

**Bylaws of
The Catholic University of America Columbus School of Law
Alumni Association**

These Bylaws pertain to The Catholic University of America Columbus School of Law Alumni Association, hereinafter referred to as the “Association.” The Bylaws, to which the Association’s Constitution refers, serve as a set of rules governing the internal affairs of the Association.

SECTION I – PURPOSE

The Association shall be formed to promote the values, objectives and well-being of The Catholic University of America and Columbus School of Law, while building and fostering mutually beneficial relations between and among all stakeholders – students, faculty, administration, staff, alumni and friends worldwide.

Inscribed in the stone walls of the building at The Catholic University of America Columbus School of Law is our call to action: “Do justice, love mercy, and walk humbly with your God.” In light of the stated mission and referenced values, the Association’s objectives are:

- To actively engage all stakeholders in the programs and activities of the Law School, encouraging mutually beneficial relations where prudent and feasible.
- To continually educate stakeholders with the knowledge, practical skills and ethical foundation to succeed in practice and participate as leaders in their respective fields.
- To effectively promote representation of stakeholders in all facets of the Law School community, while working to enhance communication between and among the school and its alumni.
- To regularly encourage stakeholders to positively contribute to the Law School and broader society through the giving of their spiritual, personal and professional talents and treasures.
- To proactively advance with stakeholders the dialogue between law, faith and reason in service to the Church, the nation and the world.

SECTION II – MEMBERSHIP

- A. Classes - The Association shall be a non-dues paying entity with two classes of membership:
1. Member - All stakeholders in good standing and holding a degree from The Catholic University of America Columbus School of Law are automatically full members of the Association and shall be referred to as “Members.” All Members are eligible to participate in the Alumni Council, hold office in the Association, and vote in Association matters as provided in these Bylaws and Association Policies and Procedures.
 2. Associate Member – Current students, non-alumni members of the present faculty or faculty emeriti, the dean and deans emeriti, and staff members of the Office of Development and Alumni Relations shall be classified and referred to as “Associate Members” of the Association, if in good standing. In its discretion, the Alumni Council may designate any other stakeholder or group of stakeholders as “Associate Members” of the Association upon written notice and explanation. Such stakeholders may include but are not limited to other students, staff, administrators, parents, friends or any other individual who is deemed to have made a significant contribution to the school, the legal profession or the field of legal education. Associate Members are not eligible to hold office or vote in Association matters, unless provided otherwise by the Alumni Council in accordance with the Bylaws and Association Policies and Procedures.
- B. Good Standing – For purposes of membership in the Association, “good standing” is defined as “having complied with the stated requirements of the institution, while not having been or remaining suspended, dismissed or debarred.”

SECTION III – GOVERNANCE

- A. Alumni Council (hereinafter referred to as “Council”)
1. Composition –
 - a. Voting members shall include:
 - i. Five Association Officers as referred to in Article IV of the Constitution, consisting of President, Vice President, Immediate Past President, Secretary and Treasurer, all of whom are to be elected by the Council according to Section III.B.5. of these Bylaws.
 - ii. An alumnus/alumna having graduated within the past 10 years
 - iii. An alumnus/alumna having graduated more than 10 years ago
 - iv. Others as designated by Council
 - b. Ex officio, non-voting members shall include:
 - i. Dean of the Law School (or a designee if necessary)
 - ii. Director of Alumni Relations
 - iii. Current faculty member
 - iv. Current student (day or evening)

- c. The number of Council members shall be no less than 10 nor more than 40 stakeholders, including ex officio members.
- 2. General Authority – The Council shall have authority to:
 - a. Act as the official governing body of the Association, working collaboratively with the Dean and the Office of Development and Alumni Relations;
 - b. Make decisions in matters pertaining to alumni of the Law School community in a manner not inconsistent with the Constitution, Bylaws and Association Policies and Procedures and pursuant to majority approval by Council members present and voting;
 - c. Act and ballot in person, by telephone, email or any other mode of communication deemed appropriate in designating members as “present”;
 - d. Create committees and delegate powers to such committees and chairs as it may provide by resolution or otherwise;
 - e. Formulate and adopt Policies and Procedures and act on recommendations of committees as proposed and approved by the Council;
 - f. Propose and discuss a list of prospective and incoming Officers to be nominated and elected by a majority of Council members present and voting each year at the Spring Alumni Council Meeting; and
 - g. Fill any vacancy occurring in its own membership or in any elected office of the Association for the unexpired term.
- 3. Eligibility - Council members are selected from Association membership and must be in good standing.
- 4. Specific Responsibilities
 - a. Meetings – Attendance in person or by telephone is expected at all meetings called by the President or Council, provided appropriate notice is given. Council members failing to attend and give notice for two consecutive meetings may be advised, in writing, by the Secretary of the Council of the possibility of a revocation of appointment. Upon failure to demonstrate good cause to the satisfaction of the Council, it may by majority vote revoke the remaining appointment.
 - b. Committees - All Council members are expected to help plan and administer the programs of the Association, including active involvement in a minimum of one committee and attendance in person or by telephone at its meetings.
 - c. Participation – Council members are expected to participate in activities of the law school and those sponsored by the Association, some of which may be designated mandatory by the President or Council.
 - d. Financial Contribution – In an effort to lead by example, all Council members are expected to make a yearly contribution to the annual fund by the date determined by Council. Any Council member failing to do so may be advised in writing of the potential revocation of appointment which, thereafter, may result in revocation by majority vote of Council. The expectation is to give to the best of one’s means and to attain 100% Council participation.
- 5. Elections

- a. At its inception, Council members shall be appointed by the Dean of the Law School in consultation with the Office of Development and Alumni Relations and/or advisors from the Law School or University.
 - b. Council members shall thereafter be elected in staggered elections at Annual Spring Alumni Council meetings by majority approval of Council members present and voting, pursuant to nominations having been put forth by the Nominations Committee per Section IV.B.1. of these Bylaws and in accordance with applicable Association Policies and Procedures.
6. Terms, Vacancies, Removal, Resignation
- a. Terms - Members initially appointed by the Dean will be designated to serve until either the first, second or third annual Spring meetings of Council, so as to allow for subsequent staggered elections. Council members shall thereafter be elected to serve three-year terms, with roughly one-third of Council members being elected at each annual Spring meeting. In the case of a term conflict between membership cycles of Council and elected office, such term may be extended to agree with the latter date of the two. Each Council member shall hold office until the annual meeting at which his/her term expires and a successor has been duly qualified and elected.
 - b. Vacancies – Vacancies may be filled by majority vote of Council members present and voting.
 - c. Removal - Any Council member may be removed by a majority vote of Council when, in its judgment, the best interests of the Association will thus be served.
 - d. Resignation - Council members may resign at any time by providing written notice to the Secretary of the Association.

B. Officers

- 1. Composition - Officers of the Association shall consist of President, Vice President, Immediate Past President, Secretary and Treasurer, as designated in Article IV of the Constitution.
- 2. General Authority – Officers shall have authority to:
 - a. Manage the affairs of the Association in between meetings of the Council, with input from the Dean and/or Director of Alumni Relations;
 - b. Take action not inconsistent with any provisions of these Bylaws and Association Policies and Procedures, reporting such action to the Alumni Council at its next meeting;
 - c. Approve actions by a majority vote of members present and voting; and
 - d. Oversee and supervise the work of all Council Committees.
- 3. Specific Responsibilities
 - a. President - The President is the Chair of the Alumni Council and shall act to achieve the goals and objectives of the Association, to include but not limited to: presiding over all Association and Council meetings and overseeing the business of the Association and Council (except in cases in which an alternate presiding officer has been designated); acting as primary advocate and alumni representative (in person or via a designated alternate) at pertinent functions and activities of the Law School and University; appointing Chairs of standing and special committees

of the Association; operating as ex officio member of all such committees; and calling special meetings of the Alumni Council or Acting Officers, provided appropriate notice is given. Upon expiration of the term of office, the President assumes the role of Immediate Past President.

- b. Vice President - The Vice President shall assist and advise the President as necessary and appropriate, and succeed to the Presidency for the remainder of the existing term in the absence or disability of the sitting President.
 - c. Immediate Past President – The Immediate Past President shall assist and advise the President as necessary and appropriate; oversee one standing committee of the Council as needed, preferably the Nominations Committee; and remain generally available to contribute to the work of the Association.
 - d. Secretary - The Secretary shall issue, prepare and maintain attendance records, and record minutes at Association and Council meetings; perform other duties appropriate to the office which may be assigned by the President or Council; and assume the powers and duties of the Association and Council in the absence or disability of both the President and Vice President.
 - e. Treasurer – The Treasurer shall monitor and report on financial matters pertaining to the Association; encourage participation and maintain records of contributions made by Council members; perform other duties appropriate to the office which may be assigned by the President or Council; and assume all powers and duties of the Association and Council in the absence or disability of the President, Vice President and Secretary.
 - f. All Officers - Each Officer shall prepare and submit to the President an Annual Report at least 30 days prior to the Annual Spring Alumni Council Meeting. The President via the Secretary shall coordinate the submission of the Annual Reports and provide for their distribution to the Council.
4. Eligibility –Association Members who are in good standing are eligible to serve as an Officer, preferably having completed at least one full year as a Council member or having served as Chair of a Council committee.
5. Elections
- a. Council members, as provided in these Bylaws or as documented and approved by Association Policies and Procedures, shall nominate and elect the Officers of the Association from within Association membership.
 - b. At its inception, Officers of the Association (to include President, Vice President, Secretary and Treasurer) shall be elected by the Alumni Council in consultation with members of the Office of Development and Alumni Relations. The Director of Alumni Relations shall hold the initial office of Immediate Past President, with full voting privileges as an Officer while acting as such.
 - c. A special meeting of Alumni Council members shall be scheduled in order to nominate and elect the four initial Officer candidates and adopt charter documents. All Council members eligible to vote must be represented by a vote at the meeting and a majority vote of members present and voting will elect such Officers.
 - d. Officers shall thereafter be elected at Annual Spring Alumni Council meetings, pursuant to nominations having been put forth by the Nominations Committee per Section IV.B.1. of these Bylaws and in accordance with

Association Policies and Procedures.

6. Terms, Vacancies, Removal, Resignation
 - a. Terms – Initial Officers shall hold office until the First Annual Spring Alumni Council Meeting, at which time regular Officer elections will occur. Officers shall be elected at each Annual Spring Alumni Council Meeting to serve a one-year term, commencing at the close of said meeting. Officers shall hold office until a successor is duly elected or appointed and qualified. Terms may be renewable upon request via submission of a letter of intent and approval by Council, if received by Council at least 30 days prior to the end of the applicable term.
 - b. Vacancies - Vacancies may be filled by majority vote of Council members present and voting.
 - c. Removal - Any officer may be removed by a majority vote of Council when, in its judgment, the best interests of the Association will thus be served.
 - d. Resignation - Officers may resign at any time by providing written notice to the Secretary of the Association. The Secretary may resign by providing written notice of resignation to the Council at large.

SECTION IV – COUNCIL COMMITTEES

A. Composition

1. Standing Committees - The Council shall be comprised of at least three standing committees, as determined by Council in consultation with the Director of Alumni Relations, to include among them such committees as:
 - a. Nominating Committee
 - b. Membership Committee
 - c. Development Committee
2. Special Committees - The President or Council may create or appoint other committees, groups or leadership positions as necessary for the benefit of the Association. Such entities shall have the power, duties and responsibilities designated by the Council and may give advice and make non-binding recommendations to the Council.

B. Areas of Authority

1. Nominating Committee – The Nominating Committee shall present a slate of qualified and prospective candidates to the Secretary, who shall give notice to voting members at least 10 days prior to each Annual Spring Council Meeting. The slate is to include nominations for Alumni Council positions and for Officer positions of President, Vice President, Secretary and Treasurer, according to the election cycle as defined in the Bylaws and Association Policies and Procedures.
2. Membership Committee – The Membership Committee shall engage stakeholders by working to increase and enhance outreach efforts and to develop and communicate the breadth and depth of resources, benefits and services of the Association.
3. Development Committee – The Development Committee shall assist the Office of

Development and Alumni Relations in efforts to assess needs, encourage stakeholder support and secure financial resources.

4. Special Committees/Entities – Council may create special entities to work for the benefit of the Association, detailing general areas of authority and/or specific duties in Association Policies and Procedures or via other resolutions consistent with these Bylaws.

C. Responsibilities

1. Committees shall work as needed to provide leadership to the Association in the designated area.
2. Each committee may adopt rules for its meetings not inconsistent with these Bylaws and Association Policies and Procedures.
3. Each Committee shall prepare and submit to the President an Annual Report at least 30 days prior to the Annual Spring Alumni Council Meeting. The President via the Secretary shall coordinate the submission of the Annual Reports and provide for their distribution to the Council.

- D. Terms - Committee chairs and respective committee members serve as agreed upon with Council. It is assumed that each member of a committee shall serve a minimum of two years, unless the committee is sooner dissolved.

SECTION V – MEETINGS AND VOTING PROCEDURE

- A. Meetings of the General Membership of the Association - The Association shall hold an open annual meeting at such place and time as is determined by the Council and approved by the Dean.

1. Meeting Date - It is recommended that the Annual Alumni Association Membership Meeting take place at the law school in the Fall of each year to coincide with Reunion weekend.
2. Notice - Notice of the annual meeting shall be posted on the Law School website and dispatched by email to those alumni who have provided email addresses, no less than 30 days prior to the date on which the meeting is to occur. Giving of such notice is the responsibility of the Secretary of the Association.

- B. Meetings of the Alumni Council/Acting Officers

1. Regularly Scheduled Meetings - The Council shall meet no less than two times per year, once in the Fall to coincide with the Annual Alumni Association Membership Meeting and once during Spring semester, referred to as the Annual Spring Alumni Council Meeting, at which time elections will be conducted. Notice of the spring meeting shall be given to Council members, by email or other electronic means, no less than 10 days prior to the date on which the meeting is to occur.
2. Special Meetings - Special meetings may be called by the President or the Council as needed, upon no less than 3 days written notice by electronic means. Such notice shall include the time and place of such meeting and an indication of matters to be considered.
3. Attendance - Council meetings are open to all Members of the Association, however, upon a majority vote of Council members present and voting or by

decision of the meeting Chair, a meeting may be closed to non-Council members.

C. Voting Procedure

1. General Matters - Any matter for which a vote is necessary, or for which the President deems a vote necessary, shall be brought to the attention of appropriate stakeholders with notice given in accordance with these Bylaws and Association Policies and Procedures. Notice may be given by email or any other means according to specifications on record with the Secretary of the Association.
2. Quorum – An action may pass by majority vote of eligible stakeholders present and voting, unless indicated otherwise in the Constitution, Bylaws or Association Policies and Procedures.
3. Mode - On matters deemed appropriate by the Council or acting Officers, eligible stakeholders may vote or be deemed “present” for a vote in person, by telephone, by e- mail, or by any other means approved, provided appropriate notice of the issue at hand is given.
4. Nominations - A Nominating Committee shall present a slate of qualified and prospective incoming Council members and Officers for election by a majority vote of Council members present and voting at the Annual Spring Alumni Council Meeting.

SECTION VI – AMENDMENTS AND ASSOCIATION POLICIES AND PROCEDURES

A. Amendments

These Bylaws may be adopted, amended or repealed by a two-thirds vote of the Council or by a majority vote of those present and voting at any meeting of the Council where, absent extraordinary circumstances, notice of the proposal has been given at least 10 days prior to the meeting.

B. Policies and Procedures

The Council may adopt, amend or repeal Association Policies and Procedures to serve as a resource for itself, the Office of Development and Alumni Relations and/or volunteers engaged in a variety of roles within the Association. Topics addressed may include but are not limited to committee roles and responsibilities, alumni awards, regional chapters, reunions and so forth.

SECTION VII – EFFECTIVE DATE

These Bylaws shall take effect upon adoption by the Council on this 6 day of September, 2013.

Signed:

The 2013-2014 Law Alumni Council