

**BON SECOURS MEMORIAL COLLEGE OF NURSING
ALUMNI ASSOCIATION AND ALUMNI BOARD BYLAWS**



ARTICLE I

PURPOSE, OBJECTIVES AND POWERS

Section 1. Purpose

The Bon Secours Memorial College of Nursing (BSMCON) Alumni Association will serve as a resource to help expand the network of the College, to advance the institution and awareness in the community, cultivate relationships with the College's constituents, provide opportunities for alumni to connect and support the College's efforts, all while respecting the history and values of the College and honoring the evolution of past, present and future.

Section 2. Objectives

- Facilitate communication and exchange of ideas between alumni and BSMCON to promote the health of the community, and community needs for professional nursing education
- Receive recommendations from alumni that inform and strengthen current and new services and programs, and strategic direction for the College
- Represent and promote a positive image of BSMCON with all of the College's constituents

Section 3. Powers and Limitations

The Alumni Association acts as a body and only in accordance with these Bylaws. The Alumni Association has no binding authority over the BSMCON Administration or the Bon Secours Richmond Health Systems (BSRHS) Board. Without limitation, the Alumni Association, its Board and its members shall not communicate with third parties in any official capacity on behalf of BSMCON or BSRHS. All activities of the Alumni Association 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 School of Nursing, and Bon Secours Baltimore School of Nursing are eligible for membership.

ARTICLE III

MEETINGS

Section 1. Regular Meetings

The Alumni Association shall meet at least two times annually, in the fall and spring semesters. Notice of the time and place of every meeting of the Alumni Association shall be communicated at least seven (7) days before its scheduled occurrence to all members.

Minutes shall be taken for each meeting by the Alumni Board Secretary, shall be distributed to and accepted by the members and archived at the BSMCON.

Section 2. Special Meetings

With the concurrence of the Chairperson of the Alumni Board, 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 Alumni Association, at a special meeting, shall 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 shall apply to all special meetings.

Section 3. Quorum

A majority of the then-current total number of members shall 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 Association is governed by an Alumni Board with a minimum of eight (8), and a maximum of ten (10) alumni voting members in addition to officers. Within this range, the BSMCON Alumni Board shall periodically determine the number of members of the Alumni Board. The membership of the Alumni Board shall be representative of the alumni community served. Members shall include:

- Alumni Chairperson
- Alumni Vice-Chairperson
- Alumni Secretary
- 8-10 Alumni representatives of the alumni community
- The BSMCON VP/Provost shall serve as an ex-officio member (1)
- The BSMCON Dean of Nursing shall serve as an ex-officio member(1)

- The BSMCON Dean of Finance shall serve as an ex-officio member (1)
- The BSMCON Alumni Relations Coordinator shall serve as an ex-officio member (1)
- The BSMCON Development Officer shall serve as an ex-officio member (1)

Membership on the Alumni Board shall be open to all alumni. The Board shall seek members of talent and accomplishment who have a record of engagement with, and service to the College. Members must be willing to dedicate significant time to their Board responsibilities and philanthropic support of the College. The Alumni Board should broadly reflect the diversity of the College's alumni.

Section 3. Executive Committee of the Board

The Chairperson, Vice-Chairperson and Secretary serve as the Alumni Board Executive Committee.

Section 4. Duties of the Executive Board

1. The Chairperson shall direct and lead the Alumni Association and shall preside at all meetings of the Alumni Board, the Executive Committee, and the Alumni Association at which he or she shall be present. The Chairperson shall have the power and duty to appoint the chairpersons of each Committee.
2. The Vice-Chairperson shall oversee the work of those Committees assigned by the Chairperson and shall carry out such other assignments as directed by the Chairperson. In the absence of the Chairperson, the Vice Chairperson shall preside at all meetings of the Alumni Board, the Executive Committee, or the Alumni Association at which he or she shall be present. The Vice Chairperson shall assume the office of Chairperson at the end of the Chairperson's term in office.
3. The Secretary shall be responsible for accurate records of Alumni Board proceedings and shall answer Bylaws questions and recommend Bylaws changes when necessary, shall serve as parliamentarian, and shall carry out such other assignments as directed by the Chairperson. The Secretary shall keep the minutes of the meetings of the Alumni Board and of any committees at which he or she shall be present in books provided for the purpose; he or she shall see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; he or she shall be custodian of the records of the Alumni Board; he or she shall perform all duties incident to the office of a secretary of a corporation.

Section 5. Terms

Alumni Board members may serve a maximum of two (2) consecutive terms of three (3) term years each. After two (2) consecutive terms, an Alumni Board member shall no longer be eligible to serve in that capacity unless he or she is an officer. The annual term of members will run from January 1 through December 31.

Section 6. Nominations and Elections

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

ARTICLE V

MEETINGS

Section 1. Quorum

A majority of the then-current total number of voting members shall 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.

Section 2. Regular Meetings

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

Minutes shall be taken for each meeting by the Secretary, shall be distributed to and accepted by the members and archived at the BSMCON.

Section 3. Special Meetings

The Chairperson of the Alumni Board may call a special meeting for any purpose consistent with Article I hereof. 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 Alumni Board at a special meeting shall take only such actions as are pursuant to such described purpose and consistent with Article I hereof. Quorum rules as stated in Article IV Section 6 shall apply to all special meetings.

Section 4. Removal of Members

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

Section 5. No Compensation

No member shall receive compensation for service on the Alumni Board.

Section 6. No Liability

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

Section 7. Conflict of Interest

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

The Chairperson shall serve as the principle representative of the Alumni Board to the BSMCON. He or she shall moderate all meetings of the Alumni Board.

ARTICLE VI

COMMITTEES

Section 1. Special Committees

The Alumni Board may create a special committee for whatever purpose, consistent with the purpose set forth in Article I hereof by majority vote. The Chairperson shall appoint all Committee chair positions for any such committee. Each member of the Alumni Board must serve on or chair one of the committees. Other members may be selected by the committee chairperson from the community served by BSMCON.

Programming and Events Committee

The Alumni Programming and Events Committee will plan and coordinate all alumni programs, special events, and reunions per direction of the Alumni Association.

Development Advisory Committee

The Alumni Development and Advisory Committee will provide suggestions and work with the Development Officer to enhance the financial giving to the BSMCON.

Nominating and Membership Committee

The Alumni 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 Alumni Board.

ARTICLE VII

COMMUNICATIONS

Section 1. Communication with/to the BSMCON

The Alumni Board Chairperson shall report on the discussion and recommendations from the Advisory Board to the appropriate College constituencies (such as the Faculty Organization, the Administrative Cabinet). Recommendations and follow-up from College constituencies shall be reported back to the Alumni Board either through special communications, or at the subsequent meeting.

ARTICLE VIII

AMENDMENT OF BYLAWS

Section 1. Amendment of Bylaws

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