

BYLAWS FOR THE BROWN UNIVERSITY CLUB OF SOUTHWEST FLORIDA

ARTICLE I – Name

The name of the organization shall be The Brown University Club of Southwest Florida (BUCSWF). BUCSWF is not incorporated, but operates under the laws of the State of Florida related to unincorporated associations.

ARTICLE II – Purpose

The purpose of this organization shall be to support the educational purposes of Brown University in association with and under the general supervision and control of the Brown Alumni Association.

ARTICLE III – Membership

Membership in the BUCSWF shall be open to people who support the goals of this organization, whether alumni/ae, current students, relatives of alumni/ae and current students, or friends of Brown University. Membership shall become effective when an interested party informs an officer of the organization of his/her intentions and remits the applicable annual dues. Membership shall not be denied on the basis of race, religion, creed, national origin, age, or gender.

ARTICLE IV – Board

A volunteer board of directors of nine members shall exist to administer the affairs and finances of the organization in accordance with the stated purpose of the organization.

The board shall consist of elected officers, volunteer chairs of standing committees appointed by the president, and representatives of BASC (the Brown Alumni Schools Committee), the Program Committee, the Webmaster, the Publicity Chair, and others as appropriate from time to time. Terms of both elected officers and volunteer committee chairs shall be of three years in duration. A board member may resign from the board by giving notice to the president.

Vacancies of officers arising from resignation of members or from expiration of terms shall be filled by majority vote of the remaining board members, based on the recommendations of the president.

The constitution of the board will be reviewed annually and replacements will be made, as required, by the vote of the board.

A quorum of board members shall consist of three board members or one-third of the duly elected or appointed members of the board, whichever is greater.

ARTICLE V – Officers

The officers of the organization shall be members of the board and shall include a president or co-presidents, at least one vice president, a secretary and a treasurer. Each officer shall serve a three-year term of office, each year running from January 1st to December 31st. In the case of co-presidents, they shall serve staggered overlapping terms to insure continuity. The officers for a given term shall be elected by a majority vote of the board preceding the beginning of the term and shall serve until their successors are fully elected and qualified or until their resignations.

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ARTICLE VI – Duties of Officers and other Officials

The president or co-presidents shall convene and conduct meetings, supervise and coordinate activities of the organization, and serve as a liaison with the Office of Alumni Relations.

The secretary shall keep minutes of the meetings and handle correspondence as requested by the president, and other such duties as are customarily incident to the office.

The treasurer shall be responsible for holding the assets of the organization, handling financial transactions, keeping financial records, and reporting regularly to the board.

The membership chairperson shall keep a record of current membership and devise ways to increase membership and participation in the organization's activities.

The BASC chairperson, appointed by the Brown Office of Alumni Relations, shall oversee the activities involved in recruiting, cultivating and interviewing potential students.

The president or co-presidents may designate to members of the board additional duties if necessary for successful operation of the organization. These duties may include, but are not limited to, coordinators and contacts with appropriate University functions such as the Brown Annual Fund, other Development activities, Multicultural Activities Committee, Student Alumni Network, the Brown Sports Foundation, etc.

ARTICLE VII – Committees

The standing committees and their duties shall be as follows:

- a. Events or program committee to outline the overall program for the year and plan the individual events, based on membership interest and needs;
- b. Communications committee, to include the duties of Webmaster;
- c. Publicity or marketing committee to publicize the organization's events to alumni and current Brown parents through both e-mail and conventional mail;
- d. Newsletter committee to compose and disseminate a newsletter via either e-mail, snail mail or some combination of the two;
- e. Nominating committee to identify, recruit, and select candidates for Board membership, for presentation to and election by the board or appointment by the president;
- f. Executive committee composed of all officers and all chairs of standing and other committees, to act on behalf of the board when the board is not in session.

Other committees of the organization may be formed at the discretion of the president or vote of the board.

Chairpersons of all committees shall be appointed by the president and serve a term of three years.

ARTICLE VIII – Finances

The fiscal year of the organization shall be July 1 to June 30, corresponding with that of the Brown Alumni Association of Brown University.

The amount of the annual membership dues shall be determined by the board.

Expenditures of funds must be approved by either the president or co-presidents or the treasurer. Approval is required by a majority vote of committee members present at a duly called meeting

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for expenditures above the set limit. The board shall decide what the set limit shall be by a majority vote. No part of the earnings or assets of the organization shall inure to the benefit of any member of the board or any private individual, except as reasonable compensation for services actually rendered by that individual and approved in advance by the board.

ARTICLE IX – Meetings

There shall be at least three meetings of the board per year. Meetings shall be called by the president to conduct the organization's business. A committee member may petition the chairman to call a meeting if he/she deems it necessary. Committee members shall be given notice of the meeting at least seven days in advance either verbally or in writing.

ARTICLE X – Liaison with Brown University

The president or co-presidents shall maintain communication with the Brown University Alumni Relations officer responsible for Clubs and Associations.

ARTICLE XI – Dissolution of the Organization

Upon the dissolution of the organization, any remaining assets shall revert to the Brown Alumni Association, to be used in support of the educational purposes of Brown University.

ARTICLE XII – Amendment of Bylaws

The bylaws of the organization may be amended by a vote of a majority of the board members, cast either in person or in writing, at a duly called meeting, provided the amendments have been provided in writing to each board member in advance of the meeting.