

VANDERBILT INGRAM SCHOLARS ALUMNI NETWORK BYLAWS

Article I – Name

Section 1: The name of this organization is the Vanderbilt Ingram Scholars Alumni Association (VISAA). The Ingram Scholars Alumni Board is established to help support VISAA activities.

Article II – Purpose

Section 1: VISAA enriches the alumni experience by connecting alumni to Scholarship programs and knowledge and strengthening their ties to each another, to current students, and to the administration and faculty of the Program. It provides alumni with opportunities to serve the Program and current students through programming, sharing professional expertise, and providing financial support. VISAA links current students with alumni and friends of the Program, encouraging lifelong relationships with the Program and the University.

Section 2: The Board: The Ingram Scholars Alumni Board:

- builds a solid foundation to foster relationships and provide mentorship and professional growth opportunities for all Ingram Scholars;
- empowers Ingram Scholars to serve their communities and incorporate service learning into their personal and professional lives; and,
- supports the Ingram Scholarship Program staff in its efforts to maintain its mission and the integrity of the Program.

The Ingram Scholars Board will also help determine spending of the Ingram Alumni Fund, assist in planning valuable activities for the Ingram alumni reunions, and help in the recruitment of great students into the program.

Article III – Membership

Section 1: Eligibility: Membership in VISAA is open to all Ingram Scholarship Program graduates.

Article IV – Ingram Scholars Alumni Board

Section 1: Composition: All of the business of VISAA will be conducted by a board consisting of:

- At least five (5) but not more than eight (8) voting board members who are elected through an application process to the board.
- All efforts shall be made to have board member representation from unique class years.
- Three to five (3-5) non-voting Advisors as follows:
 - A. The Director of the Scholarship Program,
 - B. The staff members responsible for supporting the Ingram Scholarship Program.

Section 2: Terms: The term for each board member will be four (4) year, except where staggered terms are necessary to provide continuity. The term of board membership begins November 1.

For the term beginning November 1, 2013, no more than (3) new board members will be elected to serve a four-year term, in order to establish the proper staggering of terms. In November 2015, no more than three (3) new board members will be elected. This board election cycle will begin a process of board elections every two years starting in 2017.

Thus the terms of the members will be as follows:

2013–2017
2015–2019
2017–2021
2019–2023

Beginning November 1, 2013, all board members may serve one term. Any person who has served on the board for one term shall be ineligible for election to the board until four (4) years after the term has expired.

Section 3: Vacancies: Board member vacancies will be filled with a nominee selected by the Board and elected by a majority vote of the board for the remainder of the un-expired term. Such terms will not count against the term limit set above.

Section 4: Attendance and Removal: Board member attendance is required at all board meetings. Board members are required to notify the Chair or Program staff member prior to an absence. Participation by phone or Skype will be considered attendance. Board members who miss two (2) consecutive scheduled board meetings will be deemed to have resigned unless the board excuses such absences. Such positions will be considered vacant and filled accordingly.

Section 5: Officers: The Board will elect two (2) officers from its own membership: Chair and Secretary.

Section 6: Meetings and Quorum: The Board will meet at least twice per year, whether in-person or telephonically, with special meetings at the discretion of the Chair and Program Director.

A quorum will be deemed to be present when a majority of the board members are present, which represents a sufficient number present to conduct business properly.

Section 7: Conflict of Interest: Board members shall disclose any potential conflict of interest and abstain from any discussion or vote on related matters.

Section 8: Board Policies: Board members shall abide by the travel policy and all other policies established by the Program.

Article V – Elections

Section 1: Elections: Election of board members shall be held every two (2) years at a time to be determined by the Board. For the term beginning in November 2013, VISAA shall elect no more than (3) new board members. Further, no more than three (3) new board members shall be elected for the term beginning November 2015.

Beginning in 2017, board member elections shall be held every other year. Elections shall be by electronic ballot. In the case of a tie, the current board members will make the final decision.

Section 2: Nominating Committee: Approximately 90 days prior to the election, the board shall appoint a committee to receive nominations, board member applications and draft the slate of board member candidates. Upon receiving applications, the committee will review the quality of each candidate's application, the candidate's ability to contribute, and the diversity of classes represented with the intention of developing a balanced and representative board.

With a board term initiating November 1, the timeline for nominations will be as follows:

- June – Board requests nominations and applications from interested alumni
- July – Board reviews nominations and applications and creates slate
- August – VISAA members vote on new board members
- September/October – Board announces new board members
- November 1 – Board seats new board members

Section 3: Qualifications: Any VISAA-eligible alumni may nominate himself or herself or other alumni of the Program for consideration by the nominating committee. Only graduates of the Program are eligible to serve as board members. The board will make public the time period during which nominations will be considered and the qualifications sought in a board member.

Section 4: Officer Elections: Officers will have two-year terms. Each office shall require a majority of votes cast for that office. If such a majority cannot be obtained, a second vote shall be held between the two candidates with the greatest number of votes.

Article VI – Officers

Section 1: Duties: The officers of the board are Chair and Secretary, whose duties are as follows:

A. The Chair will preside over board and any VISSA meetings. The Chair appoints Committee Chair/Co-Chairs to standing committees and establishes any ad-hoc or working committees.

B. The Secretary will preside over meetings in the absence of the Chair. The Secretary will record and read the minutes of all meetings of the board, draft correspondence to the Board and VISSA, and create appropriate reports.

The officers will work in close cooperation with the Ingram Scholarship Program staff.

Section 2: Election and Tenure: The officers will be elected by the board from the voting membership of the board, to serve two (2) year terms beginning November 1. The board will fill vacancies, as necessary.

Article VIII – Committees

Section 1: Standing Committees: The Board establishes the following standing committees:

A. Community Relations:

- The Ingram Alumni Board Community Relations Committee is dedicated to supporting mutually beneficial professional and community service relationships between Ingram Scholar alumni as well as current Ingram scholars and alumni Ingram Scholars. The Committee provides resources to help alumni and current students to connect and network, such as through the Ingram Alumni Portal and other social events.

B. Special Events:

- The Ingram Alumni Board Special Events Committee develops programs and events to foster relationships between alumni and current students, other alumni and program staff. Events planned by the Special Events committee including the Ingram Scholars Reunion, mini-reunions in cities across the United States and any other event designed to promote interactions amongst Ingram alumni and scholars.

C. Alumni Fund Committee:

- The Alumni Fund Committee oversees the requests, acknowledgment and distribution of the Alumni Fund dollars. The Alumni Fund exists to provide current Ingram Scholars with resources to support sustainable activities that cannot be covered by their summer stipend or that are for activities conducted during the school year. The Committee establishes the guidelines, evaluation criteria and review process for the Alumni Fund distribution and participates in request review and approval.

Section 2: Committees: The board may create or establish additional committees or task forces as it shall determine. The Chair shall appoint Committee Chairs/Co-Chairs to all committees.

Article X – Fiscal Year

Section 1: Any required financial reporting schedule and fiscal year planning shall correspond with that of the Ingram Scholarship Program.

Article XI – Amendments

Section 1: These by-laws may be amended at any time by a simple majority vote of the board.