules of Order, revised.

ARTICLE IX. AMENDMENT

Section 1. Any member of the Association may initiate an amendment to these Bylaws by presenting a written petition to the Board. Any member of the Board may initiate an amendment to these Bylaws on a motion presented at a Board meeting that receives a majority vote of the Board.

Section 2. All proposed amendments to these Bylaws shall, in all cases, be published at least thirty (30) days before any vote by the membership on said proposed amendment. The Board may, at its discretion, call an election on a proposed amendment at any time. Notwithstanding the preceding sentence, the Board shall present to the members of the Association all proposed amendments for a vote no later than the next annual election.

Section 3. Proposed amendments to the Bylaws must receive a majority of the votes cast by the members of the Association before they are adopted.

ARTICLE X. ADOPTION

Section 1. Adoption of these Bylaws of the Association shall be by a majority of the votes cast by the members of the Association. The Bylaws and any amendments, unless otherwise specified, shall take effect immediately upon adoption.

ARTICLE XI. MEMBERSHIP DRIVE AND FISCAL YEAR

Section 1. The fiscal year and membership year of the Association shall begin on the first day of June and shall end on May 31st of the next calendar year.

Section 2. The Board shall designate an annual membership drive period in coordination with the Lyndon B. Johnson School of Public Affairs. During the membership drive period, the Board of the Association shall provide activities and/or inducements to the graduates of the Lyndon B. Johnson School Public Affairs to encourage membership in the Association.

Adopted 1987

Revised 6/88

Revised 5/06