



ANNUAL BOARD MEETING AGENDA

Friday, May 15, 2015

10:00 am – 12:00 pm

William Pitt Union Assembly Room

Welcome

Jeff Kondis, President

- President's Report

Approval of Minutes (**Action**)

Val Njie, Secretary

Finance Committee Report

Jeff Marzina, Treasurer

- Treasurer's Report (**Action**)

Governance Committee Report

Gary Brownlee, President-Elect

- Approval of Bylaws Changes (**Roll Call Vote / Action**)
- Approval of Slate (**Action**)

Alumni Relations & University Report

Jeff Gleim, Executive Director

Five Minute Break

Committee Chair & Leadership Team Reports

Committee Chairs Directors

- Advocacy
- Awards
- Career Services
- Communications/Technology
- Leadership Team
- Membership
- Scholarship
- School College Regional
- Student Programs

Debra Thompson, Chair
Cynthia Liefeld, Chair
Michael Grumbine, Chair
Jeff Gleim for Sean O'Donnell, Chair
Angela Timashenka Geiger / Tony Fountain, Co-Chairs
Selin Hur, Chair
Kathy Ablauf for Steve Economou, Chair
Mike Dobos, Chair
Gladys Go, Chair

Old / New Business

Jeff Kondis

- Recognition of Outgoing Board Members

Alma Mater

Adjournment – Lunch next door Kurtzman Room



MINUTES OF THE FALL BOARD MEETING

Friday, October 24, 2014

1:30 pm – 3:30 pm

O'Hara Student Center

Pitt Alumni Association (PAA) Board President Jeff Kondis called the meeting to order at 1:30 p.m. He welcomed everyone and explained the special gift for each member of a shirt /new life member pin in appreciation for all that they do and continue to do on behalf of the association. Jeff then asked each of the new directors listed below to stand and be recognized.

2014-2016 Director's at Large

Herb Dodell, A&S '61

George Anthony Elder, A&S '03

The Honorable Janice M. Holder, A&S '71

Z. Selin Hur, KGSB '97, GSPIA '97

Alka Patel, ENGR '96

John Racioppi, A&S '79, KGSB '80

Andrew M. Wuertele, A&S '97, ENGR '97

Barbara Zaborowski, A&S 82, SIS '90, SIS '08

2014-2016 Leadership Team Directors

Anthony S. Fountain, A&S '70

Angela Timashenka Geiger A&S '92, KGSB '97

2014-2016 SCR & Regional Campus Directors

Eileen Carlins, SOC WK '00, '01

Kevin Conley, Ph.D., EDU '93, SHRS'05

Michael Dobos, D.M.D., DEN '79

Gladys Go, UPJ '92

Lindsey Canchola, UPB '10

Joseph D. Muhitch, UPB '96

Lisa Polar, KGSB '98

COMMITTEE CHAIR & LEADERSHIP TEAM REPORTS

Advocacy, Debra Thompson, Chair

- Proposed FY 2015 Goal: Increase the number of Pitt Advocates by 5 % - that is approximately 85 additional advocates based on our current database of 1700 advocates.

- Friday November 21, 2014 Pitt Advocates program: “The Future of Our Region” luncheon from 12-1:30 at the University Club with U.S. Rep. Mike Doyle (D-14th Congressional District) and U.S. Rep. Rothfus (R-12th Congressional District)
- Gubernatorial election may delay the state budget by one month: if a new PA governor is elected, the budget does not have to be released until the end of March (as opposed to the beginning of February)
- Spring 2015: hope to plan a Washington DC area event in partnership with Federal Governmental Relations
- Partnering with Federal Governmental Relations for Pitt Advocates Fall Program.
- Pitt Day will likely be on a Tuesday toward the end of March; keep the format similar to last year, which includes: inviting Pitt Alumni to attend the luncheon, have the day shorter, offer guided tours of the Capitol Building, offer a career chat panel with alumni staffers, Chancellor Gallagher will attend and speak.

Awards, Cynthia Liefeld, Chair report given by Jana Sestili

Task – review and select nominees to submit to the Chancellor for his final approval.

Timeline:

- Week of October 13 – send email to committee members outlining tasks for the year. I have drafted an email for your review/revision – see below.
- Week of October 20
- Send nominations to committee members for their review and ranking
- Present committee report at October 24 board meeting.
- Announce that we have received 12 DAFs that the committee is currently reviewing to submit to the Chancellor in early November for his final approval.
- We are moving the DAF presentation to the Alumni Awards Gala on May 8, 2015. Historically, DAF has been awarded at Honors Convocation in February, but the University has decided to move the presentation to our Gala in May.
- In early 2015, we will seek nominations for the Pitt Alumni Association Awards – Ivan and Mary Novick Award for Young Alumni Leadership, “Roc” Spirit Award, Volunteer of Excellence Award, and the Bill Baierl Distinguished Alumni Service Award, which will be awarded at the Awards Gala in May.
- Week of November 3 – DAF rankings due from committee members.
- Week of November 10 – Submit DAF recommendations to Chancellor for his final approval.

Career Services, Michael Grumbine, Chair

- The Career Services Committee enhances the efforts of the Pitt Alumni Association (PAA) and Office of Career Development and Placement Assistance (CDPA), providing engagement opportunities for alumni and students.
- Promote the Pitt Career Network as the hub for alumni and student communication and networking
- Increase in the number of alumni providing job opportunities and internships
- Increase number of alumni/student networking opportunities
- Pilot Job Shadowing Program
- Increase Alumni awareness of University resources
- Communicate alumni needs and desires from Career Services

Communications/Technology Sean O'Donnell, Chair

- Assist in the transition and integration of the association's new brand and messaging
- Goals are to Post to association social media networks, particularly LinkedIn
- Suggest interesting alumni stories for Pitt Magazine and the association Web site
- Evaluate new social media platforms for possible association use
- Launch of www.pitt.edu
- Have had a few meetings this year
- 28% rise in sessions over the past year (20 users); social media up across the board; give Mimi things to post on platform

Leadership Team Report, Angela Timashenka Geiger / Tony Fountain, LT Directors / Co-Chairs

Started out with some good news - Record Participation Numbers!

Witnessed the highest number of club participation as evidenced by participation in two universal events:

- 45 clubs host a National Networking Day event this past May.
- 31 clubs hosted a Panther Sendoff event over the summer.
- Revise Banner Program to make it more inclusive
- Develop a program criterion that is engagement-focused, enjoyable, and widely attainable.
- Modify submission process to make it a more inviting process.
- Potentially have clubs create a "A Year in Review" post on FB as their Banner submission.
- Give recognition awards for new clubs, clubs with most engaging photo/ video from various outings.
- Ask alumni to play a role in selection via social media.
- Look to promote various Homecoming activities (Banner Luncheon, Alumni Leaders Social, PreGame Tent Tailgate) as part of the Alumni Leaders Homecoming weekend experience. The goal is to create a fun & fulfilling Homecoming weekend experience for our visiting club & council volunteers that reflects our appreciation of their efforts in building a national Pitt alumni community, and furthers energizes the group to continue their alumni engagement activities back in their respective regions!

Membership, Selin Hur, Chair

Membership goals: Increase retention of annual members to 75% / Retention was 69% in FY14

Increase Circle of Excellence Fund 4% / Circle of Excellence revenue in FY14: \$80,004

- Discussion followed by the group about how to best clarify membership message and ways to come up with ideas and incentives for membership
- Many ways to stay connected (clubs, services, and events) without paid membership
- A question of distinction and value
- Same benefits available from other Pitt groups and outside organizations
- What's unique to PAA? Campus and Pittsburgh, but is that enough?

Scholarship, Steve Economou, Chair

COMMITTEE GOALS

- To award the alumni association's scholarships by May 1, 2015
- To design a solicitation piece for the endowed scholarship fund to mail in November 2014
- Award the alumni association's scholarships by May 1, 2015
- One graduate and two undergraduate
- Administer two regional scholarships – new
- Resolve issues relating to our current graduate scholarship eligibility before December 31, 2014.
- Design a solicitation piece for the endowed scholarship fund to mail in November 2014
- Fund raising strategy is ongoing

Administering two additional scholarships,

- Chesapeake & Potomac Grant, funded by Wes Pickard and Chuck Steiner
- Dave Lower & Maureen McBride Freshman Scholarship for a student from the Pittsburgh metropolitan area

Graduate Scholar
Elizabeth O'Neill

Andrew J. Kuzneski Alumni Recognition Scholar
Vishmayaa Saravanan

Hilda Willis Legacy Scholar
Brian Kolich

School College Regional, Bruce Mountjoy for Mike Dobos, Chair

The SCR Committee has held two committee meetings so far this year on August 18 and September 22. Both meetings were well attended with about a dozen present in person at Alumni Hall and approximately five attending via teleconference. Also, Jeff Gleim, Gary Pollock and Carol Lippert were in attendance at both meetings and the committee truly appreciates their support and guidance.

The Grant Program is being reviewed this year. The committee is strongly recommending collaborative efforts between the members to hold joint events. This would provide a wider audience base for an event and to stretch the funds made available to the members so more events can be funded. The committee would like to recommend that future grant applications should not conflict with PAA sponsored Homecoming activities. Also, this year the committee will be exploring that grants should ideally be awarded for new initiatives vs. funding the same activities each year. We hope that this will develop more creative ideas for future events for our alumni. Also, with the School of Arts and Sciences comprising almost 80% of all graduates from the university, the committee is considering options for funding of future grants to this school in a more equitable way.

Some goals for the committee this year, in addition to the grant program, are to provide a more seamless transition for new members who will become committee members at the end of this year. Approximately 10 members will be transitioning off the committee in May, 2015. Reinstating the annual Regional Campus Meeting is being considered for this year. This would involve the regional campus members, liaisons and staff to all meet at one regional campus sight to concentrate on their unique concerns as it relates to the PAA.

In addition to the five committee meetings, the SCR members, the school liaisons, and the PAA staff will meet twice this year to discuss issues and topics of concern. The first meeting was held on September 10 at the University Club. It was held in the round table format to stimulate discussion. Some of the topics discussed were the use of social media to contact alumni, how to engage our new younger alumni, and greatest challenges faced at the schools at it relates to attracting alumni support. Thanks to all who attended.

Our next committee meeting will be November 10, 2014.

Student Programs, Gladys Go, Chair

Recap of this semester's SAA events:

- Arrival Survival
- Activities Fair
- Welcome Back Picnic
- Paint the Town
- Pumpkin Carving

Goal: Reach a membership of 1500 member by the end of fall semester

- We are currently at 1306 and would like to recruit 200 new members by December 5th
- Driving force behind recruitment will be the Cathedral Ball on December 5th

Goal: Build upon Alumni to Student interaction

- Promote Dinner with 12 which will be Jan 24th
- Renew the Panther's Ski Trip with Alumni and SAA members
- Renew the Panther to Panther Alumni Network event in spring semester

After a 5 minute break, Al Novak, vice chancellor for Institutional Advancement gave a report entitled "The Role and Importance of Alumni Relations and the Pitt Alumni Association.

He stated that the Pitt Alumni Association plays such an important role in our efforts to engage with alumni.

- The Association builds relationships with thousands of alumni world-wide.
- Many of those alumni who are cultivated year after year by the services and programs offered by the PAA become donors and volunteers.
- Emphasized the strong partnership the Association staff and the Pitt fundraising staff have; has been a fruitful collaboration.
- Alumni are an institution's most loyal supporters.
- Alumni are ambassadors -- generating invaluable word --of-mouth marketing among their social and professional networks.
- Alumni are great role models for our students.

Take for example how the Pitt Clubs and various Pitt Alumni Association events connect with alumni on a national and international landscape.

We use our loyal Pitt alumni to build our base of support, create enthusiasm and increase giving to Pitt.

Most recently, events like the H2P Receptions in Philadelphia, New York and DC, earlier this year, enabled us to connect our alumni with the new leadership of the university, provide confidence and excitement for the future of the University of Pittsburgh. And in terms of fundraising, confidence is an essential ingredient in securing philanthropy – people want to invest in a winner – and Pitt is most certainly that.

When we concluded the Building Our Future Together campaign last year, we had no intention to shut down our fundraising until the next campaign.

So to keep our focus sharp, we challenged ourselves to raise \$500 million by June 30, 2016 – outside of a campaign – to help build momentum for whatever comes next and to encourage our fundraising team to capitalize on the energy from ended a record-breaking \$2 billion fundraising campaign.

I am happy to report that we are doing quite well. This year, we have set our sights on reaching \$400 million by June 30, 2015.

Based on our current progress to date, we are on our way to surpassing \$500 million by June 30, 2016. As of earlier this week, our fundraising total was \$317.7 milli

In preparation for the next campaign, we are working with our campaign consultant, Martin Grenzebach from Grenzebach, Glier and Associates (GG+A), to: 1.) understand the capacity of our identified prospects and donors, 2.) how we will plan to cultivate, solicit and steward donors in our next fundraising endeavor and 3.) how we will structure our fundraising organization to maximize our output while working within our means.

Our next steps include: the development of a more comprehensive list of priorities to include our schools and colleges, create a case for support for each of the priorities, agree on a process to engage the schools and colleges, and to assign fundraising goals, dates and deadlines to accomplish these tasks in a timely way.

On boarding Pat Gallagher

- Stakeholder listening sessions:
- Alumni
- Trustees
- Student
- Faculty
- Local Foundations
- Local Corporations
- Campus Visitors

Jeffry Marzina, KGSB '87, Committee chair and Treasurer reviewed the treasurer's report for the period. Marzina then called for a motion to approve the treasurer's report and Gary Brownlee offered the motion to approve the report; a request for a second was made and by Michael Grumbine. There being no questions or comments; the report was approved. The motion to approve the Treasurer's Report as recorded carried by unanimous consent of the Board.

APPROVAL OF MINUTES (ACTION ITEM)

Valerie Thomas Njie, EDUC '71, Secretary reported that the minutes of the Annual Board Meeting were electronically distributed to all members. She called for a motion to approve the minutes as presented. A motion to approve the minutes was made, which was seconded by John Racioppi. There being no questions or comments, the minutes were approved. The motion to approve the Minutes of the Fall Board Meeting as recorded carried by unanimous consent of the Board.

Gary Brownlee, A&S '74, KGSB '78, Chair, Governance Committee updated the attendees on the alumni trustee and PAA Board of Directors nomination processes.

- The Governance Committee met in August 2014 and began the process for recommending names for Alumni Trustee
- The call for PAA Board of Directors will go out in January 2015 and be finalized by the Annual Meeting on May 15, 2015
- Please consider nominating a qualified Pitt Alum; we want to bring in new faces

The Associate Vice Chancellor for Alumni Relations and Executive Director of the PAA, Jeff Gleim, recognized his staff for their commitment and work they do on behalf of alumni. He continued by providing a report about ways to remain engaged and how you can be a good board member.

Promote the Association

- Host, Co-Host or sponsor a Dinner with 12 Panthers Dinner, and also **encourage** others to also support this program
- Promote the engagement opportunities at the ACC Away Game Events (Story about FIU in Photo)
- Invite friends and fellow alums to attend Pitt Day in Harrisburg
- Volunteer to pass out regalia at Grad Central – it will be among the most rewarding things you will ever do – it is why we are all here
- Keep your life membership current and consider supporting an alumni scholarship or make a donation to the Circle of Excellence Fund

Know our Traditions

- We are the keepers of traditions, such as Lantern Night, our oldest tradition. This past August, Chancellor Gallagher attended for the first time. Guest Speaker, Mary Ellen Callahan shared her memories of lantern night. Everyone loves to look up and see the victory lights lit up at the top of the Cathedral after another Pitt win and rumor has it that those who kiss on the steps of Heinz Chapel are destined to wed there. These are just a few of the traditions.

Promote Student Involvement

- Promote the benefits of students becoming involved with the **Blue and Gold Society** and the **Student Alumni Association**.
- The Blue and Gold Society is composed of top students who serve as student ambassadors for the association and the University.
- The Blue and Gold's are the governing body of the Student Alumni Association (SAA) which is the largest student organization on campus.

Become Familiar with our Website

- Check out and become familiar with the new Website, especially the events calendar.

Last but not least, Have Fun!

Rachel Cawley, CBA '15, Blue and Gold Society President, welcomed everyone back to campus and reported on the group's activities. She share a brief update about what Blue & Gold has accomplished to date and what we is planned for the remainder of this academic year.

Just to review, Blue & Gold Society is sponsored by the Pitt Alumni Association and is made up of about 35 members who are student ambassadors of the University. We represent the student body at various University functions, we maintain Pitt tradition, and we promote Pitt pride in the community so as to foster a lifelong relationship between University alumni, students, faculty and staff.

This year, we hit the ground running with our involvement in Freshmen Orientation activities, welcoming almost 4,000 new students at Freshmen Convocation. We continued to spread school spirit by participating in I <3 Pitt Day, an annual campus-wide event that promotes Pitt pride among students. Blue & Gold Society members also attended Pitt Make a Difference Day to support volunteer initiatives in the community and give back to the place we call home. Speaking of home, Blue & Gold Society is also responsible for a notable Homecoming tradition, the race for Homecoming King & Queen. This year, 19 outstanding candidates applied!

In addition to these activities, we also organized a number of events for the Student Alumni Association, one of the largest student groups on campus, which is governed by the Blue & Gold Society. During Freshmen Orientation, we sold 596 Student Alumni Association memberships, bringing our total SAA membership to 1306 members. We also held our annual SAA Homecoming event, Paint the Town Blue & Gold. More than 50 students walked along Fifth and Forbes, painting storefronts with Pitt-centric images and words in preparation for Homecoming. Take a look at the fun artwork as you tour campus this weekend! SAA will also be hosting a Cathedral Ball and an alumni-student event called Dinner with 12 Panthers. If you are interested in participating, please talk to Austin Crull or myself after this meeting.

As you can see, the Blue and Gold Society has been very active on campus this semester, but we're not done yet! We are always networking with other student organizations and University offices on campus to form new partnerships and strengthen existing connections. We believe in the importance of open communication and will be sending a newsletter to our stakeholders at the end of the month. To support streamlined communication efforts, we are planning to launch an updated webpage in December.

In summary, it is an honor to serve as President of Blue & Gold Society. Our organization has a great group of proactive student leaders who are dedicated to spreading school spirit in the Pitt community. Through the support of the PAA we are making great strides in fostering a lifelong relationship with the University of Pittsburgh and I look forward to continuing this effort throughout the school year. Thank you for your time and Hail to Pitt!

President Kondis highlighted some of the upcoming events scheduled for the remainder of the day and for the homecoming events tomorrow..

4:30 –5:30 Chancellor's Homecoming Reception (Connolly Ballroom)
5:30 –6:30 Alumni Leaders Reception (Alumni Center)
6:30 –8:30 Welcome Back Reception (Commons Room)
9:00 –10:00 Fireworks on Bigelow Boulevard
12:30 Pre-Game Tailgate (White Tent, Heinz Field)
3:30 Kick off - BEAT Georgia Tech

Being no further business, Jeff Kondis called for a motion to adjourn the meeting, which ended with the singing of the Pitt Alma Mater.

Respectfully Submitted,
Val Njie, Secretary



THE BYLAWS OF THE
UNIVERSITY OF PITTSBURGH ALUMNI ASSOCIATION

Revised April 26, 2013 Effective May 15, 2015

ARTICLE I NAME

The name of this organization shall be the University of Pittsburgh Alumni Association (hereinafter referred to as the "Association" or "Alumni Association").

ARTICLE II MISSION

The Association's mission is: "To engage and enrich alumni and students and to support and advance the University of Pittsburgh."

ARTICLE III MEMBERSHIP

Membership in the Association shall be in one of three classes:

- a) Active Membership: Any graduate or undergraduate student of the University of Pittsburgh who has complied with Article V, section 1 of these Bylaws shall be an Active Member of the Association.
- b) Associate Membership: Anyone who is not eligible for Active Membership but who has shown himself/herself to be a friend of the University of Pittsburgh and has complied with Article V, section 1 shall be an Associate Member. An Associate member shall not have the right to hold office in the Association.
- c) Honorary Membership: Honorary members shall be those who have received honorary degrees from the University. In addition, Honorary Membership may be bestowed by the Association's Board of Directors at the Board's discretion upon an individual who has given exceptional service to the University. Honorary members shall not have the right to hold office.



ARTICLE IV CONSTITUENT ORGANIZATIONS

Section 1

Alumni of the University may unite to form constituent organizations. As provided in Section 2 of this Article, each such constituent organization seeking official status shall petition the Association's Board of Directors (hereinafter referred to as "Board" or "Board of Directors") for ratification as a constituent organization within the Association.

Section 2 Constituent Organization Names

- a) Each organization representing alumni of particular schools or colleges of the University shall hereinafter be known by the name of such school followed by the word "Society"
- b) Affinity organizations shall hereinafter be known by the name of such organization followed by the word "Council."
- c) Regional organizations shall hereinafter be known by the name of such organization followed by the word "Club."
- d) Any organization currently representing alumni of a particular school or college of the University or affinity or regional organizations are authorized to retain their current official name.

The Board of Directors may, from time to time, recognize other constituent organizations. Voting on such rules and regulations shall be in the same manner as provided for in Article XIII. Each such constituent organization heretofore officially ratified by the Association's Board of Directors as of the date of these Bylaws shall for all purposes be deemed to have been ratified pursuant to these Bylaws. All Societies, Councils and Clubs shall collectively be hereinafter referred to as Constituent Organizations.

Section 3 Constituent Organization Bylaws

Any organization seeking official recognition or status as a Constituent Organization shall submit for approval a signed copy of Articles of Association that conform with the Bylaws of the Association. (See Attachment 1)

- a) Societies are governed by the individual school or college Bylaws. Societies are encouraged to the maximum extent possible to align their Bylaws with those of the Association.
- b) In drafting or modifying their Bylaws, Clubs and Councils are encouraged to the maximum extent possible to align their Bylaws with those of the Association.



ARTICLE V DUES

Section 1 Alumni Association

The Alumni Association shall have a membership dues structure. The amount of the dues shall be determined by the Board of Directors and shall be paid by the individual.

Section 2 Clubs and Councils

Hereinafter, Constituent Organizations may not assess separate dues. Any Club or Council who had assessed dues as part of its membership program prior to July 1, 2012 are allowed to continue assessing separate dues, however these Clubs or Councils are also to encourage its members to become members of the Alumni Association. If at any time constituent organizations cease to assess dues they shall not be allowed to reinstate a dues structure.

ARTICLE VI MEETINGS

Section 1 Annual Meeting

The Association shall hold an Annual Meeting of its members of each year. The Board of Directors shall give notice of the Annual Meeting at least thirty (30) days prior to such meeting. Any member desiring to place an item on the agenda of the Annual Meeting shall notify the Executive Director and the President of the Association in writing at least ten (10) business days prior to the annual meeting. Agenda items will be added at the discretion of the Executive Director and the President.

Section 2 Special Meeting

Other meetings of the Board of Directors of the Association may be called at any time by the Executive Director and the President provided that notice of any such meeting and the matters of the business to come before any such meeting shall be given at least seven (7) business days prior to any such meeting.



Section 3 Quorum and Attendance

a) **Quorum**

Fifty percent (50%) of the voting members of the Board of Directors of the Association present at any meeting of such Board of Directors shall constitute a quorum for the purpose of transacting business of the Association.

b) **Attendance**

One or more Directors may participate in any regular or special meeting of the Board of Directors or of a committee of the Board of Directors by means of remote conferencing capabilities or similar communications means by which all persons participating in the meeting are able to communicate with each other. Participation in a meeting in this manner by a Director will be considered to be attendance in person for all purposes under these Bylaws.

c) **Voting**

Members of the board of directors shall be authorized to cast votes electronically, at a meeting, or by any other means instructed by the President. Except as may be hereinafter provided, a majority of the votes cast electronically, at a meeting, or by any other means in accordance with the provisions in Article VI shall be sufficient to pass on matters of business.

Section 4 Rules of Order

The rules of procedure at meetings of the Association shall be those set forth in Robert's Rules of Order, Revised, unless otherwise provided in these Bylaws.

ARTICLE VII NOMINATIONS AND ELECTIONS

Section 1 ~~Governance Committee Members~~Nomination Process

~~The Governance Committee consists of the President of the Alumni Association, the officers and the two (2) immediate Past Presidents, and is chaired by the President-Elect. Governance Committee members who wish to be considered for any office in the Association or as an Alumni Trustee shall recuse themselves from voting if their name is on the ballot.~~

- a) The Executive Committee (as defined in Article X Section 1a) shall facilitate the annual nomination and election process of Alumni Officers and Directors to the Alumni Association Board in conformance with the Bylaws of this Association.
- a)b) The ~~Governance~~Executive Committee will also recommend names of qualified candidates for Alumni Trustee ~~and will make recommendations~~ to the Nominations Committee of the Board of Trustees for the positions of Alumni Trustee.



Section 2 Enumeration

- a) **President and President Elect** – The Executive Director in conjunction with University Leadership shall select qualified candidates for the office of President and President Elect and submit those names to the ~~Governance~~Executive Committee for consideration.
- b) **Officers** – The Executive Director and the President-Elect select candidates from the eligible pool of candidates for the offices of Vice President (2), Secretary, Treasurer, a School, College Regional Campus (SCR) Chair, and Director-at-Large Representative and submit those names to the Executive Committee for consideration.
- c) **Directors at Large** – The ~~Governance~~Executive Committee shall endorse candidates from the eligible pool of candidates for each open seat on the Board of Directors subject to election.
- ~~e)d) **Leadership Team Directors** -The Executive Committee shall endorse candidates from the eligible pool of candidates for each open position of Leadership Team Director subject to election. Leadership Team Directors must have served in a leadership role as an officer, board member or representative in an active Club or Council. The two (2) Leadership Team Directors are voting members of the Board of Directors and shall serve as the co-chairs of the Leadership Team Committee.~~
- ~~I. — The Leadership team is separate from the Alumni Association Board and serves in an advisory role to the Board of Directors.~~
- ~~H.I. Leadership Team Directors must have served in a leadership role as an officer, board member or representative in an active Club or Council.~~
- ~~e)e) **School and College Directors** – The Dean of each School or College shall propose a candidate to serve as their representative on the Alumni Association Board of Directors subject to approval by the ~~Governance~~Executive Committee.~~
- ~~e)f) **Regional Campus Directors** – The President of each regional campus shall propose a candidate to serve as their representative on the Board of Directors subject to approval by the ~~Governance~~Executive Committee.~~
- g) **Alumni Trustees** - The six (6) Alumni Trustees of the University of Pittsburgh Board of Trustees shall be graduates of the University. Nominees for Alumni Trustees must have demonstrated their interest in the University of Pittsburgh as reflected in alumni service or other activities on behalf of the University and meet the Criteria for Electing Trustees of the University of Pittsburgh. Two of the six Alumni Trustees shall be the two (2) immediate Past Presidents of the Alumni Association and will serve in the dual role of Alumni Trustee and immediate Past Presidents on the Association Board of Directors. If, for any reason, one of these Past Presidents cannot serve on the University’s Board of Trustees, the ~~Governance~~Executive Committee in conjunction with University leadership will identify and submit a replacement to the University Board of Trustees Nominating Committee. The remaining four Alumni Trustees will be selected by the Nominating Committee of the Board of Trustees from candidates identified by the Nominating Committee of the Board of Trustees and the Alumni Association ~~Governance~~Executive Committee.



~~h~~ **Director Emeritus** - Any person designated as Director Emeritus should be an alumnus of the University who has rendered distinguished service to the Association and to the University. The President and the Executive Director will recommend candidates for Director Emeritus to the ~~Governance~~Executive Committee ~~for endorsement~~. Director Emeritus status is confirmed by a two-thirds vote of the Alumni Association Executive Committee.

Section 3 Terms

- a) **Officers** shall serve a two-year term of office. Time served as an officer does not count towards Association term limits overall. There is no term limit for a Board member as long as they remain an officer. If an opportunity is not provided to existing Board members to serve as an officer, that person's time on the board will expire at the end of the current President's term or upon having the opportunity to have served two terms as a Director.
- b) **Directors-at-Large** shall serve a two-year term of office and may be nominated to serve one additional and consecutive two-year term. A candidate shall be eligible for re-election after sitting out for at least one term. In both cases, they must go through the nomination process.
 - a) ~~Directors at Large who are serving on the Executive Committee are exempt from term limits during that specific term.~~
- c) **Leadership Team Directors** shall serve a two-year term of ~~office and may be nominated to serve one additional and consecutive two-year term. A candidate shall be eligible for re-election after sitting out for at least one term. In both cases, they must go through the nomination process.~~
- d) **Regional Campus Directors** shall be proposed by the Regional Campus Presidents to serve a two-year term of office in accordance with the Association's election cycle. Regional Campus Directors may be proposed by the Regional Campus President to serve one additional and consecutive two year term. A candidate shall be eligible for re-appointment after sitting out for at least one term. In both cases, they must go through the nomination process.
- e) **School and College Directors** shall be proposed by the Dean of their school or college to serve a two-year term of office in accordance with the Association's election cycle. School and College Directors may be proposed by the Dean or their school or college to serve one additional and consecutive two-year term. A candidate shall be eligible for re-appointment after sitting out for at least one term. In both cases, they must go through the nomination process.
- f) **Alumni Trustees** are to be elected for such terms as may be provided from time to time by the University's Bylaws and in accordance with the Executive Committee process for electing Alumni Trustees.
- g) **Director Emeriti** shall serve for life.



Section 4 Elections

The Officers, Directors at Large, and Leadership Team Directors shall be elected at the Annual meeting of the Alumni Association. School & College Directors and Regional Campus Directors shall be confirmed at the Annual meeting of the Alumni Association.

Section 5 Date of Term of Office

All Officers and Directors of the Association shall take office beginning July 1 and concluding on June 30 in accordance with Article VII Section 3. Alumni Trustees shall take office at the last meeting of the fiscal year of the University's Board of Trustees.

Section 6 Removal from Office

Any Member of the Board of Directors may be removed at any time for conduct significantly detrimental or prejudicial to the public image of the University. That removal will be effective when approved by a two-thirds vote of the voting members of the Board of Directors.

ARTICLE VIII THE BOARD OF DIRECTORS OF THE ASSOCIATION

Section 1 Purpose

The Board of Directors serves in an advisory capacity to the office of Alumni Relations. Members of the Board work with the staff of Alumni Relations, who are responsible for the day to day operations. The Board serves a critical role by providing strategic direction, resources, and professional expertise to carry out the Association's mission to engage and enrich alumni and students and to support and advance the University of Pittsburgh as further set forth in Attachment 2.

Section 2 Members of the Board of Directors shall include the following:

a) Voting members:

- i. ~~Two (2) Alumni Trustees~~ / Immediate Past ~~Presidents~~ President
- ii. ~~Twenty (20)~~ Eighteen (18) Directors-at-Large
- iii. ~~Two (2)~~ Leadership Team Directors representing Alumni Clubs ~~& and~~ Councils
- iv. ~~Six (6)~~ Eight (8) Officers
- v. ~~One~~ Director representing each School or College (16)
- vi. ~~One~~ Director representing each Regional Campus (4)



b) Non-voting Ex Officio members:

- i. Vice Chancellor for Institutional Advancement
- ii. Executive Director of the Alumni Association
- iii. Chairman of Chancellor's Circle
- iv. One (1) Student Government Board Representative
- v. One (1) Blue and Gold Society Representative
- vi. Any number of Directors Emeriti
- vii. Past President

Section 3 Compliance

Any voting member of the Board of Directors must be a life member of the Alumni Association and maintain donor and life member status during each year of his or her entire term on the Board. Once the Life Membership obligation is paid in full, each Board member is strongly encouraged to contribute annually to either the alumni operating fund (Circle of Excellence) or the University of Pittsburgh. All voting members of the association shall sign and maintain compliance with the Board Member Responsibility Form, which may be updated from time to time; the most recent version is attached hereto as Attachment 2.

Section 4 Conflict of Interest

The Association shall not be precluded from conducting business with any partnership, firm or company with which one or more Directors are associated, provided any business relationship is established and maintained at an arm's length basis. Each Director shall disclose in advance of a vote any actual or potential conflict between the Director's personal interests and his duty to the Association. Any Director deemed by the Board to be disqualified because of an actual or apparent conflict of interest on any matter shall not vote or use their personal influence on the matter. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting and the effect on the quorum.



ARTICLE IX OFFICERS, DIRECTORS and ALUMNI TRUSTEES RESPONSIBILITIES

Section 1 Officers

The Officers of the Alumni Association shall include a President, a President-Elect, two (2) Vice-Presidents, a Secretary, a Treasurer, a School, College Regional Campus (SCR) Chair, and a Director-at-Large Representative.

Section 2 President

The President shall be Chair of the Board of Directors and shall preside at meetings of the Association. The President and Executive Director shall appoint the chairpersons of all standing and ad hoc committees and such other representatives and delegates as deemed appropriate.

Section 3 President-Elect

The President-Elect shall be Vice Chair of the Board of Directors and shall chair meetings of the Association in the absence of the ~~Chair~~President. The President-Elect shall ~~chair the Governance Committee~~oversee the nomination process. In the event of a vacancy in the office of the President, the President-Elect shall assume the duties of the office and shall complete the balance of the current President's term as well as the regular term as next President of the Association (*See Article VII, Section 2 Enumeration*).

Section 4 Vice Presidents

Two Vice Presidents shall act as representatives of the President in coordinating activities and functions as may be designated.

Section 5 Secretary and Treasurer

The Secretary and the Treasurer shall have such duties as are ordinarily associated with such positions. ~~In addition the Treasurer shall chair the Finance Committee.~~

Section 6 School/College/Regional Campus (SCR) Chair

~~The~~ School/College Regional Campus Committee Chair shall represent all of the schools, colleges and regional campuses.

Section 7 Director at Large Representative

The Director at Large Representative shall represent all the elected Directors of the Alumni Board on the Executive Committee.

Section 8 Directors-at-Large, Leadership Team Directors and School, College and Regional Campus Directors

The Directors shall assist the President of the Association in advancing the goals and priorities of the Alumni Association and will be appointed by the President and Executive Director to serve on at least one (1) operating or standing committee.

Section ~~79~~ Immediate Past ~~Presidents /Alumni Trustees~~President



The ~~two Alumni Trustees who are~~ Immediate Past ~~Presidents~~ President shall remain as a voting member for one term of two years following their presidency and will also serve on the Association's Executive Committee and shall act as ~~liaison~~ liaison between the Trustees and Directors. The Immediate Past President will also serve as an Alumni Trustee.

Section 10 Past President

The Past President is the person who precedes the Immediate Past President. The Past President shall remain on the Alumni Association Board as a non-voting ex-officio member for one term of two years and act as a liaison between Trustees and Directors.

Section 11 Assumption of Duties

In the absence of, or the inability of, the President to carry out the duties of the office, such responsibilities shall be carried out by the President-elect, followed by the two (2) Vice-Presidents, the Secretary, Treasurer, SCR Chair and Director at Large Representative.

Section 12 Non-Voting Ex-Officio Membership

The Executive Director, the Vice Chancellor for Institutional Advancement, and the Chairman of Chancellor's Circle will serve as non-voting ex-officio members of the Board of Directors. Other non-voting ex-officio members on the Board of Directors shall include the Past President, one representative from the Student Government Board, one representative from the Blue and Gold Society, and ~~Directors~~ Director Emeriti. Ex-Officio members are eligible to serve on any of the operating committees.

Section 13 Vacancies

Except as herein provided, the vacancy of any Officer or Director shall be filled by appointment at the discretion of the President and Executive Director of the Association. Any Officer or Director serving by appointment of the President and Executive Director to fill a vacancy shall serve the balance of the term of the Officer or Director for whom he/she is a replacement. This appointment shall not affect any future term limit. Any Alumni Trustee vacancy shall be filled in accordance with the University of Pittsburgh Board of Trustees' Bylaws.

ARTICLE X COMMITTEES

Section 1 Standing Committees

The Standing Committees shall be as follows:

a) Executive Committee

Members of the Executive Committee are selected by the President and the Executive Director and shall consist of the following members:

- i. Chair: President. ~~Eleven (11)~~ Nine (9) Members consisting of the ~~six (6)~~ eight (8) Officers, ~~two (2) Alumni Trustees/ and the Immediate Past Presidents, 1 Director at Large, 1 School and College Director, 1 Regional Campus Director~~ President.



- ii. The Executive Committee shall be empowered to act on the Board of Directors' behalf, except as otherwise specifically provided by the Bylaws.
- iii. The Executive Committee shall ~~track and monitor~~be updated on the progress of the ~~long-term~~Association's strategic ~~plandirection~~ and ~~research and implementsuggest~~ changes when appropriate.
- iv. The Executive Director and Vice Chancellor for Institutional Advancement shall serve as ex-officio members.
- v. The ~~Governance~~Executive Committee shall manage the annual nomination and election process of Alumni Officers and Directors to the Alumni Association Board in conformance with the Bylaws of this Association.
- vi. The ~~Governance~~Executive Committee will research names of qualified candidates for Alumni Trustee and make recommendations to the Nominations Committee of the Board of Trustees for the position of Alumni Trustee.
- vii. The ~~Governance~~Executive Committee shall evaluate the Bylaws and recommend any proposed changes for endorsement and full Board approval. The ~~Governance~~Executive Committee shall review the Bylaws of constituencies either recognized or those seeking recognition, and promote adherence to the Bylaws and rules of order within the Association.
- ~~viii.~~viii. The Executive Committee will monitor the association's budget and assist staff in the evaluation of budgets and programs and make recommendations as appropriate.

b) School, College, Regional Campus Committee (SCR Committee)

- i. The Schools/Colleges/Regional Campuses group serves in an advisory capacity to assist in strengthening the relationship between the Pitt Alumni Association and all the schools, colleges and regional campuses.
- ii. The committee shall meet on a regular basis to support the alumni liaison program by sharing information, ideas, and feedback on alumni association activities and events and looks for synergies and opportunities for collaboration.
- ~~iii.~~iii. The Chair of the SCR Committee shall represent the Schools, Colleges and Regional Campuses on the Executive Committee.

c) Leadership Team Committee (LT Committee)

- i. The Leadership Team group serves in an advisory capacity to assist in growing and expanding the clubs and councils program. The Leadership Team Committee shall meet on an as need basis to provide support to the clubs and councils program and to share information, ideas and feedback on club and council events and look for opportunities to enhance the program.
- ii. The two (2) Leadership Team Directors shall be designated as Co-Chairs of the Leadership Team Committee.

Finance Committee

- ~~i.~~ Chair: Treasurer. Five (5) Members consisting of four (4) Executive Committee Members and the President.
- ~~ii.~~i. The Finance Committee monitors the alumni association budget and assists staff in the evaluation of current and proposed revenue programs.

Section 2 Operating Committees

Operating Committees shall be determined on an annual or bi-annual basis to ensure alignment with the University and Association's strategic direction. The Operating Committees shall investigate, study, and make recommendations to the Executive Committee and the Board of Directors. Members of the Operating Committees are selected by the President and the Executive Director. Examples of Operating Committees could include but not limited to:

- Advocacy



- Awards Committee
- Career Services
- Communications & Technology Committee
- Membership Committee
- Scholarship Committee
- Student Programming Committee

~~Section 2 — Sub Committees~~

Section 3 Ad Hoc Committee

- Ad Hoc Committees may be created by both the Executive Committee and the Board of Directors on an “as needed” basis to address specific subject matter that is relevant.
- In addition to Board members, alumni with a specific interest or expertise would be eligible to participate on these Ad Hoc Committees.
- Ad Hoc Committees will report to the Chair of the Alumni Standing or Operating Committee that created it.
- ~~e)d~~ Any Ad Hoc Committee shall investigate, study and make recommendation, which shall be reported to the Chair of the Standing or Operating Committee that created it; in turn, that Chair shall convey the substance of such reports to that Standing or Operating Committee or arrange to have the Ad Hoc Committee make a report directly to the Standing or Operating Committee
- ~~e)e~~ Any Ad Hoc Committee shall engage in other activities only upon express authorization of the Committee Chair that created it or upon authorization of the majority of the Standing or Operating Committee with approval of the Executive Committee or Board of Directors unless otherwise provided in these Bylaws

Section 4 Sub-Committee and Task Force

- Sub-Committees and Task Forces may be created by the President on an “as needed” basis consisting of alumni with a specific expertise pertaining to the Sub-Committee or Task Force charge.
- In addition to Board members, alumni with a specific interest or expertise would be eligible to participate on these Sub-Committees or Task Forces.
- Sub-Committees or Task Forces will report to the Chair of the Executive Committee.
- Any Sub-Committee or Task Force shall investigate study and make recommendation, which shall be reported to the Executive Committee which, in turn, shall convey the substance of such Sub-Committee or Task Force reports to the Board of Directors or arrange to have the Sub-Committee or Task Force make a report directly to the Board of Directors.
- Any Sub-Committee or Task Force shall engage in other activities only upon express authorization of the Executive Committee or Board of Directors unless otherwise provided in these Bylaws.

~~Section 4 — Responsibilities of Sub-Committees and Task Forces
The Committees,~~



- ~~a) Sub Committees and Task Forces shall investigate study and make recommendations, which shall be reported to the Board of Directors.~~
- ~~b) The Sub Committees and Task Forces shall engage in other activities only upon express authorization of the Board of Directors unless otherwise provided in these Bylaws.~~

ARTICLE XI FINANCIAL

Section 1 Financial Reporting by Constituent Organizations

All Constituent Organizations shall be required to submit annually a current fiscal year end (July 1 to June 30) financial report to the Alumni Association by August 1 of each year (See Attachment 3). Said report shall be reviewed by a minimum of two (2) members of the constituent organization, who shall certify that the review was conducted and the report prepared in accordance with these Bylaws.

Section 2 Use of Financial Reports

All financial information and reports filed by the Constituent Organization with the Alumni Association shall be confidential but shall be made available for inspection by the University. Copies of each Constituent Organization's financial report shall be retained in the permanent files of the Alumni Association, and by the responsible Constituent Organization's Officer in the permanent files of the constituent association.

Section 3 Dissemination of Financial Information to Members of Constituent Organizations

Each Constituent Organization required to file financial reports under these Bylaws shall be required to disseminate to its membership the information contained in such reports upon request.

Section 4 Dissolution Clause

In the event that any Constituent Organizations were to dissolve its charter, all assets will be forwarded to the Alumni Association.

ARTICLE XII EXECUTIVE DIRECTOR

- a) The Executive Director of the Alumni Association shall be the Associate Vice Chancellor for Alumni Relations of the University.
- b) The appointment of the Executive Director of Alumni Relations by the Vice Chancellor for Institutional Advancement shall be made with advice from the Board of Directors.
- c) The Executive Director shall be responsible for the conduct of daily and routine business in accordance with the policies and procedures described by the University.
- d) The Executive Director shall keep a true and faithful record of all proceedings of the Alumni Association, and shall be the custodian of all the books, papers, records, and reports of the Association.



ARTICLE XIII AMENDMENTS

Section 1 Amendments to Bylaws

These Bylaws may be amended by a vote of approval by two thirds of all those voting members of the Alumni Board of Directors as defined in Article VIII, Section 2 a). Votes can take place at any regular or special meeting, provided 21 days' notice of the proposed amendment shall have been given to the members in writing. In the event a voting member is unable to attend the meeting in person, votes may be cast in accordance with Article VI, Section 3 c). The notice of proposed amendment shall provide the current Bylaw language as well as the proposed Bylaw language where proposed changes, addition, or deletions of language are highlighted.

- ~~a) — These Bylaws may be amended by a two thirds vote of the voting members of the Alumni Board of Directors at any regular or special meeting, provided 21 days' notice of the proposed amendment shall have been given to the members in writing.~~

Section 2 Notice of Amendments

The 21 day notice provision may be waived by a vote of approval by two thirds of all Voting members of the Alumni Board of Directors as defined in Article VIII, Section 2 a).



ATTACHMENT 1

ALUMNI CLUB/ COUNCIL ARTICLES OF ASSOCIATION

Section I – Name

The name of this organization shall be the _____ Club/ Council of the Pitt Alumni Association. The primary contact for this Club/ Council has signed and executed this agreement.

Section II – Purposes

The objective of this Club/ Council shall be the promotion of all interests of Pitt and the Pitt Alumni Association. To that end, the Club/ Council shall:

- A. Provide an important communications link between alumni and the University.
- B. Promote the image and reputation of Pitt within the community.
- C. Promote strong positive relationships among alumni, students, parents, and friends within the community.
- D. Support the activities and mission of the Pitt Alumni Association and the University.
- E. Provide the University with a strong core of alumni volunteers who serve as ambassadors for the University.
- F. Promote alumni pride and spirit for Pitt.

Section III – Membership Dues

Constituent Organizations may not assess separate dues. Any Club or Council that had assessed dues as part of its membership program prior to July 1, 2012, are allowed to continue assessing separate dues; however, these Clubs or Councils are to also encourage its members to become members of the Alumni Association. All Club/ Council events are to be open to faculty, staff, friends, and family, unless restricted by law (i.e., age requirements where alcohol is served).



Section IV – Leadership/Committees

The Club/Council must have at least one primary contact responsible for Club/Council activities and communication with the Alumni Association. This individual agrees to maintain current contact information with the Association and to respond to alumni requests in a timely manner. In addition, the Club/Council may establish a leadership team and committees as needed to carry out the business of the Club/Council.

Section V – Club/Council Obligations

The Club/Council agree to the following:

- A. Club/Council must be financially self-supporting through its programs and events.
- B. Club/Council must maintain an active social media and alumni Web page presence.
- C. Club/Council must maintain proper storage and upkeep of any University-provided signage.
- D. Club/Council officers have a fiduciary responsibility to operate the Club/Council in a responsible manner and in accordance with policies of the Pitt Alumni Association. Upon dissolution of a Club/Council, all assets are to be forwarded to the Pitt Alumni Association.
- E. Applicable to Scholarship Club* - Events should be held to support the Club's/Council's scholarship fund. Individuals may not be solicited for scholarship donations without consent from the Alumni Association. All Clubs/Councils that sponsor scholarships must establish an endowment with the Association and all scholarships must be awarded through the Alumni Association.
- F. Clubs/Councils provide programming for diverse interests and age groups. This includes at least one Club-wide alumni event each year. Event attendees list should be provided to the Alumni Association.



Pitt Alumni Association Clubs/Councils Articles of Association
Page Three

G. Annual reporting must be submitted to the Alumni Association by August 1 of each year. These include a year-end summary, an annual plan for the upcoming year, Club/Council contacts update, and completion of a fiscal report form (provided by the Alumni Association).

H. Clubs/Councils must abide by all rules set forth by Pitt as a representative of the University. This includes marketing standards and legal regulations.

I. No Club/Council member will have any right, title or interest in any of the property or assets, including any earnings or investment income of the Club/Council, nor will any of the property or assets be distributed to any Club/Council member on its dissolution.

J. In geographic regions where both active Clubs and Councils exist, the Alumni Association requires collaborative partnership for University impact events (National Networking Day, University on the Road, Freshmen Sendoffs) to ensure maximum alumni participation.

K. Have a Club representative participate on the Leadership Team.

Section VI – Pitt Alumni Association Support

In return for the above-listed service and support, the Association agrees to provide the following information and support to Clubs/Councils:

A. The ability to be an officially recognized entity of the Pitt Alumni Association. The term “Pitt Alumni Association” is protected by trademark. Through an arrangement with Pitt, the Association hereby authorizes the Club to use “Pitt Alumni Association” for Club/Council-related purposes only. The Association may terminate this authorization at any time for any reason. Pitt marks may not be used without written permission from the University.

B. Market of Club/Council events to alumni in the defined region via postcard mailers and/or e-mails as agreed upon.

C. Conduct surveys to gauge alumni leadership and engagement opportunities in Club regions.



Pitt Alumni Association Clubs/Councils Articles of Association

Page Four

D. Provide a static Web page for Club/Council complete with contact info and event programming on alumni Web site.

E. Assign a staff liaison to each Club/Council to assist with event planning resources, including procurement of University officials for Club events. (The Association will become primary facilitator for events involving senior University officials.)

F. Provide a staff liaison for the establishment and stewardship of an effective scholarship program.

G. Provide a limited quantity of giveaway items and materials for events.

H. Provide information regarding Alumni Association activities and projects.

I. Provide information regarding Pitt news and activities that may be of particular interest or relevance to the Club/Council.

J. Provide limited availability to Club/Council grant funds through process once each fiscal year.

K. Provide a blank fiscal report form at close of fiscal year for Club/Council fiscal reporting purposes.

Section VII – Exclusions

A. Neither the Alumni Association nor the Club/Council leadership is obligated to provide financial support to the Club/Council.

B. The Club/Council shall not release or sell personal or financial information about alumni, students, members, or volunteers for any purpose. No Club/Council member may use any member contact information for personal, political, or commercial purposes, or any other non-Club/Council related purpose.



Pitt Alumni Association Clubs/Councils Articles of Association
Page Five

C. In the event that Club/Council contact no longer wishes to or is unable to serve as the contact person for the above-named Club/Council, responsibility may be transferred to a new contact person by notifying the Clubs & Councils Liaison and providing the name and contact information for the person who has been selected by the Club/Council to assume specific contact person responsibilities.

This agreement shall be in effect until terminated by both parties.

On behalf of the _____ Club/Council of the Pitt Alumni Association, this agreement is accepted by:

Printed Name Signature

Club/Council Name Date

E-mail Phone

Club/Council EIN Number (used for checking account – if applicable)

Alumni Association Representative:

Date



ATTACHMENT 2

BOARD MEMBER RESPONSIBILITY FORM

Purpose – The Pitt Alumni Association Board of Directors serves in an advisory capacity to the office of Alumni Relations. Members of the Board work closely with the staff of Alumni Relations, who are responsible for the day-to-day operations of the Alumni Association. The Pitt Alumni Association Board of Directors serves a critical role by providing strategic direction, resources, and professional expertise to carry out the Pitt Alumni Association mission.

1. Commit to the mission, vision, and guiding principles of the Pitt Alumni Association and become knowledgeable about the programs, services, structure, goals, and objectives of the alumni association
2. Contribute your expertise to the Pitt Alumni Association and the Alumni Relations staff when requested regarding activities such as strategic planning, special projects, ongoing programs, and training.
 - a. Participate on at least one Committee. Committees are assigned by the President and the Executive Director and are based on members' skills, interests, and needs of the individual committees.
 - b. Provide a short biography and photo to be posted on the Pitt Alumni Association Web site and keep the Alumni Board Coordinator updated on contact information changes.
3. Become a Life Member of the Pitt Alumni Association. Once the Life Member obligation is paid in full, each Board member is strongly encouraged to contribute annually to either the alumni operating fund (Circle of Excellence) or the University of Pittsburgh.
4. Attendance at Board meetings is required and attendance will be recorded. Attendance via Web Ex or teleconferencing is acceptable. Teleconferencing will be available for all on campus meetings and every effort will be made to offer teleconferencing at off-campus locations.



Board Member Responsibility Form
Page Two

5. Be an active advocate for Pitt in your community and promote Pitt in your region by participating in local and regional Alumni Association and Pitt events, Clubs, such as:
 - a. Engaging other alumni to reconnect with the University
 - b. Nominating individuals for the Board and Alumni Awards
 - c. Hosting, co-hosting, or sponsoring at least one Dinner with Twelve Panthers event during your time on the Board
 - d. Registering for the Pitt Career Network (PCN) and encourage other alumni to volunteer for the PCN
 - e. Participating in a minimum of one networking event per year such as, PCN, Job Shadow, Career Fair, Pitt Advocates Event, Pitt Day in Harrisburg, Pitt National Networking day, etc.
 - f. Attending and/or organizing one alumni association event in your area
 - g. Registering as a Pitt Advocate

I understand that at the end of each term, I will be required to fill out a self-evaluation form. It is my understanding that the Governance Committee will take past participation into account when recommending candidates to serve a second term.

Signature _____

Date _____

Name (please print) _____



ATTACHMENT 3

| PITT ALUMNI ASSOCIATION FINANCIAL REPORT FORM FISCAL YEAR '13 (July 1, 2012 - June 30, 2013) | | | |
|--|--------|--|-------------|
| Complete and Return by August 1, 2013 | | | |
| SECTION I - Prior FY '12 Ending Balance | | Name on Account | Bank |
| A. Checking Account | \$0.00 | | |
| B. Savings Account | \$0.00 | | |
| C. Other: | \$0.00 | | |
| <i>Total Prior FY Balance as of June 30, 2012</i> | | | |
| SECTION II - FY '13 Revenue | | SECTION VI: FY'13 Other Support (Sponsorships, gifts-in-kind, donated supplies) | |
| A. Event Income | \$0.00 | Did you receive any other support? | |
| B. Sales Income | \$0.00 | <input type="checkbox"/> Yes <input type="checkbox"/> No If so, please explain. | |
| C. Interest Income | \$0.00 | | |
| D. Contributions | \$0.00 | University Support: | |
| E. Club Membership Dues | \$0.00 | | |
| F. Other: | \$0.00 | | |
| <i>Total Revenue as of June 30, 2013</i> | | Other Support: | |
| SECTION III - FY'13 Expenses | | | |
| A. Printing, postage, supplies, etc. | \$0.00 | | |
| B. Event costs | \$0.00 | Failure to submit report eliminates eligibility for Banner Status and Grant Funding. | |
| C. Taxes | \$0.00 | Note: If informational returns have been filed for your organization with the IRS, | |
| D. Other: | \$0.00 | please send us a copy. | |
| <i>Total Expenses as of June 30, 2013</i> | | Please attach copies of your June 2012 and 2013 account statements if applicable. | |
| SECTION IV - FY'13 Change in Fund Balances | | Section VII: Verification of Constituent Group's Financial Report | |
| A. Total Prior FY Balance (Sect. I) | \$0.00 | <input type="checkbox"/> The enclosed financial information is, to the best of our knowledge and belief, | |
| B. Plus Total Revenue (Sect. II) | \$0.00 | an accurate and complete accounting of all assets administered. | |
| C. Minus Expenses (Sect. III) | \$0.00 | Person completing this form: | |
| <i>Total Balance of Assets as of June 30, 2013</i> | | Signature: | |
| SECTION V - Current FY '13 Ending Balance | | | |
| A. Checking Account | \$0.00 | Person reviewing this form: | |
| B. Savings Account | \$0.00 | Signature: | |
| C. Other: | \$0.00 | | |
| <i>Total FY'13 Ending Balance as of June 30, 2013</i> | | Constituent Group: | |
| <i>Change in Fund Balances (Sect. IV)</i> | | | |
| <i>Should equal FY'13 Ending Balance (Sect V)</i> | | Date Report Submitted: | |
| For Pitt Alumni Association Board Use Only | | | |
| Comments: | | | |
| PAA Treasurer Signature: | | Date Reviewed: | |



THE BYLAWS OF THE

UNIVERSITY OF PITTSBURGH ALUMNI ASSOCIATION

Effective May 15, 2015

ARTICLE I NAME

The name of this organization shall be the University of Pittsburgh Alumni Association (hereinafter referred to as the “Association” or “Alumni Association”).

ARTICLE II MISSION

The Association’s mission is: “To engage and enrich alumni and students and to support and advance the University of Pittsburgh.”

ARTICLE III MEMBERSHIP

Membership in the Association shall be in one of three classes:

- a) **Active Membership:** Any graduate or undergraduate student of the University of Pittsburgh who has complied with Article V, section 1 of these Bylaws shall be an Active Member of the Association.
- b) **Associate Membership:** Anyone who is not eligible for Active Membership but who has shown himself/herself to be a friend of the University of Pittsburgh and has complied with Article V, section 1 shall be an Associate Member. An Associate member shall not have the right to hold office in the Association.
- c) **Honorary Membership:** Honorary members shall be those who have received honorary degrees from the University. In addition, Honorary Membership may be bestowed by the Association’s Board of Directors at the Board’s discretion upon an individual who has given exceptional service to the University. Honorary members shall not have the right to hold office.



ARTICLE IV CONSTITUENT ORGANIZATIONS

Section 1

Alumni of the University may unite to form constituent organizations. As provided in Section 2 of this Article, each such constituent organization seeking official status shall petition the Association’s Board of Directors (hereinafter referred to as “Board” or “Board of Directors”) for ratification as a constituent organization within the Association.

Section 2 Constituent Organization Names

- a) Each organization representing alumni of particular schools or colleges of the University shall hereinafter be known by the name of such school followed by the word “Society”
- b) Affinity organizations shall hereinafter be known by the name of such organization followed by the word “Council.”
- c) Regional organizations shall hereinafter be known by the name of such organization followed by the word “Club.”
- d) Any organization currently representing alumni of a particular school or college of the University or affinity or regional organizations is authorized to retain their current official name.

The Board of Directors may, from time to time, recognize other constituent organizations. Voting on such rules and regulations shall be in the same manner as provided for in Article XIII. Each such constituent organization heretofore officially ratified by the Association’s Board of Directors as of the date of these Bylaws shall for all purposes be deemed to have been ratified pursuant to these Bylaws. All Societies, Councils, and Clubs shall collectively be hereinafter referred to as Constituent Organizations.

Section 3 Constituent Organization Bylaws

Any organization seeking official recognition or status as a Constituent Organization shall submit for approval a signed copy of Articles of Association that conform with the Bylaws of the Association. (See Attachment 1)

- a) Societies are governed by the individual school or college Bylaws. Societies are encouraged to the maximum extent possible to align their Bylaws with those of the Association.
- b) In drafting or modifying their Bylaws, Clubs and Councils are encouraged to the maximum extent possible to align their Bylaws with those of the Association.



ARTICLE V DUES

Section 1 Alumni Association

The Alumni Association shall have a membership dues structure. The amount of the dues shall be determined by the Board of Directors and shall be paid by the individual.

Section 2 Clubs and Councils

Hereinafter, Constituent Organizations may not assess separate dues. Any Club or Council that had assessed dues as part of its membership program prior to July 1, 2012, is allowed to continue assessing separate dues; however, these Clubs or Councils are also to encourage its members to become members of the Alumni Association. If at any time constituent organizations cease to assess dues, they shall not be allowed to reinstate a dues structure.

ARTICLE VI MEETINGS

Section 1 Annual Meeting

The Association shall hold an Annual Meeting of its members of each year. The Board of Directors shall give notice of the Annual Meeting at least thirty (30) days prior to such meeting. Any member desiring to place an item on the agenda of the Annual Meeting shall notify the Executive Director and the President of the Association in writing at least ten (10) business days prior to the annual meeting. Agenda items will be added at the discretion of the Executive Director and the President.

Section 2 Special Meeting

Other meetings of the Board of Directors of the Association may be called at any time by the Executive Director and the President provided that notice of any such meeting and the matters of the business to come before any such meeting shall be given at least seven (7) business days prior to any such meeting.



Section 3 Quorum and Attendance

a) **Quorum**

Fifty percent (50%) of the voting members of the Board of Directors of the Association present at any meeting of such Board of Directors shall constitute a quorum for the purpose of transacting business of the Association.

b) **Attendance**

One or more Directors may participate in any regular or special meeting of the Board of Directors or of a committee of the Board of Directors by means of remote conferencing capabilities or similar communications means by which all persons participating in the meeting are able to communicate with each other. Participation in a meeting in this manner by a Director will be considered to be attendance in person for all purposes under these Bylaws.

c) **Voting**

Members of the board of directors shall be authorized to cast votes electronically, at a meeting, or by any other means instructed by the President. Except as may be hereinafter provided, a majority of the votes cast electronically, at a meeting, or by any other means in accordance with the provisions in Article VI shall be sufficient to pass on matters of business.

Section 4 Rules of Order

The rules of procedure at meetings of the Association shall be those set forth in *Robert's Rules of Order, Revised*, unless otherwise provided in these Bylaws.

ARTICLE VII NOMINATIONS AND ELECTIONS

Section 1 Nomination Process

- a) The Executive Committee (as defined in Article X Section 1a) shall facilitate the annual nomination and election process of Alumni Officers and Directors to the Alumni Association Board in conformance with the Bylaws of this Association.
- b) The Executive Committee will also recommend names of qualified candidates for Alumni Trustee to the Nominations Committee of the Board of Trustees for the positions of Alumni Trustee.



Section 2 Enumeration

- a) **President and President Elect** – The Executive Director in conjunction with University Leadership shall select qualified candidates for the office of President and President-Elect and submit those names to the Executive Committee for consideration.
- b) **Officers** – The Executive Director and the President-Elect select candidates from the eligible pool of candidates for the offices of Vice President (2), Secretary, Treasurer, School, College, and Regional Campus (SCR) Chair and Director-at-Large Representative and submit those names to the Executive Committee for consideration.
- c) **Directors-at-Large** – The Executive Committee shall endorse candidates from the eligible pool of candidates for each open seat on the Board of Directors subject to election.
- d) **Leadership Team Directors** – The Executive Committee shall endorse candidates from the eligible pool of candidates for each open position of Leadership Team Director subject to election. Leadership Team Directors must have served in a leadership role as an officer, board member, or representative in an active Club or Council. The two (2) Leadership Team Directors are voting members of the Board of Directors and shall serve as the co-chairs of the Leadership Team Committee.
- e) **School and College Directors** – The Dean of each School or College shall propose a candidate to serve as their representative on the Alumni Association Board of Directors subject to approval by the Executive Committee.
- f) **Regional Campus Directors** – The President of each regional campus shall propose a candidate to serve as their representative on the Board of Directors subject to approval by the Executive Committee.
- g) **Alumni Trustees** – The six (6) Alumni Trustees of the University of Pittsburgh Board of Trustees shall be graduates of the University. Nominees for Alumni Trustees must have demonstrated their interest in the University of Pittsburgh as reflected in alumni service or other activities on behalf of the University and meet the Criteria for Electing Trustees of the University of Pittsburgh. Two of the six Alumni Trustees shall be the two (2) immediate Past Presidents of the Alumni Association and will serve in the dual role of Alumni Trustee and immediate Past Presidents on the Association Board of Directors. If, for any reason, one of these Past Presidents cannot serve on the University’s Board of Trustees, the Executive Committee in conjunction with University leadership will identify and submit a replacement to the University Board of Trustees Nominating Committee. The remaining four Alumni Trustees will be selected by the Nominating Committee of the Board of Trustees from candidates identified by the Nominating Committee of the Board of Trustees and the Alumni Association Executive Committee.



- h) **Director Emeritus** – Any person designated as Director Emeritus should be an alumnus of the University who has rendered distinguished service to the Association and to the University. The President and the Executive Director will recommend candidates for Director Emeritus to the Executive Committee. Director Emeritus status is confirmed by a two-thirds vote of the Alumni Association Executive Committee.

Section 3 Terms

- a) **Officers** shall serve a two-year term of office. Time served as an officer does not count towards Association term limits overall. There is no term limit for a Board member as long as they remain an officer. If an opportunity is not provided to existing Board members to serve as an officer, that person's time on the board will expire at the end of the current President's term or upon having the opportunity to have served two terms as a Director.
- b) **Directors-at-Large** shall serve a two-year term of office and may be nominated to serve one additional and consecutive two-year term. A candidate shall be eligible for re-election after sitting out for at least one term. In both cases, they must go through the nomination process.
- c) **Leadership Team Directors** shall serve a two-year term of office and may be nominated to serve one additional and consecutive two-year term. A candidate shall be eligible for re-election after sitting out for at least one term. In both cases, they must go through the nomination process.
- d) **Regional Campus Directors** shall be proposed by the Regional Campus Presidents to serve a two-year term of office in accordance with the Association's election cycle. Regional Campus Directors may be proposed by the Regional Campus President to serve one additional and consecutive two-year term. A candidate shall be eligible for re-appointment after sitting out for at least one term. In both cases, they must go through the nomination process.
- e) **School and College Directors** shall be proposed by the Dean of their school or college to serve a two-year term of office in accordance with the Association's election cycle. School and College Directors may be proposed by the Dean or their school or college to serve one additional and consecutive two-year term. A candidate shall be eligible for re-appointment after sitting out for at least one term. In both cases, they must go through the nomination process.



- f) **Alumni Trustees** are to be elected for such terms as may be provided from time to time by the University's Bylaws and in accordance with the Executive Committee process for electing Alumni Trustees.

- g) **Director Emeriti** shall serve for life.

Section 4 Elections

The Officers, Directors-at-Large, and Leadership Team Directors shall be elected at the Annual meeting of the Alumni Association. School & College Directors and Regional Campus Directors shall be confirmed at the Annual meeting of the Alumni Association.

Section 5 Date of Term of Office

All Officers and Directors of the Association shall take office beginning July 1, concluding on June 30 in accordance with Article VII Section 3. Alumni Trustees shall take office at the last meeting of the fiscal year of the University's Board of Trustees.

Section 6 Removal from Office

Any Member of the Board of Directors may be removed at any time for conduct significantly detrimental or prejudicial to the public image of the University. That removal will be effective when approved by a two-thirds vote of the voting members of the Board of Directors.

ARTICLE VIII THE BOARD OF DIRECTORS OF THE ASSOCIATION

Section 1 Purpose

The Board of Directors serves in an advisory capacity to the office of Alumni Relations. Members of the Board work with the staff of Alumni Relations, who are responsible for the day-to-day operations. The Board serves a critical role by providing strategic direction, resources, and professional expertise to carry out the Association's mission to engage and enrich alumni and students and to support and advance the University of Pittsburgh as further set forth in Attachment 2.



Section 2 Members of the Board of Directors shall include the following:

a) Voting members:

- i. Immediate Past President
- ii. Eighteen (18) Directors-at-Large
- iii. Two (2) Leadership Team Directors representing Alumni Clubs and Councils
- iv. Eight (8) Officers
- v. One Director representing each School or College (16)
- vi. One Director representing each Regional Campus (4)

b) Non-voting Ex Officio members:

- i. Vice Chancellor for Institutional Advancement
- ii. Executive Director of the Alumni Association
- iii. Chairman of Chancellor's Circle
- iv. One (1) Student Government Board Representative
- v. One (1) Blue and Gold Society Representative
- vi. Any number of Directors Emeriti
- vii. Past President

Section 3 Compliance

Any voting member of the Board of Directors must be a life member of the Alumni Association and maintain donor and life member status during each year of his or her entire term on the Board. Once the Life Membership obligation is paid in full, each Board member is strongly encouraged to contribute annually to either the alumni operating fund (Circle of Excellence) or the University of Pittsburgh. All voting members of the association shall sign and maintain compliance with the Board Member Responsibility Form, which may be updated from time to time; the most recent version is attached hereto as Attachment 2.



Section 4 Conflict of Interest

The Association shall not be precluded from conducting business with any partnership, firm, or company with which one or more Directors are associated, provided any business relationship is established and maintained at an arm's length basis. Each Director shall disclose in advance of a vote any actual or potential conflict between the Director's personal interests and his duty to the Association. Any Director deemed by the Board to be disqualified because of an actual or apparent conflict of interest on any matter shall not vote or use their personal influence on the matter. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the effect on the quorum.

ARTICLE IX OFFICERS, DIRECTORS and ALUMNI TRUSTEES RESPONSIBILITIES

Section 1 Officers

The Officers of the Alumni Association shall include a President, a President-Elect, two (2) Vice-Presidents, a Secretary, a Treasurer, a School, College Regional Campus (SCR) Chair, and a Director-at-Large Representative.

Section 2 President

The President shall be Chair of the Board of Directors and shall preside at meetings of the Association. The President and Executive Director shall appoint the chairpersons of all standing and ad hoc committees and such other representatives and delegates as deemed appropriate.

Section 3 President-Elect

The President-Elect shall be Vice Chair of the Board of Directors and shall chair meetings of the Association in the absence of the President. The President-Elect shall oversee the nomination process. In the event of a vacancy in the office of the President, the President-Elect shall assume the duties of the office and shall complete the balance of the current President's term as well as the regular term as next President of the Association (*See Article VII, Section 2 Enumeration*).



Section 4 Vice Presidents

Two Vice Presidents shall act as representatives of the President in coordinating activities and functions as may be designated.

Section 5 Secretary and Treasurer

The Secretary and the Treasurer shall have such duties as are ordinarily associated with such positions.

Section 6 School/College/Regional Campus (SCR) Chair

The School/College Regional Campus Committee Chair shall represent all of the schools, colleges, and regional campuses.

Section 7 Director-at-Large Representative

The Director-at-Large Representative shall represent all the elected Directors of the Alumni Board on the Executive Committee.

Section 8 Directors at Large, Leadership Team Directors and School, College and Regional Campus Directors

The Directors shall assist the President of the Association in advancing the goals and priorities of the Alumni Association and will be appointed by the President and Executive Director to serve on at least one (1) operating or standing committee.

Section 9 Immediate Past President

The Immediate Past President shall remain as a voting member for one term of two years following their presidency and will also serve on the Association's Executive Committee and act as a liaison between the Trustees and Directors. The Immediate Past President will also serve as an Alumni Trustee.



Section 10 Past President

The Past President is the person who precedes the Immediate Past President. The Past President shall remain on the Alumni Association Board as a non-voting ex-officio member for one term of two years and act as a liaison between Trustees and Directors.

Section 11 Assumption of Duties

In the absence of, or the inability of, the President to carry out the duties of the office, such responsibilities shall be carried out by the President-elect, followed by the two (2) Vice-Presidents, the Secretary, Treasurer, SCR Chair, and Director-at-Large Representative.

Section 12 Non-Voting Ex-Officio Membership

The Executive Director, the Vice Chancellor for Institutional Advancement, and the Chairman of Chancellor's Circle will serve as non-voting ex-officio members of the Board of Directors. Other non-voting ex-officio members on the Board of Directors shall include the Past President, one representative from the Student Government Board, one representative from the Blue and Gold Society, and Directors Emeriti. Ex-Officio members are eligible to serve on any of the operating committees.

Section 13 Vacancies

Except as herein provided, the vacancy of any Officer or Director shall be filled by appointment at the discretion of the President and Executive Director of the Association. Any Officer or Director serving by appointment of the President and Executive Director to fill a vacancy shall serve the balance of the term of the Officer or Director for whom he/she is a replacement. This appointment shall not affect any future term limit. Any Alumni Trustee vacancy shall be filled in accordance with the University of Pittsburgh Board of Trustees' Bylaws.



ARTICLE X COMMITTEES

Section 1 Standing Committees

The Standing Committees shall be as follows:

a) Executive Committee

Members of the Executive Committee are selected by the President and the Executive Director and shall consist of the following members:

- i. Chair: President. Nine (9) Members consisting of the eight (8) Officers and the Immediate Past President.
- ii. The Executive Committee shall be empowered to act on the Board of Directors' behalf, except as otherwise specifically provided by the Bylaws.
- iii. The Executive Committee shall be updated on the progress of the Association's strategic direction and suggest changes when appropriate.
- iv. The Executive Director and Vice Chancellor for Institutional Advancement shall serve as ex-officio members.
- v. The Executive Committee shall manage the annual nomination and election process of Alumni Officers and Directors to the Alumni Association Board in conformance with the Bylaws of this Association.
- vi. The Executive Committee will research names of qualified candidates for Alumni Trustee and make recommendations to the Nominations Committee of the Board of Trustees for the position of Alumni Trustee.
- vii. The Executive Committee shall evaluate the Bylaws and recommend any proposed changes for endorsement and full Board approval. The Executive Committee shall review the Bylaws of constituencies either recognized or those seeking recognition, and promote adherence to the Bylaws and rules of order within the Association.
- viii. The Executive Committee will monitor the association's budget and assist staff in the evaluation of budgets and programs and make recommendations as appropriate.

b) School, College, Regional Campus Committee (SCR Committee)

- i. The Schools/Colleges/Regional Campuses group serves in an advisory capacity to assist in strengthening the relationship between the Pitt Alumni Association and all the schools, colleges, and regional campuses.
- ii. The committee shall meet on a regular basis to support the alumni liaison program by sharing information, ideas, and feedback on alumni association activities and events and looks for synergies and opportunities for collaboration.



- iii. The Chair of the SCR Committee shall represent the Schools, Colleges, and Regional Campuses on the Executive Committee.

c) Leadership Team Committee (LT Committee)

- i. The Leadership Team group serves in an advisory capacity to assist in growing and expanding the clubs and councils program. The Leadership Team Committee shall meet on an as needed basis to provide support to the clubs and councils program and to share information, ideas, and feedback on club and council events and look for opportunities to enhance the program.
- ii. The two (2) Leadership Team Directors shall be designated as Co-Chairs of the Leadership Team Committee.

Section 2 Operating Committees

Operating Committees shall be determined on an annual or bi-annual basis to ensure alignment with the University and Association’s strategic direction. The Operating Committees shall investigate, study, and make recommendations to the Executive Committee and the Board of Directors. Members of the Operating Committees are selected by the President and the Executive Director. Examples of Operating Committees could include but not limited to:

- Advocacy
- Awards Committee
- Career Services
- Communications & Technology Committee
- Membership Committee
- Scholarship Committee
- Student Programming Committee



Section 3 Ad Hoc Committee

- a) Ad Hoc Committees may be created by both the Executive Committee and the Board of Directors on an “as needed” basis to address specific subject matter that is relevant.
- b) In addition to Board members, alumni with a specific interest or expertise would be eligible to participate on these Ad Hoc Committees.
- c) Ad Hoc Committees will report to the Chair of the Alumni Standing or Operating Committee that created it.
- d) Any Ad Hoc Committee shall investigate, study, and make recommendation, which shall be reported to the Chair of the Standing or Operating Committee that created it; in turn, that Chair shall convey the substance of such reports to that Standing or Operating Committee or arrange to have the Ad Hoc Committee make a report directly to the Standing or Operating Committee.
- e) Any Ad Hoc Committee shall engage in other activities only upon express authorization of the Committee Chair that created it or upon authorization of the majority of the Standing or Operating Committee with approval of the Executive Committee or Board of Directors unless otherwise provided in these Bylaws.

Section 4 Sub-Committee and Task Force

- a) Sub-Committees and Task Forces may be created by the President on an “as needed” basis consisting of alumni with a specific expertise pertaining to the Sub-Committee or Task Force charge.
- b) In addition to Board members, alumni with a specific interest or expertise would be eligible to participate on these Sub-Committees or Task Forces.
- c) Sub-Committees or Task Forces will report to the Chair of the Executive Committee.
- d) Any Sub-Committee or Task Force shall investigate, study, and make recommendations, which shall be reported to the Executive Committee which, in turn, shall convey the substance of such Sub-Committee or Task Force reports to the Board of Directors or arrange to have the Sub-Committee or Task Force make a report directly to the Board of Directors.
- e) Any Sub-Committee or Task Force shall engage in other activities only upon express authorization of the Executive Committee or Board of Directors unless otherwise provided in these Bylaws.



ARTICLE XI FINANCIAL

Section 1 Financial Reporting by Constituent Organizations

All Constituent Organizations shall be required to submit annually a current fiscal-year-end (July 1 to June 30) financial report to the Alumni Association by August 1 of each year (See Attachment 3). Said report shall be reviewed by a minimum of two (2) members of the constituent organization, who shall certify that the review was conducted and the report prepared in accordance with these Bylaws.

Section 2 Use of Financial Reports

All financial information and reports filed by the Constituent Organization with the Alumni Association shall be confidential but shall be made available for inspection by the University. Copies of each Constituent Organization's financial report shall be retained in the permanent files of the Alumni Association, and by the responsible Constituent Organization's Officer in the permanent files of the constituent association.

Section 3 Dissemination of Financial Information to Members of Constituent Organizations

Each Constituent Organization required to file financial reports under these Bylaws shall be required to disseminate to its membership the information contained in such reports upon request.

Section 4 Dissolution Clause

In the event that any Constituent Organizations were to dissolve its charter, all assets will be forwarded to the Alumni Association.



ARTICLE XII EXECUTIVE DIRECTOR

- a) The Executive Director of the Alumni Association shall be the Associate Vice Chancellor for Alumni Relations of the University.
- b) The appointment of the Executive Director of Alumni Relations by the Vice Chancellor for Institutional Advancement shall be made with advice from the Board of Directors.
- c) The Executive Director shall be responsible for the conduct of daily and routine business in accordance with the policies and procedures described by the University.
- d) The Executive Director shall keep a true and faithful record of all proceedings of the Alumni Association, and shall be the custodian of all the books, papers, records, and reports of the Association.

ARTICLE XIII AMENDMENTS

Section 1 Amendments to Bylaws

These Bylaws may be amended by a vote of approval by two thirds of all those voting members of the Alumni Board of Directors as defined in Article VIII, Section 2 a). Votes can take place at any regular or special meeting, provided 21 days' notice of the proposed amendment shall have been given to the members in writing. In the event a voting member is unable to attend the meeting in person, votes may be cast in accordance with Article VI, Section 3 c). The notice of proposed amendment shall provide the current Bylaw language as well as the proposed Bylaw language where proposed changes, addition, or deletions of language are highlighted.

Section 2 Notice of Amendments

The 21-day-notice provision may be waived by a vote of approval by two thirds of all Voting members of the Alumni Board of Directors (as defined in Article VIII, Section 2 a).



ATTACHMENT 1

ALUMNI CLUB/ COUNCIL ARTICLES OF ASSOCIATION

Section I – Name

The name of this organization shall be the _____ Club/ Council of the Pitt Alumni Association. The primary contact for this Club/ Council has signed and executed this agreement.

Section II – Purposes

The objective of this Club/ Council shall be the promotion of all interests of Pitt and the Pitt Alumni Association. To that end, the Club/ Council shall:

- A. Provide an important communications link between alumni and the University.
- B. Promote the image and reputation of Pitt within the community.
- C. Promote strong positive relationships among alumni, students, parents, and friends within the community.
- D. Support the activities and mission of the Pitt Alumni Association and the University.
- E. Provide the University with a strong core of alumni volunteers who serve as ambassadors for the University.
- F. Promote alumni pride and spirit for Pitt.

Section III – Membership Dues

Constituent Organizations may not assess separate dues. Any Club or Council that had assessed dues as part of its membership program prior to July 1, 2012, are allowed to continue assessing separate dues; however, these Clubs or Councils are to also encourage its members to become members of the Alumni Association. All Club/ Council events are to be open to faculty, staff, friends, and family, unless restricted by law (i.e., age requirements where alcohol is served).



Section IV – Leadership/Committees

The Club/Council must have at least one primary contact responsible for Club/Council activities and communication with the Alumni Association. This individual agrees to maintain current contact information with the Association and to respond to alumni requests in a timely manner. In addition, the Club/Council may establish a leadership team and committees as needed to carry out the business of the Club/Council.

Section V – Club/Council Obligations

The Club/Council agrees to the following:

- A. Club/Council must be financially self-supporting through its programs and events.
- B. Club/Council must maintain an active social media and alumni Web page presence.
- C. Club/Council must maintain proper storage and upkeep of any University-provided signage.
- D. Club/Council officers have a fiduciary responsibility to operate the Club/Council in a responsible manner and in accordance with policies of the Pitt Alumni Association. Upon dissolution of a Club/Council, all assets are to be forwarded to the Pitt Alumni Association.
- E. Applicable to Scholarship Club* - Events should be held to support the Club's/Council's scholarship fund. Individuals may not be solicited for scholarship donations without consent from the Alumni Association. All Clubs/Councils that sponsor scholarships must establish an endowment with the Association and all scholarships must be awarded through the Alumni Association.
- F. Clubs/Councils provide programming for diverse interests and age groups. This includes at least one Club-wide alumni event each year. Event attendees list should be provided to the Alumni Association.



Pitt Alumni Association Clubs/Councils Articles of Association
Page Three

G. Annual reporting must be submitted to the Alumni Association by August 1 of each year. These include a year-end summary, an annual plan for the upcoming year, Club/Council contacts update, and completion of a fiscal report form (provided by the Alumni Association).

H. Clubs/Councils must abide by all rules set forth by Pitt as a representative of the University. This includes marketing standards and legal regulations.

I. No Club/Council member will have any right, title or interest in any of the property or assets, including any earnings or investment income of the Club/Council, nor will any of the property or assets be distributed to any Club/Council member on its dissolution.

J. In geographic regions where both active Clubs and Councils exist, the Alumni Association requires collaborative partnership for University impact events (National Networking Day, University on the Road, Freshmen Sendoffs) to ensure maximum alumni participation.

K. Have Club representative participation on the Leadership Team.

Section VI – Pitt Alumni Association Support

In return for the above-listed service and support, the Association agrees to provide the following information and support to Clubs/Councils:

A. The ability to be an officially recognized entity of the Pitt Alumni Association. The term “Pitt Alumni Association” is protected by trademark. Through an arrangement with Pitt, the Association hereby authorizes the Club to use “Pitt Alumni Association” for Club/Council-related purposes only. The Association may terminate this authorization at any time for any reason. Pitt marks may not be used without written permission from the University.

B. Market of Club/Council events to alumni in the defined region via postcard mailers and/or e-mails as agreed upon.

C. Conduct surveys to gauge alumni leadership and engagement opportunities in Club regions.



Pitt Alumni Association Clubs/Councils Articles of Association

Page Four

D. Provide a static Web page for Club/Council complete with contact info and event programming on alumni Web site.

E. Assign a staff liaison to each Club/Council to assist with event planning resources, including procurement of University officials for Club events. (The Association will become primary facilitator for events involving senior University officials.)

F. Provide a staff liaison for the establishment and stewardship of an effective scholarship program.

G. Provide a limited quantity of giveaway items and materials for events.

H. Provide information regarding Alumni Association activities and projects.

I. Provide information regarding Pitt news and activities that may be of particular interest or relevance to the Club/Council.

J. Provide limited availability to Club/Council grant funds through process once each fiscal year.

K. Provide a blank fiscal report form at close of fiscal year for Club/Council fiscal reporting purposes.

Section VII – Exclusions

A. Neither the Alumni Association nor the Club/Council leadership is obligated to provide financial support to the Club/Council.

B. The Club/Council shall not release or sell personal or financial information about alumni, students, members, or volunteers for any purpose. No Club/Council member may use any member contact information for personal, political, or commercial purposes, or any other non-Club/Council related purpose.



Pitt Alumni Association Clubs/Councils Articles of Association
Page Five

C. In the event that Club/Council contact no longer wishes to or is unable to serve as the contact person for the above-named Club/Council, responsibility may be transferred to a new contact person by notifying the Clubs & Councils Liaison and providing the name and contact information for the person who has been selected by the Club/Council to assume specific contact person responsibilities.

This agreement shall be in effect until terminated by both parties.

On behalf of the _____ Club/Council of the Pitt Alumni Association, this agreement is accepted by:

Printed Name Signature

Club/Council Name Date

E-mail Phone

Club/Council EIN Number (used for checking account – if applicable)

Alumni Association Representative:

Date



ATTACHMENT 2

BOARD MEMBER RESPONSIBILITY FORM

Purpose – The Pitt Alumni Association Board of Directors serves in an advisory capacity to the office of Alumni Relations. Members of the Board work closely with the staff of Alumni Relations, who are responsible for the day-to-day operations of the Alumni Association. The Pitt Alumni Association Board of Directors serves a critical role by providing strategic direction, resources, and professional expertise to carry out the Pitt Alumni Association mission.

1. Commit to the mission, vision, and guiding principles of the Pitt Alumni Association and become knowledgeable about the programs, services, structure, goals, and objectives of the alumni association
2. Contribute your expertise to the Pitt Alumni Association and the Alumni Relations staff when requested regarding activities such as strategic planning, special projects, ongoing programs, and training.
 - a. Participate on at least one Committee. Committees are assigned by the President and the Executive Director and are based on members' skills, interests, and needs of the individual committees.
 - b. Provide a short biography and photo to be posted on the Pitt Alumni Association Web site and keep the Alumni Board Coordinator updated on contact information changes.
3. Become a Life Member of the Pitt Alumni Association. Once the Life Member obligation is paid in full, each Board member is strongly encouraged to contribute annually to either the alumni operating fund (Circle of Excellence) or the University of Pittsburgh.
4. Attendance at Board meetings is required and attendance will be recorded. Attendance via Web Ex or teleconferencing is acceptable. Teleconferencing will be available for all on campus meetings and every effort will be made to offer teleconferencing at off-campus locations.



Board Member Responsibility Form
Page Two

5. Be an active advocate for Pitt in your community and promote Pitt in your region by participating in local and regional Alumni Association and Pitt events, Clubs, such as:
 - a. Engaging other alumni to reconnect with the University
 - b. Nominating individuals for the Board and Alumni Awards
 - c. Hosting, co-hosting, or sponsoring at least one Dinner with Twelve Panthers event during your time on the Board
 - d. Registering for the Pitt Career Network (PCN) and encourage other alumni to volunteer for the PCN
 - e. Participating in a minimum of one networking event per year such as, PCN, Job Shadow, Career Fair, Pitt Advocates Event, Pitt Day in Harrisburg, Pitt National Networking day, etc.
 - f. Attending and/or organizing one alumni association event in your area
 - g. Registering as a Pitt Advocate

I understand that at the end of each term, I will be required to fill out a self-evaluation form. It is my understanding that the Governance Committee will take past participation into account when recommending candidates to serve a second term.

Signature _____

Date _____

Name (please print) _____

PITT

ALUMNI ASSOCIATION

ATTACHMENT 3

| PITT ALUMNI ASSOCIATION FINANCIAL REPORT FORM | | | |
|---|--------|--|-------------|
| FISCAL YEAR '13 (July 1, 2012 - June 30, 2013) | | | |
| Complete and Return by August 1, 2013 | | | |
| SECTION I - Prior FY '12 Ending Balance | | Name on Account | Bank |
| A. Checking Account | \$0.00 | | |
| B. Savings Account | \$0.00 | | |
| C. Other: | \$0.00 | | |
| <i>Total Prior FY Balance as of June 30, 2012</i> | \$0.00 | | |
| SECTION II - FY '13 Revenue | | SECTION VI: FY'13 Other Support (Sponsorships, gifts-in-kind, donated supplies) | |
| A. Event Income | \$0.00 | Did you receive any other support? | |
| B. Sales Income | \$0.00 | <input type="checkbox"/> Yes <input type="checkbox"/> No If so, please explain. | |
| C. Interest Income | \$0.00 | | |
| D. Contributions | \$0.00 | University Support: | |
| E. Club Membership Dues | \$0.00 | | |
| F. Other: | \$0.00 | | |
| <i>Total Revenue as of June 30, 2013</i> | \$0.00 | Other Support: | |
| SECTION III - FY'13 Expenses | | | |
| A. Printing, postage, supplies, etc. | \$0.00 | | |
| B. Event costs | \$0.00 | Failure to submit report eliminates eligibility for Banner Status and Grant Funding. | |
| C. Taxes | \$0.00 | Note: If informational returns have been filed for your organization with the IRS, | |
| D. Other: | \$0.00 | please send us a copy. | |
| <i>Total Expenses as of June 30, 2013</i> | \$0.00 | Please attach copies of your June 2012 and 2013 account statements if applicable. | |
| SECTION IV - FY'13 Change in Fund Balances | | Section VII: Verification of Constituent Group's Financial Report | |
| A. Total Prior FY Balance (Sect. I) | \$0.00 | <input type="checkbox"/> The enclosed financial information is, to the best of our knowledge and belief, | |
| B. Plus Total Revenue (Sect. II) | \$0.00 | an accurate and complete accounting of all assets administered. | |
| C. Minus Expenses (Sect. III) | \$0.00 | Person completing this form: | |
| <i>Total Balance of Assets as of June 30, 2013</i> | \$0.00 | Signature: | |
| SECTION V - Current FY '13 Ending Balance | | | |
| A. Checking Account | \$0.00 | Person reviewing this form: | |
| B. Savings Account | \$0.00 | Signature: | |
| C. Other: | \$0.00 | | |
| <i>Total FY'13 Ending Balance as of June 30, 2013</i> | \$0.00 | Constituent Group: | |
| <i>Change in Fund Balances (Sect. IV)</i> | \$0.00 | | |
| <i>Should equal FY'13 Ending Balance (Sect V)</i> | \$0.00 | Date Report Submitted: | |
| For Pitt Alumni Association Board Use Only | | | |
| Comments: | | | |
| PAA Treasurer Signature: | | Date Reviewed: | |

Pitt Alumni Association Slate
May 15, 2015

| 2015-2017 Term Directors at Large | | | | | |
|---|--|--|-----------|-------------|-------|
| Name | Job Title | Position | FY16 term | FY16 Status | STATE |
| Avery Abrams, A&S '86, LAW '89 | President Sunnylegde Hotel, CEO Fifth Avenue Homes and Estates | Director at Large | 2015-2017 | 2nd Term | PA |
| Jack Anderson, A&S '70 | Retired Band Director | Director at Large | 2015-2017 | 2nd Term | PA |
| Steve Economou, A&S '81 | Managing Director, Baker Tilly Capital | Director at Large | 2015-2017 | 2nd Term | NJ |
| Michael Grumbine, ENGR '94, '96 | Chief Technology Officer (CTO) of 3si Surgical Safety Solutions, Interactive | Director at Large | 2015-2017 | 2nd Term | NM |
| Cynthia Liefeld, EDUC '98 | Regional Accreditation Consultant Higher Ed | Director at Large | 2015-2017 | 2nd Term | PA |
| Albert R Wynn A&S '73 | Senior Director Greenberg Traurig | Director at Large | 2015-2017 | 2nd Term | MD |
| Theresa M. Dupart, NURS '74, '77 | Chair Board of Directors, Medstar Hospital Center Washington, DC | Director at Large | 2015-2017 | 1st Term | VA |
| Arnold Epstein, EDUC '69 | Attorney, Brennan Robins & Daley, P.C. | Director at Large | 2015-2017 | 1st Term | PA |
| Arthur Rosengarten, DDS, A&S '69 | Dentist, Private Dental Practice | Director at Large | 2015-2017 | 1st Term | NJ |
| Richard Sedory, A&S '83, LAW '86 | General Counsel, Wastequip, LLC | Director at Large | 2015-2017 | 1st Term | NC |
| Dennis Terzich, CGS '92 | Senior Director for the BNY Mellon Wealth Management Group | Alternate | 2015-2017 | 1st Term | PA |
| 2015-2017 School, College & Regional Campus Directors (SCR) | | | | | |
| Name | Job Title | Position | FY16 term | FY16 Status | STATE |
| Diane Howard, GSPH '79 | Program Director, Allied Health Training, Rush University | SCR Director Graduate School of Public Health | 2015-2017 | 2nd Term | IL |
| Bruce Mountjoy, CGS '91 | Legal Support, RBS Americas, N.A. | SCR Director College of General Studies | 2015-2017 | 2nd Term | PA |
| Joel C. Reed, A&S '93, KGSB '96, GSPH '96 | Vice President of Business Development, Pittsburgh Technology Council | SCR Director Dietrich School of Arts and Sciences | 2015-2017 | 2nd Term | PA |
| Debra Thompson, PhD, NURS '77, '81, '10 | Owner, Principal of Debra N. Thompson, LLC | SCR Director School of Nursing | 2015-2017 | 2nd Term | PA |
| Bruce Fox, LAW '84 | Co-Partner in Charge, Obermayer, Rebmann, Maxwell, & Hippel LLP | SCR Director School of Law | 2015-2017 | 1st Term | PA |
| Mark Garofoli Pharm '03 | RxMentor Clinical MTM Pharmacist, Humana Healthcare | SCR Director School of Pharmacy | 2015-2017 | 1st Term | WV |
| Richard Goldman, EDUC '70 | Board Chair, Smart Horizons Career Online Education | SCR Director School of Education | 2015-2017 | 1st Term | FL |
| Seth Hufford, GSPIA '02 | Partner, The Peoples Group | SCR Director Graduate School of Public and International Affairs | 2015-2017 | 1st Term | PA |
| Margaret Larkins-Pettigrew, NURS '76, MED'84, GSPIA '10 | Assistant Professor OB/GYN Case Western Reserve University School of Medicine | SCR Director School of Medicine | 2015-2017 | 1st Term | PA |
| James R. Smith, KGSB '84, UPG '75 | Small Organization CFO | SCR Director Pitt Greensburg | 2015-2017 | 1st Term | PA |
| Eric Spiegel, SIS '88 | Vice President of Virtualization Solutions, GANTECH | SCR Director School of Information Sciences | 2015-2017 | 1st Term | MD |
| Bradford Wade, ENGR '97 | Engineer, Williams Companies, Inc. | SCR Director Swanson School of Engineering | 2015-2017 | 1st Term | PA |