

Charter of the Alumni Council of The Santa Barbara & Ventura Colleges of Law

ARTICLE I NAME

Section 1

The name of this organization shall be the Alumni Council (“Council”) of the Santa Barbara and Ventura Colleges of Law (“COL”).

ARTICLE II PURPOSE

Section 1 Mission

2.1.1 To advance the mission of the Colleges of Law (“COL”) through advisement, engagement, and service.

Section 2 Vision

2.2.1 To be the source of COL alumni activity focused on participation, professional development, and service to the community.

ARTICLE III ALUMNI COUNCIL MEMBERSHIP

Section 1 Membership

3.1.1 Membership in the Council shall be open to those individuals who have successfully graduated from COL, subject to the Council Bylaws.

3.1.2 Faculty, Collegiate Staff, and any other individuals who did not graduate from COL may still serve as volunteer members, but always serve at the pleasure of the Board.

Section 2 Eligibility

3.2.1 Eligibility for membership or appointed or elected officer positions may not be limited on the basis of race, religion, national origin, ethnicity, color, age, gender, gender identity, marital status, citizenship, sexual orientation, or disability. The organization shall have no rules or policies that discriminate on the basis of race, religion, national origin, ethnicity, color, age, gender, gender identity, marital status, citizenship, sexual orientation, or disability.

ARTICLE IV ALUMNI COUNCIL BOARD

Section 1 Authority

4.1 The Alumni Council Board ("Board") of COL is a self-governing, self-perpetuating body drawn from the members of the Council.

Section 2 Purpose

4.2.1 The purposes of the Board are:

- To provide leadership and facilitate management for the Council;
- To contribute to the governance of COL by serving as an advisory resource to the institution;
- To support professional development and mentorship for students and alumni;
- To strengthen the bond between alumni and COL, its students, faculty, administration, the Trustees, and the community; and
- To give back to the community and students through service and fundraising activities.

Section 3 Duties

4.3.1 The Alumni Council Board will dutifully:

- Engage in strategic planning activities in collaboration and leadership with COL;
- Establish committees and project plans to advance strategic priorities of the institution in the interest of past, present, and future students;
- Request funds to support its mission, and establish and manage its own ability to raise monies to fund the Council's initiatives, including scholarships for current COL students;
- Participate in governance meetings, including the Board of Trustees and ED Council; and
- To ensure successful continuity planning through identifying future leaders within the Council and by always facilitating the transfer of duties.

4.3.2 In all its initiatives, the Board shall represent with equality and fairness the interests of all members of the Council of COL without regard to race, religion, national origin, ethnicity, color, age, gender, gender identity, marital status, citizenship, sexual orientation, or disability. The Board encourages the participation of all alumni in its programs and activities on an equal basis.

Section 4 Powers

4.4.1 The Board shall have full power to conduct, manage, and direct the business and affairs of the Council. All powers of the Council are granted to and vested in the Board.

Section 5 Qualification and Selection

4.5.1 There shall be no less than seven and no more than 15 members on the Board.

4.5.2 Members of the Board shall be selected in such a manner to ensure that the Board shall be broadly representative of the programs, interests, and concerns of all alumni of COL. To this end, the Board shall adopt Bylaws to direct its procedures for the selection of its members and for the nomination and election of members to the Board. In the interest of fair apportionment, no more than 2/3 of Board members shall be made of any one campus or program modality (i.e., online or hybrid delivery).

4.5.3 Prospective Board members shall be either nominated by any current member of the Council, or they may nominate themselves for candidacy by submission in writing to either of the Board's Chairs. After a call for nominations, submissions may be accepted by the Executive Committee. The Board shall elect the slate of new Board members to fill any vacant seats. Any newly elected Board member shall only serve for an initial term of one year. All subsequent elections of said member shall then be for regular two-year terms. Board members shall serve no more than three consecutive terms. A former Board member is eligible for nomination and election to the Board after one year as a non-member. When a former Board member is elected after their requisite year of vacating office, that member may again only serve only one year in their first term.

Section 6 Vacancies

4.6.1 Any vacancy or vacancies on the Board for an uncompleted term may be filled by appointment by the Executive Committee, based on nominations from the Board. Such election shall be presented for ratification to the Board at the next occurring annual meeting.

Section 7 Meetings

4.7.1 Regular meetings of the Board shall be held three times each calendar year. The Spring meeting shall serve as the annual meeting when the Board confirms the annual goals and budget. The second meeting shall occur in the Fall and the final meeting of the year should occur in the Winter months.

Section 8 Rotation of Forum

4.8.1 Both COL campuses will be made available for regular Board meetings. Ideally, at least one regular Board meeting would be held at each COL campus during the year. The intent of this preference is to accommodate, as equally as possible, the location of the regular alumni meetings so that alums from all campuses, and from all programs, may have equal opportunity to attend and participate.

Section 9 Notice of Meetings

4.9.1 Notice of each regular meeting shall be provided to each Board member at least 10 working days prior to the date of such meeting date. Such notice shall include a copy of the meeting's agenda and shall state the time, and place of the meeting as well as all discussion and action items proposed.

4.9.2 A Special Meeting may be called by either of the Board Co-Chairs, or by a majority of the Executive Committee. All members must be given a minimum of 72 hours notice prior to the meeting time. An agenda with the action item(s) or discussion item(s) that necessitates such special meeting will also be made available no later than 72 hours prior to the meeting time.

Section 10 Quorum and Manner of Conduct

4.10.1 One-half, plus one of the members of the Board shall be present at each meeting to constitute a quorum. Presence is defined by either physical or virtual-electronic presence at the time the meeting is called to order. Each member shall be entitled to one vote. Motions shall be carried when approved by a simple majority of those voting. The Board is entitled to invoke Roberts Rules of Order at the discretion of the presiding Chair.

Section 11 Termination

4.11.1 Any Board member unable to attend two consecutive general Board meetings or participate in task force work may be asked to resign by the Executive Committee.

Article V ALUMNI COUNCIL OFFICERS

Section 1 Executive Officers

5.1.1 The officers of the Council of COL shall constitute two Board Co-Chairs and one Secretary.

Section 2 Executive Duties

5.2.1 Chairpersons

The two Board Chairpersons will act as Co-chairs, and will share the duties of chief presiding officers of both the Council, as well as of the Executive Committee. The two Chairpersons shall alternate as the executive chair of each meeting, regardless of the location of the meeting. At no time should both Co-chairs be from the same COL campus or educational program. The intent is to divide, as equally as possible, representation from all COL campuses and programs so that alums may have equal opportunity to attend and participate. The Chairs will be responsible for chairing the meetings, ensuring the agenda and minutes are properly posted and distributed by the executive secretary, facilitating leadership within the organization, and also will serve as the two rotating Chairs of the Council's Executive Committee.

5.2.2 Executive Secretary

The Executive Secretary will be tasked with the timely publication of the keep minutes of all general meetings, the annual meeting, and in Executive Committee meetings.

Section 3 Membership Requirement

5.3.1 Officers must be members of the Alumni Council Board.

Section 4 Term of Service

5.4.1 All officers serve for a term of one year, or until their successors shall be duly elected and qualified.

Article VI ALUMNI COUNCIL MEETINGS

Section 1 Meetings

6.1.1 Regular meetings of the Board shall be held twice per calendar year, and the Annual meeting of the Council shall be held once per year. The annual meeting shall occur in the Spring of each calendar year.

Section 2 Notice of Meetings

6.2.1 Notice of the time, date, and location of both regular and annual meetings should be given to all Council members no less than 21 calendar days prior to the meeting time. An agenda shall be created by the Council Chairpersons and posted by the Executive Secretary no less than seven days prior to the start of regular and annual meetings.

Section 3 Quorum

6.3.1 Business cannot be conducted unless a quorum of the membership is present. A quorum for the Annual Council Meeting is defined as a simple majority of the Board. If there is a simple majority of Board members present at the annual meeting, that shall be sufficient to satisfy quorum and conduct both Board and Council business.

Section 4 Voting

6.4.1 Council Members must be present to vote.

Section 5 Standing

6.5.1 In order to vote a member must be in good standing.

ARTICLE VII ALUMNI COUNCIL COMMITTEES

Section 1 Executive Committee

7.1.1 The Executive Committee shall be comprised of the two Co-Chairs of the Board, the Executive Secretary, and the individual chairs of any other standing Committees of the COL Council.

7.1.2 The purpose of the Executive Committee is to meet, on an ad hoc basis, as needed to conduct organizational business of the Board, including submission of the annual agenda and budget. At no time may the Executive Committee meet to conduct any regular business of either the Board or the Council. The Executive Committee shall only convene as determined by the two Co-Chairs if the Chairpersons decide such a meeting is necessary to plan or organize regular Council meetings, or the Council's annual meeting.

Section 2 Other Standing Committees

7.2.1 Other Committees may be formed, with the approval of the Board, in accordance with Council Bylaws.

Section 3 Selection of Committee Members

7.3.1 All committee members and volunteers shall serve at the pleasure of the Board.

7.3.2 Once the Executive Committee members are seated, the Executive Committee shall seat all other committees, and their respective members, with the entire slate approved at the Annual Meeting by the Board.

7.3.3 In the event of a Committee Chair vacancy, members of that Committee may, at the pleasure of the Executive Committee, nominate and elect a new Chair from their ranks.

ARTICLE VIII FINANCES

Section 1 Contributions

8.1.1 The Board may set a recommended annual contribution to support the Council. The purpose of such contribution shall be to support Council activities and COL scholarship funds.

8.1.2 Board membership shall be not dependent on paying the recommended contribution.

8.1.3 The Board will then present a final budget to COL annually so that it may be entered into COL's subsequent annual budget.

8.1.4 The Council shall not maintain its own treasury. The Council's operations budget will flow directly from a COL budget line designated to support alumni relations.

ARTICLE IX MEMBER CONDUCT

Section 1 Conduct

9.1.1 All members of the Council of COL are expected to uphold the rules and regulations of the COL Code of Conduct.

9.1.2 Board members that violate the COL Code of Conduct, or who fail to adhere to the Rules of Professional Conduct of the State Bar of California, are subject to removal in accordance with the Council Bylaws.

ARTICLE X AMENDMENTS

Section 1 Submission

10.1.1 Proposed amendments to this Charter shall be presented to the membership, in writing, one meeting prior to the meeting where the amendment will be presented for a vote. The Executive Committee shall review and make recommendations on all Bylaw revisions prior to consideration by the Council membership.

Section 2 Voting

10.2.2 Charter amendments require approval by two-thirds of the Board members present at the annual meeting. The amendment shall be effective immediately unless otherwise stipulated in the amendment.

Section 3 Amendments

10.3.1 A copy of any amendments to this Charter must be submitted to COL within two weeks after adoption.