

THE CONSTITUTION OF THE JAVELINA ALUMNI ASSOCIATION

We, the Javelina Alumni Association, in order to provide an officially recognized organization that engages alumni in the life of the university, do hereby establish and adopt this constitution.

ARTICLE I. THE JAVELINA ALUMNI ASSOCIATION

SECTION I. This organization shall be known as the Javelina Alumni Association.

SECTION II. The membership of the Javelina Alumni Association shall include any student who attended Texas A&M University-Kingsville, Texas A&I University, Texas College of Arts and Industries, South Texas State Teachers College, or Texas Normal College at Kingsville (herein noted as Javelina Nation). The Javelina Alumni Association shall not discriminate against, nor give preferential treatment to, any person on the basis of race, national origin, religion, gender, gender identity, sexual orientation, age, or disability.

SECTION III. The purpose of the Javelina Alumni Association shall be:

- (a). Engage alumni in the life of the university.
- (b). To foster a sense of community for all alumni.
- (c). To promote positive citizenship to the University and local community.
- (d). To develop leadership among its members and others.
- (e). To contribute to the University community in a positive way.
- (f). To promote cooperation and partnership among the alumni, students, and the University faculty, staff, and administration.
- (g). To review and make recommendations on matters proposed by alumni, students, administrators, faculty, and staff.
- (h). To provide for the exchange of information, ideas, and opinions between alumni and the University community.

SECTION IV. The governing structure of the Javelina Alumni Association is to consist of a Board of Directors, within which resides an executive branch and general board members.

ARTICLE II. EXECUTIVE BRANCH

SECTION I. All executive powers shall be vested in the Executive Branch of the Javelina Alumni Association. A primary charge of the Executive Branch shall be the timely implementation of all decisions enacted by the Javelina Alumni Association Board of Directors.

SECTION II. The chief executive officer shall be the President, who shall be elected from the Javelina Alumni Association Board of Directors by the standards within Article 8 of the Javelina Alumni Association By-Laws.

If the President is unable or unwilling to continue serving as President or to assume office, the office will fall to the Vice-President. If the Vice-President is not willing and/or able to serve, then the President-elect shall serve and an emergency election will be held by the Javelina Alumni Association Board of Directors to fill that vacancy.

SECTION III. The Javelina Alumni Association Board of Directors Executive Branch shall consist of an Executive Cabinet which will be made up of the:

- (a). President
- (b). Vice-President
- (c). Secretary
- (d). Treasurer
- (e). President-elect
- (f). Parliamentarian

SECTION IV. The duties and powers of the President shall include the following:

- (a). Preside and prepare the agenda for all meetings of the Alumni Association Board of Directors, selected committees, and special meetings/sessions;
- (b). Guide the general direction of the Association and its Members;
- (c). Appoint executive board members to chair a committee and appoint directors to a committee;
- (d). Represent the Association at University functions (i.e. commencement ceremonies, Homecoming, etc.);
- (e). Serve as a mentor to the President-elect and instruct the President-elect in the duties and responsibilities pertaining to the office of President;
- (f). Serve as a non-voting, ex-officio member to all committees.
- (g). Vote in the event of a tie among the Javelina Alumni Association Board of Directors.
- (h). Protect, defend, and uphold the Javelina Alumni Association Constitution.
- (g). Attend meetings of the Javelina Alumni Association Board of Directors.
- (h). Serve on the Executive Cabinet.

SECTION V. The duties and powers of the Vice-President shall include the following:

- (a). In the absence of the President, the Vice President shall perform the duties of the President;
- (b). In the long-term absence of the President, assume the office of President for not longer than the current term of the President;
- (c). Represent the Javelina Alumni Association as appointed by the President;
- (d). Protect, defend, and uphold the Javelina Alumni Association Constitution.
- (e). Attend meetings of the Javelina Alumni Association Board of Directors.
- (f). Serve on the Executive Cabinet.

- (g). Assume the duties and responsibilities of the Parliamentarian until a special election can be held to elect a new Parliamentarian from the Javelina Alumni Association Board of Directors.

SECTION VI. The duties and powers of the Secretary shall include the following:

- (a). Record the official minutes of the Javelina Alumni Association's meetings and shall supervise the maintenance of all the Javelina Alumni Association's records;
- (b). Take attendance at each official board meeting;
- (c). Be responsible for distributing the minutes to all Directors for review within 2 weeks of any form of meeting (regular, special, annual, or any form of telecommunication);
- (h). Maintain a record of the Javelina Alumni Association's activity throughout the year.
- (i). Inform the President if quorum is met.
- (j). Inform the Javelina Alumni Association Board of Directors' members of their absences and status.
- (k). Create, maintain, and distribute to the Javelina Alumni Association's board members a directory of all directors.
- (l). Assume the duties and responsibilities of the Treasurer in the absence or incapacity of the Treasurer, or if the office of Treasurer is vacant, until a special election can be called to fill the position.
- (m). Protect, defend, and uphold the Javelina Alumni Association's Constitution.
- (n). Attend meetings of the Javelina Alumni Association Board of Directors.
- (o). Serve on the Executive Cabinet.

SECTION VII. The duties and powers of the Treasurer shall include the following:

- (a). Review and present the current records of the association's operating account and Alumni Fund for Excellence at each Board of Director meeting.
- (b). Conduct periodic reviews of all accounting records of the Association.
- (c). Present the annual budget recommendations to the Board of Directors with the aid of the Director of Alumni Affairs;
- (d). Ensure all funds are being spent in the most effective manner and according to proper procedures.
- (e). Assume the duties and responsibilities of the Secretary in the absence or incapacity of the secretary, or if the office of Secretary is vacant, until a special election can be called to fill the position.

SECTION VIII. The duties and powers of the Parliamentarian shall include the following:

- (a). Keep all meetings in compliance with Democratic Rules of Order (latest edition);
- (b). Keep all meetings running in a timely and efficient manner;
- (c). Act as a liaison between the general board members and the Executive Officers;
- (d). Serve on the Executive Cabinet.
- (e). Protect, defend, and uphold the Javelina Alumni Association Constitution.
- (f). Interpret the Javelina Alumni Association Constitution and By-Laws, in the case of confusion in these documents;
- (g). Review and revise legislation to come before the Board of Directors for content, format and grammatical errors.
- (p). Attend meetings of the Javelina Alumni Association Board of Directors.

SECTION IX. The duties and powers of the President-elect shall include the following:

- (a). Assume the office of the President at the end of the President's term;
- (b). Assist the President in their duties in preparation for assuming the role of President;
- (c). Serve on the Executive Cabinet.
- (d). Protect, defend, and uphold the Javelina Alumni Association Constitution.
- (e). Attend meetings of the Javelina Alumni Association Board of Directors.

SECTION XI. When appropriate and when allowed by this Constitution, and/or in order to run an effective and responsive organization, the Executive Cabinet shall make Executive Decisions. Executive decisions are reserved for instances when it is not practical to call the Board of Directors and when the Constitution is vague and/or does not clearly instruct the Executive Cabinet as to an appropriate action.

Executive Decisions shall require a majority vote by the Executive Cabinet and may be vetoed or amended by the Board of Directors. A simple majority of the Board of Directors is needed to veto or amend an Executive Decision. All Executive Decisions shall be presented to Board of Directors within one week following the Executive Decision. Executive Decisions shall only be presented. The Executive Cabinet shall not seek approval of an Executive Decision. It is the sole responsibility of the Board of Directors to veto or amend an Executive Decision. All votes of Executive Decisions are public information.

ARTICLE III. BOARD OF DIRECTORS GENERAL MEMBERS

SECTION I. All legislative powers shall be vested in the Board of Directors of the Javelina Alumni Association. The Board of Directors shall be the official body, which shall identify alumni opinion and formulate alumni policy.

SECTION II. Voting members of the Board of Directors shall be organized in the following manner:

- (a). Sixteen (16) At-Large Members, including officers
 - President shall vote only in the event of a tie
- (b). The University's Student Government Association President.

Section III. Board of Directors may include the following as a non-voting Ex-Officio member, representing the following:

- (a). A representative of the Javelina Club Leadership Council;
- (b). The Chairman of the Board of Trustees of Texas A&M University-Kingsville Foundation, Inc.;
- (c). The Director of Alumni Affairs;
- (d). The Executive Director/CEO of the Texas A&M University-Kingsville Foundation, Inc.;
- (e). Immediate Past President, who shall serve in an advisory capacity to the President and the Board of Directors.

SECTION IV. The rules contained in the latest edition of the Democratic Rules of Order shall govern the Board of Directors in all cases to which they are applicable unless they are inconsistent with the Constitution and By-laws of the Javelina Alumni Association. This shall be executed by the Parliamentarian and may be appealed only to the Vice President during a meeting of the Board of Directors.

SECTION V. The duties and powers of the Board of Directors shall be to:

- (a). Represent and communicate the view and needs of the alumni to the administration, faculty, staff, and other appropriate entities of TAMUK.
- (b). Enact all measures necessary and proper for the general welfare of alumni in accordance with this Constitution.
- (c). Establish such rules and procedures as are necessary for the proper functioning of the Board of Directors.
- (d). Recommend proposals and programs, which will strengthen the campus climate.
- (e). Refer to the Board of Directors Committees issues for research, study, and evaluation.
- (f). Review, discuss, consider, and take any necessary action through resolutions and other legislation on all issues, which concern the campus or alumni that are brought to the floor.
- (g). Serve as an open forum where views on matters of concern can be exchanged.
- (h). Over-ride the veto of the President as necessary to represent constituents.
- (i). Ratify all decisions and appointments made by Executive Decision.
- (j). Provide a forum for the expression of concerns from alumni.

- (k). Provide a link between the Javelina Alumni Association and alumni concerning programs and issues on campus.

SECTION VI. The duties and powers of the Standing Committee Chairs of the Board of Directors shall be to:

- (a). Set date, time, and place of all committee meetings, with the consent of their respective committee.
- (b). Preside over meetings of their respective committee.
- (c). Bring before the Board of Directors recommendations from their committee for approval.
- (d). Report to Board of Directors the work of their committee.
- (e). Submit written reports of the work of their committee to the Secretary.
- (f). Protect, defend, and uphold the Javelina Alumni Association Constitution.

SECTION VII. Rules and regulations regarding meetings of the Board of Directors shall be as follows:

- (a). An annual meeting of the general membership of the Association will be held in conjunction with Homecoming festivities of the University. The Board of Directors will determine the exact time and place of such meeting.
- (b). A quorum is 50% plus one of the JAA Directors will constitute a quorum with each present JAA member that attended the university having one vote.
- (c). Other general meetings of the membership of the Association may be held at the call of the President of the Association acting with the consent of a majority of the Board of Directors.
- (d). The top administrator of the Office of Alumni Services and Giving will notify the general membership of the exact time and place of all meetings of the general membership at least ten (10) business days in advance of such meetings.
- (e). No vote by proxy allowed unless in form of telecommunication.

ARTICLE V. IMPEACHMENT

SECTION I. The Board of Directors may impeach, if necessary, any board member or Executive officer.

SECTION II. An individual may be removed from office providing the following has been done:

- (a). Documented confrontation with the individual(s) involved.
- (b). Documented confrontation with the individual(s) with at least two Board of Directors members and/or officers present.
- (c). An opportunity for the individual to resign.

SECTION III. Causes for removal from office include, but are not limited to:

- (a). Neglect of duties
- (b). Intentional breach of the Javelina Alumni Association Constitution and/or By-Laws.
- (c). Actions that reflect negatively on the Javelina Alumni Association and/or Board of Directors, but which may not constitute neglect of duties or a breach of the Javelina Alumni Association Constitution and/or By-Laws.

SECTION IV. Any alumnus who is not a member of the Board of Directors shall have the right to initiate impeachment proceedings against any Board of Directors member or any Executive Officer if they fail to meet the duties as prescribed in this Constitution and By-Laws or if they are engaged in behavior that is detrimental to the Javelina Alumni Association, Javelina Nation, or its alumni. It will require the signatures of a minimum of 100 Javelina alumni, and it will require documentation that a meeting transpired between the official being charged, the individual making the charges, and the Board of Directors President. In the event it is the Board of Directors President being charged, the meeting should involve the Board of Directors Vice-President. During this meeting, specific charges must be presented in writing.

SECTION VI. Impeachment shall require a three-fourths ($\frac{3}{4}$) majority vote of the Board of Directors.

ARTICLE VI. VACANCIES

SECTION I. Individuals wishing to vacate their positions shall give notice in the form of a letter of resignation to the President. The letter of resignation shall include the effective date of resignation. Upon receiving the letter of resignation, the President shall notify the Board of Directors within two (2) weeks of receipt of the letter; but at least 2 weeks before the effective date of the resignation, if possible.

SECTION II. Individuals not meeting criteria set forth in Article 6 of the By-Laws shall immediately tender their resignation, effective immediately.

SECTION III. If the individual is a member of the Executive Cabinet, a special election shall be held within three weeks after the Board of Directors is notified of a resignation of an Executive Cabinet Member.

SECTION IV. If no candidate is elected or if the vacancy occurs after the Homecoming meeting election, then the Executive Committee shall appoint a person that meets the following criteria:

- (a). Meets qualifications stipulated in Article 4 of the By-Laws and the Constitution for holding that position.
- (b). These appointments shall be ratified by a 2/3 majority vote of the Board of Directors.

ARTICLE VII. LEGISLATION

- SECTION I.** Legislation within the Board of Directors shall consist of Bills and Resolutions.
- SECTION II.** A bill shall be defined as a call of action by the Board of Directors on a matter that is within the authority of the Javelina Alumni Association to implement.
- SECTION III.** A resolution shall be defined as an official statement of support by the Board of Directors for an action, policy, or idea that is not within the jurisdiction of the Javelina Alumni Association.

ARTICLE VIII. BY-LAWS

- SECTION I.** The Javelina Alumni Association will establish by-laws as necessary. Upon their ratification, they become a part of this Constitution and assist in governing the Javelina Alumni Association. If ever the two documents contradict, refer to the Constitution for final rule.

ARTICLE IX. AMENDMENTS

- SECTION I.** A notice of proposed amendments to the Constitution of the Javelina Alumni Association shall be given in the Board of Directors agenda and will be considered at no fewer than two meetings of the Javelina Alumni Association prior to voting with the exception of this first installment. A copy of the proposed amendments shall be distributed with the agenda. A two-thirds majority vote is required and must be taken at the annual Homecoming general meeting to be approved by the general members of the Javelina Alumni Association as well as the Board of Directors.
- SECTION II.** A notice of proposed amendments or additions to the By-Laws of the Javelina Alumni Association shall be given in the Javelina Alumni Association Board of Directors agenda and will be considered at no fewer than two meetings prior to voting. A copy of the proposed amendments or additions shall be distributed with the agenda. A two-thirds majority vote is required.

ARTICLE X. RATIFICATION

SECTION I. This constitution shall be considered ratified upon approval of the Javelina Alumni Association and its Board of Directors.

SECTION II. All previous constitutions are null and void.

SECTION III. This Javelina Alumni Association Constitution stands approved as of October 21, 2017.