

Century College Alumni Association

Bylaws

Article I THE ASSOCIATION

Section 1. Name. The name of the association shall be the Century College Alumni Association (hereafter the CCAA).

Section 2. Mission Statement. The CCAA mobilizes and supports current students and alumni through educational, cultural, social networking, and service-related opportunities.

Section 3. Year. The CCAA year shall be from July 1 of each year to June 30 of the following year, which coincides with the fiscal year of Century College (hereafter the College).

Section 4. Office. The office of the CCAA shall be located on the campus of Century College, 3300 Century Avenue North, White Bear Lake, MN 55110.

Section 5. Non-discrimination Statement. In accordance with Minnesota State Colleges and Universities Non-discrimination – Equal Opportunity Statement, the CCAA does not discriminate with regard to race, sex, color, creed, religion, age, national origin, disability, marital status, status with regard to public assistance, sexual orientation, or membership in any service, program, or activity.

Article II MEMBERSHIP

Section 1. Regular Membership. All persons who hold degrees, diplomas, certificates, and other persons having attended Century College, Lakewood Community College, or 916 Technical College are eligible for regular membership.

Section 2. Board of Directors. The Board of Directors shall be regular members who are nominated by other CCAA board members, the College President, the Alumni Relations Director, or the Century College Foundation staff.

Section 3. Associate Membership. The Board of Directors shall have the power to confer associate membership upon individuals who have demonstrated a strong interest in advancing the purpose of the CCAA, but do not meet the criteria of regular membership.

Section 4. Student Ambassador. The Student Ambassador has regular membership status. The Student Ambassador will act as the liaison between Alumni Association and Student Senate, representing and communicating the needs of the student body, as described in the Student Ambassador Job Description.

Section 5. Rights and Privileges. All regular meetings are open to CCAA members.

Section 6. Dues. There shall be no membership dues. However, members will be solicited for contributions to the CCAA.

Article III BOARD OF DIRECTORS

Section 1. Functions of Directors. The Board of Directors shall determine the policies within which the CCAA shall operate and be responsible for recommending changes in budget, expenditures, program functions, and policies, and other duties as described in the CCAA Board of Directors Job Description.

Section 2. Eligibility and Recruitment. Anyone who is a regular member under Article II, Section 1 of these bylaws is also eligible to be elected as Director. In recruiting regular members to run for the Board of Directors, the CCAA will seek candidates with a wide range of perspectives and characteristics who, to the degree possible, reflect the diversity of the College student body.

Section 3. Composition. The CCAA Board of Directors consists of no more than eighteen (18) Directors, all of who shall serve at the pleasure of the current College President. No more than six (6) college representatives may occupy position of Director at any time.

Section 4. Duties. Members of the Board of Directors are expected to: attend greater than or equal to 2/3 of the meetings of the Board (4 of 6), and greater than or equal to 2/3 committee meetings (4 of 6); attend the annual board retreat; actively participate in at least one committee, including Executive (governance, finance), Events and Programs, or Member and Community Outreach; make efforts to recruit at least one new board member; attend at least one event sponsored by the CCAA; and personally make a monetary contribution of any amount to the Alumni Legacy Scholarship fund or other CCAA fund, or to actively attempt to raise funds by participating in at least one fundraising event.

Section 5. Terms of Service. Terms of office commence July 1 and end June 30 of the following year, which coincides with the CCAA year. Directors will serve a term of two (2) years, **with the exception of the Student Ambassador, who serves an academic-year term (August-May), which may be renewed.** Terms are renewable at the last meeting of the CCAA year. Members of the Board of Directors may serve up to 3 consecutive terms.

Section 6. Nominations. Candidates will be nominated in accordance with Board Membership Recommendation Procedure. Information about joining the Board of Directors will be available on the CCAA website.

Section 7. Election of Directors. Election of the nominated Board of Directors shall take place at the last meeting of the CCAA year. Seats that become vacant during the fiscal year may be replaced by candidates who are nominated by the Executive Committee and voted on by sixty (60%) percent of the Board of Directors.

Section 8. Resignation. Any Director may resign at any time by giving notice to the Out-Going or In-Coming Co-Chairs or the Chair of the Governance/Finance Committee of the CCAA and the Alumni Relations Director.

Section 9. Removal. Any Director whose behavior is found as detrimental to the goals and aims of the CCAA Board of Directors, including, but not limited to, excessive absences, may be removed from service on the Board and shall be replaced under the provision of Article III, Section 7. Just cause is to be determined by a sixty percent (60%) vote of the Board of Directors, except that Director whose removal is at issue, abstentions notwithstanding.

Section 10. Leave of Absence. Any Director may request to take a leave of absence up to the end of the fiscal year, for personal or family medical issues, new career commitments, new educational commitments, or other circumstances as unanimously approved by the Alumni Relations Director and both Co-Chairs. During a leave of absence, the Director will be removed from the quorum count. Directors holding an officer position will lose that position, to be replaced per Article V, Section 1. Directors returning from a leave of absence will be reinstated at the next regular board meeting, upon written request to the Alumni Director.

Article IV

MEETING OF THE BOARD OF DIRECTORS

Section 1. Regular Meetings. The Board of Directors shall hold at least six (6) meetings per fiscal year. Notice of the meetings shall be in writing and sent to the directors prior to the meeting. Additional meetings may be held as necessary at other times or locations, as long as notice is given in person, by phone, or via email to Board members at least two (2) days in advance of the meetings.

Section 2. Committee Meetings. The Board of Directors shall hold at least six (6) committee meetings per committee, per fiscal year. Directors must participate in at least one committee per year. Notice of the meetings shall be in writing and sent to the directors prior to the meeting. Additional meetings may be held as necessary at other times or locations, as long as notice is given in person, by phone, or via email to Board members at least two (2) days in advance of the meetings.

Section 3. Attendance. Any member of the Board of Directors may participate in any meeting by means of a conference telephone or similar communication equipment whereby all members participating in such a meeting can hear one another.

Section 4. Quorum. A quorum to vote on any business shall be at least fifty percent (50%) of the total voting members of the Board of Directors. Once a quorum has been established, Board members may continue to transact business until adjournment, even if the departure of one or more Board members leaves less than the number of Board members needed for a quorum. All actions by the quorum will be resolved by a simple majority vote of members in attendance.

Any act of a majority of Board members present at a meeting where a quorum has been established is an act of the Board.

Section 5. Written Action. Any action required or permitted to be taken at a meeting may be taken without a meeting if all directors consent thereto in writing. Such consent shall have the same effect as a unanimous vote of the Directors of the CCAA. Written actions must be limited to one (1) issue.

Section 6. Special Meetings. Special meetings of the Board may be called as needed by the Co-Chairs of the CCAA. Notice of such meetings stating the purpose, time, date, and location must be given in person, by phone, or via email at least two (2) days in advance of the meeting. Business at the meeting must be confined to the subject(s) stated in the notice, unless all Board members are present and consent to the transaction of other business.

Section 7. E-meetings. E-meetings, meetings held via email, may be called at any time by the Out-Going or In-Coming Co-Chairs of the CCAA. E-meetings must be limited to one (1) action item that is time sensitive and must include clear instructions for voting and a clear deadline (date and time) for response. E-meetings are subject to the same quorum of Article IV, Section 3.

Article V OFFICERS

Section 1. Types and Selection. The CCAA will have four (4) official officers, Out-Going Co-Chair, In-Coming Co-Chair, Secretary, and Treasurer, and chair people of organized committees. All officers will be elected by the Board of Directors at the final regular board meeting of the fiscal year. Any vacancy may be filled at the next regularly scheduled board meeting.

- a. Nomination of officers: Officer Nominations occur at the second-last board meeting of the fiscal year, and will follow Roberts Rules of Order for Nominations from the Floor, including nominations by email to the Alumni Director until an agreed-upon deadline.
 - a. Nominations need not be seconded
 - b. Self-nominations are allowed
 - c. Members can be nominated for more than one office and can serve in more than one office if elected.
 - d. Nominees can accept or decline the nomination in person, or within a reasonable amount of time if notified by email, in the event of an e-nomination period.
- b. Election of officers:
 - a. If only one person is nominated for a position, and accepts, no vote is needed
 - b. If two or more people are nominated for a position, and both accept, a simple majority vote will determine the winner; In the event of a tie, the out-going chair will decide by a method of their own choosing (e.g., by choice, flip a coin, etc.).
 - c. If another member dissents a lone nomination for an officer position, the dissenter shall provide an alternate nomination, and, if accepted, a vote would ensue.

Section 2. Terms of Service. The terms of each office will be one (1) year.

Section 3. Duties of the Out-Going and In-Coming Co-Chairs. The duties of the Co-Chairs shall be divided between the Co-Chairs and shall include, but not limited to:

- a. Officially representing the CCAA at the College and CCAA functions where appropriate
- b. Serving on the Executive Committee, serving as a voting members of and presiding at the Board of Director meetings
- c. Setting the agenda with the Alumni Relations Director
- d. Attending the Annual Scholarship Banquet with the Alumni Relations Director to honor the recipient of the Alumni Legacy Fund Scholarship
- e. Reviewing board member nominations, interviewing potential board members and making recommendations to the Board of Directors
- f. The In-Coming Co-Chair implies agreement to accept nominations for Out-Going Co-Chair for the following year.

Section 4. Duties of the Secretary. - The duties of the Secretary shall include, but are not limited to:

- a. Serving on the Executive Committee, and serving as a voting member of the Board of Directors
- b. Ensuring that a record of all proceedings of the meetings of the Board are recorded and kept in a specific location designated for that purpose. In the absence of the Secretary, the Co-Chairs shall appoint another Board member to assume the duties of the Secretary for that meeting.
- c. Performing the duties of the Co-Chairs in the case of the absence, inability or refusal to act of both Co-Chairs.

Section 5. Duties of the Treasurer. The duties of the Treasurer shall include, but are not limited to:

- d. Reporting during every board meeting the financials of the CCAA
- e. Serving on the Executive Committee, and serving as a voting member of the Board of Directors

Article VI SUCCESSION OF DIRECTORS

Section 1. Succession of Directors. In the event of the death, resignation, or disability of the CCAA Out-Going Co-Chair, the In-Coming Co-Chair shall preside and the Board of Directors will nominate and elect a new Co-Chair at the next subsequent board meeting.

Section 2. Vacancies. Any vacancies occurring on the Board of Directors shall be filled by appointment of the Board of Directors pursuant to Article III, Section 7.

Article VII ALUMNI RELATIONS DIRECTOR

- a. **Section 1. The Alumni Relations Director.** The Alumni Relations Director shall be an employee of the College and the position shall be approved by the College President.

Section 2. Duties of the Alumni Relations Director. The duties of the Alumni Relations Director shall include, but are not limited to:

- a. Serving as the general business agent of the CCAA
- b. Promoting the organization and development of the CCAA
- c. Managing the office of the CCAA
- d. Having charge of the CCAA's official records
- e. Serving as publisher of the publications of the CCAA
- f. Keeping records of the proceedings of the meetings of the CCAA
- g. Serving as an ex-officio member, without the vote, of the Board of Directors, and all committees of the CCAA (removed "Serving as Secretary of the Board")
- h. Creating and distributing all meeting notices and minutes
- i. Developing the annual budget
- j. Developing and maintaining alumni website and social media
- g. In collaboration with the co-chairs, reviewing board member nominations, interviewing potential board members and making recommendations to the Board of Directors

Article VIII COMMITTEES

Section 1. Chairpersons. Committee chairpersons must be members of the Board of Directors.

- a. Nominations and Elections: Committee chairpersons will follow the same nomination election procedure and timeline as Officers of the Board (Article V. Section 1.a. and b.)
- b. Terms of Service: The terms of each Chairperson will be one (1) year.
- c. Duties of the Chairperson include, but are not limited to:
 - a. Carrying out the duties pertaining to chair's committee as outlined in the bylaws.
 - b. Setting meeting dates/times/location and communicating meeting schedules to members.
 - c. Presiding over meetings, assigning a note taker for meetings and ensuring notes are shared with Alumni Director.
 - d. Report back committee meeting highlights at the next full board meeting.

Section 2. Standing Committee. The following standing committees will exist on an ongoing basis:

- a. **Member and Community Outreach Committee,** The term of a committee member shall expire when his or her term as a Director ends. Duties and responsibilities shall include, but are not limited to:
 - i. Collaborating with other CCAA Board of Directors committees to ensure presence on campus
 - ii. Supporting the Alumni Relations Director with the alumni newsletter
 - iii. Communicating with members through the newsletter
 - iv. Building partnerships with the student body
 - v. Developing and implementing strategies to increase membership of the CCAA

- b. **Events and Programs Committee**, The term of a committee member shall expire when his or her term as a Director ends. Duties and responsibilities shall include, but are not limited to:
 - i. Planning and implementing alumni events that will bring alumni together in a social and friendship-building environment intended to encourage ongoing relationships between alumni and the College.
 - ii. Recording and archiving actions taken from events for future templates
 - iii. Planning and implementing annual board retreats
- c. **Executive Committee**, The term of a committee member shall expire when his or her term as a Director ends. Duties and responsibilities shall include, but are not limited to:
 - i. Reviewing operations during the year with the Alumni Relations Director and making recommendations to the Board of Directors for approval
 - ii. Act as the agent of the Board at the request of the board, including modification of the budget proposal brought forth by Alumni Director, investigating or researching new projects, and communicating and advocating on behalf of the Board.
 - iii. Annual reviewing of bylaws

Section 4. Establishment and Dissolution. The Board of Directors may establish and dissolve ad hoc committees as needed through a resolution adopted by a simple majority of the Board. Each such committee shall have the duties granted to it by the Board and shall be subject to the direction of the Board. At the time of creation, the Board shall adopt a document governing each committee that addresses issues such as purpose, membership, meetings, and leadership.

Article IX

FUNDING

Section 1. Budget. The Executive Committee will review the budget proposed by the Alumni Relations Director and make recommendations at the next subsequent board meeting.

Article X

CHANGES TO BYLAWS

Section 1. Amendments. The bylaws of the CCAA may be amended by a majority vote of all the Board members.

Section 2. Publication of Amendments. Any such amendment adopted by the Board of Directors shall be printed in the next CCAA publication or posted on the website.

IN WITNESS WHEREOF, the Co-Chairs have set their hands this _____ day of _____, 20__.

In-coming Co Chair

Out-going Co Chair

The Century College Alumni Association was established on June 24, 2004.

Appendix

Century College Alumni Association Bylaws amendments, reviews, adoptions:

- July 3, 2014 - reviewed
- June 4, 2015, Bylaws reviewed and amended, added wording for Out-Going and In-Coming Co-Chairs.
- March 30, 2017, Bylaws reviewed and amended, changing wording from “CCAA Program Manager” to “Alumni Relations Director” and _____?
- Dec 2017 – added to Article V, Section 3. - Attending the Annual Scholarship Banquet with the Alumni Relations Director to honor the recipient of the Alumni Legacy Fund Scholarship
- Feb 2018, amended Article III, section 4 to align with Intention Form: Members of the Board of Directors are expected to: attend ~~seventy percent (70%)~~ greater than or equal to 2/3 of the meetings of the Board; ~~meeting and be an active member of a committee.~~ attend the annual board retreat; actively participate in at least one area of focus (governance, finance, events, fundraising, community relations, and/or alumni mentor program); make efforts to recruit at least one new board member; attend at least one event sponsored by the CCAA; and personally make a monetary contribution of any amount to the Alumni Legacy Scholarship fund or other CCAA fund, or to actively attempt to raise funds by participating in at least one fundraising event.
- Feb 2018, created Article III, Section 10 to address leave of absence of a Director.
- Feb 2018, amended Article III, Section 6 to reflect Board Membership Recommendation Procedure
- April 25, 2019 – amended:
 - Article III. Section 4. Duties. to reflect the change in mandatory meeting attendance to include at least 2/3 of the meetings of the Board (4 of 6), and at least 2/3 committee meetings (4 of 6); and to actively participate in at least one newly formed committee, including Executive, Events and Programs, or Member and Community Outreach
 - Article III. Section 5. Terms of Service. To reflect the addition of term limits: Members of the Board of Directors may serve up to 3 consecutive terms.
 - Article III. Section 6. Nominations. To include adding info on joining the CCAA Board of Directors to the website..
 - Article IV. Section 1. Regular Meetings. To include the updated new schedule 6 Board of Directors meetings annually.
 - Article IV. Section 2. Committee Meetings. To include the addition of 6 committee meetings per committee, per year, and that directors must participate in at least one committee per year.
 - Article V. Section 1. Types and Selection. To include the addition of the Secretary Officer position, and duties (Article V. Section 4.)
 - Article VII. Section 2. Duties of the Alumni Relations Director. To include removing the duties of Secretary, and adding board membership form reviewing and interviewing of potential board members
 - Article VIII. Section 2. Standing Committee. to include the addition of the newly formed standing committees that will exist on an ongoing basis:

- i. Member and Community Outreach Committee, ...
 - ii. Events and Programs Committee, ...
 - iii. Executive Committee, ...
- May 21, 2019 – amended:
 - Article V. Section 1. Types and Selection. to add a. nominations of officers and b. election of officers
 - Article VIII. Section 1. Chairpersons. To add a. nominations and elections, b. terms of service, and c. duties
- June 25, 2019 – All 2019 amendments adopted.
- June 26, 2019
 - Article II, Section 4 – added Student Ambassador membership
 - Article III, Section 5 – added terms of Student Ambassador