

BY-LAWS
OF
BUCKNELL ENGINEERING ALUMNI ASSOCIATION

October 2023

ARTICLE I - NAME

The name of the organization is the “Bucknell Engineering Alumni Association”. It will hereinafter be referred to simply as the “BEAA”.

ARTICLE II - PURPOSE

The mission of the Bucknell Engineering Alumni Association is to promote the general well being of the College of Engineering of Bucknell University.

ARTICLE III - MEMBERSHIP

Members of BEAA shall be:

- A. those who have received engineering degrees from Bucknell University,.
- B. individuals who have been in good standing for at least two years in the undergraduate curriculum of the Engineering Departments of Bucknell University, whose separation from the College of Engineering was under honorable conditions, and who are no longer students, and
- C. others as the Board of Directors may elect, such as Bucknell alumni who by other scientific training or experience have been significantly involved in engineering fields.

ARTICLE IV - BOARD OF DIRECTORS

A. -- Creation

The Board of Directors of the BEAA (the “Board”), which is representative of the Bucknell engineering alumni body, was created to manage the affairs of the Bucknell Engineering Alumni Association. The Board shall arrange for all meetings and events of the general membership of BEAA. The Board shall have the power to make all rules for its own regulation not inconsistent with these By-laws.

B. -- Composition and Procedures

1. The Board shall consist of a maximum of 41 members (each a “Director”) comprising:
 - a. no more than 40 members who shall be elected by Directors; and
 - b. the Dean of Engineering of Bucknell University, *ex officio*.

At no time shall the number of Directors be less than 25, unless approved by a 2/3 vote of the Board.

2. In considering individuals for Board service, attention should be given to attracting the most qualified people, with appropriate consideration given to interest, service to Bucknell, the College of Engineering, and the profession, appropriate financial commitment to Bucknell, and balanced representation based on class year, discipline, gender, geography, racial and ethnic diversity and complex intersectionality.
3. The term for Directors shall be three years. Directors may stand for re-election for additional terms upon nomination by the Membership and Nominations Committee. Directors shall be eligible to serve no more than three consecutive full terms. A former Director who has served three consecutive full terms again may stand for election to the Board after one academic year off the Board.
 4. All Directors are expected to attend all Board meetings. The Executive Committee of the Board shall review attendance of Directors and may remove from the Board any Voting Members who have been absent for less than half of the meetings of the Board in an academic year.
5. Regular meetings of the Board of Directors shall be held at least three times annually with at least one meeting falling during each academic semester. Other special meetings called by the Board may be held at the time and place fixed by the President should the need arise. Meetings may be conducted on the Bucknell campus or other locations, and opportunities for attendance by teleconference, videoconference or web conference may be provided to accommodate remote attendance.
6. A quorum of the Board shall exist if either of two conditions are met:
 - (1) A simple majority of Directors is in attendance, either physically or virtually, or
 - (2) if the meeting has been announced to all Directors at least two weeks in advance, the Executive Committee may decide that a quorum exists. Business shall be conducted by a majority of the Directors attending.

ARTICLE V – OFFICERS; EXECUTIVE COMMITTEE

- A. The Board shall elect Directors to serve as Officers from a slate submitted by the Membership and Nominations Committee. Nominations also may be made from the floor. The Officers shall include the President, President-Elect Vice President for Membership, Committee Chairs of the Working Committees, each a Vice President, and Executive Committee Members-at-Large .
- B. The Executive Committee shall be no larger than nine members and comprise the Officers and the Executive Committee Members-at-Large. Terms of office Executive Committee members are two years.
- C. The term of a Director who is elected or appointed to a term on the Executive Committee that is longer than the Director's remaining term on the Board shall be extended for the length of the service as a member of the Executive Committee.
- D. If any Officer is unable to complete the Officer's term, then a special election for the Officer's replacement will be held from a slate submitted by the Membership and Nominations Committee at the next Board meeting or by virtual poll.
- E. The Officers shall be eligible to serve no more than two consecutive terms in each office, provided, however, that the President and President-Elect shall serve no more than one term in each of those offices.
- F. The Executive Committee shall set the agenda for Board meetings and shall perform such other functions as requested by the full Board. The Executive Committee is also authorized to act on behalf of the full Board between regularly scheduled meetings and in emergency situations. The Executive Committee shall examine specific issues that have been identified as priorities for Board action and develop recommendations for addressing them. The Executive Committee shall develop and update the BEAA's Long Range Strategic Plan. The Committee will also perform such other duties and functions charged to it by the President or the full Board.
- G. The President shall preside at all meetings of the BEAA membership, the Board of Directors and the Executive Committee, and shall perform such other duties as the Board may direct. The President shall be an ex-officio member of all committees. In the absence of the President, the President-Elect shall chair meetings of the Board. The President serves as chief executive officer of the BEAA, providing leadership to ensure the effective planning and implementation of the BEAA's programs and

projects.

- H. The President-Elect shall maintain documentation of the Board's activities and fulfill the duties of the President when the President is not available
- I. The Vice President for Membership shall plan for and implement the Board's membership selection and alumni award nominations processes and shall serve as the Chair of the Membership and Nomination Committee.
- J. The Vice Presidents who are Committee Chairs shall coordinate and manage the activities of Working Committees.
- K. The Executive Committee Members-at-Large shall perform such duties as the President or the Board may designate.

ARTICLE VI -- COMMITTEES

- A. Committees to manage the external affairs and relationships with the general alumni body, engineering students, the College of Engineering and University at large ("Working Committees") will be formed as needed. These Working Committees will remain in existence as long as deemed necessary to accomplish the goals and objectives of the Board; the Executive Committee shall establish from time to time the Working Committees and may amend the names and responsibilities of the Working Committees without amendment of these By-laws.
- B. In addition to the Working Committees there shall be created a standing committee of the Board for Membership and Nominations. The Vice President for Membership will chair the Membership and Nominations Committee.
- C. The Membership and Nominations Committee shall have six members, with one rotating off each year, to be replaced by one new committee member. The charge of the Membership and Nominations Committee shall be to present a slate of candidates to be elected by the full Board to serve as Members of the Board, and to present a slate of candidates for Officers of the Board who have demonstrated leadership skills and will provide continuity of leadership on the Board.
- D. The President, in consultation with the Membership and Nominations Committee and Committee Chairs, shall appoint Directors to committees. Committee Chairs may not serve more than two consecutive terms as chair of that committee. The President is an *ex officio* member of all committees.

ARTICLE VII - BOARD MEETINGS

- A. The Board meeting held in the fall semester in Lewisburg, Pennsylvania or elsewhere as the Board may direct, shall also be the annual meeting of the Bucknell Engineering Alumni Association. The Executive Committee shall select the date of the meeting. The President-Elect shall notify all BEAA members of the annual meeting by arranging for notice to be posted on the BEAA website and publicized on social media channels.
- B. The Board shall also meet to conduct business at least once in the spring semester and on at least one other time during each fiscal year of the University. These meetings will be held in Lewisburg or elsewhere on the dates as the Executive Committee The President-Elect shall arrange for all Directors to be notified of the times and places of the meetings.
- C. Special meetings of the Board may be called by the Executive Committee or upon the written request of ten or more members of the Board. These meetings will be held at the time and place fixed by the President. The President-Elect shall arrange for two weeks written notice by email of such special meetings to all Directors.

ARTICLE VIII - UNIVERSITY SUPPORT OF THE ASSOCIATION

- A. A strong, well-functioning Bucknell Engineering Alumni Association is of great importance to Bucknell. The University, therefore, has agreed to provide reasonable and appropriate assistance to guide and support its activities. The principal staff of the College of Engineering providing this guidance and support are the Dean of Engineering, the Associate Dean(s) of Engineering, and the Manager, Engineering External Relations and Communications, or such person designated by the Dean of Engineering. The Board will also draw on resources of the University for guidance and support as appropriate.
- B. The Office of the Dean of Engineering, in consultation with the University's development and alumni relations, is the principal administrative unit responsible for guiding and supporting the Bucknell Engineering Alumni Association, and it is responsible for conceptualizing, planning, and implementing a comprehensive alumni outreach program that promotes the growth and development of an informed, involved, and supportive engineering alumni body.

ARTICLE IX - AMENDMENTS

- A. The By-Laws shall be amended by a two-thirds (2/3) vote of those present

at any meeting of the Board of Directors. Upon such approval, the Amendment shall take effect immediately, subject to an examination period by the entire Board membership (said Amendment hereinafter referred to as a "Provisional Amendment").

- B. A Provisional Amendment shall be communicated to all the members of the Board of Directors of the Bucknell Engineering Alumni Association for reaction and comments as soon as practicable after the said Board meeting. Any objections to a Provisional Amendment must be made in writing and received by email by the President-Elect within fifteen (15) days of the date of presentation by email of such Provisional Amendment to the Board.
- C. At the next Board meeting, the President shall present any timely filed objections to a Provisional Amendment to the Board for its consideration. After having heard any such objections to a Provisional Amendment, the Members shall vote on the permanent enactment of the Provisional Amendment. A Provisional Amendment shall become permanent upon receiving a two-thirds (2/3) vote of the Members present at such Board meeting. If a Provisional Amendment does not receive such two-thirds vote, it shall be deemed null and void retroactive to the prior Board meeting at which the Provisional Amendment was enacted, such that the By-laws shall be read as they existed immediately prior to the enactment of such Provisional Amendment.
- D. If no objections are received on a timely basis with respect to the Provisional Amendment, then the Provisional Amendment shall become a permanent amendment to the By-laws effective as of the date of the meeting of the Board at which the Provisional Amendment was enacted.
- E. The By-laws, as amended, shall be filed in the office of the Dean of Engineering and available for inspection during normal business hours. They shall also be published on the BEAA web site.