

# **Bylaws of the Vanderbilt University School of Nursing**

## **Alumni Association Board of Directors**

**Adopted July 1, 2020**

## **Article I. NAME**

The name of the organization is the Vanderbilt University School of Nursing (VUSN) Alumni Association Board of Directors, hereinafter referred to as “the Board.”

## **Article II. PURPOSE AND POLICIES**

### **Section 1. Purpose.**

The purpose of the Board is to establish and maintain a strong alumni network; to foster positive student interactions with VUSN administration, faculty and alumni; and to increase community awareness of advance practice nursing.

### **Section 2. Policies.**

The policies of the board shall be in harmony with the policies of the Vanderbilt University School of Nursing and Vanderbilt University. The Board does not discriminate based on race, gender identity, creed, religion, age, sexual orientation, or national origin.

## **Article III. BOARD OF DIRECTORS**

### **Section 1. Composition.**

Board composition- The Board shall consist of no less than ten (10) and no more than twenty (20) members. No more than fifty (50) percent of the Board members will be recent graduates. A recent graduate is defined as an alumnus who graduated within five (5) years immediately preceding his/her nomination. The Board will strive to maintain a representative sampling of the alumni by considering candidates based on year of graduation, area of specialty as VUSN, and place of residence.

### **Section 2. Duties of the Board.**

Active members are expected to attend two (2) business meetings: one in the fall and one in the spring. Active members are expected to support the alumni association; to fulfill committee requirements as set forth by the bylaws; to serve as ambassadors of VUSN to the alumni, the faculty, the students and the community; and to support the administration as requested with public relations.

### **Section 3. Ex-Officio Membership.**

- A. Appointment- The Dean shall have the sole authority to appoint ex-officio members to the Board.

- B. Composition- The ex-officio members of the Board shall include the Dean, a representative of the VUSN Alumni Office, the president of the Graduate Council, and the Dean's designate to the University's Board of Directors.
- C. Duties- The ex-officio members are encouraged to attend all Board meetings and VUSN events.
- D. Voting- Ex-officio members to the Board are not permitted to vote during business meetings.

#### **Section 4. Emeritus.**

- A. Membership- Emeritus membership may be granted to any VUSN graduate because of exemplary service or dedication to the Alumni Association.
- B. Nominations- Nominations for emeritus status may be received at any meeting of the Alumni Association Board of Directors, with approval by a majority vote.
- C. Status- Emeritus status will be reflected on the Board's membership role, but the Emeritus member will have no obligation to the Board or the Alumni Association for such membership.

#### **Section 5. Meetings.**

- A. Business Meetings- The Board will hold two (2) business meetings each year. The Board will determine the time and place of the meeting. Notices as to time and place of meetings will be sent no later than four (4) weeks prior to scheduled meetings.
- B. Special Meetings- Special meetings of the Board may be called by the Board President or Dean with adequate prior notice.
- C. Attendance- All Board members are expected to attend no less than two (2) board meetings and one (1) campus event, unless otherwise waived by the President due to extenuating circumstances.

#### **Section 6. Voting.**

The Board shall transact all business by a majority vote of the members present in person, via video conference, or by electronic voting.

### **ARTICLE IV: COMMITTEES**

The board shall determine committees based on relevant work and may be added or removed by the board as needed. Each Board member is expected to actively serve on at least one (1) committee.

## **ARTICLE V: BOARD NOMINATIONS**

- A. Nominations for membership to the Board will be accepted from active board members and from the VUSN administration on an annual rolling basis until January 1 of the year of appointment.
- B. The President shall be responsible for determining if current Board members wish to continue membership at the end of his/her term of office.
- C. The President shall develop a list of qualified nominees for Board consideration.
- D. The Board shall vote on qualified nominees for membership prior to March 31<sup>st</sup> annually as board vacancies exist.

## **ARTICLE VI: Terms of the Office.**

- A. Term of Office for Board Members- All Board members will be appointed for a two (2) year term from July 1<sup>st</sup> to June 30<sup>th</sup>.
- B. Term of Office for the Executive Committee- All officers will serve a one (1) year term.

### **Section 1. Term Limits.**

A Board member should serve no more than four (4) consecutive terms, or eight (8) years. Ex-officio Board members will have no term limits, with the exception of the VUSN representative to the University's Board of Directors whose term will be limited to four (4) years. These limits may be waived by the President.

### **Section 2. Quorum.**

A majority of the members of the Board will constitute a quorum.

### **Section 3. Powers and Duties of the Officers.**

#### **A. President.**

The President shall:

- Preside over all Board meetings.

- Address the students at Orientation, Pinning and Commencement, and as requested by the administration.
- Attend VUSN activities during Reunion and graduation or, in the event of an emergency, arrange for another Board member to attend in his/her place.
- Attend other VUSN functions as requested by the administration.
- Appoint Board members to committees.
- Serve as liaison to the VUSN administration.

**B. President-Elect.**

The President-Elect shall:

- Preside over Board meetings in the absence of the President.
- Assist the President as requested.

**C. Past-President.**

The Past-President shall:

- Serve as an advisor to the Executive Committee.
- Assist the President as requested.

**Article VI. AMENDMENTS TO BYLAWS AND PARLIAMENTARY PROCEDURE**

**Section 1. Bylaws.**

The bylaws may be amended at the recommendation of the Executive Committee at any business meeting. The Board shall review these bylaws one (1) time per year.

**Section 2. Parliamentary Procedure.**

Robert's Rules of Order, Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

*Bylaws approved: 8-11-2001*

*Amendment 6 Article III made 3-29-2003*

*Amendment 7 Article V made 8-1-2009*

*Revised 7-1-2020*