

**BON SECOURS MEMORIAL COLLEGE OF NURSING
ALUMNI ADVISORY BOARD BYLAWS**



ARTICLE I

PURPOSE, OBJECTIVES AND POWERS

Section 1. Purpose

The Bon Secours Memorial College of Nursing (BSMCON or College) Alumni Advisory Board (Board) will serve as a community of interest to advise the BSMCON Administration concerning the relevant perspectives and needs of BSMCON alumni. The Board acts as a resource to inform and support the College's alumni outreach, help expand the network of the College, to advance the institution and awareness in the community, cultivate relationships with the College's constituents, all while respecting the history and values of the College and honoring the evolution of past, present, and future.

Section 2. Objectives

- Cultivate relationships with various stakeholder groups that foster a diverse and inclusive environment, rooted in equity, that advances the College and its alumni
- Receive recommendations from alumni that inform and strengthen current and new services and programs, and strategic direction for the College
- Facilitate the exchange of ideas between alumni and BSMCON to promote the health of the community, and community needs for professional nursing education
- Represent and promote a positive image of BSMCON with all the College's constituents

Section 3. Powers and Limitations

The Alumni Advisory Board acts as a body and only in accordance with these Bylaws. The Board has no binding authority over the BSMCON Administration or the Bon Secours Richmond Health System (BSRHS) Board. Without limitation, the Board and its members will not communicate with third parties in any official capacity on behalf of BSMCON or BSRHS. All activities of the Board must always conform to applicable state and federal laws, the doctrines, disciplines, laws, rules, and regulations of the Roman Catholic Church; the Ethical and Religious Directives for Catholic Health Care Services promulgated by the United States Conference of Catholic Bishops, as interpreted by the Sisters of Bon Secours; and the Bon Secours Health System Code of Conduct and Corporate Responsibility Program.

ARTICLE II

MEMBERS

Section 1. Membership

All graduates of the Bon Secours Memorial College of Nursing, Bon Secours Memorial School of Nursing, Richmond Memorial Hospital School of Nursing, and Bon Secours Baltimore School of Nursing who are registered Alumni Ambassadors are eligible for Board membership.

ARTICLE III

MEETINGS

Section 1. Regular Meetings

The Board will meet at least three times annually, in the fall and spring semesters as well as once in the summer. Notice of the time and place of every meeting of the Board will be communicated at least seven (7) days before its scheduled occurrence to all members.

Minutes will be taken for each meeting by the Alumni Relations Coordinator, will be distributed to and accepted by the members and archived at the BSMCON. The Alumni Relations Coordinator will keep the minutes of the meetings of the Alumni Board and of any committees at which they will be present in a designated shared platform; they will see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; they will be custodian of the records of the Alumni Board; they will perform all duties incident to the office of a secretary of a corporation.

Section 2. Special Meetings

With the concurrence of the Chairperson of the Board or its Executive Sponsor, a special meeting for any purpose consistent with Article I may be convened. Notice of a special meeting must be communicated at least five (5) days before its scheduled occurrence to all members. Notice must describe the purpose of the meeting. The Board, at a special meeting, will take only such actions as are pursuant to such described purpose and consistent with Article I hereof. Quorum rules as stated in Article III Section 3 will apply to all special meetings.

Section 3. Quorum

A majority of the then-current total number of Board members will constitute a quorum for the transaction of business. If less than a quorum is in attendance within thirty (30) minutes of a meeting's scheduled beginning where a vote from members is necessary, the meeting may be adjourned by majority vote of those present, and without prior notice to those not.

ARTICLE IV

GOVERNANCE

Section 1. Alumni Board

The Alumni Board membership consists of a minimum of four (4), and a maximum of eight (8) eligible alumni in addition to officers. The membership of the Board will be representative of the alumni community, inclusive of all identities and backgrounds. Members will include:

- Alumni Chairperson
- Alumni Chair-Elect
- Executive Sponsor - Dean of Academic Affairs
- Vice Sponsor – Director of Student and Alumni Affairs
- 4-8 Alumni representatives of the alumni community inclusive of all identities and backgrounds
- The BSMCON Alumni Relations Coordinator will serve as an ex-officio member, secretary (1)
- The BSMCON Development Officer will serve as an ex-officio member (1)

The Board will seek members that reflect the diversity of the College's alumni who have demonstrated a commitment to the Mission and Values of the College, to contributing to the nursing profession, to leadership, and to caring for the marginalized and vulnerable. Members must be willing to dedicate significant time to their Board responsibilities.

Section 2. Duties of the Elected Leadership

1. The Chairperson will direct and lead the Board and will preside at all meetings of the Alumni Board at which they will be present. The Chairperson will have the power and duty to appoint the chairpersons of any sub-committees.
2. The Chair-Elect will oversee the work of those sub-committees assigned by the Chairperson and will carry out such other assignments as directed by the Chairperson. In the absence of the Chairperson, the Chair-Elect will preside at all meetings of the Board. The Chair-Elect will assume the office of Chairperson at the end of the Chairperson's term in office.

Section 3. Terms

Alumni Board members may serve a maximum of two (2) consecutive terms of two (2) term years each. After two (2) consecutive terms, a Board member will no longer be eligible to serve in that capacity unless they are an officer. The annual term of members will run from August 1 to July 31 in alignment with the academic year.

Section 4. Nominations and Elections

Board members will be selected by majority vote of the Board upon the recommendation of the Nominating Committee.

Section 5. Removal of Members

The Board may, by majority vote, remove a member of the Board at any time if it deems removal to be in the Board's or the BSMCON's best interest.

Section 6. No Compensation

No member will receive compensation for service on the Board.

Section 7. No Liability

No member will be subject to liability for the action or inaction of the Board.

Section 8. Conflict of Interest

Any member with a conflict of interest on any matter under the Board's consideration must clearly explain the conflict to all other members.

ARTICLE VI

COMMITTEES

Section 1. Sub-Committees

The Board may create a sub-committee for whatever purpose, consistent with the purpose set forth in Article I hereof by majority vote. The Chairperson or Executive Sponsor will appoint all committee chair positions for any such committee. Other members may be selected by the committee chairperson from the community served by BSMCON.

Nominating and Membership Committee

The Board Nominating and Membership Committee will review and recommend names to the Board consistent with the purpose set forth in Article I and new members will be added by majority vote of the Board.

Awards Committee

The Board Awards Committee will develop and coordinate the annual conferral of awards that recognize alumni of distinction who have met the established criteria.

ARTICLE VII

COMMUNICATIONS

Section 1. Communication with/to the BSMCON

The Board Chairperson will report on the discussion and recommendations from the Board to the appropriate College constituencies. Recommendations and follow-up from College constituencies will be reported back to the Board in a timely manner.

ARTICLE VIII

AMENDMENT OF BYLAWS

Section 1. Amendment of Bylaws

The Board may amend the Bylaws of the Board by majority vote at any time.