

# LATINO ALUMNI ASSOCIATION OF COLUMBIA UNIVERSITY

## CONSTITUTION AND BY-LAWS

### ARTICLE I

#### Name

This association shall be known as the Latino Alumni Association of Columbia University, hereinafter referred to as “LAACU”. The word “Latino” and “alumni” as used hereinafter shall be understood to include the full Diversity, Equity, Inclusion and Belonging spectrum of gender identities include both men and women. The principal office of LAACU shall be in the City of New York, County of New York, State of New York.

### ARTICLE II

#### Statement of Purpose and Objectives

The purpose of LAACU is to foster the development, ~~and~~ presence, and belonging of Columbia University’s Latino Alumni community. The objectives of LAACU include, but are not limit to, achieving the following goals:

- (A) Promote and facilitate the interest and activities of Latino Alumni;
- (B) Foster a sentiment of regard and support for Columbia among Latino Alumni;
- (C) Facilitate communication between LAACU and Columbia University and its affiliated alumni associations, and any LAACU Board-approved external organizations;
- (D) Identify Latino Alumni leaders to serve as mentors and to engage with Columbia’s departments, student organizations and/or LAACU Board-approved external entities supporting LAACU mentorship goals;
- (E) Promote Latino Alumni service to Columbia University and local communities;
- (F) Assist Columbia in the recruitment, promotion and retention of Latino faculty, administration and students utilizing internal and external performance data;
- (G) Assist Columbia in the academic and personal development of Latino students utilizing available platforms and recommended development training, events, tools, etc.”; and
- (H) Participate in the formulation of Columbia policies as related to the Latino community.

## ARTICLE III

### Organizational Powers

LAACU shall be non-partisan and non-profit and shall not be used for the purpose of endorsing candidates for public offices. In the time LAACU operates without its own 501c3 non-profit status, it assumes the function of non-profit status via the auspices of the Columbia Alumni Association as a ratified Shared Interest Group. LAACU is authorized to accept contributions and its finances will depend mainly on membership dues, donations, and grants.

## ARTICLE IV

### Membership

**Section 1. Application and Membership.** All members shall complete a membership application and contribute annual membership dues. Membership in LAACU shall be open to all Latinos holding undergraduate, ~~or~~ graduate degrees, or professional certificates -from Columbia University and its affiliates. Membership in LAACU shall also be open to spouses and significant others of Alumni, Columbia faculty, staff members, and affiliates who support the purpose of LAACU. Each shall be entitled to hold an elective office in LAACU, with the exception of LAACU Board Positions of the Executive Committee including President, Vice President, Treasurer and Secretary, all of which require such elected members to be Latino holders of Columbia University undergraduate and/or graduate degree(s); Columbia University certificate programs do not meet these requirements.

The three (3) types of members shall be differentiated as follows:

(A) **Active Alumni Member.** Latino holder of undergraduate or graduate degree(s) from Columbia University and its affiliates. Each shall be entitled to hold an elective office in LAACU, shall be entitled to one (1) vote, and shall receive Active Member discount rates at all LAACU events;

(B) **Alumni Member.** Latino holder of undergraduate or graduate degree(s) from Columbia University and its affiliates. They may not vote or hold elective office in LAACU; and

(C) **Associate Member.** A professional certificate holder, a spouse or significant other of Alumni, Columbia faculty, staff or affiliate of Columbia who support the purpose of LAACU. They may not vote or hold elective office in LAACU.

**Section 2. Dues.** All Alumni and Associate Members shall ~~maintain dues current~~contribute annual membership dues, unless a change in the call for dues is made in a particular year by the LAACU Board for extenuating circumstances. The annual rate of membership dues will be updated per LAACU Board decision and posted on the official LAACU Website. Annual dues, as determined by the LAACU Board of Directors, are payable by January 31st of each fiscal year. If dues are not paid by January 31st, the Alumni or Associate Member is considered

delinquent and dropped from the rolls. Thereafter, membership may be reinstated upon full payment of dues. Dues will not be pro-rated.

## ARTICLE V

### Board of Directors

**Section 1. The Board of Directors.** The Latino Alumni Association shall be governed by the Board of Directors, hereafter referred to as the Board. The Board shall have as its central focus the realization, implementation and development of LAACU's objectives, including the maintenance and activities of LAACU and the long-term well being of LAACU. The Board shall consist of the Executive Committee and the Committee Chairs. The Board shall be headed by the President. The Board shall consist of at least the four members who are the officers of the Executive Committee. Additional Board Members will be added at the discretion of the Board. There is no financial compensation for service on the Board.

**Section 2. Executive Committee.** The Executive Committee of the Board shall consist of a President, a Vice-President, a Secretary, and a Treasurer. These positions will be held by Latino elected members with Columbia University undergraduate and/or graduate degree(s); Columbia University certificate programs do not meet these requirements.

**Section 3. Committee Chairs.** Committee Chairs shall preside over their respective committees and assure implementation of the committee's projects and goals. Committee Chairs are responsible for committing to the work and leadership of at least one formal Committee Member drive as these positions are viewed as training opportunities in preparation for LAACU Executive Board succession planning. To run for a leadership position on the LAACU Executive Board, a candidate must serve at least one year on an active Committee. The Committee Chair positions include: Development Chair, Membership Chair, Communications Chair, Social Media Chair, Student Relations Chair, ~~and~~ Events Chair and El Regreso Events Chair.

(A) The Board of Directors shall have Committees. Each Committee shall be comprised of at least two LAACU members and the Committee Chair. The Committees shall be designated by a majority of the Board to address the projects and goals of the Latino Alumni Association of Columbia University.

(B) Committees will include, but are not limited to, the following: Development Committee, Membership Committee, Communications Committee, Social Media Communications, Student Relations Committee, and Events Committee and the El Regreso Events Committee.

### Section 4. Nominations and Elections.

(A) The Board of Directors will be elected by a majority of the votes cast by Active Alumni Members through secret ballots. The office of the President shall be filled first, followed by the Vice-President, Secretary, Treasurer and Membership Chair. Once these positions are filled, the Committee Chair positions shall be filled.

(B) In the event any Committee Chair positions are not filled during the election process, the vacant Committee Chair positions will be appointed by the Board. Appointment of a Committee Chair is made by nomination from a Board Member. The requirements to be considered by the Board for a Committee Chair include: (1) a resume or short biographical sketch; (2) a brief statement of interest in the position. Approval of Chairs will be made by a vote of two-thirds (2/3) majority of the Executive Committee.

**Section 5. Elections Committee.** Nominations for positions shall be collected by the Elections Committee from the Advisory Council and can include other designated members of the Columbia Alumni Association (CAA) and/or other CAA-Shared Interest Group (SIG) designees. The Nominating Committee will be comprised of at least 3 but no more than 5 LAACU Advisory Council Members appointed by the Board. Members who serve on the Nominating Committee will not be eligible to be on the election ballot. A current Executive Board or Committee member may participate on the Nominations or Elections Committee in support of the Advisory Board and CAA members, only if that current Executive Board or Committee member is not running for re-election. This committee is formed every two years for the purposes facilitating and overseeing the election of LAACU Board Officers. It will be created two months prior to the Annual Membership Meeting. The Nominating Committee dissolves with the adjournment of the Annual Membership Meeting.

**Section 6. Ballot Election and Terms of Office.** The Elections Process shall be announced at the annual El Regreso or any other designated event deemed by the Executive Board and Advisory Board members. Within four (4) weeks of El Regreso, or other designated event, all Active Alumni Members shall receive an announcement requesting nominations for Board positions. Active Alumni Members will have three (3) weeks to submit their nominations. Nominations must include full name, class year, school attended, position sought, and one paragraph biography. All Active Alumni Members shall receive a ballot at least three (3) weeks later. Active Alumni Members shall submit electronic ballots to the Nominating Committee at least two (2) weeks after the ballots are distributed. The Nomination Committee will certify all ballots. The results of the elections will be announced to all Active Alumni Members via email within two (2) weeks of completion of the elections process. The regular term of all Board Members shall be two (2) years, or until prior resignation or removal, commencing July 1, unless there are extenuating circumstances as recognized by the LAACU Board and by CAA.

**Section 7. Limitations.** Each person elected to the Board shall hold only one (1) office at a time. Each person elected to the Board can serve two consecutive terms in the same office.

**Section 8. Vacancies.** Vacancies resulting from the removal or resignation of Board members shall be filled by a majority vote of Board Members, except that if the President resigns or is removed, the Vice-President shall assume the duties of President for the unexpired term ~~of his/her replacement.~~ ~~An~~ Officers elected to fill a vacancy caused by resignation, removal, or death of Board Member shall be entitled to hold office for the unexpired term of ~~his/her~~ their replacement.

**Section 9. Removal from Office.** Board Members can be removed from office with or without cause by a two-thirds vote of the Active Alumni Members at the Annual Membership Meeting or at a Special Meeting where previous notice of such a meeting has been given.

## ARTICLE VI

### Duties of Officers

**Section 1. President.** The President shall be the executive officer of the Board and assume the principal responsibility and supervision of the general function of LAACU. The President shall convene all meetings of the Board. The President shall represent LAACU in its dealings with outside persons or bodies. The President shall insure that any action taken on behalf of LAACU by any officer or member is in fulfillment of LAACU's goals and By-Laws. The President shall serve as an ex-officio member of all committees, including representation on the Columbia Alumni Association.

**Section 2. Vice President.** The Vice President shall assist the President and perform ~~his or her~~ the president's duties in the event of the President's absence or inability to act. The Vice President may be designated by the President to preside over Advisory Committee meetings. The Vice President shall assume principal responsibility and supervision of special committees and projects. However, any special committees or projects undertaken by the Vice President must be authorized by the Board.

**Section 3. Secretary.** The Secretary shall keep the minutes of the Board and the minutes of the membership meetings, and shall be responsible for their accuracy. The Secretary shall attend to the giving and serving of all notices and shall attend to such correspondence. The Secretary shall keep all records of LAACU. The Secretary shall also have oversight of the Membership Chair who is responsible for promoting membership in LAACU to all alumni and maintain the official roll of LAACU members. The Secretary shall also have oversight of the Membership Chair and Committee, which assures that only Active Alumni Members participate in voting at all Membership or special meetings. The Secretary shall work closely with the Membership Chair, Communications Chair, and Social Media Chair to provide information for distribution to members. The Secretary shall also promote membership in LAACU to all alumni and maintain the official roll of LAACU members. The Secretary shall also assure that only Active Alumni Members participate in voting at all Membership or special meetings. The Secretary shall work closely with the Communications Chair to provide information for distribution to members.

**Section 4. Treasurer.** The Treasurer assumes the responsibilities of both Treasurer and Finance Chair. The Treasurer shall collect all membership dues and other funds received on behalf of LAACU, and shall deposit said funds in the name of LAACU in such bank or trust company as the Board may select. The Treasurer will maintain that account and keep copies of all supporting documentation relating to any deposits and expenditures applied to that account. The Treasurer shall present monthly written reports to the Board and annual written reports to the Active Alumni Members at the Annual Membership Meeting regarding the financial condition of

LAACU. The fiscal year of the LAACU shall be the twelve consecutive month period beginning January 1st and ending the next December 31st. This is all in conformance of 501c3 best practices and if LAACU is ratified as an IRS-approved 501c3. In the event it does not achieve this organizational registration, it will continue to operate under the pervue of the CAA's 501c3 registration, and all funds collected will be submitted directly from donors and event participants to Columbia University utilizing a CAA-SIG-LAACU subaccount. The Treasurer shall also make recommendations to the Board and the Active Alumni Members regarding LAACU's financial health at those meetings. The Treasurer shall sign and execute all contracts in the name of LAACU only when countersigned by the President or Vice-President. In fulfilling the role of Finance Chair, the Treasurer is responsible for all reporting relating to any and all LAACU Scholarship Funds across Columbia University schools. The Treasurer shall collect all membership dues and other funds received on behalf of LAACU, and shall deposit said funds in the name of LAACU in such bank or trust company as the Board may select. The Treasurer will maintain that account and keep copies of all supporting documentation relating to any deposits and expenditures applied to that account. The Treasurer shall present monthly written reports to the Board and annual written reports to the Active Alumni Members at the Annual Membership Meeting regarding the financial condition of LAACU. The fiscal year of the LAACU shall be the twelve consecutive month period beginning January 1st and ending the next December 31st. The Treasurer shall also make recommendations to the Board and the Active Alumni Members regarding LAACU's financial health at those meetings. The Treasurer shall sign and execute all contracts in the name of LAACU only when countersigned by the President or Vice-President.

**Section 5. Development Chair.** The Development Chair shall oversee the Development Committee. The Development Chair shall assume the principal responsibility and supervision of all fundraising efforts by the committee to insure the financial stability of LAACU. Chair shall work closely with Treasurer to establish program fundraising goals and operating budget. The Development Chair shall also work closely with the President and the appropriate Columbia University development offices to coordinate fundraising campaigns for the LAACU Scholarships.

**Section 6a. Communications Chair.** The Communications Chair shall oversee the Communications Committee. The Communications Chair shall assume the principal responsibility and supervision of all Latino Alumni Association communications strategies, including but not limited to the LAACU Newsletter and Website.

**6b. Social Media Chair.** The Social Media Chair shall oversee the Social Media Committee. The Social Media Chair shall assume the principal responsibility and supervision of all Latino Alumni Association communications strategies, including but not limited to the LAACU Social Media Platforms.

**~~Section 6. Communications Chair.~~** ~~The Communications Chair shall oversee the Communications Committee. The Communications Chair shall assume the principal responsibility and supervision of all Latino Alumni Association communications strategies, including but not limited to the LAACU Newsletter and Website.~~

**Section 7. Student Relations Chair.** The Student Relations Chair shall oversee the Student Relations committee. Chair shall serve as liaison between current Columbia University students and alumni. Chair is responsible for keeping alumni informed of events and occurrences on campus that relate to the Latino community. The chair is also responsible for creating events as well as supporting programs that foster the relationship between alumni and students.

**Section 8a. Events Chair.** The Events Chair shall oversee the Events Committee. The Events Chair shall assume the principal responsibility for the planning, supervision and direction of events that will bring alumni together. This individual is responsible for creating the committee. The Events chair shall also support the El Regreso Committee Chair. The Events Chair shall work closely with the Development Chair and the Student Relations Chair. This position can be co-led, however, only one Events Chair will be nominated and elected having ultimate responsibility.

**8b. El Regreso Committee Chair.** This individual is responsible for creating the El Regreso Event committee. The El Regreso Committee Chair shall assume the principal responsibility and supervision of planning for El Regreso and will receive support by the Events Chair. This position can be co-led with both leaders having equal responsibility.

~~**Section 8. Events Chair.** The Events Chair shall oversee the Events Committee. The Events Chair shall assume the principal responsibility for the planning, supervision and direction of events that will bring alumni together. The Events chair shall also oversee the El Regreso Committee. He/She is responsible for creating the committee. The Events Chair shall assume the principal responsibility and supervision of planning for El Regreso. The Events Chair shall work closely with the Development Chair and the Student Relations Chair.~~

**Section 9. Membership Chair.** The Membership Chair shall oversee the Membership Committee. The Membership Chair shall support the Executive Board Secretary and assume the principal responsibility for promoting membership in LAACU to all alumni and maintain the official roll of LAACU members, and assisting the Secretary in assuring that only Active Alumni Members participate in voting at all Membership or special meetings.

## ARTICLE VII

### Advisory Council

**Section 1. The Advisory Council.** The Advisory Council shall be comprised of individuals who have contributed to the Columbia University Latino community, Columbia University alumni, faculty, and administrators who are supportive of Latino issues at Columbia University and at large. Past presidents of the Board of Directors will automatically be asked to join the Advisory Council upon concluding their terms; other past leaders of the Executive Committee may be asked to also serve the Advisory Board. The President and the Vice-President of the Board of Directors will be ex-officio members of the Advisory Council.

**Section 2. Role of the Advisory Council.** The Advisory Council is charged with advising the Board of Directors on the long-term direction of LAACU. The Council will also advise the

Board on issues affecting the Latino community in relation to Columbia University. The Advisory Council is responsible for sustaining the LAACU Scholarship Fund and for developing other efforts that reflect the goals of the Latino community at Columbia. The Advisory Council will report to the General Membership on progress toward achieving the long-term goals of the organization at least once a year.

**Section 3. Governance.** Ideally, governance will follow the protocol as noted, however, in the event that The Advisory Council cannot recruit active advisory members, The Advisory Council structure shall default to a less formal Advisory Council of leaders who will support the LAACU Executive Board with institutional knowledge, connectivity at Columbia University and with guidance on broader organizational decisions. Otherwise, The-the Advisory Council will select a Chair on a year-long, rotating basis.

The Chair will work with the President of the Board of Directors on developing meeting agendas and ensuring communication between the Council and the Board of Directors. The Vice-President of the Board of Directors will serve as Secretary for the Advisory Council.

**Section 4. Meetings.** The Advisory Council shall meet formally four times a year, on the first Saturday of every third month. The Advisory Council Chairperson will be charged with the task of communications between the Advisory Committee and the Board of Directors. The Advisory Council and the Board of Directors will hold an annual joint meeting once a year. The Secretary of LAACU is responsible for sending a notice of this meeting to the general membership at least two (2) weeks in advance. In addition, the Board of Directors may attend the regular Advisory Council meetings. The Advisory Council's conclusions will be presented under advisement to the Board of Directors, which will then consider such recommendations.

**Section 5. Terms of Office.** The term of office is 3 years and may be renewed upon request of the Board of Directors or the Advisory Council. Advisory Council members are asked to make an annual gift of US\$250 toward the LAACU Scholarship Fund and are encouraged to work with the Program Fundraising Chair to support LAACU organizational growth and sustainability.

**Section 6. Inductions.** Nominations for Advisory Council members will be considered annually before the joint meeting of the Board of Directors and the Advisory Council. Current members of the Advisory Council, officers of the Board of the Directors, and Active Alumni Members can make nominations. Nominations should be sent to the Board of Directors at least four (4) weeks prior to the annual joint meeting. Advisory Council nominees will be asked to submit a resume, or curriculum vitae, and bio, which should include significant contributions made to the Latino community at Columbia University and beyond. The Advisory Council will review nominations and make recommendations to the Board. New members shall be selected and notified by the Board of Directors at least two (2) weeks prior to the annual joint meeting. New Advisory Council members shall begin their term at the annual meeting.

## ARTICLE VIII

### Meetings



**Section 1. Annual Membership Meeting.** The Annual Membership Meeting of LAACU shall be held in the Fall of each year as the Board shall determine. Notice of the Annual Membership Meeting shall be circulated by the Secretary via email at least four (4) weeks prior to the scheduled date of such meeting. Information on the Annual Membership Meeting will also be posted on the website at least two (2) weeks prior. The Annual Membership Meeting will have a set agenda that will include, but is not limited to, the following: membership status, budget, committee reports, upcoming events and Board Member nominations and elections. Ten percent (10%) of the **Active** Alumni Members at any such meeting shall constitute a quorum.

**Section 2. Board of Directors Meetings.** The Board of LAACU shall meet at least six (6) times per calendar year. Notice of the Board of Directors Meeting shall be circulated by the Secretary via email at least ten (10) days prior to the scheduled date of such meeting. The attendance of the majority of Board Members at any such meeting shall constitute a quorum. At each meeting of the Board of Directors, the President of the Board, or in his or her absence, the Vice President of the Board shall act as Chair of the meeting and reside there. The Secretary of the Board shall keep minutes thereof.

**Section 3. Special Meetings.** Special Meetings of LAACU may be called by a majority of the Board of Directors. Notice of the Special Meeting shall be circulated by the Secretary via email at least ten (10) days prior to the scheduled date of such meeting. No other business but that specified in the notice may be transacted at such Special Meeting without the unanimous consent of all Board Members present at such meeting. The attendance of the majority of Board Members at any such meeting shall constitute a quorum.

## **ARTICLE IX**

### **Parliamentary Authority**

The rules contained in Robert's Rules of Order shall govern meetings where they are not in conflict with the bylaws, rules of order, or other rules of LAACU.

## **ARTICLE X**

### **Amendments**

These By-Laws may be amended by a two-third (2/3) majority vote of a quorum of the Active Alumni Members present at the Annual Membership Meeting or at a Special Meeting providing that previous notice was given at the prior meeting in writing and then sent out to all Active Alumni Members by the Secretary.

## **ARTICLE XI**

### **Dissolution**

LAACU shall not be dissolved except with the consent of not less than three-fifth (3/5) of the total Alumni

Members providing that previous notice was given and sent out to all Active Alumni Members by the Secretary.

All outstanding bills will be paid, and the remaining money will be returned to the Active Alumni Members or, by vote of the Active Alumni Members, can be given to a charity of their choice.