

BYLAWS OF THE MIT CLUB OF _____

ARTICLE I. NAME, PRINCIPAL OFFICE & TERRITORIAL LIMITS

- 1.1 This organization shall be known as the M.I.T. Club of _____.
- 1.2 The Principal Office of the Club shall be in the area of _____. The Club will hold its meetings and conduct its activities in _____ or elsewhere as its Board of Directors may select.
- 1.3 The Territorial Limits of this club shall be coincidental with the _____ area as defined by the Association of Alumni and Alumnae of M.I.T. in Cambridge, Massachusetts, and may be adjusted from time to time by said Association.

ARTICLE II. NATURE, OBJECTS & PURPOSES

- 2.1 The M.I.T. Club of _____ shall be a nonprofit, educational organization, and no parts of its funds or property shall ever be used, expended or conveyed for the personal or individual benefit of any member; nor shall any member ever have any right, title, claim or interest to any such funds or property by virtue of his/her membership.
- 2.2 The purposes for which the Club is organized are to:
- 2.2.1 Develop and sponsor activities for the alumni/ae of the Massachusetts Institute of Technology who work or reside in the Club area.
- 2.2.2 Offer stimulating programs and activities to M.I.T. alumni/ae, their families, friends, parents of students and others.
- 2.2.3 Provide a communications link between alumni/ae and M.I.T. for a maximum flow of ideas, information and services; Inform alumni/ae about M.I.T.'s changing academic programs, residential environment, and extracurricular activities.
- 2.2.4 Encourage alumni/ae in financial support of MIT, broad participation in alumni/ae activities, and alumni/ae involvement in M.I.T. related volunteer activities.
- 2.2.5 Cooperate with the Massachusetts Institute of Technology in recruiting students and promoting its reputation.
- 2.2.6 Conduct all its activities exclusively for educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as the same may be amended from time to time.

ARTICLE III. DUES MEMBERSHIP

- 3.1 Membership shall be restricted to alumni/ae, parents of current students, spouses of deceased alumni/ae and designated affiliates of the Massachusetts Institute of Technology of Cambridge, Massachusetts.
- 3.2 Members of the M.I.T. Club of _____ are those people who work or reside within the territorial limits of the Club and who pay the annual dues.
- 3.3 Any member may resign his/her membership by so notifying the Secretary in writing, but will be expected to make all contributions due prior to such resignation. Whole or pro rata rebates of dues shall not be given in the cases of such resignations or removal.

ARTICLE IV. BOARD OF DIRECTORS

4.1 The business, property, and affairs of the Club shall be managed and controlled by the Board of Directors (the Board).

4.2 The Board shall consist of up to twenty, of which at least five will form the Executive Committee (the Committee).

4.3 The Committee shall consist of at least the President, President-Elect, Vice President of Programs, Vice President of Communications, Vice President of Membership, Secretary, and Treasurer.

4.4 The Executive Committee shall meet at such times and places as designated by the President. Three members of the Committee shall make a quorum for transaction of business at any meeting, except in the case described in Section 4.5. Decisions shall be made by a majority of those present, except in the case described in Section 4.5.

4.5 Any member of the Board may be removed by majority vote of the entire Executive Committee when in their judgment the best interests of the Club would be served thereby.

4.6 Any member of the Board may resign his/her position by submitting a written resignation to the Secretary of the Club. Such resignation shall be effective as of the date received by the Secretary of the Club, and shall automatically terminate his/her membership on the Board.

4.7 The Board shall elect officers in accord with Article VI.

ARTICLE V. DUTIES OF EXECUTIVE COMMITTEE MEMBERS

5.1 The President shall preside over all meetings, select all committees, except as herein provided, shall be ex-officio Chairperson of the Committee, and shall have such further duties as ordinarily pertain to the office of the President, including but not limited to:

5.1.1 Providing an agenda for the meetings;

5.1.2 Acting as official liaison with the Alumni/ae Association;

5.1.3 Appointing new Directors if needed to fill a vacancy resulting from the resignation or removal of a member;

5.1.4 Except as otherwise provided by the Board, he/she shall, with the Treasurer, sign all written contracts and other instruments made or entered into by or on behalf of the Club that have been approved by the Committee.

5.2 The President-Elect shall preside and take over the duties of the President in his/her absence.

5.3 The Vice President of Programs shall work closely with the Vice President of Communications, the Vice President of Membership, and the Treasurer in planning advertising and funding requirements for programs. He/she shall be in charge of all programs presented and shall have the power to create and supervise the work of a Program Committee, a standing committee of the Club. He/she may also create sub-committees as needed.

5.4 The Vice President of Communications shall recommend communications strategy, and shall be responsible for maintaining contacts and exchanging information with other area alumni/ae groups. He/she shall work closely with the Vice President of Programs, the Vice President of Membership, and the Treasurer in planning advertising and funding requirements for communications efforts. In addition, he/she shall have the power to create and supervise the work of a Communications Committee, a standing committee of the Club.

5.5 The Vice President of Membership shall recommend membership strategy, and shall be responsible for maintaining contacts and exchanging information with other area alumni/ae groups. He/she shall work closely with the Vice President of Programs, the Vice President of Communications, and the Treasurer in planning advertising and funding requirements for membership. In addition, he/she shall have the power to create and supervise the work of the Membership Committee, a standing committee of the Club.

5.6 The Secretary shall keep the records of the Club and shall record all meetings of the Executive Committee, including attendance, and actions of the Club.

5.7 The Treasurer shall collect all contributions, keep the books and accounts of the Club and shall have custody of all funds of the Club; render periodic reports of the financial condition of the Club as directed by the President; attend to the payment of bills and obligations; and shall have such further duties as ordinarily pertain to the office of Treasurer. All funds of the Club shall be deposited in the account of M.I.T. Club of _____ in a bank designated by the Board of Directors. In addition, he/she shall have the power to create and supervise the work of a Finance Committee, a standing committee of the Club.

ARTICLE VI. NOMINATION & ELECTION OF BOARD & EXECUTIVE COMMITTEE MEMBERS

6.1 All Executive Committee members shall be elected for a term of one year, and Board members to a term of two years. Elections are to be held at the annual meeting of the Board before June of each year. The term of office of each officer shall begin on the first day of July of each year, and shall end on the last day of June of the succeeding year.

6.2 Nomination for elections shall be made by a nominating committee appointed by the President at least two months prior to the election. This committee shall consist of three Active members and shall present its report at the Board meeting prior to the Board meeting at which the election is to take place. It shall nominate one candidate for each of the offices. Further nominations may be made from the floor at any Club meeting or by letter to the Secretary in the two months prior to the election.

6.3 The Committee shall fill any vacancies in office at a meeting of the Board called upon with at least a one week notice, which notice shall state the purpose of the meeting. Any member elected to fill a vacancy shall serve for the remainder of the unexpired term.

ARTICLE VII. BOARD OF ADVISORS (OPTIONAL)

7.1 The Board of Advisors shall consist of distinguished alumni/ae or friends of M.I.T. in the Club area who have shown a commitment to the Institute.

7.2 Its purpose will be to supply advice to the Board of Directors regarding Club activities, and to provide contacts that will enable the Club to effectively utilize the resources of local institutions.

7.3 The Board of Advisors shall be comprised of not less than five members.

7.4 Members of the Board of Advisors shall be appointed by the Board of Directors, and shall serve by mutual consent with the Board of Directors.

ARTICLE VIII. AMENDMENT OF THE ARTICLES & BYLAWS

8.1 The power to alter, amend, or restate the Bylaws shall be vested in the Board. Such action may be taken by vote of the majority of a duly constituted quorum of the Board present at any regular or special meeting.

8.2 Notice of intent to alter, amend, or restate the Bylaws must be given by the Board to the dues paying membership at least two weeks prior to any vote by the Board regarding such alteration, amendment, or restating. Such notice shall also state the date, time, and location of the Board meeting at which such matters will be discussed and voted upon.

ARTICLE IX. REVENUES

9.1 The annual dues rate shall be set from time to time by the Board.

9.2 Dues membership in the Club shall begin on the first day of July and end on the last day of June in the succeeding year. Any dues paid shall apply only to the specified term.

ARTICLE X. MISCELLANEOUS

10.1 No member or officer of the Club shall be personally liable on any contract entered into by the Club or because of any act or thing done or omitted to be done on behalf of or in the name of the Club.

10.2 In the event of dissolution of the Club, any and all of the assets of the Club shall be turned over to the Association of Alumni and Alumnae of M.I.T. in Cambridge, Massachusetts.

These Bylaws have been approved by the Board of Directors of the M.I.T. Club of _____.

Signature _____ Date