

CONSTITUTION

ARTICLE I

NAME

1. The name of this organization shall be “Laurentian University Alumni Association / Association des anciens de l’Université Laurentienne”, hereinafter referred to as the “Association”.
2. Hereinafter, the name “University” shall be taken to mean Laurentian University.
3. The general term “Alumni” shall be deemed to include both Alumni and Alumnae.
4. This document shall be read with all changes of gender or number, required by the context or circumstances.

ARTICLE II

MANDATE

1. The mandate of the Laurentian University Alumni Association (LUAA) is to encourage lifelong relationships with graduates of the university by inviting them to participate in on-campus and community initiatives/partnerships with a view to promoting the welfare and advancing the interest, influence and usefulness of the University as the institution continues to evolve into the North's premiere educational facility.
2. The LUAA board of directors in conjunction with its administrative arm, the Alumni Relations Office, will endeavour, through the spirit of volunteerism, to engage alumni in the life and work of Laurentian University by:
 - a) Promoting, enhancing and preserving the goodwill of Laurentian University and its alumni;
 - b) Ensuring a visible and effective alumni presence on and off campus and maintaining open lines of communication with alumni;
 - c) Developing and implementing policies and initiatives to enhance the role and image of alumni on and off campus;
 - d) Encouraging alumni to actively participate in University life and activities;
 - e) Encouraging alumni to support, sponsor and contribute to Laurentian University alumni activities and events;
 - f) Facilitating, supporting, sponsoring and encouraging year-round special events to promote Laurentian University and the success of its graduates, not only on campus but wherever there is an indicated alumni interest in organizing and holding events;
 - g) Advocating on behalf of alumni with respect to issues which may affect them;
 - h) Encouraging and assisting in the development of LUAA Chapters on and off campus;
 - i) Partnering with the University and other interested stakeholders with a view to promoting Laurentian alumni and advancing the interests of the University.

ARTICLE III

OFFICIAL LANGUAGES

1. The official languages of the Association shall be French and English

ARTICLE IV

MEMBERSHIP

1. Membership in the Association shall consist of all persons who have qualified as Alumni.
2. Alumni means persons:
 - a) who have received degrees, diplomas or certificates from the University;
 - b) who have completed one full scholastic year of study at the University and who have obtained a degree, diploma, or certificate from any accredited University;
 - c) who have been voted Honorary Alumni by the Board of Directors of the Association.

ARTICLE V

OFFICERS

1. The affairs of the Association shall be administered by a Board of Directors whose Head Office shall be in the City of Greater Sudbury, in the Province of Ontario. The Board shall exercise all the powers of the Association and do all such things, save and except such as are required by this Constitution and By-Laws, required to be exercised or done by the Association in an Annual General Meeting.
2. The Board of Directors shall be constituted as follows:
 - a) the immediate Past President;
 - b) twelve (12) directors-at-large elected by the membership;
 - c) the alumni nominee appointed to the University's Board of Governors;
 - d) the nominee appointed by the University's Board of Governors. The nominee must be a Laurentian University alumni; (2009).
 - e) one (1) director appointed by the Laurentian University Faculty Association;
 - f) the current President of the Laurentian Student Alumni (LSA) or their designate; (2006)
 - g) a maximum of three (3) representatives from officially recognized Alumni Chapters as recommended by the Chapters Committee of the LUAA, in consultation with the LUAA Nominating Committee and approved by the LUAA Board; (2010)
 - h) The Director, Alumni Relations who will act as the executive director of the LUAA and serve as an ex-officio non-voting member of the Board of the Association. (2006)

3. In accordance with Article II of the Bi-laws herein, the Board of Directors shall be nominated and approved at the Annual General Meeting.
4. A Director shall hold office for a term of two (2) years commencing at the Annual General Meeting. Directors, excluding members of the Executive are limited to three (3) consecutive two-year terms of office. For the purpose of calculating three two-year terms, upon a Board member sitting on the Executive, the time shall immediately cease, and upon the member retiring from the Executive, the time period shall immediately recommence as if there had been no interruption. Individuals must then complete a minimum of one (1) year of absence from the Board of Directors before again seeking nomination for election. Directors appointed from the Alumni Chapters will be appointed for a period of one year. (2006)
5. Should a Board member's term expire while he or she is sitting on the Board of Governors or Senate, said member shall have the right to complete the present Board of Governors or Senate term. Upon the expiration of the member's Board of Governors or Senate term, the position shall be filled by the Nominating Committee according to Article II, Section 5 of the By-laws of the Laurentian University Alumni Association. (2006)
6. Directors appointed by the Board to fill a vacancy, shall hold office for the balance of the term of the director he or she is replacing.
7. In the event of a vacancy on the Board, the Executive Committee shall fill the vacancy until the next Annual General Meeting.
8. Executive Officers shall hold office for a period of two years, per position. (2006)

ARTICLE VI

EXECUTIVE COMMITTEE

1. In accordance with Article II of the By-laws herein, the Executive Committee of the LUAA shall be nominated and approved at the Annual General Meeting.
2. The immediate Past President shall be a voting Executive member.
3. The Director, Alumni Relations, shall be an ex-officio non-voting Executive member. (2006)
4. Members of the Executive Committee shall hold office for a period of two (2) years.
5. In the event of a vacancy on the Executive Committee, the President shall fill the vacancy from the Board.
6. In the event that the office of the past president becomes vacant, the Executive Committee may fill the vacancy by appointing the most immediate prior past president.
7. In the event that the President shall resign, or otherwise be unable or unwilling to act, then the Vice-President shall be elected to the position of President for the balance of the current term, and the Board of Directors shall then elect a new Vice-President from its membership.

ARTICLE VII

DUTIES OF OFFICERS

1. It shall be the duty of the Board of Directors to administer all the affairs of the Association, and, notwithstanding the generality of the foregoing, the said Board shall have the authority to appoint the Chairs of Standing Committees (as in Article IX) and to do all other acts whatsoever which are in keeping with the Constitution and By-laws, and necessary for the administration of the Association.
2. The President shall assume all of the responsibilities and discharge all of the obligations and duties generally pertaining to that office, without limiting the generality of the foregoing, he or she shall call meetings of the Executive Committee, preside at all meetings of the Executive Committee and of the Board of Directors, and shall be entitled to sit as an ex-officio member of all committees of the Laurentian University Alumni Association.
3. The Vice-President shall assist the President and perform the duties of President in the absence of the President, shall liaise and report with all Chapter representatives, shall be Chair of the Chapter Development Committee, and shall perform such other duties as may from time to time be delegated to them.
4. The Secretary shall take Minutes of the Executive, Board and Annual General Meetings; conduct correspondence of the Association; keep on file copies of the correspondence written and received relating to the affairs of the Association; maintain custody of minutes, books, records; and perform such other duties as may be assigned by the Association.. All LUAA documents are also to be stored in the Alumni Relations Office at Laurentian University.
5. The Treasurer shall receive all fees, donations, endowments and other monies payable to the Association; keep a record of receipts and expenditures; present a report of the financial condition of the Association at each Annual General Meeting or when called upon by the President, and shall be Chair of the Finance Committee. The Treasurer shall have signing authority. Upon the written authority of the LUAA Treasurer and sanctioned by the LUAA Board, the Alumni Relations Office has authority to complete transactions on behalf of the LUAA.
6. The immediate Past President shall render assistance to the President or any member of the Board of Directors based upon his or her knowledge and experience gained from his or her previous term of office. In addition, the immediate Past President shall be entitled to the same privileges and subject to the same duties and responsibilities as any other member of the Board. The immediate Past President shall chair the Board's annual nominating committee. Should the immediate Past President be unable to fulfill his or her duties as Chair of the Nominating Committee, the President of the LUAA shall appoint another board member to oversee this function.
7. Administrative responsibilities of the Officers may be delegated to the Alumni Relations Office.

ARTICLE VIII

ELECTIONS

1. Elections can only occur under two circumstances and are covered under Article VI, Section 1 of this Constitution, and Article II, Section 4 of the By-laws.

ARTICLE IX

STANDING COMMITTEES

1. The Association shall establish Standing Committees as deemed necessary by the Board of Directors. Examples could include, but are not limited to, the Finance Committee, Chapter Development Committee, and Golf Tournament Committee.
2. Responsibility and terms of reference of the Standing Committees shall be as defined by the Board.
3. Chairs of Committees shall be appointed annually by the Board of Directors at its first meeting following the Annual General Meeting of the Association, with the exception of the Chapter Development Committee, Finance Committee, and Nominating Committee, which are covered under Article VII, Section 3, 5 and 6 respectively.
4. The Board of Directors may appoint Ad Hoc Committees and Task Forces to consider and advise the Board and/or members of the Association in respect of any matter submitted to the Board by any member of the Association.

ARTICLE X

QUORUM

1. Quorum for the Board of Directors and Executive Committee meeting shall be fifty per cent (50%) of the membership of each respectively. The President shall not vote, unless to break a tie.
2. Quorum for the Annual General Meeting shall be the people present.

ARTICLE XI

FISCAL YEAR

1. The fiscal year of the Association shall be the same as that of the University – May 1 to April 30.(2006)

ARTICLE XII

AUDITORS

1. The Auditor may be appointed by Resolution at the Annual General Meeting of the Association, and may serve until the next Annual meeting unless previously removed by a Resolution of the Board. The Board shall be empowered to remove and replace the Auditors for cause at any time prior to thirty (30) days before the Annual General Meeting. At the following Annual General Meeting, the Auditors may report to the membership on the accounts of the Association and the financial statements prepared therefrom by the Treasurer.

ARTICLE XIII

RULES OF ORDER

1. The meetings of the Association and all its committees shall be conducted in accordance with Robert's Rules of Order.

ARTICLE XIV

LUAA FUNDS

1. The LUAA will administer its funds through an internal budget held at the University. The LUAA may hold, accumulate and invest funds. The Alumni Relations Office holds the LUAA funds in trust (through a restricted budget) and the Association administers the funds, through the Finance Committee of the Board, in keeping with accepted accounting principles and in accordance with the LUAA Funding Model. Funds are generated from LUAA events, programs, and endeavours. (2006)

ARTICLE XV

CHAPTERS AND SUBGROUPS

1. The Association may create, form and dissolve chapters or subgroups as defined in the Association's Alumni Chapter Handbook. (2010)

ARTICLE XVI

AMENDMENTS

1. The constitution may be amended by two thirds (2/3) of the members of the Association present at the Annual General Meeting provided sixty (60) days notice posted in writing of the proposed amendment. Notice can be posted both either in hard copy or by electronic means via email and / or posting on the Alumni web site.(2006)

2. By-laws may be passed by Resolution ratified by simple majority of the Board of Directors and shall remain in full force and effect until they are ratified by fifty per cent (50%) of the members present at the Annual General Meeting of the Association or by participation in a mail out, providing sixty (60) days notice of the proposed amendment has been posted and made available to all members of the Association by hard copy or by electronic means via email and / or posting on the Alumni web site. In the event that the said By-laws are not so ratified by the members, they shall be deemed to be void and of no further effect. (2006)

ARTICLE XVII

EFFECTIVE DATE

1. This Constitution, together with any By-laws voted on, shall come into force immediately after their adoption of the Association.

ARTICLE XVIII

DISSOLUTION

1. In the event that the Association is dissolved or terminated, all remaining assets after payment of liabilities shall be disbursed in a manner not inconsistent with the mandate of the Association, as defined in Article II.

BY-LAWS OF THE LAURENTIAN UNIVERSITY ALUMNI ASSOCIATION

ARTICLE I

MEETINGS

1. The Association shall hold an Annual General Meeting at such time and place as may be determined by the Board.
2. The Board of Directors shall meet at least twice a year; special meetings may be called by the President or at the written request of five (5) members of the Board; such request to be forwarded to the Secretary.
3. Written notice to meetings shall be given as follows:
 - a) Executive Committee - 15 days in advance
 - b) Board of Directors - 30 days in advance
 - c) Annual General Meeting - 30 days in advance
4. The fifteen (15) and thirty (30) day notices may be waived by the majority of the members of the Executive Committee and the Board of Directors respectively, except for the Annual General Meeting.
5. Should directors miss three (3) consecutive regularly scheduled meetings without notice they shall forfeit their Directorship.
6. In the absence of the President and Vice-President, the board members present shall elect another board member to be the presiding officer. (2006)
7. The presiding officer shall not vote, except on an equal division of votes, in which case, the presiding officer shall have a casting or deciding vote. Every other member present at a general meeting shall have one vote. Votes may not be given by proxy. (2006)

ARTICLE II

NOMINATING COMMITTEE

1. At least forty-five (45) days prior to the Annual General Meeting, the Nominating Committee of the Board, which must be comprised of the Immediate Past President as Chair, the President, the Vice President, and the Director, Alumni Relations, will begin the nominating process. This committee will be responsible for presenting a full slate of candidates (Executive and Directors-at-Large) for nomination and approval at the Annual General Meeting (2006).
2. The nominating committee report shall be presented at the Annual General Meeting of the Association. Nominations will also be allowed at the Annual General Meeting. In the event that all vacancies are filled by acclamation, no election will be necessary.
3. Written nominations will be received by the nominating committee at the Alumni Relations Office, located at the Sudbury Campus of Laurentian University up to twenty (20) days prior to the Annual General Meeting.

4. If an election is required, the election shall be by a simple, majority vote of the members present at the Annual General Meeting. The counting of the ballots shall be the responsibility of the Nominating Committee and if no election is required, then the Chair of the Nominating Committee shall deliver the report of the Nominating Committee to the Annual General Meeting.
5. All alumni nominees are nominated and recommended to the Board of Governors for appointment and shall be members of good standing of the LUAA Board, unless otherwise directed by the LUAA board (2006).