

**SCHREINER FORMER STUDENTS' ASSOCIATION
BY-LAWS
(Final 11.10.2022)**

ARTICLE I – TITLE

The name of this association shall be "The Schreiner Former Students Association", hereinafter referred to as "the SFSA."

ARTICLE II – PURPOSE, MISSION AND GOVERNANCE

SECTION A - PURPOSE It shall be the purpose of the SFSA to promote the welfare of Schreiner University, hereinafter referred to as "Schreiner" or the "University", to serve its former students, to foster closer fellowship among them and to provide a medium through which they may participate in the affairs of Schreiner. The activities of the SFSA shall be consistent with the overall goals and objectives established by Schreiner's board of trustees, administrators, and other properly designated officials.

SECTION B - MISSION The mission of the SFSA is to bring former students together in fellowship, sharing new information and uniting them with current students, faculty and administration, thereby enhancing the strength and vitality of the University.

SECTION C - GOVERNANCE The affairs of the SFSA shall be governed by the SFSA Board of Directors herein defined as "the Board". The Board and the Schreiner Alumni Relations staff shall see that the affairs of the SFSA are conducted in accordance with the laws relating to Texas non-profit corporations.

ARTICLE III – MEMBERSHIP

SECTION A - MEMBERS Any former student of Schreiner Institute, Schreiner College or Schreiner University is automatically a **Member** of the SFSA. A former student shall be defined as one who has enrolled and received credit at Schreiner. As of June 1, 2011 there is no payment of dues for former students to be a member.

SECTION B - ASSOCIATE MEMBERS Anyone who has a family relationship that is no more than one degree of separation (spouse, child, or parent) from a former student may be considered an associate member at the request of the former student. Those who have a direct relationship with Schreiner, but are not former students (staff, faculty, coaches, trustees, or any person that is a former staff, faculty, coach, or trustee) may be an associate member at the request of that person and approval by the current Board President. Associate Members shall have all of the privileges of membership except those of voting or service on the Board.

SECTION C – HONORARY MEMBERS Any person who has demonstrated a genuine interest in, and support of, the welfare of Schreiner may be chosen to be an **Honorary Member** of the SFSA. Such person must be approved by the majority of the SFSA Board, and then elected at the Annual Meeting by a majority vote of the Members present. Honorary Members shall have all of the privileges of Members except those of voting or service on the Board

ARTICLE IV – MEETINGS

SECTION A – ANNUAL MEETING The SFSA will hold an Annual Meeting to conduct the regular business of the SFSA including the election of Board members (Officers and Directors). The Annual Meeting shall also include an opportunity to receive an annual report from the President of the SFSA, or his or her representative, and the President of Schreiner, or his or her representative. This Annual Meeting shall be held at RECALL, a homecoming event. The Members in attendance shall constitute a quorum.

SECTION B – BOARD MEETINGS The SFSA Board will hold at least three meetings annually. A majority, greater than 50%, of the Board members shall constitute a quorum. Official Board business may be conducted via telephone or through other electronic forums, but the concurrence of a majority of the Board members is necessary in order to constitute official Board action.

SECTION C – COMMITTEE MEETINGS Each standing or ad hoc committee of the SFSA will conduct its business at the discretion of the committee's chair. Committee business will be reported to the Board at the next regular Board meeting.

ARTICLE V – THE SFSA BOARD

SECTION A – COMPOSITION. The Board shall be composed of the following members:

- 1) Officers (3). President, 1st Vice President and 2nd Vice President.
- 2) The Immediate Past President (1).
- 3) Directors (up to 5 representatives from each decade-A different decade's representative can be nominated by the President for a given decade in the event that no representative is secured for that given decade). Board members-at-large.

SECTION B – OFFICERS. The Officers of the SFSA shall be elected at the Annual Meeting by a majority vote of the Members present.

- 1) The **President** shall preside at all SFSA Board meetings and shall perform all those duties commonly associated with the office of president. The President shall serve as an ex-officio member of the Schreiner Board of Trustees.
- 2) The **1st Vice President** shall assist the President and assume the duties of the President in the President's absence. The **1st Vice President** shall serve as chairman the Advancement standing committee and perform all such other duties as may be assigned. If elected by the membership, the **1st Vice President** will succeed the President upon the completion of the President's term of office.
- 3) The **2nd Vice President** shall serve as chairman of the Nominating Committee standing committee and perform other duties as may be assigned. If elected by the membership, the **2nd Vice President** will succeed the **1st Vice President** upon the completion of the **1st Vice President**'s term of office.

SECTION C – DUTIES OF THE BOARD. The duties of each Board member shall include an obligation for him or her to fulfill the responsibilities of the position filled with diligence and care, and in a manner that is consistent with the Core Values of Schreiner. The SFSA Board will:

- 1) Build and maintain relationships with an ever-increasing membership and encourage all former students to be involved in a way that is meaningful and enjoyable to them.
- 2) Maintain the highest levels of volunteer standards of service and provide judgment and vision for the future of the SFSA in serving the long-term interest of Schreiner.
- 3) Advise University staff about issues that are important to former students, former student activities, and to give budgetary input to the University staff for those issues and activities.
- 4) Emphasize the importance of educational, spiritual and physical development at all levels, initiate innovative programs of service, assist in recruitment efforts for the University, and assist in fund raising activities to benefit Schreiner and its students.
- 5) Be an accurate source of information to others about Schreiner and the SFSA.
- 6) Enrich the Schreiner students' experiences and be a resource for him or her through networking and mentoring, as he or she embarks into life after college.

SECTION D – ATTENDANCE OF THE BOARD. Any Board member who does not attend two consecutive regular Board meetings may be subject to replacement.

SECTION E – THE ASSISTANT DIRECTOR OF ALUMNI RELATIONS. The Assistant Director of Alumni Relations shall assist the Officers and the Committee Chairs in coordinating the activities of the SFSA. The ordinary office, publicity, secretarial, and mechanical functions of the SFSA shall be carried out under the direction of the Assistant Director of Alumni Relations.

ARTICLE VI – BOARD COMMITTEES

The committees of the Board shall consist of standing committees: those charged with oversight of the regular business and activities of the SFSA, and ad hoc committees: those organized to provide support of the University's priorities and initiatives that may change from time-to-time.

SECTION A – STANDING COMMITTEES. There shall be three standing committees of the Board, as described below. With the exception of the Nominations Committee, each committee chair shall appoint Board members and/or any other Members of the SFSA to membership on his or her committee—in adequate number and quality to successfully accomplish the committee's responsibilities in a professional manner. A Committee Member who is not a member of the Board shall have a vote at the committee level but may not vote on matters before the Board.

The standing committees are:

- 1) **NOMINATIONS COMMITTEE** This committee shall be responsible for

nominating candidates for Board positions and shall be appointed annually. In addition to its chair, the Nominations Committee shall be comprised of four additional Members as appointed by the Schreiner Alumni Relations staff, with the concurrence of the majority of the Board. When appointing this committee, the Schreiner Alumni Relations staff should consider appropriate representation by: geographic region, class year, gender, areas of interest and profession, and past involvements with Schreiner. The President shall not serve on the Nominations Committee.

2) **FORMER STUDENT ENGAGEMENT COMMITTEE** This committee shall assist the Schreiner Alumni Relations staff with the planning of RECALL and other events and activities designed to build relationship with and among former students. The Former Student Engagement Committee shall solicit other SFSA members as necessary to assist in the planning and implementation of activities. The President, or his or her delegate, shall serve on this committee.

3) **ADVANCEMENT COMMITTEE** The Advancement Committee is responsible for making sure the work of the SFSA is aligned with the priorities of the University. It will be considering and bringing forward issues that are important to former students. The Advancement Committee is charged with the responsibility of looking and identifying the various needs of Schreiner in order to recommend ways for the SFSA to support Schreiner and its students with its time, talents and treasures. The Advancement Committee will also maintain and revise the By-Laws of the SFSA. The By-Laws will be examined at least every three years for any necessary revisions. The 1st Vice President or his or her delegate shall serve on the University Advancement Committee.

SECTION B - AD HOC COMMITTEES. Other Ad Hoc committees may be appointed as needed for special purposes and limited duration by the President of the SFSA. These committees may include:

Awards/Honors Committee: Assist with the recognition and/or nomination process for Distinguished Alumni, Athletic Hall of Honor, Purposeful Lives and other designated or requested Alumni Recognitions.

Mentoring Committee: Assist with the development of and recruitment for the Alumni/Schreiner Student Mentoring Program.

Communications Committee: Assist with the development of social media, newsletter and other forms of mass communication to SFSA members.

RECALL Committee: Assist with the planning and implementation of the annual RECALL event.

ARTICLE VII – ELECTION AND APPOINTMENT OF THE BOARD

SECTION A - ELIGIBILITY AND TERMS OF OFFICE To be eligible for election or appointment to the Board (as an Officer or Director), one must be a Member (not an Associate Member) of the SFSA. To be eligible for election or appointment as an Officer

one must be a current board member and his or her board term must not expire before the term of the Officer position would expire.

The President, 1st Vice President and 2nd Vice President shall be elected for a two-year term of office. Directors shall be elected each year for a three-year term. Directors may be elected for three consecutive three-year terms, before a year off the Board becomes mandatory.

SECTION B - NOMINATIONS The Nominations Committee is responsible for recommending the best candidate for each vacant Board position and should conduct the nomination's process as described in the "Nominations by Committee" section of the most recent edition of *Robert's Rules of Order*. The Nominations Committee should solicit recommendations for Board positions from the SFSA membership at a minimum of two months in advance of the Annual Meeting. The Nominations Committee may solicit nomination by requesting SFSA Members to complete an application for Board Membership. After review of all applications, the Nominations Committee should submit recommendations for Board Membership to the SFSA Board at a minimum of two weeks prior to the Annual Meeting. Additionally, no nominations from the floor will be accepted without the submission of a board application.

SECTION C - ELECTION Board members shall be elected at the Annual Meeting by the Members present by Voice Vote as described in the "Election by Voice Vote" section of the most recent edition of *Robert's Rules of Order*. When called upon by the President, the chair of the Nominations Committee will state the committee's nomination for each vacant Board position. Then the President will take nominations from the floor. The Member nominating a candidate from the floor must know beforehand if the person he or she wishes to nominate has submitted an application with intent to serve. Those elected at the Annual Meeting will assume the responsibilities and duties of their Board position on the first day following election.

SECTION D - APPOINTMENT TO VACANCIES A vacancy in a Board position may be filled by appointment of the President, subject to the approval of the other Officers. The Board member, so appointed, shall serve the unexpired term of the position to which appointed. The tenure of the appointment does not apply towards the Board member's term-limits.

ARTICLE VIII – DUES AND CONTRIBUTIONS

SECTION A - DUES. Effective June 1, 2011 SFSA will not collect dues. Anyone wishing to pay dues will instead be encouraged to make a donation to the University.

SECTION B - CONTRIBUTIONS. The SFSA shall encourage financial support of Schreiner from especially the Board, Committee Members, and all other Members on an annual basis to be used for Schreiner's annual operating budget, scholarships, or other needs, at the discretion of Schreiner.

ARTICLE IX – SPECIAL EVENTS AND AWARDS

SECTION A - RECALL. The official Schreiner homecoming event for former students will be called RECALL (Year) and will be held on dates recommended by the Schreiner Alumni Relations staff and approved by the SFSA Board. RECALL should be financially self-supporting, but the University will underwrite any normal deficit arising from RECALL.

SECTION B - OTHER SPECIAL EVENTS. There may be various special events for business, educational, fellowship and recreational purposes scheduled in areas where Schreiner former students are concentrated. These events are to be generally coordinated by the Former Student Engagement Committee. The SFSA funds shall not be obligated to any special event without prior approval from the University Advancement Committee, or the full Board.

SECTION C - AWARDS. Special awards from the SFSA to recognize outstanding achievements or service may be made after approval by the majority of the Board. Recommendations for these awards will be determined and presented to the Board by the Awards/Honors Committee.

ARTICLE X – FISCAL YEAR

The SFSA fiscal year shall begin on June 1 of each year and end on May 31 of each year.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The meetings and proceedings of the SFSA shall be regulated and controlled according to the most recent edition of *Robert's Rules of Order*, except as may be provided otherwise in the By-Laws.

ARTICLE XII – AMENDMENTS

The By-Laws of the SFSA may be amended by a two-thirds vote of the Board members present at a regular Board meeting, provided that the proposed amendment or complete revision has been communicated prior to the meeting at which the change is to be approved.

ARTICLE XIII – DISBANDING OF THE ASSOCIATION and DISSOLUTION OF THE 501(C)(3) ORGANIZATION The Schreiner Former Students Association, Inc. may be dissolved by completing the following process.

SECTION A – APPROVAL BY THE BOARD The Board must first approve a Plan to Dissolve by a two-thirds vote of the Board members present at a regular Board meeting, provided that the proposed Plan to Dissolve has been communicated prior to the meeting at which the Plan to Dissolve is to be adopted.

SECTION B – APPROVAL BY THE MEMBERSHIP Once adopted by the Board, the Plan to Dissolve must be presented to the SFSA Membership for a vote at an Annual

Meeting (as described in Article IV, Section A). A vote of two-thirds members present in favor of dissolution is needed to continue the process.

SECTION C – APPROVAL BY THE STATE AND FEDERAL AUTHORITIES Once the Plan to Dissolve is approved by the SFSA membership, the legal process to notify the Department of Taxation, the Department of State, the State of Texas Attorney General and the IRS must all be followed, as described in the following document:
<http://nhl.gov/offices/hsg/mfh/nnw/consortia/501c3dissolving.pdf>

As approved at April 1, 2006 SFSA Board meeting, and modified on October 23, 2010 and April 15, 2011. As modified and approved at SFSA Board Meeting November 10, 2022.