



BYLAWS OF THE LATINX ALUMNI NETWORK OF DICKINSON COLLEGE 2023

ARTICLE I. NAME AND LOCATION

Section 1.1. *Name*

The name of the group, which is an unincorporated association of the Commonwealth of Pennsylvania, shall be the Latinx Alumni Network of Dickinson College (Network).

Section 1.2. *Alumni Council*

The Alumni Council of Dickinson College is designated as the governing body of this Network.

ARTICLE II. PURPOSE

Section 2.1. *Purpose*

The Network prioritizes aiding Dickinson through alumni and student support initiatives. The Network is grounded in the belief that building connections and community, listening and responding to challenges, sharing expertise and experience, providing mentorship and socioemotional support, creating pathways to leadership, providing opportunities for lifelong learning and networking, and giving back both philanthropically and through volunteerism can make a lasting impact at Dickinson College for those who identify as Latinx.

The Network is interested in providing support to their members and current Dickinson students in a variety of ways, including but not limited to:

- (a) Providing educational opportunities, professional networking, and social events virtually, on-campus and regionally, with the guidance of the Office of Alumni Engagement;
- (b) Fostering positive and lasting relationships between members of the Network and other diverse organizations at Dickinson;
- (c) Understanding and promoting the interests and welfare of Latinx alumni and current students;
- (d) Assisting scholars navigating their college experience and transitioning to postgraduate endeavors in order to promote continued engagement with Dickinson;
- (e) Disseminating information that will keep alumni well informed about Dickinson;
- (f) Identifying and recruiting the highest caliber of alumni volunteers to serve Dickinson College and recognizing the achievement of those who have served with distinction in this capacity;
- (g) Contributing to the fundraising efforts for Dickinson College;

- (h) Publicizing, promoting, and enhancing the reputation of Dickinson College among the general public; and
- (i) Supporting programs that recruit Latinx and other prospective minority students.

No substantial part of the activities of the network shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Network shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision, the Network shall not carry on any other activities not permitted to be carried on

- (a) by an Network or corporation exempt from Federal Income Tax under Section 501(c) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or
- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law.)

Section 2.2. *Limitations*

Upon the dissolution of the Network, the Alumni Council shall, after paying or making provision for the payment of all the liabilities of the Network, dispose of all of the assets of the Network in such manner or to such organizations, organized or operated exclusively for the purposes similar to those of this Network shall at the time qualify as an exempt organization or organizations under Section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Alumni Council shall determine.

ARTICLE III. THE NETWORK

Section 3.1. *Membership*

The membership of the Network is open to all alumni regardless of race who express interest in the mission of the Network. Members are asked to participate in virtual and on-campus meetings, Network elections, and share ideas about ways to support the mission of the Network and those it serves.

Section 3.2. *Network Management*

The property, business and affairs of the Network shall be managed by its Executive Committee, and the Executive Committee may exercise all such powers of the Network as provided by law. More information about the Executive Committee is detailed in Article IV.

Section 3.3. *Regular Meetings*

There shall be two (2) regular all-call meetings (minimum) of the Latinx Alumni Network each calendar year open to all in the Network's membership. The dates, times, and locations for

regular meetings shall be fixed in advance of any meeting by the Executive Committee and shall be provided in writing to the members of the Network.

In addition, the Executive Committee and any ad-hoc subcommittees will be asked to meet at a minimum of once per quarter to appropriately manage the affairs of the Network.

Section 3.4. *Special Meetings*

Special meetings are open solely to officers of the Executive Committee, and may be held at any time as needed. Special meetings shall be held as soon as practicable, but no sooner than three (3) days following the notice of such meeting, as described in the following section. Meetings will be coordinated by the Network President and will be held via virtually.

Section 3.5. *Meeting Attendance*

Attendance at regular Network meetings is voluntary, but highly encouraged, for general members. However, Executive Committee officers are expected to attend all regular and special meetings of the Network. Failure to attend such meetings without good cause, as determined by the affirmative vote of a majority of the Executive Committee officers present, shall be deemed to be an unexcused absence. Any Executive Committee officers that accumulate two (2) or more unexcused absences and four (4) excused absences during their term, shall be subject to removal by a vote of the Executive Committee at a special meeting of the Executive Committee.

Section 3.6. *Records Location*

The records of the Network shall be stored and backed up electronically in a shared folder managed by the Office of Alumni Engagement.

Section 3.7. *Financial Oversight*

Accounting procedures for funding provided by Dickinson College for the operations of the Executive Committee must comply with the policies and practices of Dickinson College and are subject to periodic review by Dickinson College's Financial Operations Division.

Section 3.8. *Communication*

All email communication shall be revised by the Executive Committee but will only be distributed from the Office of Alumni Engagement to ensure that it conforms to college guidelines and standards. Any social media posting may be distributed directly from the Network, but should comply and conform with known Dickinson College guidelines and standards.

ARTICLE IV. EXECUTIVE COMMITTEE

Section 4.1. *Committee Authority*

The Executive Committee oversees management of the business affairs and may exercise the

powers of the Network. Notwithstanding the foregoing, the Executive Committee shall have the authority of the Network (in consultation with the Office of Alumni Engagement and Dickinson College legal counsel) to:

- (a) Amend, alter or repeal the Bylaws;
- (b) Elect, appoint or remove any Executive Committee officer of the Network for cause, as outlined in these bylaws;
- (c) Adopt a plan of merger or adopt a plan of consolidation with another alumni network;
- (d) Authorize the voluntary dissolution of the Network or revoking proceeding therefore; or
- (e) Amend, alter or repeal any resolution of the Executive Committee, except in the case that its terms provide that it shall not be amended, altered or repealed by such a committee.

The Executive Committee may adopt rules for its own governance which are not inconsistent with these Bylaws or with other rules for governance outlined by Dickinson College or previously adopted by the Network.

Section 4.2. *Committee Duties*

The Executive Committee shall serve as an intermediary between the Network and Dickinson College and shall generally perform the following functions:

- (a) Represent the interests and convey the views of the Network in deliberations with Dickinson College, Alumni Council, and other bodies or institutions as needed;
- (b) Offer advice and counsel to Dickinson College on matters related to alumni and alumni activities;
- (c) Convey to the members of the Network the activities, decisions and policies of Dickinson College that are relevant to the Network and potentially impact the Network's goals and purposes; and
- (d) Participate in the development program of Dickinson College by assisting in the recruitment of volunteers such as class agents and reunion volunteers to have representation in wider college initiatives; share funding priorities for the Network with college staff; and work with college advancement staff to increase alumni philanthropic participation and support among its constituency for projects of particular interest to the Network.

The Executive Committee is responsible for the orientation of new officers, the offboarding of officers ending their terms, and the timely distribution of pertinent information to its membership. The Executive Committee shall provide regular reports on its work to Network membership, and the Network President shall provide regular reports on its work to the Alumni Council.

Any action by the Executive Committee may be done via electronic mail with written consent of a quorum of the Executive Committee officers.

Section 4.3. *Quorum*

One-half plus one of the total numbers of Executive Committee officers at the time specified by the Bylaws shall constitute a quorum for the transaction of business at any meeting of the Executive Committee. In the absence of a quorum, a majority of the Executive Committee officers present may adjourn the meeting to a certain day, and the Network Secretary shall give all absent officers three (3) days' notice of the date on which the meeting is to be reconvened; the Executive Committee officers present, on such a reconvened date, shall constitute a quorum for the purpose of conducting business, provided that in no event shall a quorum consist of less than one-third of the total number of Executive Committee officers.

Section 4.4. *Committee Composition*

The elected officers of the Executive Committee shall consist of a President, Vice President, Secretary, Development Chair, and a student representative from the Latin American and Caribbean Club or another student group with equal alignment with the Network's interests. There shall be no more than five (5) Executive Committee officers.

All Executive Committee officers shall be active participants of the Network and will be elected and serve in the manner provided by these Bylaws.

Section 4.5. *Elected Officers*

In addition to the Executive Committee duties outlined in Section 4.2. each elected officer will be responsible for distinctive duties as assigned by their role and outlined in Sections 4.5.1., 4.5.2, 4.5.3, and 4.5.4 of these Bylaws.

Section 4.5.1. *Network President*

The Network President is an elected officer of the Executive Committee who serves in a volunteer capacity. They are required to be an active member of the Network and, with the exception of the first person to fill this position, must have served previously in another Executive Committee role to be considered for the appointment.

The Network President shall be responsible for chairing the Executive Committee and for all usual operations of the Network, including Committee Chair appointments when vacant and performing all duties incident to the office of Network President.

The Network President also serves as a member of the Dickinson College Alumni Council in accordance with Alumni Council procedures. The Network President shall adhere to the duties and obligations assigned to them as a member of the Alumni Council as part of their service to this Network.

Section 4.5.2. *Network Vice-President*

The Network Vice-President is an elected officer of the Executive Committee who serves in a volunteer capacity. They are required to be an active member of the Network. In the event of absence or incapacity of the Network President, the Network Vice-President shall perform all duties of the Network President. Additionally, the Network Vice-President may have other responsibilities for the Network as designated by the President.

Section 4.5.3. *Network Secretary*

The Network Secretary is an elected officer of the Executive Committee who serves in a volunteer capacity. They are required to be an active member of the Network. Their duties shall include:

- (a) Coordinating the internal communications of the Network on behalf of the Executive Committee including email and social media invitations to attend Network meetings, maintaining established social media accounts and posting timely and relevant information to such accounts, and ensuring ongoing presence on the Network's Dickinson website page (with the help of the Office of Alumni Engagement);
- (b) Taking minutes of all regular and special meetings and submitting those minutes to the Office of Alumni Engagement;
- (c) Designating, as appropriate, a subcommittee member to take and submit minutes when the Network Secretary is unavailable;
- (d) Sending all notices that are to be duly given in accordance with the provisions of these By-Laws or as required by law; and
- (e) Performing all duties incident to the Network Secretary and such other duties as are provided by these Bylaws and, as from time to time, as are assigned to him/her/them by the Executive Committee.

Section 4.5.4. *Network Development Chair*

The Network Development Chair is an elected officer of the Executive Committee who serves in a volunteer capacity. They are required to be an active member of the Network and must have served previously as a fundraiser for Dickinson College. The Network Development Chair shall:

- (a) Assist in the development of philanthropic appeals to the Network's membership, in consultation with the Office of Alumni Engagement and the Office of College Advancement;
- (b) Report out philanthropic information provided by the Office of College Advancement that may be of interest to Network members;
- (c) Be responsible for assisting the Office of Alumni Engagement with budget considerations for events and other workings of the Network; and

- (d) Help educate Network members on Dickinson fundraising and philanthropic initiatives of interest to the Network.

Section 4.6. *Elected Officer Delegation of Duties*

Except for the delegation of duties of the Network President to the Network Vice-President of the Executive Committee, in the case of the absence of any officer of the Executive Committee or for any other reason which may seem sufficient to the Executive Committee, the Executive Committee officer may, for the time being, delegate his/her/their powers and duties, or any of them, to any other officer on the Executive Committee.

Section 4.7. *Elected Officer Terms*

Other than the Latin American and Caribbean Club student member, each officer of the Executive Committee shall serve for a term of two (2) years beginning July 1st of the Network's election year, except as unexpected vacancies arise (see Section 4.10). Each officer of the Executive Committee shall continue as such until his/her term as officer ends and until his/her/their successor is appointed unless such officer is removed for cause.

Section 4.8. *Officer Elections*

Executive Committee elections run every two (2) years, in line with terms of service for Executive Committee officer roles. The general timeline for the election cycle shall be:

November	nomination form distributed by the Network Secretary via the Office of Alumni Engagement
January 31	deadline for nominations
February	current Executive Committee compile nominee profiles
March	nominee profiles are shared with Network general membership for consideration; election form distributed by the Network Secretary via the Office of Alumni Engagement
April	results of election reported to Network general membership; new officer onboarding begins
May	New officer onboarding continues; officers cycling off of the Executive Committee complete exit interviews with the Office of Alumni Engagement
July 1	New Executive Committee Officer terms officially begin

Potential nominees for the Executive Committee may be submitted by Network members, current Executive Committee officers, and members of the Dickinson College staff. These nominees may include new candidates or current Executive Committee officers who are eligible for additional terms of service. All candidates shall meet qualifications set forth by these Bylaws, which will be reiterated during the nomination process.

Section 4.9. *Officer Re-Election*

All officers of the Executive Committee are eligible to be nominated for re-election to serve a second consecutive two-year term but shall not be eligible for re-election to serve a third consecutive two-year term in the same position. Any member who is selected or elected to fill a officer's unexpired term shall be eligible to serve two consecutive two-year terms, in addition to serving the unexpired term.

After completion of two consecutive two-year terms, a two-year break from service in the same position on the Executive Committee is necessary before the Executive Committee officer may be considered for re-nomination to the same role on the Executive Committee.

Nothing in this section shall be deemed to prohibit the election of such a person to a different office of the Executive Committee other than the one in which he/she has served two consecutive terms.

Section 4.10. *Officer Vacancies*

Vacancies in the Executive Committee may be filled in the same manner as provided in the case of the original appointments, or by special appointment by the current Executive Committee (in consultation with the Office of Alumni Engagement) for the remainder of the term in the instance that the vacancy occurs with less than one (1) year of the unexpired term remaining.

Section 4.11. *Officer Removal*

Any Executive Committee officer may be removed by a majority vote of the other Executive Committee officers at a regular or special meeting of the Executive Committee when the best interest of the Network will be served by such a removal.

Section 4.12. *Officer Resignations*

Any Executive Committee officer may resign at any time by giving written notice to the Executive Committee. Such resignation shall take effect at the time specified therein; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 4.13. *Officer Compensation*

Executive Committee officers serve on a volunteer basis, and shall not receive compensation for their service on the Network, provided that nothing contained herein shall preclude any Executive Committee officer from serving the Network.

ARTICLE V. COMMITTEES

Section 5.1. *Committees*

The President, with the approval of the Executive Committee, may establish other committees, subcommittees or task forces as are necessary, and which are not in conflict with other provisions of the Bylaws. The chair of such committees would be appointed by a majority rule vote of the officers on the Executive Committee. The duties of any such committee shall be prescribed by the Network's Executive Committee at the time of its creation and communicated promptly to the Office of Alumni Engagement. Committees may meet outside of scheduled regular or special meetings to accomplish their work.

ARTICLE VI. PARTNERSHIPS

Section 6.1. *Partnering with College Advancement and the Office of Alumni Engagement*

The Director of Alumni Engagement or his/her/their designee shall:

- (a) Serve as the liaison between Dickinson College and the Network and the Alumni Council on matters relating to their welfare and functions;
- (b) Attend meetings of the Network and each meeting of the Executive Committee;
- (c) Assist the officers of the Executive Committee in the performance of the prescribed duties, as necessary;
- (d) Meet with the Network President between meetings of the Executive Committee;
- (e) Undertake and assist with the implementation of the nomination and election procedures for officer elections; and
- (f) Provide updates, as requested, on initiatives or activities happening at Dickinson College or arrange for updates from other college representatives of better fit as necessary.

Section 6.2. *Partnering with Other Campus Departments*

The Director of Alumni Engagement or his/her/their designee, as well as the Alumni Council, shall serve as a central point of contact for the officers and membership of this Network, and shall handle partnership requests from the Network in regard to other campus departments and offices.