

**Posted: October 16, 2017 – November 15, 2017**  
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## **Bylaws of the College of Agriculture, Food and Environment & ~~Human Environmental Sciences~~ Alumni Association**

### **ARTICLE I: NAME**

The name of this association shall be The College of Agriculture, Food and Environment ~~and Human Environmental Sciences~~ Alumni Association, herein referred to as “the Association”.

### **ARTICLE II: PURPOSE**

The purposes of this organization shall be: To foster professional pride; to promote activities and projects for the advancement, best interests and welfare of the College; to assist in communicating the strategic plan of the College and University; and to provide activities, education, and supportive services for students, graduates, faculty, staff, members and friends.

### **ARTICLE III: MEMBERSHIP AND MEETINGS**

#### **Section I: Types of Membership**

A. **Annual members:** Any person who has earned a minimum of 12 semester hours\* at the University of Kentucky (U.K.) in the College of Agriculture, Food and Environment ~~or Human Environmental Sciences~~, or any person who is, or has been, a faculty member, employee, or extension professional with U.K. is eligible for annual membership with the annual payment of dues.

\*These semester hours may have been granted in the College of Agriculture, Food and Environment, College of Agriculture, School of Human Environmental Sciences, College of Human Environmental Sciences, School of Home Economics, College of Home Economics or College of Education.

B. **Associate Membership:** Persons who do not qualify for annual membership, but are friends of and interested in the welfare of the College may become associate members of the organization. Associate members may not vote or hold office.

C. **Honorary Lifetime Members:** Persons may be elected to honorary lifetime membership upon recommendation by the Executive Committee and approval by the Board of Directors. Honorary members may not vote or hold office.

D. **Life Members:** Any person qualifying for annual or associate membership as defined above may become a life member upon payment of Life membership dues. Life members shall have all the privileges of annual or associate members, depending upon their status as stated above.

#### **Section II: Dues & Finances**

A. Membership dues for the operation of the Association shall be collected as established by the Board of Directors. Both annual and lifetime payments are available.

- B. The treasurer shall monitor the income and expenses of the Association. The treasurer's books shall be maintained by the professional staff supporting the Association and be reviewed annually and audited at the request of the Board.

### Section III: Meetings

- A. An annual meeting of the Association shall be held at a place and on a date determined by the Board of Directors. At this meeting the members of the Association shall ~~recognize new and outgoing board members and~~ transact ~~other~~ business as ~~may be~~ determined by the president and Board. Members present shall constitute a quorum.
- B. Other meetings of this Association may be called by the Board. Members shall be notified 30 days prior to the meeting.

### Section IV: ~~Area Chapter~~ Affiliate Networks

- A. Effective with the approval date of these by-laws, the Association may approve the establishment and renewal of Affiliate Networks based on geographic regions, or departments, units, or student organizations that associate with the College of Agriculture, Food and Environment.
- B. Geographic areas, previously recognized as area chapters and based on historical divisions used by the Cooperative Extension Service shall be renamed as Affiliate Networks at the effective date of these by-laws. Each Affiliate Network under the provisions of this paragraph shall request renewal by January 1, 2020 and in subsequent five (5) year increments as provided in the operating policies established by the Association Board of Directors.
- C. Affiliate Networks shall be composed of any group of members that meet the criteria in Article III, Section 1 of these by-laws. Any group wishing to establish a new Affiliate Network shall make application based on the criteria and procedures established by the Association in its Operating Policies. Applications shall be approved by the Association Board of Directors
- D. The Board of Directors of the Association shall establish in its operating policies the requirements for renewal of each Affiliate Network, except as provided in paragraph (B) above.
- E. Affiliate Networks that do not receive renewal approval shall cease to be recognized by the Association and receive no benefits from the Association.
- A-F. The ~~Area Chapter~~ Affiliate Networks shall operate consistently with the bylaws of the Association.
- B-G. ~~Area Chapter~~ The Affiliate Networks Leadership Team shall meet at least once a year prior to the Network annual meeting. At the annual meeting of Area Chapter Affiliate Networks, officers shall be nominated and elected and such other business shall be transacted as deemed necessary.
1. ~~Area Chapter~~ Each Affiliate Network presidents or chairs or ~~their~~ his/her designees from the Area Network shall serve on the Association Board of Directors.
  2. ~~Area Chapter~~ Affiliate Network presidents or chairs or ~~their~~ his/her designees are expected to attend at least two Board meetings each year. Presidents or chairs failing to comply with this provision in any year shall be considered as having forfeited their position on the Board.

3. In the event an ~~Area ChapterAffiliate Network-~~ president cannot attend a scheduled board meeting, the ~~Area ChapterAffiliate Network-~~ vice president or an appointed representative from the area shall be eligible to attend the meeting with full voting rights.

~~C. Area Chapters shall be established by the Board of Directors as stated in policy.~~

## **ARTICLE IV: OFFICERS & BOARD OF DIRECTORS**

### **Section I: Officers**

- A. Officers of the Association shall be president, vice-president, secretary, treasurer, and the immediate past president.

#### ~~C.B.~~ Elections:

1. Officers shall be elected by the Board of Directors for a two-year term from January 1 through December 31 beginning in odd- numbered years.
2. A nominating committee, appointed by the president, shall present a single slate of officers to the Board of Directors for election. Nominations may also be made from the floor. The consent of the candidate for a specific office shall be required.
3. Officers cannot serve in the same position for consecutive terms. Individuals do not automatically advance to the next position.

#### ~~D.C.~~ Duties of officers:

1. The president shall plan and preside at all meetings in coordination with staff, appoint all committees and chairs as needed, be responsible for general supervision of the Association's work, act as chair of the Executive Committee, serve as chair of the Board of Directors and perform other usual duties of the office.
2. The vice-president shall be responsible for the program of work and, in the absence of the president, assume the duties of the president.
3. The secretary shall record minutes of all Association, Board, and Executive Committee meetings.
4. The treasurer, who shall be bonded, shall monitor the income and expenses of the Association and shall have the books reviewed annually and audited at the request of the Board.
5. The immediate past president shall serve as adviser to the executive committee and the Board and serve as a representative to National Agricultural Alumni and Development Association (NAADA) as deemed appropriate.

### **Section II: Board of Directors**

- A. The affairs of the Association shall be conducted by a Board of Directors consisting of:
  1. The five officers of the Association.
  2. The ~~Area ChapterAffiliate Network~~ presidents or chairs or ~~their-his/her~~ designees.

3. Three College faculty or professional staff members, recommended by the College Associate Deans and appointed by the president, one representing Instruction, one representing Research and one representing Cooperative Extension. Each shall serve a two-year term and may be re-appointed.

4. Three students:

- a. One representative of the College of Agriculture, Food and Environment Student Council who shall serve a one year term
- b. Two students selected by the College of Agriculture, Food and Environment Associate Dean for ~~Academic Programs~~ Instruction. Each shall serve a one year term.

5. Two members-at-large appointed by the president of the Association, who shall serve a two-year term. This provision shall sunset on December 31, 2018.

~~5-6.~~ University of Kentucky Alumni Association Liaison who shall be appointed by the president of the Association.

7. The Dean of the College of Agriculture, Food and Environment who shall serve as ex-officio, non-voting member of the Board.

~~6-8.~~ The Alumni Director of the University of Kentucky College of Agriculture, Food and Environment shall also serve as the Executive Director of the College of Agriculture, Food and Environment Alumni Association. This position shall serve as ex-officio, non-voting member of the Board.

B. The Board of Directors shall meet ~~quarterly~~ three times annually. Every board member is expected to attend at least two meetings each year. The president may, for good cause, call special meetings of the Board. Any member failing to comply with this provision in any calendar year shall be considered as having forfeited his/her position on the Board. A quorum of the Board of Directors for conducting business of the Association shall consist of fifty percent plus one member. The President of the Association shall direct that the officers of an ~~Area Chapter~~ Affiliate Network be notified if the current ~~Chapter~~ Network needs to elect a new president due to lack of participation under the requirements of this subsection.

C. No board member may hold two positions at one time.

D. Any officer vacancies on the Board of Directors shall be appointed by the Board for the unexpired term of the vacant office.

E. The Board of Directors shall adopt operating policies.

### Section III: Terms of Office

A. ~~Area Chapter~~ Affiliate Network- presidents or chairs on the Board shall serve two-year terms and may be re-elected. They shall begin their term on the Board at the conclusion of the winter annual board meeting following their elections. Their terms shall end at the conclusion of the second winter annual board meeting following their election.

B. ~~Area Chapter~~ Affiliate Networks shall elect officers on a designated schedule as determined by the Board of Directors.

#### **Section IV: ~~Committees~~ Executive Committee**

- A. The Executive Committee of the Association shall consist of the five officers, UK Alumni Liaison, and ~~the~~ two at-large Board members through December 31, 2018. Effective January 1, 2019, the Executive Committee of the Association shall consist of the five officers, UK Alumni Liaison, and an elected Affiliate Network President Representative.
- B. ~~#The Executive Committee~~ shall meet as deemed necessary by the president of the Association.
- C. This body is empowered to conduct business that needs immediate attention, plan full Board agendas, and make recommendations for full Board consideration.
- D. Other powers and duties of the Executive Committee may be delegated to it by the Board.
- ~~A.E.~~ E. Two thirds of the Executive Committee shall constitute a quorum.

#### **Section V: Committees**

~~C.~~ A. The standing committees of the Association shall be: Awards, Endowments/Grants, Membership, Finance, Special Events and Student Programming.

1. The chairs of the standing committees shall be current members of the Board of Directors or appointed by the president and approved by the Executive ~~Board~~Committee.
2. Committee chairs may appoint other members from the Association to serve on committees representing ~~Agriculture and Human Environmental Sciences~~College of Agriculture, Food and Environment interests.

~~D.~~ B. Ad Hoc committees shall be appointed by the president as needed.

#### **ARTICLE V: AWARDS**

This Association and ~~Area Chapter~~Affiliate Networks may develop awards as desired to recognize the achievements and contributions of alumni, staff, faculty, and friends of the College.

- A. The Awards Committee shall be responsible for assisting with developing, promoting and implementing the Alumni Awards.
- B. All awards criteria must be approved by the Board of Directors.

#### **ARTICLE VI: TAX EXEMPT STATUS**

This Association is a non-stock and non-profit corporation. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except those earnings authorized by the Association as payment of reasonable compensation for services rendered or as payments or distributions to further the purposes set forth in Article I of these by-laws.

- A. Notwithstanding any of the provisions in the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on either by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (or corresponding provisions of any future U.S. Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Law.

## **ARTICLE VII: AMENDMENTS**

These by-laws may be amended by a 2/3 vote of a quorum of the Board of Directors, provided the entire dues-paying membership has been notified 30 days in advance.

## **ARTICLE VIII: DISSOLUTION**

### **Section I:**

In the event of the dissolution of the College of Agriculture, ~~Food and Environment and Human Environmental Sciences~~ Alumni Association, all monies and properties remaining after all creditors of the organization have been paid in full shall be dispersed at the discretion of the Executive Committee to support the purposes of the organization as stated in Article II.

### **Section II:**

In the event of the dissolution of an ~~Area Chapter~~ Affiliate Network, all monies remaining after all creditors have been paid in full shall be added to the ~~area chapter~~ Affiliate Network scholarship fund or endowment.

## **ARTICLE IX: PARLIAMENTARY AUTHORITY**

Except as otherwise provided in its bylaws and policies, the Association shall be governed in its proceedings by the most recent edition of *Roberts Rules of Order*.

Revised: ~~January 6, 2012~~