

**THE ENGINEERING & APPLIED SCIENCES ALUMNI ASSOCIATION OF THE STATE
UNIVERSITY OF NEW YORK AT BUFFALO**

CONSTITUTION

ARTICLE 1: NAME:

The name of this organization shall be The Engineering & Applied Sciences Alumni Association herein after referred to as the Association or "EAA", of the State University of New York at Buffalo, which shall hereinafter be referred to as UB; for the School of Engineering and Applied Sciences, herein after referred to as SEAS.

ARTICLE 2: MISSION:

The Association is a volunteer-led international organization established to provide:

- a. Ongoing service to UB Engineering & Applied Sciences Alumni worldwide;
- b. A focus of the Association is support for, and service to the students, faculty of the SEAS and to the University in general.

ARTICLE 3: GOALS:

The Goals of the Association are as follows:

- a. The Association shall have a truly international focus for Alumni service and membership development. It is the intent of the EAA that all SEAS alumni, no matter where located global, have equal representation within this Association.
- b. The Association shall identify and maximize the number of SEAS Alumni who feel connected, knowledgeable, involved and proud of UB and the SEAS.
- c. The Association shall be worthy of the respect and esteem of SEAS Alumni and University Administration, Faculty and Staff. Students will recognize the value that SEAS Alumni bring to their university experience. SEAS Alumni will seek out EAA their preferred means for continuing their relationship with the University and the SEAS.
- d. SEAS Alumni shall perceive the SEAS to be continuing positive factor in their lives by becoming advocates for recruitment or students to the SEAS.
- e. The Association shall maintain a self-supporting financial base that is sufficient to support active communication with SEAS Alumni all over the world.
- f. The SEAS shall actively seek SEAS Alumni for advice and participation in University affairs and decision-making for the SEAS.
- g. The Association members shall be advocates for a positive student/faculty/alumni interaction by using Association members to:
 1. Help bring the real world of Engineering into the classroom through lectures,
 2. Help support and mentor students improve their retention abilities,
 3. Help recruit new students for the University and SEAS
 4. Help to continue the cultivation of arts and sciences of engineering on a worldwide basis
 5. Consider to HIRE UB FIRST (placement of graduating students and fellow alumni) when given the opportunity

ARTICLE 4: POWERS:

This Association shall be empowered to represent the interest of all SEAS Alumni no matter where they reside globally. The Association, in concert with UB and SEAS may provide programs, scholarships, communication, fellowship, advocacy and any other appropriate activity in pursuit of its Mission and Goals.

ARTICLE 5: MEMBERSHIP:

Section 5.1-Classification of Members

- a. Regular members
- b. Honorary members
- c. Student members

Section 5.2-Eligibility for Membership

- a. Graduates of the SEAS shall be eligible for Regular EAA membership.
- b. Any person ineligible for Regular membership in the Association who has demonstrated an active or vital interest in the Association shall be eligible for Honorary membership in the Association as determined by the Board of Directors.
- c. Students who have completed a minimum of 50% of their chosen UB Engineering or Applied Science degree shall be eligible to be classified as Student members, whether undergraduate or graduate.

Section 5.3-Procedure for Admission to Membership

- a. Eligible persons shall become Regular members of the Association upon application and payment of the current dues of the University at Buffalo Alumni Association. Such persons shall continue to be Regular members of the Association for so long as they shall remain current in the payment of annual dues.
- b. Persons shall become Honorary members of the Association upon nomination for such membership by the Association through its appropriate committee. Election to Honorary membership shall be by a 2/3 majority vote of the Association Board of Directors at a duly convened and constituted meeting of said Board, and acceptance of such membership by the nominee.
- c. Students given status as Student members will not be required to pay dues.

Section 5.4 HONORARY MEMBERS:

The following shall be designated as Honorary Members of the Association:

- The Dean of the UB School of Engineering and Applied Sciences
- The Provost of the University
- The President of the University
- Any member(s) of the School of Engineering and Applied Sciences' alumni relations staff

ARTICLE 6: DUES AND FINANCE:

There shall be annual dues payable in American currency by Regular members as established by the Board of Directors to the Association as a constituent group of the University at Buffalo Alumni Association.

- a. Current assets and annual dues shall be used exclusively to promote the goals of the Association as stated in Article 3 of this Constitution
- b. At no time shall the assets of the Association be distributed to members or private individuals or used for any purpose other than objectives of this organization as stated in Article 2 and Article 3 of this Constitution
- c. Upon dissolution of the Association, all assets shall be distributed to the State University of New York at Buffalo School of Engineering and Applied Sciences through the medium of the University of Buffalo Foundation, Inc.

ARTICLE 7: MANAGEMENT:

The Association shall be governed by an Executive Committee together with a Board of Directors, subject to this constitution and current bylaws.

- a. Candidates for Board of Directors shall be determined by an annual global call for volunteers among SEAS Alumni who demonstrate a strong interest and total concern for the welfare of the Association.
- b. The Board of Directors shall be responsible for the control and management of the affairs, property and interests of the Association, and may exercise all of the powers of the Association, for the good of the Association
- c. The Association shall manage its affairs in consultation with the Dean of SEAS or his/her representative(s), and the Alumni Coordinator designated to liaison with the Association.

ARTICLE 8: BOARD OF DIRECTORS:

A Board of Directors shall be established and maintained by the existing board and executive committee from the list of volunteer candidates. Each Director shall serve a term of three years, with a maximum of two consecutive terms. Additional terms may be allowed as determined by the Executive Board. Each volunteer shall demonstrate a strong interest and concern for the welfare of all members of the

Association and of UB. Each Director not on the Executive Committee shall be assigned to chair a committee from the designated standing committees (including but not limited to those committees listed in Article 16 below) or to manage an Ad Hoc committee established by the President for the good of the Association.

ARTICLE 9: EXECUTIVE COMMITTEE:

Section 9.1:

An Executive Committee together with the Board of Directors shall conduct Association business as often as it deems necessary, however no business shall be conducted unless a quorum (Simple Majority) of Directors is present. There shall be a minimum of quarterly business meetings held to transact Association business with the exception of the first quarter (July-September) wherein the Executive committee shall meet to formulate a program for the upcoming year. There shall be at least one annual business meeting held each year. The officers of the Association shall reflect, by nature of its total global membership, a fair representation of members from all geographical locations. Any person elected or appointed to any position must be capable, willing and prepared to attend the “annual meeting” which shall be held on or near the Campus of UB which houses the School of Engineering and Applied Sciences at some designated time.

Section 9.2:

The Board of Directors shall elect from its members a President, Vice President, Secretary, and Treasurer. Candidates may be nominated by the board, volunteers, or themselves. The term of office for the President, Vice President, Treasurer, and Secretary shall be for three years, or in the case of a vacancy, appointed until a successor is elected at the next scheduled election. The President, Vice-President, Past President, Treasurer, and Secretary shall serve together in the capacity of an Executive Committee, which committee shall manage day-to-day activities and affairs of the Association.

Section 9.3:

Any member of the Executive Committee may be removed or have his or her authority suspended by the Board of Directors at any time, with or without cause. If the office of any member of the Executive Committee becomes vacant for any reason, the Board of Directors shall have the power to fill such vacancy for the remainder of that vacant office’s term.

ARTICLE 10: OFFICE OF THE PRESIDENT:

The President shall assume the responsibilities of Chief Executive Officer of the Association and shall have the general powers and duties of supervision and management of the Association and shall perform all such other duties as usually pertain to the office or are properly required by the Board of Directors. The President shall reside at all meetings of the Board of Directors. Additionally, the President or his or her designee shall be the Association’s representative to the University at Buffalo Alumni Association’ (UBAA). The President may, at his or her discretion, establish any ad hoc or special committees to discharge such duties as deemed necessary for the good of the Association.

ARTICLE 11: OFFICE OF THE VICE PRESIDENT(S):

The Vice President shall manage the affairs of the Association in the absence of the President. The Vice President shall also have such powers and perform such duties as usually pertain to the office or as are properly required by the Board of Directors. The office of the Vice President shall be assumed by the duly elected member

Each satellite club President shall additionally be designated to hold office as a Vice President and be a non-voting member of the board.

ARTICLE 12: OFFICE OF THE PAST PRESIDENT:

The immediate Past President shall be recognized for past contribution to the Association and shall continue to serve as advisor to the Board of Directors. The Past President shall have voting powers and shall remain a member of the Executive Committee for one year after the resolution of his or her term as President.

ARTICLE 13: OFFICE OF TREASURER:

The office of the Treasurer shall be assumed by the duly elected member. It shall be the duty of the Treasurer to act as the chief fiscal officer of the Association, work alongside the President in the creation and monitoring of an annual budget, and maintain an accurate account of all financial transactions of the Association. The Treasurer shall promptly deposit all funds in such bank or other depository as designated by the Board. At all board meetings, the Treasurer shall report on the state of the finances of the Association and shall perform such other duties as prescribed by the Board.

ARTICLE 14: OFFICE OF SECRETARY:

The office of the Secretary shall be assumed by the duly elected member. It shall be the duty of the Secretary to record the minutes of all meetings of the Association, Executive Committee, and of the Board and give reasonable notice to all members of Association, Executive Committee, and the Board respectively of all meetings. The Secretary shall maintain and publish, with each meeting minutes, attendance of Board members and prepare correspondence at the discretion of and for the signature of the President on behalf of the Association.

ARTICLE 15: SCHOOL LIASON AND EX-OFFICIO MEMBERS:

The Dean of the UB School of Engineering and Applied Sciences shall appoint a member of the faculty or staff who shall be the liaison between the school and the Association. The School Liaison shall be considered an ex-officio non-voting member of the Board. Ex-officio non-voting directors shall be given notice of all board meetings but shall not be required to attend, shall not be counted for the purpose of a quorum, shall not vote, and shall not have any liability with respect to any action taken by the Board of Directors.

ARTICLE 16: COMMITTEES:

The minimum Standing Committees for the Association are:

MEMBERSHIP

PUBLICITY

SCHOLARSHIPS AND AWARDS

ACTIVITIES – including but not restricted to:

Reunions

Homecoming activities, including tailgate party and football game

Basketball Night

Engineers Week Activities

STUDENT RELATIONS

NETWORKING/UB ENGINEERING PLACEMENT

SATELLITE CLUBS

ADDITIONAL SPECIAL OR AD HOC COMMITTEES AS THEY ARISE

Committees shall conduct their own business and be free and encouraged to schedule their own closed meetings as needed. Members of the Executive Committee are free to attend standing or special committee meetings and shall be notified of standing or special committee meetings. The Executive Committee shall have final approval of committee business, expenditures, and activities. In the interest of the furtherance and future stability of the Association, standing committee chairs shall encourage non-board members of the Association to participate in committees.

ARTICLE 17: SATELLITE CLUBS:

The Executive Committee together with the Board of Directors may authorize the formation of Satellite Clubs by Geographical Regions.

- a. The Association headquarters is recognized to be campus based at Buffalo. The EAA shall organize and manage campus based activities and promote coordination and interaction with and support for formation of global Satellite Clubs.
- b. New prospective Satellite Clubs shall petition the EAA to be recognized when at least five interested UB SEAS Alumni formally request to be recognized.
- c. Each prospective Satellite Club must designate, at the least, a President, Vice President, Secretary, and Treasurer in its application.

ARTICLE 18: HISTORIAN:

It shall be the duty of the Historian to keep an accurate accounting of all Association activities on an annual basis and which such files when compiled together present an ongoing history of the Association. The Historian shall be appointed by the Executive Committee.

ARTICLE 19: AMENDMENTS:

This constitution may be amended by a two-thirds majority vote of The Board of Directors conducted not less than ten (10) days after receiving a written notice of the proposed amendment(s).

BYLAWS

THE ENGINEERING & APPLIED SCIENCES ALUMNI ASSOCIATION **of the** **STATE UNIVERSITY OF NEW YORK AT BUFFALO**

These bylaws are subject to the Constitution of the Engineering & Applied Sciences Alumni Association (EAA) from the School of Engineering and Applied Sciences (SEAS) of the State University of New York at Buffalo.

ARTICLE 1: LOCATION:

The Association will have its global headquarters located at the office of the Dean of the School of Engineering and Applied Sciences situated on the North (Amherst) Campus of the State University of New York at Buffalo.

ARTICLE 2: BOARD OF DIRECTORS:

The Association shall be governed by the Board of Directors subject to and consistent with the Constitution and these Bylaws.

ARTICLE 3: MEMBERSHIP IN EAA:

1. Any SEAS graduate desirous of membership shall submit a membership application with the appropriate dues (in American currency) as established by the central University at Buffalo's Alumni Association.
2. The classes of membership shall be as follows:
 - a. Regular Member
 - b. Honorary Member
 - c. Student Member
3. Eligibility for Membership
 - a. Any graduate with a degree from UB SEAS
 - b. Any person ineligible for Regular membership to the Association who demonstrates an active or vital interest in the University or the Association shall be eligible for Honorary Membership or Student membership in the Association.

ARTICLE 4: DUES AND FINANCES:

1. The fiscal year for the Association shall be aligned with the School's and be from July 1 to June 30.
2. All disbursements of Association funds shall be made only with the approval of the Board of Directors, with each disbursement signed by two members of the Executive Committee or other account signatories.

ARTICLE 5: MANAGEMENT:

1. The administration of the Association shall be vested in the President, Vice President, Past President, Secretary, and Treasurer herein after called the Executive Committee, together with the Board of Directors, subject to the Constitution and these bylaws.
2. The President shall make a report at the Annual meeting of the fiscal year, delivering therewith the annual report of the Secretary and an annual financial statement from the Treasurer, in addition to such other reports as the Executive Committee deems necessary.
3. The Board of Directors shall delegate any or all of the Association's day-to-day business activities to the Executive Committee.
4. The President with the approval of the Executive Committee shall have authority to establish such additional committees, as it deems necessary and advisable in the execution of the Association's purposes.

ARTICLE 6: BOARD OF DIRECTORS:

1. The President together with the Executive Committee shall have sole charge of the interests and activities of the Association. They shall act in all matters concerning the business and financial interests of the Association; and, in the discharge of its duties, shall have the power, subject to the Constitution and these bylaws, to execute any measures necessary. The President shall preside over the Executive Committee and Board of Directors; and all meetings of the Executive Committee and Board of Directors; and shall be an ex-officio member of all committees.
2. The President together with the Executive Committee shall have the authority to fill vacancies arising in the Board membership, subject to the Constitution and bylaws. There shall be a minimum of 16 members constituting the Association Board of Directors.
3. In the absence of the President, the Vice President shall preside in the place of the President.
4. The Secretary shall attend all meetings, record, and distribute minutes to the Board members. The Secretary shall have custody of all official records and documents.
5. The Treasurer shall:
 - a. Draft an annual budget for Board Approval
 - b. Receive all moneys and deposit same in the name of the Association in a depository approved by the Executive Committee
 - c. Keep accurate records of all Association fiscal transactions
 - d. Provide a current updated financial report at each meeting and,
 - e. Prepare and present a final annual financial report at the annual meeting
6. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and Past President.
7. The President shall appoint standing committee chairpersons from members of the Board of Directors. It is recommended that each committee chairperson chose additional committee members from the membership at-large. The president shall establish an ad hoc committee and select a chairperson to head said committee when it is deemed necessary for the good of the Association.

ARTICLE 7: MEETINGS:

1. An annual meeting shall be established by the Board of Directors. All arrangements and costs to attend said annual meeting are the individual's responsibility.
2. Quarterly meetings shall be held to discuss ongoing Association activities
3. Official business may be conducted at any meeting of the Board of Directors when a quorum (simple majority) of Board members is present. Electronic voting shall be deemed permissible where the Executive Committee deems it appropriate; absent elections.

ARTICLE 8: ELECTION OF OFFICERS:

1. Candidates for the Board of Directors shall be determined by a global call for volunteers among eligible engineering alumni who demonstrate a strong interest and concern for UB and in particular for SEAS. These volunteer candidates shall become Board members when approved by the current Board.
2. Elections for Executive Committee positions shall be dispersed along a three year cycle so that in Year one, the Vice President is elected and Past President appointed, in year two, the Secretary elected, and year three, the Treasurer and President Elect elected.
3. Elections shall be held as proscribed in the Association's Constitution.
4. Each Satellite Club President shall assume the title and position as a Vice President of the Association and as a non-voting member of the Board.

ARTICLE 9: PUBLICATIONS AND EMBLEMS:

1. The Board of Directors may utilize notices and announcements to the Association membership related to the Association affairs, which shall be deemed to the official notice to all members of the Association.

2. Upon review and acceptance by the Board of Directors any and/or all papers and other documents authored and submitted by members may be officially published by the Association.
3. An official logo may be used on official Association correspondence; membership card, pins and other such items as the Board of Directors seem necessary or appropriate.

ARTICLE 10: GLOBAL SATELLITE CHAPTERS:

1. The establishment of global satellite alumni chapters shall be encouraged and recommended to all graduates of the School of Engineering and Applied Sciences to further and enhance the mission together with those goals set forth in the Constitution.
2. Each Satellite Chapter shall use the Association's name in conjunction with a regional name, which shall not be adopted without prior consent of the Association Officers.
3. Subject to prior approval of the Board, each Regional Chapter shall adopt a Constitution and Bylaws, which are consistent with those herein and in compliance with statutory requirements.
4. Global Satellite Chapters will enable the University of Buffalo and in particular the School of Engineering and Applied Sciences to take its rightful place among the prestigious Universities of the world.

ARTICLE 11: ORDER OF BUSINESS:

The following shall be the order of business for conduction Association business meetings unless changed by a quorum (simple majority) of the Association Officers:

Call to order by the President
Adoption of previous meeting minutes
Financial status report (Treasurers report)
Correspondence (In and Out)
Reports of Officers
Committee Chair Reports
Old (Unfinished) business
New Business
Set date for next meeting (time and place)
Motion to adjourn

ARTICLE 12: AMENDMENTS:

These bylaws may be amended by a two-thirds majority vote of The Board of Directors conducted not less than ten (10) days after receiving a written notice of the proposed amendment(s).