

**BYLAWS
THE WISCONSIN CHAPTER
OF THE PENN STATE ALUMNI ASSOCIATION**

May 1, 2019

**ARTICLE 1
NAME AND PURPOSE**

Section 1.1. Name. The name of the organization shall be THE WISCONSIN CHAPTER OF THE PENN STATE ALUMNI ASSOCIATION (“Chapter”).

Section 1.2. Purposes. The purposes of the Chapter shall be:

- (a) To promote the fellowship and the welfare and to maintain the friendships of Penn State alumni residing in the state of Wisconsin by providing information, services, community support and opportunities for contact.
- (b) To serve as the means through which Penn State may become better known in Wisconsin through community service and community involvement
- (c) To provide the University with a resource network in Wisconsin.
- (d) To encourage students to attend Penn State and to assist students by raising funds to be used for at least one local scholarship
- (e) To assist in fundraising efforts of Penn State and the community.
- (f) To assist the Penn State Alumni Association Volunteer Service’s (the “Alumni Office”) efforts to remain in contact with the alumni and to provide a welcome to alumni who are new to the state of Wisconsin, and especially Southeastern Wisconsin.
- (g) To create a system in which established alumni assist other alumni who are seeking employment opportunities and for students who are seeking summer jobs or academically related internships and practical experience.

**ARTICLE II
MEMBERSHIP**

Section 2.1. Membership Types. There shall be two types of membership in the Chapter. Both types shall have the same rights and privileges of membership with the exception that non-alumni are not eligible to become officers of the Chapter.

(a) Dues Paying Members: Alumni, current students and friends and families of Penn Staters are eligible to become dues paying members.

(b) Non-dues Paying Members: Honorary membership for those who have contributed time and effort on behalf of the chapter and/or have received an honorary degree from Penn State. Honorary memberships must be approved by a majority of the Board of Directors.

Section 2.2. Annual Dues. Annual dues shall be determined by a majority vote of the Executive Board. Annual dues shall be charged to all active members of the Chapter and shall be due and payable within 30 days after the start of the fiscal year.

Section 2.3. Waiver of Dues. A graduate of Penn State shall be entitled to one free year of membership in the Chapter for the year immediately following graduation or relocation to Wisconsin.

Section 2.4. Fiscal Year. The chapter's fiscal year shall begin on July 1 and end on June 30. The membership year shall be the same as the fiscal year.

Section 2.5. Member Information. Member and alumni information shall only be used for Chapter and Alumni Association purposes.

ARTICLE III OFFICERS/EXECUTIVE BOARD

Section 3.1. Titles. The Officers of the Chapter shall be a President, Vice President of Growth, Vice President of Outreach, Secretary and Treasurer. These Officers shall constitute the Executive Board.

Section 3.2. Term. A term of office is one fiscal year. An Officer may be re-elected without limitation on the number of terms the Officer may serve.

Section 3.3. Qualifications, Nominations and Elections.

3.3(a) Qualifications

Board members must be members of the Penn State Alumni Association and member of this chapter. Only one member of a family may be nominated and elected as a Board Member. A candidate for President shall have been a member of the Chapter for at least one year.

Section 3.3.(b) Nominations.

Nominations for Officers shall be open to all Chapter members once a year. In order for a member to be put on the ballot, he/she must be nominated by at least one member and must give permission in writing to the Nominating Committee. The Nominating Committee will solicit nominations from the membership at least four weeks prior to the Annual Meeting in the notice of the meeting. Members should nominate candidates by mail or email at least two weeks prior to the Annual Meeting, but nominations also may be made from the floor at the Annual Meeting. Self-nominations are also permitted. The Nominating Committee shall provide a slate for any position that does not receive a nomination from the general membership. The Nominating Committee may nominate more than one person for a position if more than one candidate expresses an interest in that position. Only one member of a family may be nominated and elected as a Board Member. The Nominating Committee should strive to circulate names of nominees to all members at least one week in advance of the Annual Meeting.

Section 3.3.(c) Elections.

The election shall be held at the Annual Meeting and shall be decided by a majority vote of members present at the meeting. In the event that no one candidate receives a majority vote, the two candidates receiving the most votes will participate in a runoff election.

Section 3.4. Vacancy. If an office of a Vice President, Secretary or Treasurer becomes vacant before the end of the term, the President shall appoint a replacement to serve for the remainder of the term and the appointment must be approved by a majority of the Board of Directors. If the office of President becomes vacant, it shall be filled for the remainder of the term by a member of the Executive Board as described in Section 3.7.

Section 3.5. Resignation and Removal. Any Officer may resign by submitting written notice to the Executive Board. The Board of Directors may remove any Officer when in its judgment the best interests of the Chapter will be served thereby. Such action requires the affirmative vote of at least two-thirds of the Directors then in office.

Section 3.6. Committee and Board Appointments. The Executive Board shall appoint committee chairpersons. It may appoint at-large Directors as necessary.

Section 3.7. Powers and Duties. The Officers shall have the powers and perform the duties customarily belonging to their respective offices and especially:

(a) PRESIDENT. The President shall serve as the Chair of the Board and may serve as a member of Chapter committees. The President shall manage the day to day business of the Chapter, maintain permanent Chapter records, call Chapter and Board meetings, prepare meeting agendas, and preside at those meetings. The President shall act as a liaison between the Chapter and the Penn State Alumni Association (“Alumni Association”), shall inform the Alumni Office of Chapter activities and shall submit to that Office an Annual Plan and Annual Report as required. The President shall have authority to co-sign all expenditures of the Chapter.

(b) VICE PRESIDENT OF GROWTH. In the absence of the President or at his/her request the Vice President of Growth shall perform the duties of the President. If the office of the President becomes vacant, the Vice President of Growth shall become President until the next annual election of the Officers. He/she may serve as a member of Chapter committees and shall perform such additional duties as may be delegated to him/her by the President. The Vice President of Growth shall have authority to co-sign all expenditures of the Chapter. The Vice President of Growth shall supervise and coordinate the Membership Committee and Student Relations/Young Alumni Committee. In conjunction with the President and committees, the Vice President of Growth is responsible for coordinating and proposing a platform of ideas to the Board of Directors by the first Board meeting each fiscal year designed to achieve the Chapter’s membership goals for the year. Upon approval, he/she is responsible for implementing the

platform through the underlying committees and shall provide the Board with a written evaluation after each function. He/she shall oversee the maintenance of membership lists, ensure that inquiries about membership are responded to in a timely manner, and be responsible for the student scholarship program.

(c) VICE PRESIDENT OF OUTREACH. In the absence of the President or the Vice President of Growth or at the President's request, the Vice President of Outreach shall perform the duties of the President. If the offices of the President and the Vice President of Growth become vacant, the Vice President of Outreach shall become President until the next annual election of the Officers. He/she may serve as a member of Chapter committees and shall perform such additional duties as may be delegated to him/her by the President. The Vice President of Outreach shall have authority to co-sign all expenditures of the Chapter. The Vice President of Outreach shall supervise and coordinate the Communications Committee and Events Committee. The Vice President of Outreach shall, in conjunction with the President and underlying committee chairpersons, propose an annual chapter social calendar at the first Board of Directors meeting each fiscal year; shall be responsible for the implementation of the approved social calendar by means of the underlying committees throughout the year; shall supervise and coordinate social events and media and publicity through the committees; shall report on the progress of current programs and future events at all Board of Directors meetings; and shall provide the Board with a written evaluation of each event within two board meetings after each function.

(d) SECRETARY. The Secretary shall keep the official minutes of the meetings of the Chapter and Board and shall send copies to the Alumni Regional Director. He/she shall maintain the official copy of the Chapter's charter, bylaws, and Board meeting minutes. He/she shall be responsible for maintaining the Chapter's documentation reflecting the history for all programs and committee work undertaken by the Chapter, handle all incoming and outgoing correspondence for the Chapter, coordinate notice of the Annual Meeting, and assist any committee where there is a need for any type of official Chapter correspondence. He/she will be responsible for sympathy, congratulatory and other notices on behalf of the Chapter. He/she will handle all other correspondence deemed necessary by the President and Board of Directors.

(e) TREASURER. The Treasurer shall maintain a bank account in the Chapter's name and be responsible for all receipts and disbursements of the Chapter. The Treasurer shall be responsible for overseeing that disbursements are made in accordance with the Chapter's annual budget and financial guidelines as approved by the Board. He/she shall be responsible for providing financial updates at Board meetings and shall submit the books for audit upon the request of the Executive Board. The Treasurer shall be the co-signer on all checks drawn on various accounts and other disbursements, shall submit the annual financial report at the Annual Meeting of the Chapter, send a copy to the Alumni Office, and perform such other duties as delegated by the Board of Directors. The Treasurer shall comply with state and federal regulations as they pertain to the Chapter. The Treasurer shall assist the Secretary with the Chapter's records as necessary, shall assist the Vice President of Growth to maintain the current membership list, and shall assist the Events Committee with the collection of fees.

Section 3.8. Meetings. The Executive Board shall meet regularly and at least six times annually.

ARTICLE IV BOARD OF DIRECTORS

Section 4.1. Duties. The affairs of the Chapter shall be managed by the Board of Directors.

Section 4.2. Number. The Board of Directors shall be composed of the five Officers as well as up to six at-large members which shall include the appointed committee chairpersons. The outgoing President shall be an ex-officio member of the following year's Board.

Section 4.3. Terms. Directors shall serve terms of two years. A Director may be reappointed without limitation on the number of terms she or he may serve.

Section 4.4. Vacancies. If any Director is unable to continue service on the Board prior to the expiration of his or her term, the Executive Board may appoint a new Director to serve for the remainder of the unexpired term.

Section 4.5. Quorum and Action. A quorum at a board meeting shall be most of the number of Directors in office immediately before the meeting begins. If a quorum is present, action is taken by a majority vote of the Directors present, except as provided otherwise in these Bylaws or if otherwise required by law.

Section 4.6. Regular Meetings. The Board of Directors shall meet on a regular basis and shall hold at least six meetings per year.

Section 4.7. Transitional Meeting. There will be a joint meeting of the outgoing and incoming Directors at the end of the fiscal year, at which time all materials and records are to be exchanged.

Section 4.8. Powers. The Board of Directors shall possess, but not be limited to, the following specific powers:

- (a) To approve an annual budget and authorize the expenditure of money;
- (b) To authorize the President to appoint committees to carry out the purposes of the Chapter;
- (c) To fix the time and place of the Annual Meeting and any other meetings of the Chapter;
- (d) To publish an Annual Report.

ARTICLE V COMMITTEES

Section 5.1. Chairpersons. Committee chairpersons shall be appointed by the Executive Board.

Section 5.2. Meetings. All committees except for the Nominating and Audit committees shall hold regular meetings.

Section 5.3. Nominating Committee. The Nominating Committee shall be composed of at least two members in good standing. At least one of the committee members must be a current or outgoing member of the Executive Board. This committee shall be responsible for the Call of Nominations and conducting the election of Officers.

Section 5.4. Membership Committee. The Membership Committee shall be responsible for developing and implementing membership drive events; supplying the Alumni Association with changes in members' contact information; maintaining complete records of all active members of the Chapter; and providing greeters for each Chapter function. The Membership Committee shall maintain a current list of all Alumni Association members in the state of Wisconsin and, through the President, request updates from the Alumni Office at least twice per year. The Membership Committee shall contact new arrivals to the chapter area and provide membership information. The Membership Committee shall report to the Vice President of Growth.

Section 5.5. Events Committee. The Events Committee shall propose an annual schedule of Chapter activities in coordination with the Vice President of Outreach which shall be presented for the Board's approval and sent to the Alumni Office when approved. The Events Committee shall assure that the schedule is well-rounded and designed to promote all aspects of the Chapter's mission including its scholastic, athletic, community service, philanthropic, social, networking and cultural activities. The Events Committee shall handle ticket distribution for area Penn State varsity athletic events. It shall devise ways to encourage area alumni to participate in Chapter activities. The committee shall submit a written summary of each activity to the Board critiquing activity effectiveness and response. It shall coordinate with the Young and Future Alumni Committee to plan a student send-off event. The committee shall provide timely information to the Communication Committee for inclusion in Chapter media and publicity. The Events Committee shall report to the Vice President of Outreach.

Section 5.6. Communication Committee. The Communication Committee shall be responsible for producing and publishing a Chapter newsletter at least twice per year, producing and publishing advertising and publicity materials for the Chapter and its events, submitting notices of activities to the *Penn Stater* magazine in accordance with publishing deadlines, and maintaining the Chapter's electronic media (e.g., website or blog). The Committee shall maintain the Chapter scrapbook with photos and descriptions of the events. The Communication Committee shall report to the Vice President of Outreach.

Section 5.7. Young and Future Alumni Committee. The Young and Future Alumni Committee shall be responsible for planning an annual Penn State student “send off” event for Wisconsin area students and their families (in conjunction with the Events Committee); for developing a scholarship fund; for creating and running a scholarship selection process and selecting the annual scholarship recipient; serving as a liaison between the Chapter, area high schools and area recruiters and providing volunteers for local college fairs. The Committee shall work to provide a network of mentoring, internship, employment and career opportunities for current students and alumni in the area. It shall devise ways to involve young alumni in Chapter activities and work with the Events Committee to implement these ideas. It shall work closely with the Communication and Membership Committees to develop methods for informing membership of career opportunities and for connecting employers with potential employees. The Committee shall report to the Vice President of Growth.

Section 5.8. Audit Committee. The Audit Committee shall be responsible for auditing the financial records annually and reporting its findings to the Board. The Board shall appoint at least two Directors or members in good standing to serve on the committee. The Treasurer may not serve on the committee.

Section 5.9. Other Committees. The Board of Directors may establish such other committees as it deems necessary and desirable.

ARTICLE VI ANNUAL MEETING

Section 6.1. Annual Meeting. The Chapter shall hold an Annual Meeting no later than May 31 each year for the purpose of electing new officers, presenting a financial statement, and transacting other business of the Chapter. A quorum for the meeting shall be 10% of the current active members of the Chapter.

Section 6.2. Notice. Notice of the Annual Meeting shall be sent to the members at least four weeks prior to the date of the meeting and shall specify the principal business to be transacted. The Notice shall include information on how to nominate members for officer positions.

Section 6.3. Bylaw Amendments. All future amendments of these Bylaws must be approved by a majority of members attending the Annual Meeting.

ARTICLE VIII CHAPTER DISSOLUTION

Section 8.1. Dissolution. If at any time it is deemed necessary by the Board to dissolve the Chapter, or if the Chapter does not have at least a President and Treasurer, the Chapter must be dissolved.

Section 8.2. Notice. In the event of dissolution of the Chapter, the Penn State Alumni Association and all Chapter members must be notified of 30 days prior to a Chapter Dissolution Meeting. The business at the Dissolution Meeting will be to validate that the Chapter must be dissolved and to carry out the procedure for dissolution if necessary.

Section 8.3. Disposition of Assets. All property of the Chapter will be auctioned at a Chapter function and the proceeds will be added to the Chapter funds. All Chapter funds will be disbursed in their entirety to the Penn State Alumni Association in the form of a scholarship donation.