



# University of Illinois at Urbana-Champaign Black Alumni Network (BAN) Bylaws

## **ARTICLE I: ORGANIZATION NAME AND HISTORY**

The name of this organization shall be the University of Illinois at Urbana-Champaign Black Alumni Network (“BAN”) established and effective as of August 2002.

The BAN is an affiliate organization of the University of Illinois Alumni Association (“UIAA”).

BAN was founded by Alicia Gilmore Catching in 2002. In 2004, it was approved and accepted on the University of Illinois at Urbana-Champaign campus (“University”). In 2005, the BAN along with another group (the Marching Illini) became the first two official affiliates of the UIAA.

Alicia Gilmore Catching on behalf of Black alumni along with Barbara Hundley on behalf of UIAA formalized the agreement at the Illini Center in January of 2005. Alicia worked across campus units, colleges, and departments along with Black alumni to build a foundation to benefit Illinois students for years to come.

Kevin McFall was the founding President of BAN, the official Black alumni organization of the University. His leadership remains unsurpassed, he also served as a member of the Campus Alumni Advisory Board, the oversight group for UIAA affiliates.

Since inception in 2002, BAN has hosted trunk parties for incoming freshmen, mentoring activities and events for current University students, homecoming activities for students, staff, and alumni, and three major reunion events in 2008, 2012, and 2016.

The founding Officers and Advisory Board of Directors were:

**Advisory Board of Directors:** Alicia B. Gilmore-Catching, President; Dr. Latrice E. Eggleston, Vice President; Alenda Young, Secretary; Nathaniel Banks, Treasurer

**Officers of the BAN:** Kevin McFall, President; Jeff Burt, Vice President; Cedric Thurman, Treasurer; Janet Gilmore, Secretary



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## **ARTICLE II: MISSION, GOALS, and OBJECTIVES**

### Section 1. Mission

The mission of this organization is:

- a. To facilitate networking opportunities between Black alumni, Black students, faculty, and staff by hosting academic, professional, and social activities while serving as a resource bank for exchanging career and other pertinent information to all constituencies and stakeholders.

### Section 2. Goals and Objectives

The goals and objectives of this organization are:

- a. The BAN provides comprehensive program opportunities (i.e. social, educational, professional, and service) for alumni, students, and faculty of the University, which fosters a stronger relationship between these groups, the alumni community, and the University.

### Section 3. Location

The principal office of the BAN is located at 1212 West Nevada Street in Urbana, Illinois.

### Section 4. Mailing Address

The mailing address of the BAN is P.O. Box 492 Park Forest, Illinois 60466.

## **ARTICLE III: DEFINITIONS**

“Board” refers to the BAN Board of Directors.

“Board Member” refers to individuals who serve on the BAN Board of Directors.

“Chapters” refers to affiliated groups of BAN members outside of Illinois.

“Dues” refers to the annual fee paid by the BAN members. All dues shall be reserved for programs, activities, and general operating expenses that support the mission of BAN.

“Executive Board” refers to the Officers of the BAN.



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“Executive Committee” refers to the Officers of the BAN, immediate past President, and the Founders.

“Ex-Officio” refers to the current director or chair of the BNAACC, OMSA, BFAPA, the African-American Studies Department or their designee, a currently enrolled student of the University, a representative from Student Affairs Advancement, and a representative of the UIAA Alumni Relations Office.

“Financial” refers to a Member who is current on annual dues and/or fees within the current Fiscal Year.

“Fiscal Year” refers to the operating calendar, which begins January 1<sup>st</sup> and ends on December 31<sup>st</sup>.

“General Member” refers to individuals committed to promoting the welfare and interests of the University of Illinois at Urbana-Champaign and the mission of BAN.

“Good Standing (Board Member)” refers to board members who are financial.

“Good Standing (General Member)” refers to general members who are financial.

“Officers” refers to the BAN executive board.

“Officer Terms” refers to the length of service, which is a two-year staggered term.

“Programming Year” refers to the programmatic calendar, which begins July 1<sup>st</sup> and ends on June 30<sup>th</sup>.

“Quorum” refers to a simple majority of the voting members of the Board present.

“University” refers to the University of Illinois at Urbana-Champaign.



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## **ARTICLE IV: GENERAL MEMBERSHIP**

### **Section 1**

**Eligibility:** Two types of general membership shall exist in the organization: 1) Regular, 2) Student

- *Regular Membership:* Any person that has attended the University of Illinois at Urbana-Champaign shall be eligible for regular membership in the BAN upon payment of membership dues.
- *Student Membership:* Any person that is currently enrolled at the University of Illinois at Urbana-Champaign shall be eligible for student membership in the BAN at no cost.

Rights and Privileges: (1) attend general assembly meetings; (2) participation on board committees as a volunteer; (3) attend events (programming, professional development); (4) advertise job openings on BAN website; (5) eligible to submit marketing to the official BAN website.

### **Section 2**

**Dues:** BAN regular membership dues are proposed jointly by the Finance and Membership Committees at the November Board meeting and approved at the December Board meeting annually.

**NOTE:** The first 12 months of membership in BAN is free of charge upon graduation from the University.

### **Section 3**

**Voting:** General members in good standing have the right to vote in general assembly meetings. The right to vote shall not be assignable or transferable in any manner.



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## ARTICLE V: BOARD MEMBERSHIP

### **Section 1**

**Eligibility:** Two types of board membership shall exist in the organization: 1) Board, 2) Ex-Officio

- *Board Membership:* Any person of the BAN general membership may apply or be nominated to become a member of the BAN board.
- *Ex-Officio:* Ex-officio members are the current director or chair of the BNAACC, OMSA, BFAPA, the African-American Studies Department or their designee, a currently enrolled student, a representative from Student Affairs Advancement, and a representative from the UIAA Alumni Relations Office. They can present and participate in meetings of the regular board but have no voting rights.

### **Section 2**

**Board Selection:** Applications to the Board shall be received no later than October 15th of each year by the Nominations Committee. Applications will be reviewed and presented by the Nominations Committee at the October Board Meeting. Letters of approval will be emailed by the Secretary no later than December 10th of the current year. New board members begin service on January 1st of the next calendar year.

### **Section 3**

**Dues:** BAN board membership dues are \$150 annually. BAN board members are not required to pay the general membership fee. Ex-officio members are not required to pay dues.

### **Section 4**

**Definition of Good Standing:** As a board member, to be in good standing you must: (1) remain financial; (2) attend a minimum of 75% of the Board meetings and BAN events each fiscal year; (3) actively serve on at least two committees; (4) board membership dues are paid in full within 45 days of the start of the fiscal year; (5) assist with at least one event during the program year; and (6) complete the necessary Board agreements.



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## **Section 5**

**Voting:** Board members have full voting rights. Ex-Officio members shall not have the right to vote. The right to vote shall not be assignable or transferable in any manner.

## **ARTICLE VI: BOARD OF DIRECTORS**

### **Section 1**

**Designation:** The BAN Board shall consist of:

- Executive Committee
- Not less than 11 and not more than 21 members approved at large, which reflect a generational diversity of alumni from across the past 50 years
- Director of the BNAACC or their designee (ex-officio)
- One co-chair or their designee of the University Black Faculty and Academic Professionals Association (ex-officio)
- One currently enrolled student of the University (ex-officio)
- One representative from Student Affairs Advancement (ex-officio)
- One representative of the UIAA Alumni Relations Office (ex-officio)
- Director of the Department of African-American Studies or their designee (ex-officio)
- Director of the Office of Minority Student Affairs or their designee (ex-officio)

**NOTE:** The aforementioned ex-officio positions are not included in the Board's total count.

### **Section 2**

**Qualifications:** Individuals will be eligible for Board membership if they have ever enrolled or attended the University, upon approval of their Board Application, and have paid BAN Board dues in the amount of \$150 for the upcoming year. If members fail to pay Board dues by the required date, Board membership will be terminated.

### **Section 3**

**Terms of Office:** All Board members shall be elected or appointed to a two-year term and serve until their successors are installed. Nominations and elections will be held annually, unless there is an election needed to fill a vacancy.



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## **Section 4**

**Nomination and Election Procedures:** Candidates for positions on the Board shall be nominated and elected in the same manner as the Officers of the BAN. The BFAPA shall appoint a faculty representative of its group to the Board. The student representative shall be selected by the BNAACC Director. Candidates for positions on the Board shall be nominated and approved. Every potential board member should have a sponsor who is in good standing and currently active on the Board. The sponsor should speak to the merits of the candidate prior to the meeting of the formal vote to approve the Board nominee. In case a nominee does not have a sponsor, the Nominations Committee will serve as their sponsor.

Each potential Board member should be voted up or down based on a simple majority using standard Robert's Rules of Order (i.e. a motion, a second, discussion, and a vote). Newly elected Board members should be invited to the next scheduled Board meeting and welcomed into the ranks.

**Note:** Conflict of Interest Policy for current University staff serving as alumni on the BAN executive board.

## **Section 5**

### **Responsibilities of the Board:**

- Promote the interests of the BAN
- Establish a mutually beneficial relationship between the BAN, Black alumni, and the University by creating and sponsoring alumni programs and communication that fulfill this mission

## **Section 6**

**Vacancy:** In the event of a Board vacancy, the President may make an interim appointment for the remainder of an unexpired term of the office vacated. A Board vote will be held at the next regularly scheduled Board meeting to officially confirm the appointee.



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## **Section 7**

**Resignation:** Resignation from the Board must be in writing and received by the Secretary. A copy should be emailed to the BAN Executive Committee and printed on file in BAN's archive documents. Resignation will be announced and reviewed at the next regularly scheduled board meeting.

**NOTE:** The resigning member may not transfer their Board membership to another person.

## **Section 8**

**Termination/Absence:** A Board member shall be terminated from the Board due to excess absences. Absence from more than 75% of Board meetings and BAN activities within a fiscal year is excessive. A Board member may be removed for conduct unbecoming of a Board member by a three-fourths vote of remaining Board members. A copy should be emailed to the BAN Executive Committee and printed on file in BAN's archive documents. The Secretary shall notify the board of any pending terminations, which will be reviewed at the next regularly scheduled board meeting.

## **ARTICLE VII: OFFICERS OF THE BAN**

### **Section 1**

**Designation:** The elected Officers of the BAN shall consist of:

- President
- Vice President (Internal)
- Vice President (Membership/External)
- Treasurer
- Secretary
- Parliamentarian



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## **Section 2**

### **Duties of Officers:**

*President:* Calls and presides over Board and Executive Committee meetings and performs other duties pertaining to that office. Appoints the chairpersons of all committees and fills any vacancies on the Board with the Board's approval. Forms new committees as needed with approval of the Board. Conducts business on behalf of the BAN, signs all contracts, and is an authorized signatory on the BAN bank accounts. The President shall participate, complete and/or submit the annual state and federal filings. Serves as the official representative of the BAN to the University and the community. Serves as Ex-Officio on all committees except for the Audit and Nominations Committee.

*Vice President (Internal):* Responsible for committee operations, except membership. In the event of the absence, disability, or resignation of the President, performs the duties of President. May serve as chairperson of any committee, serves as an Ex-Officio member of every committee, receives all committee reports, reports committee activities to the Executive Board and Executive Committee, and performs other duties as assigned by the President. Immediate successor to the President in the event the President is no longer able to serve.

*Vice President (Membership/External):* Serves as chairperson of the Membership Committee and maintains the membership status file of all BAN members. Develops membership perks and submit to the Board for approval. Creates the strategy for membership growth and development. Conducts an annual needs assessment and engagement survey of the BAN membership. Notifies BAN members when eligibility for membership terminates. Serves as a liaison to external partners including the Illinois Black Alumni group, etc. In the event of a vacancy, this VP fulfills the responsibilities of the VP Internal.

*Secretary:* Records minutes of the Board, Executive Committee, and general business meetings of the BAN, preserves copies of publications and documents of special importance to the BAN. Sends out the agenda and meeting minutes to all members of the Board. Records Board member attendance.



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*Treasurer:* Receives and disburses funds of the BAN and issues receipts. Submits at minimum quarterly financial reports to the Board and an annual statement to the UIAA upon request. Develops budget for upcoming fiscal year and budgets for BAN programs and activities as needed. Provides bank and financial statements, invoices, reimbursement requests and receipts to the Audit committee annually by January 15th of the next fiscal year. The Treasurer shall participate, complete and/or submit the annual state and federal filings. The Treasurer may not serve on the Audit Committee. Works with committee chairs to solicit and review proposals and contracts from vendors for BAN-related programs and activities.

*Parliamentarian:* Maintains Robert's Rules of Order during all BAN meetings and may dismiss any member displaying inapt and disruptive behavior. Enforces policy and procedures related to Board operations. Advise officers, committees, and members on matters of parliamentary procedure and ensure meetings run smoothly in accordance with the BAN bylaws. Serves as the chairperson of the Bylaws Committee.

### **Section 3**

**Officer Nomination Procedures:** The Nominations Committee shall be responsible for preparing a slate for voting and to present one or more names for each office to be filled on a staggered term basis. A list of candidates shall be read at the following Board meeting after the nomination was made. Nominations may be made by any currently active Board member. Self-nominations are also welcomed.

A member of the Executive Committee, along with other members appointed by the President and approved by the Board shall comprise the Nominations Committee.

### **Section 4**

**Officer Election Procedures:** Election of officers is determined by voice or electronic ballot. Officers of the BAN's Executive Board shall be elected on a staggered term basis by a majority of votes cast at a regular meeting.

### **Section 5**

**Vacancy:** In the event of an Officer vacancy, the President may make an interim appointment for the remainder of an unexpired term of the office vacated. A Board vote will be held at the next regularly scheduled Board meeting to officially confirm the appointee.



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## **Section 6**

**Officer Terms:** The President, The Vice President (Internal), The Vice President (Membership/External), Secretary, Treasurer, and Parliamentarian shall be elected to serve for a period of two years or until their successors are duly elected and installed. These two-year terms will be staggered for continuity purposes with the officers divided into an odd and even year class for election purposes.

## **Section 7**

**Eligibility Requirements for Office of the President:** To be eligible to hold the office of President, the person must have served on the BAN Board for at least one year, be financial, be in good standing, and have served actively on two Board committees. Attendance at Board meetings and BAN events shall be reviewed by the Secretary and a report submitted to the Nominations Committee before their name can appear on the ballot.

## **Section 8**

**Eligibility Requirements for Other Officers:** To be eligible for an elected office, the person must be a current BAN Board member, financial, in good standing, and have served actively on two Board committees. Attendance at Board meetings and BAN events shall be reviewed by the Secretary and a report submitted to the Nominations Committee before their name can appear on the ballot.

## **ARTICLE VIII: EXECUTIVE COMMITTEE**

### **Section 1**

**Designation:** The Executive Committee of BAN shall consist of

- Founders of BAN
- Officers of the BAN
- Immediate Past President of BAN

### **Section 2**

**Purpose:** The Officers are elected by the Board and have the role of providing executive leadership for the Board. The Executive Committee has the authority to act on behalf of the Board. The Officers have a fiduciary responsibility to BAN to transact all business.



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## **Section 3**

**Quorum:** A majority of the Executive Committee shall constitute a quorum. The Executive Committee is composed of the President, Vice President (Internal), Vice President (Membership/External), Treasurer, Secretary, Immediate Past President, and BAN Founders.

## **ARTICLE IX: FINANCIALS**

### **Section 1**

**Fiscal Year:** The Fiscal Year begins January 1st and ends December 31st.

### **Section 2**

**Financial:** All members must be Financial or be subject to Involuntary Termination.

### **Section 3**

#### **Chapter Finances:**

- All financial statements and reports shall be submitted monthly to the Board of Directors.
- The Finance Committee shall study the financial needs of the BAN and submit a preliminary proposed budget to the Board two months prior to the Fiscal Year. The budget should include anticipated income and expenditures for all committees and fundraising goals expected to function during the relevant Fiscal Year.
- A final proposed budget shall be considered and voted on by the Board at the November Board Meeting of each year.
- Membership Dues shall be determined at the November Board Meeting each year.
- BAN shall manage its financial transactions in accordance with generally accepted accounting rules and practices and keep appropriate records.
- BAN may maintain two (2) checking accounts: an Operating and an Event Account and one (1) Saving Account.



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## **Section 4**

### **General Membership Dues:**

- All members must be Financial.
- Dues shall be determined annually and shall be included in the budget submitted by the Finance Committee and approved by the Board.
- Dues are due and payable to the Treasurer via the BAN membership online system or by check mailed to the BAN address. A Member who fails to pay their Dues within 45 days of the due date will be notified by the Treasurer and termination of membership will be executed.
- Once paid, Dues are non-refundable.

## **Section 5**

### **Membership Penalties for Failure to Remain Financial:**

- Failure to be Financial may result in Involuntary Termination of membership.
- A member who is not Financial at any time during the Fiscal Year shall not be entitled to vote on membership matters.
- If a Member's check is returned as having insufficient funds, the Member must (1) make all future payments via cash, cashier's check, money order, or other BAN approved e-payment system for the balance of the relevant Fiscal Year; and (2) pay the cost of any NSF charges assessed against the BAN bank account. Said charges shall be categorized as an "Assessment" against the Member's account with BAN.

## **Section 6**

### **Fundraising:**

- No less than 75% of any BAN scholarship fundraisers shall be donated to BAN. The Board will determine where the 75% will be held in BAN associated accounts and the remaining portion will be kept for operating expenses.

## **Section 7**

**Audits:** The Treasurer shall provide all bank documents, reimbursement requests, and receipts for the annual audit by January 15th of the next fiscal year to the Audit Committee.

## **Section 8**

**Compliance Filings:** The President and Treasurer shall participate, complete and/or submit the annual state and federal filings. The Board shall determine each year whether a CPA will submit the filings on behalf of BAN.



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## ARTICLE X: COMMITTEES

### **Section 1**

**Standing Committees:** The standing committees include Audit, Awards & Scholarships, Bylaws, Executive, Finance, Marketing & Communications, Membership, Nominations, Program, and Student Affairs.

### **Section 2**

#### **Committee Responsibilities:**

*Audit:* The Audit Committee shall be responsible for auditing all of BAN's accounts annually no later than 30 days after the end of the fiscal year. The committee shall note any discrepancies in the BAN's accounting practices. The Audit Committee shall recommend changes in practices or reporting in order to maintain or bring the BAN into a "best practices" position.

*Awards & Scholarships:* Nominate students, faculty, alumni, and friends of the University for various BAN sponsored awards, scholarships, and recognition. Oversee the management of scholarships for current University students that identify as Black or African-American. Manage and link students to BAN scholarships. Partner with other committees to create and manage A&S specific events and programs to support BAN's efforts.

*Bylaws:* Responsible for developing, reviewing, and revising language for BAN bylaws on a bi-annual basis. Maintain the policies/procedures for all BAN committees. Review committee policy and make recommendations to the executive board regarding compliance with BAN bylaws.

*Executive:* Transact meetings that will evaluate and develop future strategies involving programming, membership, and budget issues of the BAN. This committee will not be limited to these actions, and will report to the Board upon any meetings held by, or actions determined by the committee.



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*Finance:* The Treasurer is chair of the Finance Committee. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public. Responsible for raising capital and operating funds necessary to fulfill the purposes of the BAN. Establish a fundraising plan that incorporates a series of appropriate vehicles, such as special events, product sales, etc. Develops budgets along with committee chairs for the upcoming fiscal year and budgets for BAN programs and activities as needed.

*Marketing & Communications:* Develop regular and ad-hoc communication for publication and dissemination to BAN members, campus entities, students, and other University constituencies. Facilitate the development, design, and dissemination of any alumni publications, newsletters, websites, or other media produced to update and inform stakeholders about programs, events, initiatives, and statements of position regarding issues affecting the Black alumni and students. Maintain and manage the brand and assets of the BAN.

*Membership:* Develop and coordinate efforts related to promoting and maintaining BAN membership. Maintain the membership database, keeping contact information current. Aim to create membership recruitment and retention plans for BAN. Focus on identifying alumni to serve as Board members for BAN. The External VP is the chair of the membership committee.

*Nominations:* Prepare a slate of names for election of board membership, officers of the BAN Board, and the Audit Committee. Nominate new members for election to the Board.

*Program:* Develop and coordinate activities and events sponsored by BAN. Organize activities and events relevant to the BAN's mission to engage fellow alumni with each other, with University faculty/staff and students. Establish BAN annual calendar of events.



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*Student Affairs:* Serve as the liaison between BAN and the students at the University in order to build a strong connection with the campus, serve as a resource to the students, and advise the Board regarding student issues. Generate student interest in alumni affairs of BAN. Advise the Board of current student issues and recommend appropriate actions. Establish relationships with University departments and student organizations in order to increase alumni awareness, engagement, and involvement with current University students. Organize and participate in recruiting events with the University.

## **ARTICLE XI: MEETINGS OF THE BAN BOARD OF DIRECTORS**

### **Section 1**

**Regular Meetings and Notices:** The Board shall hold no less than ten meetings each year. Meetings will take place on the fourth Saturday of the month unless revised by the executive board. Such regular meetings shall be scheduled by the President, with at least 21 days written notice given before each meeting.

### **Section 2**

**Special Meetings and Notice:** Special meetings of the Board may be called at the discretion of the President, or upon written request of five members of the Board. In the event of such request, a special meeting shall be held no later than 30 days after receipt of such request. The President shall designate the place and time, and at least seven days written notice shall be given to Board members prior to such meetings. Proper meeting notice will be given by, but not limited to: email, phone call, formal mailing, etc.

### **Section 3**

**Quorum and Majority Vote:** All actions of the Board, unless otherwise stated in these bylaws shall be decided by a majority vote of members present. A quorum will be a majority of the voting members of the Board present.

### **Section 4**

**Waiver of Notice:** By attending any meeting of BAN, a member shall be deemed to have had actual notice of the meeting and may not object to the conducting of any business at the meeting based on lack of notice.



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## ARTICLE XII: DISSOLUTION

### **Section 1**

**Dissolution of BAN:** Any action to dissolve BAN must be approved by a two-thirds (2/3) vote of eligible Board members at a meeting called to specifically consider such action, for which meeting written notice has been issued to all Board members eligible to vote in accordance with the provisions of these bylaws. If BAN at its own option shall cease to exist, all property real or personal shall be transferred to the Black Alumni Network Scholarship Account at the University of Illinois Foundation or its successors.

### **Section 2**

**Dissolution of BAN's Assets:** In the case of dissolution of BAN, all of its property, real and personal, after paying all just claims upon it, shall be conveyed to and vested in the Black Alumni Network Scholarship Account at the University of Illinois Foundation or its legal successor, and the Board shall perform all actions necessary to effect such conveyance.

## ARTICLE XIII: MISCELLANEOUS

### **Section 1**

**Rules of Order:** All meetings of BAN shall be governed by rules contained in the Robert's Rules of Order where such rules are applicable and not inconsistent with these bylaws.

### **Section 2**

**Amendments:** These bylaws may be amended by the Board, provided that each Board member shall be notified in writing 21 days prior to the vote on said bylaws.

### **Section 3**

**Electronic Voting:** At times and in today's modern world, BAN shall allow electronic voting procedures pursuant to Robert's Rules of Order and policies set forth by the Bylaws Committee and approved by the Board.