Article I
Definition of Terminology

Section 1 “IU” refers to Indiana University at Bloomington, Indiana. “Purdue” refers to Purdue University at West Lafayette, Indiana. “IPFW” refers to Indiana University–Purdue University Fort Wayne (Indiana).

Section 2 “IUAA” refers to the IU Alumni Association, Inc., a not-for-profit association of dues-paying members from IU or any of its regional campuses. Members may consist of graduates, former students, and friends who are joined together to promote the interest of IU and its system. A friend shall be defined as a non-graduate from the community with a vested interest in the university by way of stewardship, volunteering, or loyalty.

“PAA” refers to the Purdue Alumni Association, Inc., a not-for-profit association of dues-paying members from Purdue or any of its regional campuses. Members may consist of graduates, former students, and friends who are joined together to promote the interest of Purdue and its system.

“IPFWAA” refers to the IPFW Alumni Association, Inc., Members may consist of the IUAA and PAA who are joined together to promote the interest of IPFW. The IPFWAA is a constituent organization of the IUAA and PAA, and the purpose of the IPFWAA shall not be inconsistent with those of IUAA and PAA.

Section 3 “Executive Council” refers to the six officers of the IPFWAA, as specific in Article IV Officers of the Association, Section 1.

Section 4 “Board” refers to the IPFWAA Board of Directors, the governing body of IPFWAA.

Section 5 “IPFW Alumni Director” refers to the person holding the position of Director of Alumni Relations at IPFW.

Article II
Identification

Section 1 Purpose. The purposes of the IPFWAA are to:
A. promote the interests of IPFW;
B. establish and maintain mutually beneficial relationship between IPFW and its alumni;
C. promote the interests of IU and Purdue; and
D. increase dues paying memberships through engagement during events and assisting the IPFW Alumni Relations office with development of affinity groups.

Section 2 Fiscal Year. The fiscal year of the IPFWAA shall begin on July 1 and end on June 30 of the following year.
Article III
IPFWAA Membership

Section 1 Eligibility. Any graduate, former student, or friend of IPFW is eligible to become an active member of the IPFWAA.

Section 2 Dual Membership. The IPFWAA is a constituent organization of the IUAA and PAA, and membership of the IPFWAA includes membership in the IUAA or PAA.

Section 3 Dues. Membership dues shall be established by the IUAA Executive Council or PAA Board of Directors. A portion of the dues paid by IPFWAA members shall be allocated and dispersed to the IPFWAA.

Article IV
Officers of the Association

Section 1 Designation. The officers who form the Executive Council shall consist of:
A. President
B. President-Elect
C. Secretary
D. Immediate Past President (optional two-year term)
E. Treasurer
F. IPFW Alumni Director (ex officio)

Section 2 Qualification. All officers must be a graduate from IPFW and must be a dues-paying member of the IPFW Alumni Association.

Section 3 Terms of Office. The President, President-Elect, Secretary, and Treasurer shall be elected to serve for a period of two years. Terms shall begin July 1 and end June 30 of the appropriate year. The Immediate Past President’s terms is an optional two-year commitment.

Section 4 Responsibilities of Officers. The Executive Council represents dedicated members of the Alumni Board, and as such they should plan to represent the Board at all Alumni functions. Specific duties of the officers shall be those set forth below and such additional duties as assigned by the Board.

A. President. The President shall serve as Chairman of the Board and an ex officio member of all committees. He/She shall manage the day-to-day business of the IPFWAA, call Board meetings, preside at the meetings and represent the Board at official functions.

B. President-Elect. In the absence of the President, or at his/her request, the President-Elect shall perform the duties of the President. If the office of President becomes
vacant, the President-Elect shall become President for the remainder of the term. The President-Elect will work with the President to oversee committee work. He/she shall perform such additional duties as may be delegated by the President. He/she will ascend to the Presidency following his/her term as President-Elect.

C. Secretary. The Secretary shall attend all proceedings of the Executive Council and Board, keep the official minutes and send official correspondence.

D. Treasurer. The Treasurer shall be responsible for reporting the financial condition of the Board budget at every meeting, and for reviewing the status of the budget on behalf of the Board.

E. Immediate Past President. The Immediate Past President shall serve as a member of the Executive Council.

Article V
Board of Directors

Section 1 Designation. The Board of Directors of the IPFWAA shall consist of at least 10 but no more than 20 members consisting of:

A. Executive Council of the IPFWAA
B. Not more than fourteen (14) members referred to as “At-Large Directors”
C. If interested candidates express desire and/or are recruited to the Board, two members who have graduated within the previous 5 years, serving staggering terms.
D. If a board candidate or existing board member expresses desired interest, one (1) member, approved by the executive council, shall be appointed to the Board to represent the IPFWAA as a voting member on the Executive Council of the IUAA, to serve a three (3) year term;
E. If a board candidate or existing board member expresses desired interest, one (1) member, approved by the executive council, shall be appointed to the Board to represent the IPFWAA as a member on the Board of Directors of the PAA, to serve a three (3) year term. This is not a voting position per PAA.

The Board shall strive to maintain a balanced representation of IU and Purdue alumni as well as a balanced representation among the degree programs offered at IPFW.

Section 2 Qualification. All Board members must be a graduate from a diploma program at IPFW and must be a dues-paying member of the IPFW Alumni Association.

Section 3 Terms of Office. All members of the Board, except the executive council, shall be elected or appointed to one three (3) year term for that particular position. Board members will serve one term unless determined otherwise by the executive council. Board members shall serve no more than three consecutive terms in the same role. When possible (based on term dates and board make-up), approximately one-third of the Board members shall be elected each year.
Section 4 Nomination and Election Procedures. New board positions will be filled through nominations made by the Board and general membership to the Executive Council. The Executive Council will recommend officers and new board members to be approved by the Board at the May meeting or throughout the year as necessary to fill vacated positions on the board. Existing board members may be asked by executive council to consider serving additional term(s) to be voted upon by the Board (members shall serve no more than three consecutive terms in the same role).

Section 5 Responsibilities of the Board. The responsibilities of the Board are to:
A. Promote the interests of IPFW;
B. Establish a mutually beneficial relationship between IPFW and its alumni by creating and sponsoring alumni programs and communications that fulfill these purposes;
C. Advise the IUAA Executive Council and PAA Board of Directors through the Board’s appointed representatives to these bodies about matters pertaining to IPFW and the IPFWAA;
D. Adhere to the specific responsibilities stated in each position’s job description.

Section 6 Vacancy. The executive council shall appoint successors to fill vacancies on the Board for the remainder of any unexpired terms.

Section 7 Removal from the Board. Any officer or Board member may be removed from any office by ballot vote of at least two-thirds of Board members present. No officer or Board member may be removed for any reason unless such person and all other board members have been notified in writing at least 30 days before attempted removal.

Section 8 Compensation. No Board member shall receive compensation for services rendered to the IPFWAA which are in the normal course of duties.

Section 9 Standing Sub-committees and/or Ad Hoc Taskforces. These may be formed as needed through the IPFWAA Board democratic process. Guidelines and outcomes will be determined at that time, but could be related to any of the following (or other) topics: membership, volunteer support, awards, communication, scholarships, nominating/recruitment, young alumni, etc.

Article VI
Meetings of the Board

Section 1 Regular Meetings and Notice. The Board shall meet bi-monthly, following a standard schedule of September, November, January, March, May, and July), but will hold no less than three meetings each year. Such regular meetings shall be scheduled by the President, with at least seven days written notice given before each meeting. The Executive Council will meet bi-monthly, as well, for leadership dialogue and planning prior to each scheduled IPFWAA meeting.
Section 2  **Special Meetings and Notice.** Special meetings of the Board may be called at the discretion of the President, or upon written request of five members of the Board. In the event of such request, a special meeting shall be held no later than 30 days after receipt of such request. The President shall designate the place and time, and at least seven days written notice shall be given to Board members prior to such meetings.

Section 3  **Quorum and Majority Vote.** All actions of the Board, unless otherwise stated in these by-laws, shall be decided by a majority vote of board members present. A quorum will be a majority of the Board. No official action can be taken in the absence of a quorum. A board member can vote by email proxy prior to an IPFWAA board meeting if the member fully understands what is being discussed and voted upon. Board decisions via email votes are also acceptable so long as the votes can be verified with no duplication occurring in the final count.

Section 4  **Waiver of Notice.** By attending any IPFWAA meeting, a member shall be deemed to have had actual notice of the meeting and may not object to the conduct of any business at the meeting based on lack of notice.

**Article VII**

**Miscellaneous**

Section 1  **Rules of Order.** All meetings of the IPFWAA and of the Board shall be governed by rules contained in the revised Robert’s Rules of Order where such rules are applicable and not inconsistent with these by-laws.

Section 2  **Amendments.** These by-laws may be amended by a single simple majority vote of board members present.

Section 3  **Duties of the Director of Alumni Relations.**
A. The IPFW Alumni Director shall serve as an ex officio member of the Board and the executive council.
B. The IPFW Alumni Director is the liaison to the IUAA and PAA staffs.