

## The Architecture and Design Chapter of the Alumni Association of Lawrence Technological University By-Laws

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### ARTICLE I NAME & SEAL

The name of the organization shall be “The Architecture & Design Chapter of the Alumni Association of Lawrence Technological University,” to be referred to as the “Chapter”. Wherever the term “alumnus” and “alumni” shall appear, the name shall be understood to mean also “alumna” and “alumnae.” The Chapter shall have a seal bearing the name of the Chapter, and such other device or inscription as the Cabinet shall determine. The seal of the Chapter is pictured below and will remain as such until by-law revisions demand change.

Chapter Seal



### ARTICLE II NATURE, OBJECTS, & PURPOSES OF THE CHAPTER

#### **SECTION 1: Nature of the Chapter**

The Chapter shall be composed of the alumni of the College of Architecture & Design (to be referred to as the “College”) of Lawrence Technological University, Lawrence Institute of Technology and Detroit Institute of Technology (to be referred to as the “University”), as outlined in Article IV, and shall have one governing body known as the Cabinet (to be referred to as the “Cabinet”).

#### **SECTION 2: Mission Statement of the Chapter**

The Mission of the Chapter shall be consistent with that stated in the by-laws of The Alumni Association of Lawrence Technological University.

### ARTICLE III FISCAL YEAR

#### **SECTION 1: Fiscal Year of the Chapter**

The fiscal year of the Chapter shall begin on the first day of July and shall end on the last day of June of each year.

### ARTICLE IV MEMBERSHIP

The Chapter shall consist of Regular Members, Honorary Members, and Associate Members.

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### **SECTION 1: Regular Members**

Graduates and matriculates of the College shall be Regular Members of the Chapter.

### **SECTION 2: Honorary Members**

All persons who have been granted honorary degrees by the College shall be Honorary Members of the Chapter. The Cabinet may, in their discretion, confer Honorary Membership upon friends and benefactors of the College whose services the Cabinet may desire to recognize.

### **SECTION 3: Associate Members**

Parents of current students of the College, parents of Regular Members of the Chapter, and friends, current employees, and former employees of the College may join the Chapter as Associate Members.

### **SECTION 4: Voting Privileges**

Voting shall be limited to those Regular Members as defined in Section 1 above.

### **ARTICLE V** **(RESERVED)**

### **ARTICLE VI** **CABINET**

#### **SECTION 1: Cabinet**

The Cabinet is the governing body of the Chapter. The Cabinet is the official representative for the alumni of the College and is responsible for proper action of matters in which those alumni have an interest. The Cabinet has the authority to act for the Chapter.

The Cabinet will identify potential members who are committed to the mission of the College and the Chapter and who possess qualities such as leadership, integrity and enthusiasm. The Cabinet is committed to diversity in its makeup that appropriately reflects the diversity of the alumni body, including age, gender, academic discipline, profession, geography, ethnicity and other demographic factors.

The Cabinet will be composed of nine elected Regular Members.

#### **SECTION 2: Term of Office of the Cabinet**

The term of office of each Cabinet member shall be three years. Cabinet members shall not serve more than two consecutive terms. If, after serving two consecutive terms, a member wishes to run for the Cabinet again, they may do so after sitting out one full (three year) term.

If a member of the Cabinet ceases to serve, their unexpired term may be filled by appointment by the Cabinet.

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### **SECTION 3: Duties of the Cabinet**

The duties of the Cabinet shall be to:

1. Represent the alumni body.
2. Act on behalf of the affiliates and the general membership.
3. Recommend amendments to the by-laws.
4. Attend University, College, and Chapter events.
5. Approve the Cabinet's annual operating budget.
6. Review reports and recommendations of committees and implement recommendations.
7. Attend the Cabinet meetings as scheduled.
8. Approve and appoint the officers of the Cabinet.
9. Remove Cabinet members for just cause.
10. Perform other duties as required by these by-laws.

### **SECTION 4: Regular Meetings**

Regular meetings of the Cabinet shall be held at least four times annually.

### **SECTION 5: Special Meetings**

The Cabinet Chair may call a Special meeting upon giving reasonable notification (five days minimum) to the Cabinet members.

### **SECTION 6: Quorum for Meetings**

At meetings of the Cabinet, a quorum shall consist of two-thirds of the Cabinet.

## **ARTICLE VII** **NOMINATIONS AND ELECTIONS OF THE CABINET OFFICERS AND CABINET MEMBERS**

### **SECTION 1: Nominations**

Nominations will be solicited from the membership of the Chapter.

Candidates for the Cabinet must be Regular Members of the Chapter. They are encouraged to have had prior involvement with the Chapter, either through committee's or elsewhere within the College.

Any member of the Chapter may nominate a Regular Member of the Chapter to fill a vacancy on the Cabinet.

Notice of vacancies on the Cabinet shall be published according to guidelines determined by the Nominating Committee. The Nominating Committee will recommend a slate of candidates for the positions to be filled to the Cabinet members.

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### **SECTION 2: Elections**

The slate of candidates for the Cabinet shall be listed upon a ballot, either electronically or printed, which shall then be posted for all Regular Members of the Chapter to vote on. All ballots received in the mail or electronically must be from Regular Members and be counted together. In elections having more than one candidate for the open position, the candidates having the highest number of votes shall be elected. Candidates who are elected will be notified by the Nominating Committee.

### **ARTICLE VIII** **AUTHORITIES AND DUTIES OF OFFICERS**

#### **SECTION 1: Chair**

The authorities and duties of the Chair shall be to:

1. Represent the Chapter at College and University functions.
2. Preside at meetings of the Chapter, the Cabinet and the Executive Committee.
3. Call Special meetings of the Cabinet and of the Executive Committee.
4. Act as the liaison to the College and University.
5. Serve as an ex-officio member available to all committees.
6. The term of office of the Chair shall be one year.
7. The Chair will serve as Immediate Past Chair for one year following the conclusion of the term of office of the Chair.

#### **SECTION 2: Chair Elect**

The authorities and duties of the Chair Elect shall be to:

1. Perform all duties of the Chair in their absence or because of their inability to act.
2. Fill an unexpired term of the Chair that may occur. At the expiration of such unexpired term, shall succeed to the office of the Chair and shall serve in that office for a one year term.
3. The term of office for the Chair Elect shall be one year.
4. The normal succession of the Chair Elect will be to the position of Chair subject to the Nominating Committee process.
5. The Chair Elect shall be appointed by the Cabinet. The Executive Committee shall determine procedures for the appointment. A candidate for the office of Chair Elect must be a member of the Cabinet at the time of their appointment.

#### **SECTION 3: Immediate Past Chair**

The authorities and duties of the Immediate Past Chair, subject to Cabinet approval, shall be to:

1. Perform duties as the Cabinet may prescribe.
2. Serve as an advisor to the Chair.
3. Speak at Chapter, College and University functions and special events as requested.
4. Serve as a member of the Executive Committee.
5. The term of office of the Immediate Past Chair shall be one year.

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### **SECTION 4: Treasurer**

The authorities and duties of the Treasurer shall be to:

1. Manage the finances of the Chapter as prescribed within the Chapter's Treasurer's Duties of Office.
2. The term of office of the Treasurer shall be one year.

### **SECTION 5: Secretary**

The authorities and duties of the Secretary shall be to:

1. Manage the records of the Chapter as prescribed within the Chapter's Secretary's Duties of Office.
2. The term of office of the Secretary shall be one year.

## **ARTICLE IX** **STANDING COMMITTEES**

The Executive Committee and the Nominating Committee shall be standing committees of the Cabinet. The Executive Committee may appoint ad hoc committees in support of the Chapter's organizational needs. The Nominating Committee shall be chaired by a member of the Cabinet. Committee Chairs shall provide a report to the Cabinet as requested.

### **SECTION 1: Executive Committee**

The Executive Committee of the Cabinet shall be comprised of the Chair, Chair Elect, Immediate Past Chair, Secretary, Treasurer and a representative appointed by the University. The Chair of the Cabinet shall serve as Chairperson of the Executive Committee.

The Executive Committee shall:

1. Develop an annual operating plan.
2. Represent the Chapter at College and University events.
3. Act as a liaison to the College and University.
4. Conduct Chapter business between Regular meetings in the best interest of the Chapter.

### **SECTION 2: Nominating Committee**

The Nominating Committee chair shall be appointed by the Cabinet. The Nominating Committee shall:

1. Identify prospective candidates for election and replacements for vacancies to the Cabinet.
2. Ensure that the membership of the Cabinet reflects the diversity of the Chapter membership.
3. Complete a thorough vetting process for each candidate.
4. Submit the names of qualified candidates to the Cabinet.
5. Recommend a candidate for the office of Chair, Chair Elect, Secretary, and Treasurer for appointment.
6. Assist in the identification and recruitment of members for the various committees as defined by the Cabinet.

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**ARTICLE X**  
**(RESERVED)**

**ARTICLE XI**  
**INDEMNIFICATION OF CABINET MEMBERS AND OFFICERS**

**SECTION 1: Scope of Indemnification**

Officers and Cabinet members of the Chapter are indemnified and insured against liability under the University's General Umbrella Liability Policy.

**ARTICLE XII**  
**CONFLICT OF INTEREST**

**SECTION 1:**

Any Cabinet member, officer, staff member, or committee member having a material financial interest, or having an immediate family member with a material financial interest, in a contract or other transaction presented to the Cabinet or a committee thereof for authorization, approval or ratification shall make a prompt, full and frank disclosure of such person's interest to the Cabinet or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the organization's interest. The Cabinet or committee to which such disclosure is made shall thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use personal influence on, nor participate (other than to present factual information or respond to questions) in the discussions and deliberations with respect to such contract or transactions. Such person may be counted in determining the existence of a quorum at any meeting where the contract or transaction is under discussion or is being voted upon. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present. For purposes of this Section, a person shall be deemed to have a "material financial interest" in a contract or other transaction if such person is the party (or one of the parties) contracting or dealing with the organization, or is a governor, trustee or officer of, or has a significant financial or other interest in the entity contracting with the organization.

**ARTICLE XIII**  
**AMENDMENTS**

**SECTION 1:**

These by-laws may be changed, added to, amended or revoked at any Regular or Special meeting of the members of the Cabinet by a vote of the majority of the Cabinet provided that fifteen days notice of such meeting, containing a copy of the proposed changes, additions, amendments or revocations, shall have been published. Any such proposed change shall be submitted to the members of the Chapter only upon the direction of the Cabinet.