



UNIVERSITY OF THE BAHAMAS ALUMNI ASSOCIATION CHARTER

Article I. Name, History and Authorization

The name of this association shall be the University of The Bahamas Alumni Association (“UBAA” or “the Association”).

The Association is the successor organization to the Alumni Society of the College of The Bahamas (“COB Alumni Society”), which was an organization of the alumni of the former College of The Bahamas (“COB”).

The Association has been established in accordance with the University of The Bahamas Act.

Article II. Purposes

The purposes of the Association are:

- i. To encourage the continued engagement and involvement of alumni of the University of The Bahamas (the “University”) with the University;
- ii. To provide a means of continued fellowship and communication between all graduates of the University;
- iii. To support the University in ways that will help enrich the student life experience;
- iv. To support the University in ways that will help drive University development;
- v. To support the University in its mission to “advance higher education, promote academic freedom, drive national development and build character through teaching, learning, research, scholarship and service”; and
- vi. To promote an awareness of the work of the University and the importance of higher learning.

Article III. Membership

Section 3.1 Regular Membership

Graduates or holders of degrees, diplomas, and certificates from COB, as well as graduates or holders of degrees, diplomas, and certificates from the University, shall be Regular Members of the Association and shall be referred to as “Alumni” or “Alumnus”.

Section 3.2 Full Membership

All persons who qualify for Regular Membership and pay to the Association an annual membership fee, the fees for each of which shall be established from time to time by the Board of Directors of the Association, shall be Full Members of the Association.

Section 3.3 Rights and Privileges of Membership

Regular Members of the Association shall have the right to vote in all Association elections and to hold office in the Association.

Section 3.4 Associate Membership

- a. All persons who have attended the College of The Bahamas or the University for at least one term, or who have received an honorary degree, or past and present faculty and staff members, parents of students or of Alumni, and other loyal friends of the University who have paid an annual membership fee, the fees for each of which shall be established from time to time by the Board of Directors of the Association, shall be Associate Members of the Association.
- b. Associate Members are not eligible to vote in Association elections or to hold office as a member of the Board of Directors of the Association, but may serve and vote on Association Committees.

Article IV. Board of Directors

Section 4.1 Composition

The Board of Directors of the Association (the "Board") shall be composed of:

- i. A Chairperson;
- ii. A First Vice-Chairperson;
- iii. a Second Vice-Chairperson;
- iv. a Treasurer;
- v. A Secretary;
- vi. Four (4) Directors-at-Large;
- vii. The Immediate Past Chairperson;
- viii. A staff member of the College's Alumni Relations & Development Office (the "Alumni Relations Representative");
- ix. Chapter Chairpersons (who shall be elected by their local membership in accordance with the Standard Form for Chapter Bylaws)
- x. Student Representative

Section 4.2 Duties

The Board shall be the governing body of the Association and shall oversee the affairs of the Association and ensure that the purposes of the Association are carried out.

Section 4.3 Officers

The Officers, each of whom shall be a Regular Member, shall be the persons named at Sections 4.1(i) to 4.1(v). None of the persons named at Sections 4.1(vii) to 4.1(x) shall be eligible to be an Officer.

Section 4.4 Term

- a. The term of office for Officers of the Association, the Immediate Past Chairperson and the Directors-at-Large shall be two (2) years. They shall be eligible to serve a maximum of two (2) consecutive terms. After a period of two (2) years of non-membership, they shall again be eligible for Board membership, and shall serve a maximum of eight (8) years of service on the Board in total.
- b. The term of office for the Chapter Chairpersons shall be governed in accordance with the term of each such Chairperson as set out in the Standard Form for Chapter Bylaws.
- c. The term of office for the Liaison from the Board of Trustees of the University shall be four (4) years.
- d. The term of office for the Student representative shall be one (1) year.

Section 4.5 Nomination, Election, and Appointment of Members of the Board

- a. Candidates for the Officers and Directors-at-Large (the “Elected Directors”) shall be chosen by the Nominations Committee of the Board and elected by the Regular Members at an Annual General Meeting (but the Regular Members shall not elect Officers to their offices).
- b. The Officers shall be nominated and elected to their offices by the Members of the Board.
- c. The Alumni Relations Representative shall be appointed by the Vice President of Institutional Development of the University.
- d. The Chapter Chairpersons shall be elected by their local membership in accordance with the Standard Form for Chapter Bylaws.
- e. The Student Representative shall be appointed by the President of the Student Government Association of the University.

Section 4.6 Removal of Directors and Vacancies

- a. The office of any Director shall be vacated if the Director:
 - i. Becomes bankrupt, or is convicted of a criminal offence by any court of competent jurisdiction;
 - ii. Resigns office by notice in writing;
 - iii. Becomes lunatic or of unsound mind;
 - iv. Is absent from three (3) successive Board Meetings without leave, and a quorum of Directors present at the following Board Meeting resolves that his/her office be vacated;

- v. Is or otherwise becomes disqualified or is removed pursuant to this Charter; or
 - vi. Is removed by a two-thirds vote of no confidence of the Board during a Board Meeting.
- b. Vacancies occurring among Directors (except the office of Chairperson) shall be filled for the unexpired term by the Board in coordination with the Nominations Committee.
- c. In the event of a vacancy in the office of Chairperson, the First Vice Chairperson then in office shall serve as President for the unexpired term.

Article V. Meetings

Section 5.1 Board Meetings

The Board shall meet no less than four (4) times a year.

Section 5.2 Quorum

A majority of the members of the Board currently in office shall constitute a quorum.

Section 5.3 Annual General Meetings

- a. The Association shall hold an annual general meeting (“AGM”) which shall be open to all Regular Members of the Association.
- b. The AGM shall be held every twelve (12) months, no later than the fourth (4th) Thursday in September and shall be held at a University of The Bahamas campus.
- c. At the AGM:
 - i. The Chairperson shall submit a written annual report to the Regular Members, which shall contain financial and such other information as is from time to time requested by the Association;
 - ii. The Nominations Committee shall present and the Regular Members shall confirm persons chosen to serve as Elected Directors.

Section 5.3 Extraordinary General Meetings

The Directors may convene an extraordinary general meeting (“EGM”) of the Association where notice of the EGM has been given to all Alumni thirty (30) days before the EGM. The notice shall state the objects of the EGM.

Article VI. Committees

- a. The Board of Directors shall establish and maintain the following Standing Committees:
 - i. Executive Committee, which shall comprise only the Elected Directors and the Immediate Past President and which shall develop the strategic focus of the Board, retain ultimate responsibility for

- the planning and management of the finances of the Association, and shall submit timely reports of its findings and conclusions to the Board.
- ii. Nominations Committee, which shall be chaired by a sitting member of the Board, and which shall be responsible for establishing the processes for the nomination of Regular Members to the Board and for the confirmation of nominees to fill vacancies on the Board, and shall facilitate the confirmation process each year at the AGM.
 - iii. Fundraising Committee, which shall be chaired by a sitting member of the Executive Committee, and which shall coordinate the fundraising initiatives of the Association, as well as assist in the fundraising efforts of the University.
 - iv. Events Committee, which shall plan and develop events and programmes.
 - v. Community Outreach Committee, which shall plan and develop initiatives designed to positively impact the community.
 - vi. Marketing and Public Relations Committee, which shall promote the mission of the Association.
 - vii. Student Outreach Committee, which shall plan and develop initiatives designed to enrich the student life experience.
 - viii. Awards Committee, which shall select recipients of awards granted by the Association Awards and recommend to the Chairperson of the Association.
- b. The Board may at its discretion establish additional committees as it may from time to time deem necessary.
- c. The Board may at its discretion invite Regular Members, Associate Members, or members of the broader University community, including past and present faculty members, students, parents of students or of Alumni, and other loyal friends of the University, to serve on committees.

Article VII. Chapters

Section 7.1 Purposes

The purposes of an Association Chapter are:

- a. To assist the University in promoting its programmes under the direction of the Association;
- b. To promote the fellowship and welfare of Alumni, parents of students or of Alumni, and other loyal friends of the University residing in the Chapter area by providing information and services to them;
- c. To recruit volunteer assistance for the various programmes of the Association and the University.

Section 7.2 Organization

- a. An Association Chapter may be formed in any convenient geographical area with boundaries established by agreement among the Association, the organizers of the Chapter, and any Association Chapter already in existence which may be affected thereby.
- b. Applications for new Chapter charters must be made to the Association by providing the Association with a written request.

- c. Chapters shall be governed by a board of directors, the number of which shall be determined by the Standard Form for Chapter Bylaws. All Chapter directors shall be Regular Members of the Association.
- d. The application of the proposed Chapter shall be considered at a meeting of the Board to determine whether they fulfill the conditions of Section 7.2(a) and (b). If the Board approves the application of the proposed Chapter, the application shall be forwarded to the Vice-President of Institutional Development, which shall take final action on the application of the proposed Chapter.
- e. A Chapter is entitled to obtain assistance from the Association for such services as planning programmes and events, printing notices thereof, and mailing and other communication with Alumni. Such assistance may be subsidized in part by the Association for organizational purposes, but otherwise the Chapter shall be charged for the costs incurred.
- f. A Chapter must fulfill the following obligations:
 - i. Hold at least one general meeting each year at which business is transacted;
 - ii. Comply with the provisions of this Charter and the Standard Form for Chapter Bylaws;
 - iii. Adopt the Standard Form for Chapter Bylaws, as amended, restated or modified only as approved by the Board;
 - iv. Complete an annual report to which shall contain financial and such other information as is from time to time requested by the Association and provide the Association with the same.

Section 7.3 Chapter Revocation

- a. When the requirements of Section 7.2 have not been met by any Chapter, the Board may revoke the charter of any Chapter after giving three (3) months' notice to such Chapter of its intention to do so, unless the Executive Committee determines that the Chapter has resumed compliance with Section 7.2.
- b. If a Chapter charter is revoked, the Association shall notify the directors of the Chapter in writing.
- c. Reinstatement of a revoked charter may be obtained only by fulfilling the original requirements under Section 7.2.

Article VIII Amendments

This Charter may be amended, changed, or repealed by a two-thirds vote by the Regular Members at any duly called meeting, provided that notice of the proposed amendment is given to the Members thirty (30) days in advance of the meeting.

Article IX. Savings

On the date that this Charter is brought into effect:

- (a) subject to paragraph (b), the COB Alumni Society constituted under the Alumni Society of the College of The Bahamas Board of Directors Charter shall cease to exist:

- (b) the persons serving as Directors of the COB Alumni Society shall continue to serve for the remainder of their terms on the Board of Directors and in their respective offices.
- (c) the remaining offices and directorships of the Board shall be filled in accordance with Article IV.