

**LOYOLA UNIVERSITY CHICAGO  
NATIONAL ALUMNI ADVISORY BOARD  
BY-LAWS**

**ALUMNI RELATIONS MISSION STATEMENT**

Loyola University Chicago Alumni Relations seeks to foster lifelong connections by engaging alumni with the University and with one another in activities, programs, and services that both support the University mission and satisfy alumni needs.

**ARTICLE I  
NAME AND PURPOSE OF NATIONAL ALUMNI ADVISORY BOARD**

**Section 1.1 Name**

Loyola University Chicago National Alumni Advisory Board

**Section 1.2 Purposes of the National Alumni Advisory Board**

The National Alumni Advisory Board is a non-governing body whose members serve as an essential resource in helping to steward the mission of Alumni Relations in the following ways:

1. Serve as ambassadors and enlist the support of alumni and friends of Loyola University Chicago to advance and promote the University and its mission;
2. Provide advisory leadership and counsel on issues affecting Loyola alumni and the University, specifically those related to the strategic plan for Alumni Relations;
3. Encourage interaction among alumni, students, faculty, staff, and University administration; act as a medium for expression of alumni opinion in this interchange.

**ARTICLE II  
MEMBERSHIP FOR NATIONAL ALUMNI ADVISORY BOARD**

**Section 2.1 Criteria for Membership**

Candidates for the National Alumni Advisory Board are identified by the Membership Committee through prior volunteer involvement, recommendation from Alumni Relations staff or University administration, or recommendation from current or past board members. Candidates must be committed to the mission of the University and Alumni Relations and be willing to contribute their time and talent to the Board for a three-year term. They should have a desire to act as conduits for increasing alumni involvement and furthering awareness of Alumni Relations among its current and future members. Candidates also are considered for the professional skills they possess that will help advance the mission of Alumni Relations.

**Section 2.2 Regular Members**

Loyola University Chicago recognizes its graduates and former students as its alumni. A graduate is defined as a person who has received a degree from Loyola University Chicago or any of its related institutions. A former student is defined as a person who was enrolled at Loyola for at least one semester.

Any graduate of the University, one of its affiliate institutions, or satellite campuses (*e.g.*, Carthage, John Felice Rome Center, Mundelein College, Niles College, The Beijing Center) is eligible to be considered for appointment or election to the National Alumni Advisory Board.

Loyola graduates who are also current employees of the University may not hold an officer position, with the exception of the Director of Alumni Relations (or his or her designee) who serves as a voting member of the Executive Committee regardless of his/her alumni status.

### **Section 2.3 Honorary member**

A person with strong ties to the University, but who is not entitled to membership on the National Alumni Advisory Board as a regular member, may be considered as an honorary member. An honorary member may be nominated by any member of the Board, the President of the University, or member of Alumni Relations staff. An individual is conferred an honorary membership upon receiving a majority vote of the members of the Executive Committee. Honorary members shall serve terms of three years with the option to renew for one additional term. Although honorary members are granted voting rights, they may not hold officer positions. There may not be more than three honorary members on the Board at any given time.

### **Section 2.4 Emeriti Board Members**

Upon recommendation of the Membership Committee and with the approval of the Executive Committee, members of the National Alumni Advisory Board who have successfully completed their term on the Board may be recognized as Emeriti Members. Emeriti Members may be invited to attend the annual meeting of the Board, but are not allowed to vote.

### **Section 2.5 Privileges of Membership**

Except as stated in Sections 2.1 to 2.3, all members of the National Alumni Advisory Board shall have the right:

1. To vote on all matters brought before the general membership of the Board for a vote;
2. To be notified of National Alumni Advisory Board meetings and to receive minutes and related documentation from the meetings;
3. To hold office on the Board; and
4. To receive particular and, in some cases, exclusive notice of the opportunity to participate in professional seminars, courses, lectures, travel programs, continuing education programs, social activities, and functions offered by the University.

## **ARTICLE III NATIONAL ALUMNI ADVISORY BOARD**

### **Section 3.1 The National Alumni Advisory Board**

The National Alumni Advisory Board provides advice, assistance and advocacy to Alumni Relations as outlined in Section 1.2. Members of the Board are expected to participate as Board members in the following ways:

1. To support the mission and vision of Loyola University Chicago and Alumni Relations;

2. To promote the University and Alumni Relations as a knowledgeable ambassador and networker;
3. To participate in activities of Board Committees, including periodically serving on a Board Committee;
4. To provide feedback and guidance on matters pertaining to the strategic plan for Alumni Relations and/or other areas that affect alumni;
5. To prepare for and actively participate in three (3) general Board meetings per year, as well as any additional committee meetings;
6. To participate in a “fair share” of other LUCAA activities/programs as a representative of the National Alumni Advisory Board, including Founders’ Dinner and Homecoming Weekend and events in one’s community/region;
7. To represent the University as an ambassador at select internal and external functions as requested by the Director of Alumni Relations, Vice President for Advancement, or President of the University;
8. To make an annual financial contribution to the Loyola gift allocation of the member’s choice.

*See Appendix A for further detail about specific activities and projects with which members of the National Alumni Advisory Board are asked to be involved.*

## **Section 3.2 Members**

### **Section 3.2.1 Number of Members**

The Board shall have no less than 19 nor more than 25 Regular Members.

### **Section 3.2.2 Diversity of Members**

It is an ongoing goal of the Board that it have a diverse membership in terms of age, gender, race, creed, ethnicity, profession and religious affiliation. It is also a goal for the Board’s membership to have representation from a diverse number of alumni constituencies, including but not limited to: each of the colleges/schools of the University; each of the Loyola Rambler Club Regions (east, south, midwest, and west); Loyola Study Abroad Programs; Mundelein College; and established, active special interest/affinity groups that are recognized by Alumni Relations.

### **Section 3.2.3 Election of Members**

Regular Members of the Board shall be elected by written, secret individual ballots by the voting members then in office, after candidates for election have been nominated and vetted by the Membership Committee.

## **Section 3.3 Terms of Office**

### **Section 3.3.1 Term of Regular Members**

The term of office of Regular Members shall be three years. The terms shall be staggered so that one-third of the Regular Memberships will be up for election each year. Regular Members may be elected to a second three-year term.

### **Section 3.3.2 Term of President.**

The President shall serve for a term of two (2) years.

**Section 3.3.3 Term of Immediate Past President**

The Immediate Past President shall serve for a term of one (1) year after completing his or her term as President of the Board.

**Section 3.3.4 Term of President Elect**

The President-Elect shall serve in that capacity for a period of one (1) year, during the second year of the term of the President, prior to succeeding to the office of the President.

**Section 3.3.5 Terms of Committee Chairs**

The term of office for any chair of any Standing Committee other than the Executive Committee shall serve for a two years, with the opportunity to be appointed for one additional year. The terms of chairmanships of Ad Hoc Committees shall expire upon the termination of the Committee or upon the expiration of the term of the President who appointed the Chair, whichever occurs earlier. The President shall have the discretion to reappoint any Committee Chair to serve for all or part of an additional term.

**Section 3.4 Removal from Office**

As a condition of membership on the Board, Board members are expected to participate as fully as possible in the Board's work, including attendance at Board meetings, active service on committees and attendance at functions sponsored by Alumni Relations and the University. In the event of excessive absences, the Chair of the Membership Committee shall inform the Board member and request the member's recommitment to the Board.

Removal of a Board member from office will be at the discretion of the Executive Committee. A majority vote of the Executive Committee is required to remove a member of the Board from his/her seat.

**Section 3.5 Resignation**

Any member of the Board may resign at any time by giving written notice of such resignation to the President of the National Alumni Advisory Board.

**Section 3.6 Vacancies**

If a position on the Board becomes vacant, the Membership Committee may recommend a candidate to be appointed to serve the remainder of the term of the vacated seat. The Membership Committee shall submit the name of the replacement candidate to the Executive Committee within forty-five (45) days of the creation of vacancy. If the Membership Committee does not recommend a replacement within this period, the Director of Alumni Relations (or his or her designee) may nominate a replacement candidate. The Executive Committee shall review and vote on the proposed replacement candidate. The term of the replacement member is limited to the balance of the term remaining on the vacated seat. At the conclusion of the term, the replacement Board member may be nominated and elected to serve one full three-year term.

### **Section 3.7 Returning to the Board**

Any member who leaves the Board in good standing may return to the Board after a minimum two (2) - year absence from the Board, subject to being found eligible to serve and being nominated and elected in accordance with the procedures of Section 3.9.

### **Section 3.8 Compensation**

Members of the National Alumni Advisory Board serve without compensation but may be reimbursed by Alumni Relations for authorized travel expenses and other approved expenditures.

### **Section 3.9 Nomination and Election Procedures and Timeline**

#### **Section 3.9.1**

Fall Board meeting (October)

Executive Committee, with Alumni Relations and the Membership Committee, identifies the Board's membership needs.

#### **Section 3.9.2**

Fall Board meeting (October)

Membership Committee identifies potential candidates.

#### **Section 3.9.3**

October to January

Membership Committee researches and vets potential candidates and conducts interviews, as needed.

#### **Section 3.9.4**

Spring Board meeting

Membership Committee submits candidates' names to full Board.

#### **Section 3.9.5**

Annual Board meeting (June)

Board votes on candidates.

#### **Section 3.9.6**

June (immediately following annual meeting)

Alumni Relations communicates election results to candidates.

#### **Section 3.9.7**

June (immediately following annual meeting)

New officers and new Board member assume the duties of their respective offices.

#### **Section 3.9.8**

Prior to Fall meeting

Membership Committee, assisted by Alumni Relations,

conducts orientation of new Board members.

**Section 3.9.9**

Fall Board meeting

Newly elected members attend their first meeting.

**ARTICLE IV  
OFFICERS**

**Section 4.1 Officers**

The Board shall have four Officers: President, President-Elect, Immediate Past President and Director of Alumni Relations (or his or her designee). The Officers shall have the powers and duties established in this Article, which shall include participating in the meetings of the National Alumni Advisory Board and serving as member of the Executive Committee established in Article VI..

**Section 4.2 President**

The powers and duties of the President are as follows:

1. To set the agenda for all meetings of the National Alumni Advisory Board and the Executive Committee;
2. To preside over all meetings of the National Alumni Advisory Board and the Executive Committee;
3. To serve as the Board's primary liaison with the Director of Alumni Relations (or his or her designee) and with the administration of Loyola University Chicago; and
4. To appoint ad hoc committees as needed.

**Section 4.3 President-Elect**

The President-Elect accedes to the office of the President at the annual meeting coinciding with the end of the current President's term.

The powers and duties of the President Elect are as follows:

1. To perform duties as assigned by the President;
2. To act as an advisor to the President;
3. To serve as acting President in the event of the absence or disability of the President, when designated by the President or the Director of Alumni Relations (or his or her designee); and
4. To preside at meetings in the absence of the President and Immediate Past President.

**Section 4.4 Immediate Past President**

The powers and duties of the Immediate Past President are as follows:

1. To perform duties as assigned by the President;
2. To provide expertise and experience to the President and the Board as requested; and
3. To preside at meetings in the absence of the President.

#### **Section 4.5 Secretary**

The Director of Alumni Relations (or his or her designee) shall serve as Secretary and shall perform the following duties:

1. To record minutes of the meetings of the Board and distribute minutes within thirty (30) days of each meeting;
2. To record the attendance at Board meetings and work with Alumni Relations staff to ensure such information is maintained; and
3. To designate an alternate who assumes the duties of Secretary when the Secretary is unable to attend a meeting.

### **ARTICLE V MEETINGS**

#### **Section 5.1 Regular Meetings**

There shall be at least three (3) regular meetings of the Board. One of the meetings shall be the annual meeting, which will occur in June in Chicago, during the same weekend as the Founders' Dinner.

#### **Section 5.2 Executive Committee Meetings**

The Executive Committee will meet at least three (3) times a year between general Board meetings. Additionally, meetings of the Executive Committee may be called by the President or upon request of any three (3) members of the Executive Committee.

#### **Section 5.3 Special Meetings**

Special meetings may be called by a majority vote of the National Alumni Advisory Board or at the discretion of the President, for the purpose of specific action that is required between scheduled Board meetings. Such meetings will be held at a time and place designated by the Board, and may be conducted in person, by telephone, web conferencing, or by another method determined to be appropriate by the Executive Committee, as provided in these By-laws. Notice of any special meeting shall be given to the Board no less than ten (10) days prior to such meetings and shall state the purpose or purposes for which it is called. The business of the special meeting shall be limited to the subject matter of the request.

#### **Section 5.4 Annual Meeting**

The annual meeting will take place in June, to coincide with the Founders' Dinner weekend. All Board members then in office shall attend the annual meeting in person. The agenda for the annual meeting shall include the election of new members and the election of officers to succeed any officers whose terms will expire at that meeting.

## **ARTICLE VI COMMITTEES**

### **Section 6.1 Committees**

The National Alumni Advisory Board shall have three (3) Standing Committees and such other committees as may be necessary to assist the Board in the execution of its responsibilities. Every Committee other than the Executive Committee shall have at least three (3) members.

### **Section 6.2 Standing Committees**

#### **Section 6.2.1 Executive Committee**

The President, President-Elect, Immediate Past President, Director of Alumni Relations (or his or her designee), and the Chairs of the Membership Committee and the Strategic Planning Committee shall constitute the Executive Committee of the Board. The Executive Committee shall be chaired by the President of the Board and shall have the following powers and duties:

1. To serve as the guiding committee of the Board;
2. To act on behalf of the Board between meetings; and
3. To review the By-laws of the National Alumni Advisory Board every three years and bring any proposed changes before the full membership of the Board.

#### **Section 6.2.2 Membership Committee**

The Membership Committee shall be appointed by the Executive Committee from among the members of the Board. The President of the Board shall designate one of the members of the Membership Committee to chair the Committee. The Membership Committee is concerned with identifying, qualifying, and recruiting new Board members as well as conducting new Board member orientation and mentoring. The Membership Committee shall have the following duties and responsibilities:

1. To review upcoming vacancies on the Board and to strive for balance in membership consistent with Sections 2.1 and 3.2, so as to ensure representation of the general Loyola University Chicago alumni community. This committee also may be asked on a case-by-case basis to make recommendations for other awards that are given to alumni; and
2. To nominate one or members of the Board to be candidates for the office of President-Elect and to deliver such nominations for election by the Board at the annual meeting one year prior to the expiration of the current President's term.

#### **Section 6.2.3 Strategic Planning Committee**

The Strategic Planning Committee shall be appointed by the Executive Committee from among the regular members of the Board. The President of the Board shall designate one of the members of the Strategic Planning Committee to chair the Committee. The Strategic Planning Committee is concerned with developing strategies to help alumni become aware of and engage with all Loyola University Chicago schools and programs. The Strategic Planning Committee shall have the following duties and responsibilities:

1. To be responsible for the ongoing oversight of the Board's strategic planning process and the Board's strategic plan; and

2. To conduct an annual review of progress toward the goals of the strategic plan and to report the results of that review to the Board.

### **Section 6.3 Ad Hoc Committees**

The President of the Board shall have the discretion to create additional committees on an ad hoc basis as necessary to advance the purposes of the National Alumni Advisory Board. The President shall have the discretion to define the duties and duration of any Ad Hoc Committee.

### **Section 6.4 Duties of Committee Chairs**

The chairs of the Board's committees, whether Standing Committees or Ad Hoc Committees, shall have the following powers and duties, which shall be in addition to the powers and duties of the committees they chair:

1. To participate in and become extensively familiar with the activity/program assigned to the Committee;
2. To serve as an "ambassador" for the assigned activity/program by encouraging and enlisting other members of the Board to participate in that activity/program;
3. To preside over all of the committee's meetings; and
4. To report on the work of the Committee. In the case of the Membership Committee, Strategic Planning Committee and Ad Hoc Committees, such reports shall be made to the Executive Committee prior to each Board meeting and, if directed by the President, shall be prepared in writing for distribution at the Board meeting.

### **Section 6.5 Appendix A**

The activities, goals and objectives of the Board and its committees, as well as the qualities to be considered in identifying ideal candidates, may be set out in Appendix A.

## **ARTICLE VII MEETING PROCEDURES**

### **Section 7.1 Attendance at Meetings**

#### **Section 7.1.1 Attendance in Person**

The preferred method of attendance at all meetings of the Board and its committees is by physical presence at the location at which the meeting is held.

#### **Section 7.1.2 Attendance by Electronic Means**

1. If a member of the Board is unable to be physically present for a meeting of the Board, the member may attend the meeting by electronic means, subject to the procedures, requirements and restrictions established in this Section 7.1 and any rules of the Board adopted as provided in this Article.
2. To assure that a quorum of the Board is physically present at all regular meetings of the Board, a member of the Board who wishes to attend a regular meeting of the Board by electronic means must notify the Director of Alumni Relations, or his or her designee, at least one week before the meeting, unless such advance notice is impractical.

3. If a member of a Committee of the Board is unable to be physically present for a meeting of that Committee, the member may attend the meeting by electronic means, subject to the procedures, requirements and restrictions established in this Section 7.1 and any rules of the Board adopted as provided in this Article. Unless limited by a rule of the Board, the Chair of each Committee shall have the discretion to allow any or all members of such Committee to attend by electronic means.
4. As used in these By-Laws, “attendance by electronic means” means attendance or participation in a meeting by audio, video or internet-based conference.

## **Section 7.2 Quorum Requirements**

### **Section 7.2.1 Quorum of the Board**

1. A quorum for any regular meeting of the National Alumni Advisory Board shall be a simple majority of the membership of the Board; provided that, except in the event of an emergency, only Board members who are physically present at the meeting shall count toward the quorum.
2. A quorum for any special meeting of the National Alumni Advisory Board shall be a simple majority of the membership of the Board, whether the members are physically present or are attending the meeting by electronic means.

### **Section 7.2.2 Quorum of Board Committees**

A quorum for any meeting of the Executive Committee of the National Alumni Advisory Board, or for any other Committee of the Board, whether a Standing Committee or an Ad Hoc Committee, shall be a simple majority of the current membership of that committee, whether the members are physically present or are attending the meeting by electronic means..

## **Section 7.3 Voting Requirements**

Provided a quorum is present, the National Alumni Advisory Board, and each of its committees, shall act by majority vote of those present, except as otherwise provided in these By-laws.

## **Section 7.4 Board Rules and Procedures**

### **Section 7.4.1 Adoption of Rules and Procedures**

By the favorable vote of a majority of the Board, the Board may adopt rules consistent with these By-laws establishing procedures, requirements and restrictions for the conduct of the meetings of the Board and its committees, including rules pertaining to the attendance at Board and committee meetings by electronic means; provided, that no rules shall be contrary to the governing documents of Loyola University Chicago.

### **Section 7.4.2 Suspension of Rules**

1. Subject to the limitations of the following paragraph 2, and only in the event of an emergency, or when otherwise necessary to conduct the business of the Board or one of its committees, as the case may be, the Board or the Committee in question may temporarily suspend these By-laws or the provisions of Appendix A. Provided more than a majority of

the Board or the Committee in question is participating in the meeting, whether in person or by electronic means, then a quorum may be declared and the favorable vote of two-thirds of the members of the Board or Committee then present shall be required to suspend the By-laws or Appendix A.

2. The authority of the Board or a Committee to suspend these By-laws shall be limited to the provisions of Articles IV, V, VI and VII, and to Section 8.2 of Article VIII.

## **ARTICLE VIII AMENDMENTS**

### **Section 8.1 Amendments to By-Laws.**

Amendments of the By-Laws shall require previous written notice of the terms of the amendment, and the affirmative two-thirds (2/3) vote of the members of the National Alumni Advisory Board. Amendments may be proposed by the Executive Committee, the National Alumni Advisory Board, by the signed petition of twenty-five (25) alumni, an Ad Hoc Committee that has been directed to propose amendments, or by the staff of Alumni Relations. Written notice of a proposed amendment must be given to the members of the National Alumni Advisory Board at least thirty (30) days prior to the vote.

### **Section 8.2 Amendments to Appendix A.**

Amendments to Appendix A shall require previous written notice of the terms of the amendment, and the affirmative majority vote of the members of the National Alumni Advisory Board. Amendments may be proposed by the Executive Committee, the National Alumni Advisory Board, by the signed petition of twenty-five (25) alumni, an Ad Hoc Committee that has been directed to propose amendments, or by the staff of Alumni Relations. Written notice of a proposed amendment must be given to the members of the National Alumni Advisory Board at least thirty (30) days prior to the vote.

## **Appendix A**

### **Activities, Goals and Objectives of the National Alumni Advisory Board**

As informed ambassadors of the University, members of the Board are expected to encourage alumni participation in Alumni Relations activities/events as well as educate alumni, parents, and friends about current events and program initiatives at Loyola University Chicago.

Board members will be asked to actively advise on matters pertaining to the strategic plan for Alumni Relations, and provide input on new and continuing program initiatives. Through their committee work, members of the National Alumni Advisory Board will participate in the following activities:

#### **Membership Committee**

##### **Goals and Ongoing Tasks:**

- To create new board member orientation materials
- To communicate with all alumni who express interest in joining the Board, review their requests and qualify them for membership
- To proactively identify candidates from the general alumni community, assess their skills and interest in joining the Board, collect bios and present recommendations to the Board for its consideration
- To consistently assess the Board's needs as well as the engagement level of Board members
- At the request of Alumni Relations, to make recommendations on a case-by-case basis for alumni awards

#### **Strategic Planning Committee**

##### **Ideal Candidate Profile**

- Identifies with and exemplifies Jesuit values, regardless of personal religious affiliation, as well as with the Mission and Vision of the University
- Previous experience in strategic planning process
- Demonstrates a capacity for a larger vision

##### **Goals and Ongoing Tasks**

- Identify areas that provide opportunities for alumni engagement
- Develop a three-year strategic plan and a one-year set of goals to work in collaboration with Alumni Relations staff
- Identify the need for additional ad hoc committees to implement the plan.

#### **Other Areas of Activity**

From time to time, members of the Board may be asked to participate or provide input or comment in the following areas:

##### **Admissions and Scholarships**

- Play a role in supporting admissions initiatives, particularly those pertaining to Undergraduate Admissions

- Host or support admissions-related events for prospective/admitted students and their families and/or interview selected prospective students as needed
- For selected scholarships, participate in interviews, and possibly selection process, of student scholarship recipients as part of the Presidential Scholarship Weekend

### **Career and Professional Development**

- Play a role in supporting alumni career and professional development programs
- Help develop and assess specific programs relating to career and professional development for Loyola alumni
- Host or support activities related to networking and mentoring for Loyola alumni and students

### **Communications**

- Offer feedback on Alumni Relations and University marketing/communications
- Propose ideas for future communications with alumni and assist with further implementation of interactive online tools that keep alumni connected with each other and their *alma mater*
- Provide input as needed on specific projects, including Alumni Relations five-year survey, Loyola Magazine, and other initiatives for increasing alumni awareness

### **Spirituality and Service**

- Play a role in supporting alumni service and spirituality programming
- Help develop and assess specific programs related to spirituality and service, particularly the National Day of Service