

Bylaws of the Alumni Association of the University of Maryland School of Pharmacy

Article I-Name

The Association shall be known as the Alumni Association of the University of Maryland School of Pharmacy (Association). The Association is an Internal Alumni Association, recognized by the Board of Regents of the University System of Maryland, pursuant to its Policy IX-4.00 (approved August 27, 1993), and is an activity of and operated by the University of Maryland School of Pharmacy (School) and the UMB Office of Development and Alumni Affairs. The address of the principal office of the Association is 20 N. Pine Street, Room S740, Baltimore, MD 21201.

Article II-Mission

The mission of the Association is to develop and foster a rewarding, life-long relationship between the School and its alumni.

Article III-Vision

The Association will achieve its mission by:

- Supporting the School through leadership, advocacy, experiences, networking, and financial resources;
- Enhancing communication by providing social, educational and professional development activities; and
- Promoting a sense of pride in the School through recognition of achievements and engagement of alumni.

Article IV-Membership

The membership shall be composed of alumni, honorary alumni, associate members, and ex officio members.

Section 1. Active Membership

Any graduate of the School and its affiliated graduate programs shall be eligible for active membership in the Association.

Section 2. Honorary Membership

A person who is not a graduate of the School and who has demonstrated distinction through service to the Association, the School and/or pharmacy practice in Maryland may be proposed as an Honorary Alumnus. The votes of the majority of the active members present at a general meeting of the Association shall be necessary for the election of an Honorary Alumnus. Any recipient of the B. Olive Cole Honorary Alumnus Award is automatically an Honorary Alumnus. An Honorary Alumnus may be elected to the Alumni Council as a member at large without a vote; an Honorary Alumnus may not hold an office in the Association.

Section 3. Associate Membership

An associate member is a person who did not graduate from the School and who is interested in the profession of pharmacy (e.g., manufacturer representatives, faculty, or others associated with pharmacy). An individual may be proposed to the Alumni Council for associate membership and upon approval by a majority of members of the Alumni Council the candidate shall be presented for the consideration of the members at a general meeting of the Association. A majority vote of the members present at the meeting at which an individual is proposed by the Alumni Council for associate membership shall be necessary for election of an associate member. Associate members shall be entitled to all the privileges of the Association except the right to vote and hold office.

Section 4. Ex officio Members

School Representation (Dean and staff)

The Director of Alumni Relations and Annual Giving, Chief Development Officer, and Dean of the School shall be ex officio members of the Association and its Alumni Council. These ex officio members shall not have a vote and may not hold office.

School Representation (Student Pharmacists)

The President of the Student Government Association (SGA) at the School (or his/her designee) shall be an ex officio member of the Association and its Alumni Council. The President of the SGA of the School shall have a vote, but may not hold office.

A representative from each doctor of pharmacy cohort class and one PhD student representative of the School shall be ex officio members of the Association and its Alumni Council. Each cohort class's representative will be selected by the president of that class. The PhD student representative shall be selected by the Pharmacy Graduate Student Association (PGSA). The focus and committee assignment for each student representative shall be assigned annually by the President of the Association.

Student representatives other than the SGA President do not have a vote and may not hold office.

Article V-Alumni Council

The Alumni Council shall be the governing body of the Association and shall have and be entitled to exercise all of the powers of the Association not in conflict with policies of the University System of Maryland, the University of Maryland, Baltimore, or the School of Pharmacy, or with the laws of the State of Maryland or the United States of America. The activities of the Association shall be managed by the Alumni Council subject to University policy.

The members of the Council shall be the Executive Officers (see Article VIII) and at least four (4) members at-large elected at the Annual Business Meeting. In case of resignation, removal or death of any voting member of the Alumni Council, the vacancy shall be filled by election of a new member by the remaining members of the Council. In the case of a vacancy in the position of President, the vacancy shall be filled by the President-Elect. A new member shall serve until the election and qualification of his/her successor. The Alumni Council shall authorize the

expenditure of funds held for the Association by the University or its affiliated foundation (Foundation), subject to applicable UMB policies and procedures on disbursement of UMB funds, State procurement law, or policies and procedures of the Foundation.

Article VI-Fiscal Year

The fiscal year of the Association shall be from July 1 to June 30.

Article VII- Office of Development and Alumni Affairs (DAA)

The School's Office of Development and Alumni Affairs (DAA) has overall responsibility for overseeing the business and fiscal affairs and activities of the Association, and the development of alumni programs consistent with State and University policies. The School's Director of Alumni Relations and Annual Giving shall maintain alumni and Association records and files of Association activities as well as be the point person for daily operations and special events. All Alumni Association committees will be staffed by a member of DAA.

Article VIII-Officers

The Executive Officers of the Association are the President, President-Elect, Immediate Past President, Treasurer, and Secretary. The Alumni Council may designate non-voting Honorary and Emeritus Officers who will be subject to confirmation and election at the Annual Business Meeting.

Section 1. Election of Officers

The President and Immediate Past-President positions shall be filled by the previous year's President-Elect and President, respectively. The other officers shall be elected at the Annual Business Meeting of the Association, following the report of the Nominating Committee. Any nominated member must disclose conflicts of interest to the Nominating Committee prior to being presented to members of the Association for voting. All elected officers shall hold office for a one-year term. Terms of office will commence at the start of the fiscal year. In case of resignation, removal or death of an elected officer, the Alumni Council shall elect a successor to serve for the remainder of that officer's term. The exception is a vacancy in the position of President, which shall be filled by the President-Elect. In addition to the duties listed below, the Executive Officers of the Alumni Association shall have the authority to make decisions regarding Association business between Association meetings.

Section 2. Duties of Officers

- A. The President shall be responsible for the administration of the business of the Association, shall appoint the chairpersons of all committees if needed, and shall serve as an ex officio member of all committees except the Nominating Committee. The President shall present a report of the accomplishments of the Association during his/her term in office at the Annual Business Meeting. The President shall represent the Association at University and/or public affairs requiring alumni representation when called upon to do so,

or shall designate a representative to act in this capacity. The President shall perform all the duties normally pertinent to the office and duties of President. The President and/or Treasurer and the School's Chief Development Officer shall approve all financial documents for the Association.

- B. The President-Elect shall assume the duties of the President in the event of the President's absence or disability and shall serve as Chair of the Nominating Committee. The President-Elect will become the President after completion of a one-year term as President-Elect.
- C. The Immediate Past-President shall advise the President and the Alumni Council.
- D. The Treasurer shall work closely with the School's Chief Development Officer, Alumni Council, the Association, and the accountant of the Foundation in overseeing Association accounts with UMB and the Foundation, in receiving funds paid to the Association, and in disbursing Association funds from the Association's UMB account and Foundation account, subject to oversight from the Alumni Council. Disbursements shall be in accordance with, as applicable, (i) UMB policies and procedures on disbursement of University funds; (ii) policies and procedures of the Foundation; and (iii) State procurement law. All Association accounts will require the approval of the Treasurer or President; actions involving fund disbursements will require approval by the Treasurer and the School Alumni Administrator. The Treasurer shall keep records and accounts of the Association, in coordination with the School's Chief Development Officer. The Treasurer shall make a report of the financial status of the Association's accounts at the Association's Annual Business Meeting, at Alumni Council meetings, and as necessary. The Treasurer, along with the Secretary, shall serve as co-chair of the Special Events Committee.
- E. The Secretary shall work closely with the School's Chief Development Officer to maintain accurate records of Association proceedings. In addition, the Secretary will be responsible for reviewing minutes from all meetings and will be available to assist with all written correspondence on behalf of the Association. The Secretary, along with the Treasurer, shall serve as co-chair of the Special Events Committee.

Article IX-Removal of Alumni Council Members

Any Alumni Council member may be removed from office or Alumni Council membership due to absence from more than 50 percent of the scheduled Alumni Council meetings in a fiscal year. A majority vote of the Alumni Council is required to remove a member of the Alumni Council.

Article X-Meetings

Section 1. Quorum at Alumni Council Meetings

A majority of the Alumni Council members eligible to vote and present at an Alumni Council meeting shall constitute a quorum, unless otherwise provided by a specific section of these bylaws. Business may not be conducted in the absence of a quorum.

An action before the Alumni Council may be passed by vote of a majority of those present unless otherwise specifically required by another provision of these bylaws. Only voting members of the Alumni Council outlined in this document shall have voting privileges at Alumni Council

meetings, but all members and other invited persons in attendance have full privilege of debate, subject to the President's authority to limit discussions.

Section 2. Alumni Council Meetings

The President shall call at least two (2) Alumni Council meetings from August through May. The President may designate the time, place, and means of meetings (i.e. in-person, video-conference, conference call, or other electronic means). Officers, the Alumni Council, past presidents, and any other interested members of the Association will receive written or electronic notice of all meetings. At Alumni Council meetings, the following order of business will be observed:

- A. Call to Order and quorum determination
- B. Approval of agenda
- C. Disclosure of conflicts of interest
- D. Approval of previous meeting minutes
- E. Treasurer's Report
- F. Committee Reports
- G. Unfinished Business
- H. New Business
- I. Date of next meeting
- J. Adjournment

Section 3. Special Meetings of Association

Special meetings of the Association may be called by the President or by petition of ten (10) members of the Association. At a special meeting, the Association shall conduct only that business for which the special meeting was called.

Section 4. Annual Business Meeting

The last Alumni Council meeting of the fiscal year shall be designated the Annual Business Meeting. All alumni of the School and all members of the Association are invited to the Annual Business Meeting. This meeting will be scheduled in the spring of each year. Written or electronic notice of the meeting is required to all active members of the Alumni Association at least fifteen (15) days prior to the meeting. In addition, announcement of this meeting will be posted on the Association's web site. The order of business shall be:

- A. Call to Order and quorum determination
- B. Disclosure of conflicts of interest
- C. Approval of previous meeting minutes
- D. President's Annual Address
- E. Treasurer's Report
- F. Committee Reports
- G. Unfinished Business
- H. New Business
- I. Good and Welfare
- J. Nomination and election of Officers and Alumni Council for the ensuing year

K. Adjournment

Fifteen (15) active members of the Alumni Association shall constitute a quorum at the Annual Business Meeting. Upon satisfaction of the quorum requirement, any action under consideration at the Annual Business Meeting may be passed by vote of a majority of the active members present, unless otherwise specifically provided elsewhere in these bylaws.

Article XI-Committees

Section 1. Committees

- A. The Nominating Committee shall be chaired by the President-Elect and shall consist of at least two past presidents. Each year the Nominating Committee shall present:
 - 1. At the Annual Business Meeting, a slate of candidates for Officers and Alumni Council members, and a nominee for election as Honorary President of the Association.
 - 2. Annually, recommendations for selection of the Honored and/or Honorary Alumnus/Alumni of the Association. Nominations for these prestigious honors shall be requested from the entire membership.
 - a. The Alumni Council will make the final selection by November 30 of each year to allow for announcement and planning for presentation at a designated event of the Alumni Association.
 - b. The Honored Alumnus will be presented with the University of Maryland School of Pharmacy Evander Frank Kelly Honored Alumnus Award.
 - c. The Honorary Alumnus will be presented with the University of Maryland School of Pharmacy B. Olive Cole Honorary Alumnus Award.
- B. The Scholarship Committee is responsible for recommending the recipients of the Alumni Association Scholarships. For the scholarship awards process, the Committee works with and makes recommendations to the Associate Dean of Students Affairs of the School. The Committee reviews applications for financial assistance from applicants and enrolled students in the professional program at the School who have authorized Association review of their credentials and recommends yearly recipients to the Associate Dean of Student Affairs. The Committee is composed of a Chairperson as well as additional Association member volunteers.
- C. The Communication and Outreach Committee assists in the planning, communications and execution of Alumni Association events and activities. The Committee is composed of a Chairperson as well as additional Association member volunteers.
- D. The Special Events Committee is responsible for supporting the planning and promotion of special Association events, including Alumni reunion events. The Committee shall be co-chaired by the Treasurer and Secretary and may include additional Association member volunteers.

Section 2. Special Committees

The President appoints all special committees that are from time to time deemed necessary by the Alumni Council, and designates a Chairperson for each special committee. The appointment of a committee to review these bylaws does not require an Alumni Council action. (See Article XVI.)

Section 3. Committee Chairperson(s) Replacement

If an Executive Officer of the Association is unable to perform his/her duties as Chairperson of their respective committee or if the Committee does not yet have a Chairperson, the President shall appoint the respective Committee Chairperson(s).

Article XII-Fiscal Affairs

Section 1. Monetary Accounts

The Association may maintain a monetary account within UMB and/or the Foundation. The Association may not open private bank accounts in the name of UMB, the School, or the Association. Accounts shall be maintained and funds disbursed in accordance with applicable policies and procedures of UMB or its Foundation. All Association account transactions require the written approval of the Treasurer or President and the School's Chief Development Officer.

Section 2. Contracts and Payments

All contracts and payments by UMB relating to the Association business and activities shall be in accordance with UMB policies and procedures and State procurement law. The School's Chief Development Officer shall be responsible for ensuring that the Association follows, as applicable, procurement law, UMB policies and procedures relating to contracts or payments, and Foundation policies and procedures relating to contracts and payments.

Article XIII-Fundraising and Gifts

Members of the Association are encouraged to support the Foundation in fundraising efforts for the benefit of the School. All gifts and other revenues generated by the Association and payable to UMB, the School, or the Association are to be held within the Association's UMB account. All gifts and other revenues generated by the Association and payable to its Foundation fund or to the Foundation are to be held within the Association's account in the Foundation.

Article XIV-Parliamentary Authority

For parliamentary matters not addressed by these bylaws, Robert's Rules of Order, newly revised, shall prevail.

Article XV-Non-Discrimination Policy

The Association does not and shall not discriminate in any of its activities and shall operate in accordance with University System of Maryland Policy IX-4.00.

Article XVI-Amendments

These bylaws shall be reviewed for applicability, completeness, and accuracy by a special committee appointed by the President of the Association at a minimum of every five (5) years.

After proposed changes to the bylaws have been reviewed and accepted by the Alumni Council, these bylaws may be amended by a two-thirds (2/3) vote of the members present (1) at the Annual Business Meeting of the Association, or (2) at a special meeting of the Association called for the purpose of considering the amendments, provided that notice is sent electronically or in writing to all voting members at least fifteen (15) days prior to the meeting at which any amendments are to be considered. Then, the amended bylaws must be submitted to the President of UMB or his/her designee for written approval and a copy of this approval will be included as part of the bylaws.

APPROVAL: PRESIDENT OF UMB



Bruce E. Jarrell, MD, FACS

March 10, 2021

Date