

BYLAWS
of the
Mizzou Public Health Alumni Society
An Affiliate of
The University of Missouri Alumni Association

Approved November 13, 2015

ARTICLE I: NAME

The name of the organization shall be the Mizzou Public Health Alumni Society, hereinafter referred to as the MPH Alumni Society.

ARTICLE II: PURPOSE

The MPH Alumni Society is an affiliate of the University of Missouri Alumni Association, an independent, not-for-profit educational corporation. The purpose of the MPH Alumni Society is to organize the interests, abilities and efforts of graduates of the Masters of Public Health Program and certificate programs who have an affinity to the University of Missouri. Services and activities may be educational, developmental, or social and may encourage both fellowship and constructive contributions to the University. This MPH Alumni Society is organized to encourage alumni to support public health issues, the MPH Program, the University, and to participate in building a greater University.

ARTICLE III: MEMBERS

Section 1. Membership

Membership in the MPH Alumni Society shall be limited to those persons who are:

- (a) MPH graduates, certificate holders, students, former students, or others who evince an interest in the University's Masters of Public Health program and the University, and who are Regular, Honorary, or Associate Members of the University of Missouri Alumni Association, or
- (b) those appointed to Honorary Membership as defined in Section 2.

Section 2. Honorary Members

Honorary Members shall include all persons who have rendered distinguished service to the University of Missouri or to the MPH Alumni Society and who have been elected to Honorary Membership by the Board of Directors. The MPH Alumni Society shall pay the established dues to the University of Missouri Alumni Association for any Honorary Members who are not also Honorary Members of the University of Missouri Alumni Association.

Section 3. Rights, Benefits, and Privileges

All members, including Honorary Members, shall receive identical rights, benefits, and privileges of membership as may be determined from time to time by the Board.

ARTICLE IV: OFFICERS

Section 1. Officers

Officers of the MPH Alumni Society shall consist of a President, a Vice President, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by these bylaws, by the parliamentary authority adopted in Article VIII and as set forth in the Appendix attached hereto.

Section 2. Term and Eligibility

Officers shall serve for a period of one year or until their successors are elected, and their terms of office shall begin July 1, following the meeting at which they are elected. No member shall hold more than one office at a time; and no member shall be eligible to serve more than two consecutive terms in the same office, unless the Board is unable to find a replacement and the member is re-nominated.

Section 3. Nominations

Candidates for open positions shall be self-nominated or be nominated by the members of the organization at the annual meeting or presented in writing to the membership.

Section 4. Elections

All officers shall be elected by a plurality of the votes cast by members present at the annual business meeting. Officers will be elected, one at a time, prior to the election of the Directors. The vote may be taken at a meeting and/or electronically. The Board shall develop and communicate election rules via electronic or postal mail in advance of annual elections.

Section 5. Resignation or Removal

Any officer may resign by notice in writing to the Board of Directors in care of the Secretary. Any officer may be removed from office for good cause upon the vote of at least two-thirds of the Directors present at a meeting where a quorum of the Directors exists. Such removal shall be considered upon the request of not less than two Directors; any such request shall be submitted in writing to the Board in care of the Secretary. The officer in question shall receive written notice not less than thirty (30) days in advance of the meeting at which the issue of removal is to be addressed. Upon request of the officer subject to the removal action, a hearing shall be held at said meeting prior to the vote of the Directors.

Section 6. Vacancies

In the event of a vacancy in the office of President, the Vice President shall fill the office for the unexpired term. Other vacancies shall be filled by appointment of the President, with approval of the MPH Alumni Society Board of Directors, for the unexpired term. In the event of the absence or inability to act of the President, the Vice President shall temporarily carry out the duties of the office.

ARTICLE V: MEETINGS

Section 1. Regular Meetings

The MPH Alumni Society shall hold at least one meeting annually on a date to be determined by the officers. In addition, other regular meetings may be scheduled as needed for the transaction of business or to carry out the purposes of the MPH Alumni Society. Notice of the annual meeting and of other regular meetings shall be communicated to the membership not less than 30 days prior to the meeting date via electronic or postal mail.

Section 2. Special Meetings

Special meetings may be called by the President or by the Board of Directors and shall be called upon the written request of five (5) members of the MPH Alumni Society. The purpose of the meeting shall be stated in the meeting notice. Except in cases of emergency, at least fourteen (14) days notice shall be given via electronic or postal mail.

Section 3. Quorum

The members present shall constitute a quorum for the conduct of any business of the MPH Alumni Society.

ARTICLE VI: BOARD OF DIRECTORS

Section 1. Composition

The Board shall consist of at least five (5) and not more than nine (9) members, including the four officers: President, Vice President, Secretary, Treasurer.

Section 2. Powers and Duties

Except as otherwise provided by law, the Articles of Incorporation, or the bylaws of the MPH Alumni Society, all of the authority of the MPH Alumni Society and its governance and management shall be exercised by the Board of Directors. The Board of Directors shall have general supervision of the affairs of the MPH Alumni Society between its business meetings, fix the hour and place of meetings, make recommendations to the MPH Alumni Society, and shall perform such other duties as are specified in

these bylaws. The Board may solicit funds for specific MPH Alumni Society purposes. The Board shall be subject to the orders of the MPH Alumni Society, and none of its acts shall conflict with action taken by the MPH Alumni Society.

Section 3. Meetings

The Board shall meet at least twice each year and as often as necessary for the transaction of business or to carry out the purposes of the MPH Alumni Society; it shall determine its own meeting times. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board. Procedures for notice shall be similar to those established in Article V, Sections 1 and 2. The Board may authorize the transaction of business by the Board by via electronic or postal mail. All members of the MPH Alumni Society are entitled to attend Board meetings.

Section 4. Term and Eligibility

- (a) Directors shall serve for a period of two (2) years and until their successors are elected. Their terms of office shall begin July 1, following the meeting at which they are elected.
- (b) Two of the Directors, including the Treasurer, must reside in mid-Missouri. These two members will be co-signers on all MPH Alumni Society bank accounts.
- (c) No person shall be selected for more than six (6) consecutive years as a Director of the MPH Alumni Society.
- (d) After absence from the Board of Directors for a minimum of two years, any former Director may be selected for additional terms as a Director; however, such additional service is again subject to the limits imposed herein.

Section 5. Nominations

A Nominating Committee shall be appointed and the procedures established in Article IV, Section 3, shall be followed to fill vacancies on the Board of Directors.

Section 6. Elections

The election procedure established in Article IV, Section 4, shall be followed in electing members to the Board of Directors.

Section 7. Resignation or Removal

Any Director may resign by notice in writing to the President in care of the Secretary. Any Director may be removed from office for good cause upon the vote of at least two-thirds of the Directors present at a meeting where a quorum of the Directors exists. Such removal shall be considered upon the request of not less than two Directors; any such request shall be submitted in writing to the President in care of the Secretary. The Director in question shall receive written notice not less than thirty (30) days in advance of the meeting at which the issue of removal is to be addressed. Upon request of the Director subject to the removal action, a hearing shall be held at said meeting prior to the vote of the Directors.

Section 8. Vacancies

Vacancies shall be filled by appointment of the President, with approval of the Board of Directors, for the unexpired term.

Section 9. Expenditures

No expenditure in excess of \$100.00 of unallocated funds of this MPH Alumni Society shall be made unless it has been authorized by the Board of Directors.

ARTICLE VII: COMMITTEES AND TASK FORCES

Section 1. Standing Committees

The following standing committees shall be established: Awards, Budget and Finance, Membership, Marketing and Communications and Events. The President, with the approval of the Board, shall fill all vacancies on such standing committees and shall appoint or reappoint the committee Chairpersons each year. Chairpersons of standing committees shall be considered members of the Board when appointed and are subject to the term limitations established in Article VI, Section 4. A substantial number of members of each such committee shall be persons who are not Directors.

Section 2. Awards Committee

An Awards Committee of at least two members shall be appointed. The Awards Committee shall undertake efforts to develop, sustain, and facilitate awards programs recognizing both current students and alumni. The criteria for each award will be developed by the committee and approved by the Board. The number of recipients in each category will be at the discretion of the committee. The committee will annually seek applications for nominations for awards and shall have the responsibility to select award honorees with approval from the Board.

Section 3. Budget and Finance Committee

A Budget and Finance Committee of three members, at least two of whom are not Directors, shall be appointed. The Budget and Finance Committee shall monitor spending and performance against the MPH Alumni Society's annual budget and will advise the Board on spending and budget issues. The MPH Alumni Society Treasurer shall serve as the Chair of the committee.

Section 4. Membership, Marketing, and Communications Committee

A Membership, Marketing, and Communications Committee of at least two members shall be appointed. The Membership, Marketing, and Communications Committee shall support efforts to increase the size of the alumni organization. The committee shall also assist with outreach to the society's membership as requested by the Board and Master of Public Health Program. The focus shall be on social and professional networking and other evolving online tools and communication resources.

Section 5. Events Committee

An Events Committee of two members shall be appointed. The Events Committee shall organize and plan the Annual Meeting and special events.

Section 6. Other Committees and Task Forces

(a) The Board or the President may establish and appoint other committees and task forces deemed necessary or appropriate, to serve the MPH Alumni Society. The Chairperson of any such advisory committee or task force must be a member of the MPH Alumni Society and is considered an advisor to the Board of Directors. A substantial number of members of each such committee and task force shall be persons who are not Directors.

(b) The President of the MPH Alumni Society automatically shall be an ex-officio member of all committees and task forces, except the Nominating Committee.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

The usual parliamentary rules governing deliberative bodies contained in the current edition of *Robert's Rules of Order* shall govern the MPH Alumni Society in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the MPH Alumni Society may adopt.

ARTICLE IX: DUES

Membership dues of the MPH Alumni Society and the University of Missouri Alumni Association are concurrent. Any member who joins the MPH Alumni Society is automatically a member of the University of Missouri Alumni Association. Membership dues for an individual, dual, faculty, student or life memberships are the same as those published by the University of Missouri Alumni Association.

ARTICLE X: AMENDMENT OF BYLAWS

These bylaws may be amended at any regular or special meeting of the MPH Alumni Society by an affirmative two-thirds vote, provided that the proposed amendments have been communicated via electronic or postal mail to all members of the MPH Alumni Society not less than fourteen (14) days prior to the meeting at which they will be considered.

ARTICLE XI: MISCELLANEOUS PROVISIONS

Section 1. Development Fund

The MPH Alumni Society endorses and pledges its support of the University Development Fund, which is the official fund-raising agency of the University.

Section 2. Fiscal Year

The fiscal year of the MPH Organization shall be from the first day of July each year through the 30th day of June in the succeeding calendar year.

Section 3. Definitions

As used in these bylaws, the following terms shall mean:

- (a) Association: the University of Missouri Alumni Association;
- (b) MPH Alumni Society: the Mizzou Public Health Alumni Society;
- (c) Board or Board of Directors: the Board of Directors of the Mizzou Public Health Alumni Society;
- (d) Director: a member of this Board of Directors; and
- (e) University: the University of Missouri

APPENDIX DUTIES OF OFFICERS

1. President

The President shall call and preside at all meetings of the MPH Alumni Society, its Board of Directors and Executive Committee and shall have general charge of, and control over, its operations. The President shall appoint the members of all committees and shall be an ex-officio member of all committees, except the nominating committee. The President shall perform such additional duties as may from time to time be prescribed by the Board of Directors or the bylaws.

2. Vice President

The Vice President shall assist the President in the operations of the MPH Alumni Society and shall perform such additional duties as may be prescribed from time to time by the Board of Directors or the bylaws. The Vice President shall succeed to the office of President in the event of a vacancy in the office of President. In the absence of the President, the Vice President shall serve in his or her stead.

3. Secretary

The Secretary shall keep a record of all the proceedings of the MPH Alumni Society; shall keep on file all committee reports; shall maintain record books of bylaws, standing rules and minutes; shall send out to the membership notices of each meeting; shall prepare the meeting agenda; and shall conduct the general correspondence of the MPH Alumni Society. The Secretary shall make the minutes and records of the MPH Society reasonably available to any member upon request. In the absence of the President and Vice President, the Secretary shall call the meeting to order and preside until the immediate election of a President Pro Tem.

4. Treasurer

The Treasurer shall be entrusted with custody of the funds of the MPH Alumni Society and shall disburse funds upon the authority of the Board of Directors or the bylaws. The Treasurer shall make a full financial report annually and make such interim reports as the Board of Directors may direct.