

The Student Foundation Alumni Network
Texas State Alumni Association
San Marcos, Texas
Modified: May 6, 2007



CONSTITUTION

ARTICLE I - NAME

The name of this Organization shall be "The Student Foundation Alumni Network", hereafter referred to as "TSFAN". TSFAN is a recognized chapter of the Texas State Alumni Association hereafter referred to as "The Association."

ARTICLE II - CHARTER

TSFAN is chartered as a chapter of the Texas State Alumni Association.

ARTICLE III – PURPOSE & SCOPE

The purpose of TSFAN is to provide guidance and direction to the active student organization identified and referred to as Student Foundation. The formation of TSFAN will ensure continuity in the organization through the eventual changes in campus sponsorship and potential expansion of its mission. TSFAN will be dedicated to improving the value of the Student Foundation experience for its members and to increasing the positive impact of the organization within the University and its students.

The TSFAN and its Board of Directors will work with the active Student Foundation organization, its officers, its campus advisor, and the University administration to provide strategic oversight and direction in the following areas:

- Mission, Programs & University Relations
- Membership & Member Selection
- Member Leadership Development
- Member Career Advancement
- Student Foundation Alumni Relations
- Scholarship Fundraising
- Scholarship Distribution

ARTICLE IV - MEMBERSHIP

Section 1 – Membership Eligibility

All former students who have attended or graduated from Texas State University-San Marcos and were members of Student Foundation are eligible for membership.

Section 2 – Categories of Membership

Active Member: Any eligible person who pays annual membership dues to The Association and designates TSFAN at the time of payment is a member.

Honorary Member: The Board of Directors may grant honorary membership to TSFAN as deemed necessary to fulfill the purpose and objectives of the organization.

ARTICLE V – BOARD OF DIRECTORS

Section 1

The Student Foundation Alumni Advisory Board (“SFAAB”) shall serve as the board of directors of TSFAN. The SFAAB will be comprised of twelve to eighteen members of The Student Foundation Alumni Network. Directors and members will not receive salaries, compensation or health benefits for their service.

Section 2

The members of the board will be selected from among the active members of TSFAN and invited to serve renewable two year terms (from January 1 through December 31 of the following year). Original, renewal, and replacement members will be nominated on a bi-annual basis by a nominating committee formed and chaired by the Immediate Past Chairperson of the SFAAB and approved by a majority vote of the board.

Section 3

The executive officers of the SFAAB will be the Chairperson, Vice Chairperson, Treasurer, Secretary, and Immediate Past Chairperson. These positions will be collectively referred to as the SFAAB Executive Committee. Officers for the Executive Committee will be nominated on a bi-annual basis by a nominating committee formed and chaired by the Immediate Past Chairperson of the SFAAB and confirmed by a majority vote of the board to serve renewable two year terms (from January 1 through December 31 of the following year). Responsibilities of executive officers include the following:

Chairperson - The Chairperson shall be the chief executive officer of The Student Foundation Alumni Network and the Student Foundation Alumni Advisory Board. The chairperson shall supervise, manage, direct and control all of the business and affairs of the organization. The chairperson shall preside at all meetings of TSFAN and of the SFAAB. With the approval of Executive Committee of The Association, the chairperson may execute contracts or other instruments that the SFAAB has authorized to be executed on its behalf. The chairperson shall recruit and appoint committees and committee chairs, and perform all duties incident to the office of chairperson. The chairperson of SFAAB shall serve as the representative to the Texas State Alumni Association Board of Directors (TSAABD). If the chairperson is not available for this commitment with the TSAABD, he or she may appoint a designee on an “as needed” basis.

Vice Chairperson - The vice chairperson shall support the chairperson with the duties of that office and will stand in for the chairperson in his or her absence. The

vice chairperson will also chair the Student Foundation Scholarship Selection Committee and oversee other committee operations as requested by the chairperson. The vice chairperson and the chairperson will work closely with the Student Foundation campus advisor and the university administration to support the goals and objectives of the student organization.

Treasurer – The treasurer is responsible for overseeing the organization's financial activities including the collection and disbursement of funds held on the organization's behalf by The Association as well as the money in the Student Foundation Scholarship Fund. The treasurer will work with The Association to create procedures for monitoring and reporting financial activity to the SFAAB on a quarterly basis.

Secretary - The secretary shall record, publish and archive minutes of the meetings of TSFAN and the SFAAB. The secretary will keep a register of the mailing address of each board member, create and publish a board member directory and perform duties incident to the office of secretary and as assigned by the chairperson.

Immediate Past Chairperson - The immediate past chairperson will lead the bi-annual nominating process for board members and executive officers and perform other duties as assigned by the chairperson or by the SFAAB.

Section 4

Standing and special committees will be organized and structured with committee chairs to deliver on the board's scope and objectives. Committee chairpersons will be named from the members of the SFAAB and will work under the direction of the SFAAB executive officers. Committee members may be named from within the active membership of TSFAN. Committees will conduct their work at the discretion of the members in a manner that is most appropriate to the task.

Standing committees will include Alumni Engagement, Scholarship Fundraising, Student Foundation Officer Advisory, Student Foundation Programs, and Student Foundation Scholarship Selection.

Section 5

Between the bi-annual board member and officer nomination cycles, the officers may, by majority vote of the officers, fill any vacancies on the board or in officer positions that may occur.

Section 6

The government of TSFAN and the SFAAB and the direction of its activities between meetings shall be vested in the officers.

Section 7

The SFAAB will officially convene as a group at least two times per year, with a target goal of four to five meeting per year. Two of these meetings will be scheduled on campus with other meetings conducted by conference call as determined by the

SFAAB Executive Committee. Campus scheduled meetings will be timed to coincide with Texas State Homecoming in the fall and the Student Foundation Banquet in the spring. The Executive Director of the Association, the Student Foundation campus advisor, and the Student Foundation President will be notified of the time, place and purpose of all official SFAAB meetings, as well as agenda items that may require their participation. The time commitment for official meetings, conference calls and committee work is estimated to be approximately 40 hours per year per board member. The Chairperson and Vice Chairperson's commitment is expected to be 60 – 80 hours per year.

Section 8

Fifty-one percent of the filled positions of the SFAAB constitutes a quorum. With a quorum present, a simple majority of those at the notified meeting is needed for the passage of any item requiring board approval. Any voting member of the SFAAB may vote by specific proxy. A specific proxy must be sent in writing, dated and signed by the SFAAB member to the Chairperson with specific instructions to vote on a specific item on the published agenda. A proxy vote can not be counted towards a quorum number.

Section 9

A special meeting of the SFAAB must be called upon written request of a majority of the board members.

Section 10

A board member who misses two consecutive business meetings will be contacted by the Chairperson to determine if the said board member wishes to continue to serve on the SFAAB. Any such member who misses a total of three business meetings in one year shall be considered to have automatically resigned. The Chairperson is authorized to grant waivers the attendance policy as he or she deems appropriate and in accordance to the best interest of the SFAAB.

Section 11

A board member or officer may resign their position at any time by notifying the chairperson of the SFAAB.

Section 12

The SFAAB may vote to remove a board member at any time by a two-thirds vote.

Section 13

The Executive Director of The Association, the President of The Association and the Student Foundation Campus Advisor shall sit as ex-officio non-voting members of TSFAN.

Section 14

The Organization shall indemnify a director, officer, committee member, employee, or agent to the Organization who was, is or may be named defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his

or her official capacity in the Organization. However, the Organization shall indemnify a person only if he or she acted in good faith and the Organization reasonably believed that the conduct was in the Organization's best interest. The Organization shall not indemnify a person who is found liable to the Organization on a basis of improperly receiving a personal benefit outside the defined scope of his or her role.

ARTICLE VI – FINANCIAL AFFAIRS

Section 1

The primary financial goal of TSFAN is to raise money to fund the two scholarships that benefit members of Student Foundation: The Bill Hogue Memorial Scholarship and the Student Foundation Scholarship. All monies received that are designated by the donor for scholarships will be allocated 100% to the selected scholarship. Money raised for scholarships that is not designated to one of these funds will be split evenly between the two.

Section 2

Money raised by TSFAN through undesignated donations or Alumni Association member dues that are earmarked for TSFAN will be maintained separately in an account with The Association, managed by the Executive Officers of the Student Foundation Alumni Advisory Board, subject to the spending guidelines of The Association, and reported on by the Treasurer of the SFAAB.

Section 3

With the approval of the SFAAB Executive Committee, money in the TSFAN account may be used to pay for scholarships, fundraisers, Student Foundation operations, SFAAB programs and events, SFAAB operations, alumni outreach, and any other purpose that is consistent with the organization's mission and the spending guidelines of The Association.

Section 4

On a bi-annual basis the Treasurer of the SFAAB will prepare and publish to the members of the SFAAB a financial report that details the income, expenses, and cash positions in the TSFAN account. On an annual basis the Treasurer will also publish to the members of the SFAAB a report detailing the income, expenses, and cash position in the Student Foundation Scholarship Fund.

ARTICLE VII - AMENDMENTS

The Board of Directors shall have the power to amend the Constitution and By-Laws as it deems necessary. A two-thirds vote of the board at a regular or special called meeting at which a quorum is present shall be sufficient to amend such changes to the Constitution and By-Laws. Potential amendments to the Constitution and By-Laws must be provided (which shall include, but not be limited to e-mail, fax, US mail, overnight carrier, or hand delivery) in writing to each active SFAAB member a minimum of thirty (30) calendar days prior to the scheduled vote.

ARTICLE VIII – REORGANIZATION

In the event that the SFAAB ceases to conduct organized activity (defined as not holding or conducting an organized meeting) for a period of one year without prior notice to the president of The Association, the president of The Association may appoint a new chairperson from The Student Foundation Alumni Network to reorganize the board.

ARTICLE IX – DISSOLUTION

In the event of dissolution of TSFAN, all assets of the chapter remaining after payment or settlement of the indebtedness of the chapter shall be allocated equally to the Bill Hogue Memorial Scholarship Fund and the Student Foundation Scholarship Fund held by the Texas State University-San Marcos Development Foundation in totality and with no encumbrances.

ARTICLE X - ADOPTION

This constitution and by-laws shall be officially adopted upon its approval. A copy of this document and any changes thereto shall be forwarded to The Association office.

Adopted on October 21, 2006

By the Student Foundation Alumni Advisory Board,

Bill Poston, Chairman _____

Bruce Brunner, Vice Chairman _____