

**Bylaws of the
[FORMAL CHAPTER NAME]
("[INFORMAL CHAPTER NAME"])
of the
UNIVERSITY OF OREGON
ALUMNI ASSOCIATION
("UOAA")**

PREAMBLE

The CHAPTER NAME Chapter ("[CHAPTER]") of the University of Oregon Alumni Association ("UOAA") is established for the purpose of representing the UOAA in [CITY, ST,] and the surrounding areas. The [CHAPTER] exist, as does the UOAA, to make the University of Oregon stronger by fostering lifelong relationships, helping Ducks become champions and cheerleaders, ambassadors and advocates for the university.

These bylaws are to be construed in compliance with the provisions and spirit of the University of Oregon Charter, all other relevant University of Oregon policies, and the UOAA Bylaws.

ARTICLE I – Composition of the Organization and Elections

Section 1.1 – Officers

The officers of the [CHAPTER] shall consist of:

1. President
2. Vice president
3. Secretary

Each of these officers shall be duly elected in accordance with *Section 1.6*.

Section 1.2 – At-Large Members

All other members of the [CHAPTER] may be considered at-large members. To be an at-large member, a member of the [CHAPTER] must communicate that intention, in writing, to the president. Only by unanimous vote of the officers may an at-large membership be denied or revoked. At-large memberships need not be renewed at any time, including after the assumption of office by new officers.

Section 1.3 – The Board

All legislative authority herein granted shall be vested in an assembly of the [CHAPTER] hereby referred to as the "board."

Section 1.4 – Composition of the Board

The board shall be comprised of the officers, as listed in *Section 1.1*, and any at-large members, as described in *Section 1.2*.

Section 1.5 – Quorum

A quorum shall be attained when five board members are present, at least two of which must be officers, as listed in *Section 1.1*.

Section 1.6 – Officer Elections

Each officer shall be elected to a two-year term by majority vote of a quorum of the board. Elections shall happen at a board meeting during the summer of odd numbered years. The election meeting shall be publicized, at least one month in advance, to the entire membership of the [CHAPTER].

The vice president, secretary, and all at-large members are eligible to vote in the elections, provided they have attended at least two of the board meetings held during the last twelve months, not including the election meeting itself. Votes may be cast in absentia, through notification of the president, but do not count towards a quorum. The president shall vote only in the case of a tie.

Section 1.7 – Officer Terms

Each officer, after being elected in accordance with *Section 1.6*, shall assume office during the January meeting of the next year.

Section 1.8 – Eligibility and Nomination

All members of the [CHAPTER], including current officers, are eligible for the position of president provided they are dues paying members of the UOAA and they have been nominated by a majority of a quorum of the board.

All members of the [CHAPTER], including current officers, are eligible for the positions of vice president and secretary, provided they attended the University of Oregon or are dues paying members of the UOAA, and they have been nominated by a majority of a quorum of the board.

Section 1.9 – Membership in the UOAA

All board members are required to be dues paying members of the UOAA.

ARTICLE II – Officer Responsibilities

Section 2.1 – President

1. At the January board meeting when the president begins the new term, the president shall announce a list of four in-person board meetings. These four meetings shall be held in July of the same year, January and July of the following year, and January two years later.
2. The president shall establish a year-long proposed budget and working agenda of activities, with input from the board, every calendar year, and shall present the proposed budget and working agenda to the board at each January meeting. The president reserves the right to modify the proposed budget (in accordance with *Section 4.3*) and working agenda as necessary.
3. The president shall oversee all [CHAPTER] activities and ensure that board members carry out their responsibilities in an efficient manner in order to achieve the working agenda.

4. The president shall, in conjunction with the working agenda, prepare a brief message on the State of the [CHAPTER] at least once a year to be communicated to the entire membership of the [CHAPTER].

5. The president shall conduct all board meetings, including setting an agenda, and has the authority to call additional board meetings as necessary (see *Section 4.2*) and to call votes as necessary (see *Section 4.4*).

6. The president shall prepare an annual report (July 1–June 30), outlining events, communications, and other activities. The president shall bundle the annual report with the treasurer’s annual financial statement (see *Section 2.4.7*) and transmit both to the UOAA by August 1.

7. The president shall, at the beginning of the presidential term, appoint, from members of the board, with consent of the UOAA and a majority of a quorum of the board, a treasurer (see *Section 2.4*). The president may also appoint any other positions as necessary (see *Section 2.5*), ideally at the beginning of the presidential term. All appointments must be in writing.

Section 2.2 – Vice President

1. The vice president shall assist the president and the other officers in their activities and responsibilities.

2. The vice president shall conduct board meetings in the event that the president is absent.

3. The vice president shall give the treasurer’s report in the treasurer’s absence at January or July board meetings (see *Section 2.4.6*).

Section 2.3 – Secretary

1. The secretary shall take minutes at every board meeting. If the secretary will be absent, the secretary may designate another board member to take meeting minutes. Minutes shall be distributed to the board within one week of each board meeting.

2. The secretary shall manage all [CHAPTER]-wide communication and disseminate information accurately and speedily to the appropriate members of the [CHAPTER].

3. The secretary shall collect, and make available to all board members, the post-event reports provided pursuant to *Section 4.5*.

Section 2.4 – Treasurer

1. The president shall, in accordance with *Section 3.1.8*, appoint a treasurer.

2. The treasurer shall keep a clear and accurate record of [CHAPTER] funds and shall manage all funds and accounts.

3. The treasurer shall coordinate reimbursement of all board approved expenditures as necessary.

4. The treasurer shall oversee any payment system implemented at any fundraising events.
5. At the board's discretion, the treasurer shall oversee the designation of investments.
6. The treasurer shall give a report, including current balance and any income or expenses since the last report, at every January and July board meeting (see *Section 4.1*). If the treasurer will not be in attendance at a January or July board meeting, the treasurer shall submit the report to the vice president at least one week in advance of the meeting.
7. The treasurer shall prepare the annual financial statement (July 1–June 30), as required by the UOAA, and submit it to the president in July. The treasurer shall also present the annual financial statement to the board at the next board meeting following submission to the president.

Section 2.5 – Other Positions

The president may, in accordance with *Section 3.1.8*, appoint board members to any other positions, including watch party coordinator(s), scholarship coordinator, and membership coordinator, as necessary. All appointments must be in writing. All positions created pursuant to this section shall abide by these bylaws, specifically *Sections 4.3, 4.5*. All positions created pursuant to this section shall be vacated and cease to exist upon the end of a president's term.

Working groups, temporary and permanent, may also be created by a majority vote of a quorum of the board.

ARTICLE III – Resignations and Removal

Section 3.1 – Resignations

An officer (see *Section 1.1*) or the treasurer (see *Section 2.4*) may resign their position via a written resignation transmitted to the other officers. As a courtesy, resignations should be transmitted to the other officers with as much notice as possible. Resignations shall be announced by the president at the next board meeting. Once an officer or the treasurer resigns, that person may continue as an at-large member if they desire (see *Section 1.2*).

Anyone appointed to a position pursuant to *Section 2.5* may resign by informing the president.

Resignation does not prevent continued membership on the board.

Section 3.2 – Removal from Office or Appointed Position

Should any officer (see *Section 1.1*), the treasurer (see *Section 2.4*), or anyone appointed to a position pursuant to *Section 2.5* fail to attend to their duties, the other board members may remove that individual from office. Disciplinary measures of this nature may be initiated by any member of the board (officer or at-large member) who files written charges at a meeting of the board. Once charges are filed,

the person in question shall be given notice and an opportunity to present a response to the board, either written or in person.

Absent extenuating circumstances, removal shall be deferred to the next board meeting. However, a vote shall take place no later than the next board meeting; the vote cannot be further delayed. A removal requires a two-thirds affirmative vote by a quorum of the board. Once removed from their position, that person may continue as an at-large member if they desire (see *Section 1.2*).

The president also has independent authority to remove the treasurer, or anyone appointed to a position pursuant *Section 2.5*, from their office. Removal of the treasurer, or from a position created pursuant to *Section 2.5*, does not prevent continued membership on the board.

Section 3.3 – Officer Vacancies

All officer vacancies should be filled at the next board meeting following the announcement of a resignation of an officer or the removal of an officer. Vacancies, and the upcoming special election, shall be publicized to the entire membership of the [CHAPTER] at least one month before the special election. The special election shall fill the vacated position only to the end of the previously held term. Any person wishing to fill the vacated position must be nominated pursuant to *Section 1.8*. A new officer shall be elected by majority vote of a quorum of the board, pursuant to *Section 1.6*. After a vacancy opens, and before an election can take place at the next board meeting, the other officers are to share equitably in the duties of the vacated position. However, if the vacancy is in the office of the president, the vice president shall be the acting president until such a time as elections are possible and shall complete all presidential duties, including those listed in *Sections 1.6, 2.1*.

Section 3.4 – Appointed Position Vacancies

A vacancy of the position of treasurer shall be filled as quickly as possible, but must be filled pursuant to *Section 2.1.8*. During the interim, if necessary, the vice president shall be the acting treasurer. A vacancy of any other position created pursuant to *Section 2.5* may be filled at the discretion of the president.

ARTICLE IV – Board Responsibilities

Section 4.1 – Board meetings in January and July (see *Section 2.1.1*) shall be in-person and may not be cancelled. These meetings may be rescheduled to any date within two weeks of the originally scheduled date, but must be rescheduled at least one month in advance of the originally scheduled date.

Section 4.2 – Additional Board Meetings

The president may schedule additional board meetings as necessary. Additional meetings may be held in-person or via conference call at the discretion of the president. Additional meetings, including an agenda, any issues that may be voted upon, and any other relevant details, should be publicized to the entire board at least one week prior to the scheduled date.

Section 4.3 – Expenditures

Any and all [CHAPTER] expenditures must be prior authorized by a majority of a quorum of the board. Votes to approve expenditures should, when practicable, be held at in-person board meetings. If necessary, expenditures may be approved via conference call or email.

Section 4.4 – Votes

Should the president decide that a board decision requires a vote (other than an expenditure authorization, which always requires a vote, see *Section 4.3*), the president may call such a vote.

Votes should, when practicable, be held at in-person board meetings. Votes may also be held at via conference call or, if necessary, via email. Once called, the president has the discretion to delay a vote if necessary.

All votes, unless otherwise specified herein, require a majority of a quorum of the board to pass.

Section 4.5 – Post-Event Reports

Following any event, the event coordinator, as appointed by *Section 2.5*, shall present a report at the next board meeting. The report shall include an event summary (including purpose, location, attendance, cost, and revenue) and any positives or negatives. Based on the presentation, the board may suggest additions or edits to the report to the event coordinator. The event coordinator shall provide a written version of the report to the secretary within one week of the presentation, to allow for the inclusion of any changes suggested by the board. Changes may be included at the discretion of the event coordinator.

ARTICLE V – Amendments, Interpretation, and Supremacy of the Bylaws

Section 5.1 – Amendments

Amendments to these bylaws may be proposed by any member of the [CHAPTER] during the annual meeting. That person may then present their case, or have it pleaded for them by any other member, at any board meeting. Once proposed at a board meeting, the amendment may be discussed, but a vote to adopt the proposed amendment is deferred until the next board meeting. An amendment shall be ratified by an affirmative vote of a two-thirds majority of a quorum of the board.

Section 5.2 – Interpretation

Final interpretation of this document, and all other governing documents, shall be made by a two-thirds majority of a quorum of the board.

Section 5.3 – Supremacy

Upon adoption, the bylaws shall supersede and govern all bylaws, documents, and related governing instruments of the [CHAPTER].

ARTICLE VI – Definitions

Section 6.1 – In Writing

Traditional written forms of communication and electronic mail are considered “in writing” for the purposes of these bylaws.

Section 6.2 – Publicized

Publication of a board meeting, election, event, or other shall be, at a minimum, via email to the applicable members of the [CHAPTER]. Absent extenuating circumstances, publication shall be at least one week in advance, unless otherwise specified herein.

These bylaws were adopted unanimously by a quorum of the board on [DATE].