

UNIVERSITY OF
NOTRE DAME

ALUMNI ASSOCIATION

Notre Dame Senior Alumni (NDSA)
Board of Directors

Procedures Manual

Effective: February, 2010

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Section 1 Purpose of Procedures Manual

Section 1.01. As a constituency group of the Notre Dame Alumni Association (“Association”), the Notre Dame Senior Alumni Association (NDSA) is managed and operated by its Board of Directors (“Board”/“Directors”) in accordance with the duly enacted Bylaws of the NDSA and in accordance with the documents which govern the operations of the University of Notre Dame and the Association. This Procedures Manual is designed to facilitate the operation of the NDSA by ensuring the application of the Bylaws so as to most effectively further the mission and goals of the NDSA as set forth in those Bylaws.

Section 1.02. Amendment. The provisions of this Procedures Manual may be amended by a majority vote of a quorum of Board Members. When the Board is not in session, the Executive Committee may, at its discretion, conduct a vote by email or telephone or by any other means available to the individual board members.

Section 2 Procedures Relating to Directors

Section 2.01. Appointment of Directors. Using the NDSA Board Nomination Form, individuals desiring to serve on the Board shall submit, or allow a current Board member to submit on his or her behalf, a nomination to the Chair of the Administration, Finance, and Personnel (AFP) Committee. The nomination shall include a statement of qualifications and a chronological listing of any leadership roles within the Alumni Association network. In addition, the candidate shall submit a letter expressing the candidate's personal expectations, and illustrating his or her desire to serve and commitment to the provisions of the document entitled "NDSA Regional Director Information and Responsibilities." Copies of the NDSA Board Nomination Form and the NDSA Regional Director Information and Responsibilities Form can be downloaded from the NDSA Website or obtained from the Chair of the AFP Committee.

- A. Nominations for Board positions to become open due to the expiration of a Board member's term of office.
1. The AFP Committee shall determine an appropriate schedule, solicit nominations, review nomination documents, and select a nominee for each Board position to become open.
 2. In fulfilling these responsibilities, the AFP Committee shall do the following:
 - a. Publish the announcement of the upcoming board openings as well as the nomination schedule to all current and past members of the NDSA Board, all NDSA Class Coordinators, and Class Secretaries, and request nominations from them.
 - b. Verify to the candidate receipt of all required nomination documents.
 - c. Review all nomination documents and, if necessary, contact the candidates or their nominators for additional or clarifying information.
 - d. Select a nominee for each open Board position.
 - e. Forward to the current members of the NDSA Board under complete confidentiality the names of all nominees and supporting documents and set a deadline for the NDSA Board members' review and comment.
 - f. Review all comments and decide whether to go forward with the nominations.
 - g. If the AFP decides not to go forward with a particular nomination, it shall select another qualified nominee from the proposed candidates, and forward it to the NDSA Board under the procedures set out in the above paragraphs e. and f. If no other candidates are deemed qualified then the search shall be re-opened.
 - h. If the AFP decides to go forward with the nominations, it shall send the names to the Executive Committee.
 - i. The Executive Committee shall submit the names of the nominees to the Executive Director, NDAA, for final approval.

- j. Upon approval of the nominations, the Executive Director, NDAA, shall notify the Executive Committee who shall then notify all candidates, both selected and non-selected, of the outcome of the nomination process.
 - k. Upon disapproval of the nomination, the Executive Director shall notify the Executive Committee, who shall notify the AFP. The nomination of the disapproved candidate shall be terminated. The AFP Committee shall then submit the nomination of another candidate, following the above procedures.
 - l. If at any time during the nomination process an NDSA board member comes upon information that could possibly disqualify a nominee, the board member shall immediately notify the AFP Committee.
- B. Nominations for Board positions due to a vacancy occurring during the term of a Board Member.
 - 1. The AFP Committee shall determine an appropriate schedule, solicit nominations, review nomination documents, and select a candidate to fill the vacancy.
 - 2. In fulfilling these responsibilities, the AFP Committee shall do the following:
 - a. Publish the announcement of the vacant board position to all current and past members of the NDSA Board and request nominations from them.
 - b. Follow the same procedures set forth in the above paragraph A.2.
- C. Responsibilities of current NDSA Board members.
 - 1. Board members in the last year of Board membership shall submit the names of at least two candidates for their replacement.
 - 2. Board members who create a vacancy by prematurely leaving the Board shall, if practical, submit the names of at least two candidates for their replacement.

Section 2.02. Board Meetings. Transportation and Miscellaneous Expenses.

- A. **Meetings.** The Board shall hold three (3) regular meetings each year: one (1) in the Fall, one (1) in the Winter, and one (1) in the Spring. The Executive Committee shall develop a three-year schedule for future Board meetings. This schedule will be updated annually and presented during the Fall Board meeting. As a general rule, the Fall meeting will be held on the Notre Dame campus on the days immediately preceding or following a home football game. The location and timing of the Winter meeting will be determined by the Board at its Spring Meeting, or by the Executive Committee as soon as possible thereafter. The Spring meeting shall be on campus and shall coincide with, but may precede or follow, the Association's annual Alumni Senate in late April or early May.
1. The Board may choose to invite former Board members to selected sessions and social events during regularly scheduled Board meetings.
 2. The Administration, Finance and Personnel (AFP) Committee shall record and prepare all Board meeting minutes and summaries for approval by the Executive Committee and maintain all committee reports. Committee reports shall be submitted by each Committee Chair two weeks before the beginning of each Board Meeting. The AFP Committee Chair, in collaboration with the Vice-Chair, shall publish copies of the meeting minutes, meeting summaries, and committee reports for all Board members.
- B. **Transportation and Miscellaneous Expenses.** During designated times when transportation and miscellaneous expenses, as designated by University policy, are covered by the Association, Board members shall be required to submit an expense report. Expense report forms, as approved for University use, shall be distributed to all Board members during their meeting. Original receipts must accompany all expense reports. This is University policy and no exceptions will be allowed. The Association, in accordance with University policy, shall
1. cover Board member expenses for travel, lodging, and certain scheduled meals during the Fall and Spring meetings (spouse's travel expenses are not included);
 2. provide travel to any off-campus locations when necessary;
 3. reimburse members at the most current rate prescribed by the University for accrued mileage instances when Board members are asked to utilize their personal vehicles for local travel relating to Board responsibilities;
 4. reimburse members incurring transportation expenses to/from the South Bend Regional Airport (members should attach a receipt to the expense report);
 5. reimburse members utilizing their personal vehicle to travel back to campus for the Fall and Spring Board meetings at the most current rate prescribed by the University for accrued mileage.

Rental cars, secured locally for personal use by Board members and/or their spouse during regularly scheduled Board meetings, will not be reimbursed as a travel expense.

Section 2.03. Regional Information. Directors representing a Region shall forward a copy of the most recent Board meeting summary to the Senior Alumni Coordinator (SAC) for each club within his or her Region together with any other pertinent information. Where an SAC has not been appointed, this information shall be sent to the Club President. Copies of all regional information, including reports, minutes and announcements, shall be copied to the corresponding Regional Director on the Alumni Board.

All Directors are required to submit a report to the Chair of the Alumni Network and Events Committee on their communication efforts with the alumni club leaderships in their respective regions two weeks before each of the three NDSA Board meetings. As needed, an updated status report for each club in a Director's region shall also be submitted at this time.

Section 3 Procedures Relating to Committees

Section 3.01. Composition of Committees. The creation of and composition of Committees of the Board shall be as follows:

A. Executive Committee

1. Officers

- a. Chair (liaison with Initiatives, Communications and Public Relations Committees)
- b. Vice-Chair (liaison with Administration, Finance, and Personnel Committee)
- c. Past Chair (liaison with Alumni Network Committee)
- d. NDAA Board Representative (liaison between NDSA Board and NDAA Board)

2. Responsibilities

- a. Provide leadership and support for NDSA Board Members in achieving the Mission and Goals stated in the NDSA Bylaws
- b. Establish annual Strategic Goals and report to the NDAA Board and the NDAA Office on progress toward achieving them
- c. Coordinate with NDAA Board and NDAA Office to support their plans and program where possible
- d. Create an annual Budget and report to the NDSA Board and the NDAA Office on financial results and significant variances from Budget, if any
- e. Appoint Committee Chairs and work with the Chairs to populate their Committees
- f. Work with NDSA Directors to establish their Committee and Regional Goals and monitor progress toward them
- g. Determine NDSA Board needs for volunteer adjuncts who could provide skills and resources not resident among current Board Members
- h. Set Board Meeting agendas

B. Standing Committees

1. Administration, Finance, and Personnel

- a. The Controller is a member of the Committee
- b. Keep an updated personnel spreadsheet containing the skills, experiences, and resources of current Board members
- c. Solicit and evaluate new Board Members & Putz Award Winners
- d. Solicit volunteer Board adjunct members who possess specific skills, experiences, connections, and resources needed by the Board on an ongoing basis
- e. Record and publish minutes of Board Meetings
- f. Receive Committee Reports from each Committee Chair two weeks before each Board Meeting and compile a summary for Board Members' use during the meeting
- g. Receive and execute administrative tasks from the Executive Committee

2. Communications and Public Relations

- a. Expand and enhance the "Brand Awareness" of NDSA among all sectors of the Notre Dame population
- b. Create and distribute our NDSA message, including the Newsletter
- c. Update, expand the NDSA website and its capabilities
- d. Research the needs of Notre Dame Seniors and how best we can respond to those needs

- e. Research and develop the most effective means of maintaining communications with the entire Alumni population (Alums and Subway Alums of all ages), especially our Senior Alums
 - 1) Emails, Face Book, Twitter, blogs, Internet conferencing, personal contact
 - 2) NDSA website
 - 3) Printed Materials and their means of distribution
 - 4) Regional Meetings and/or Free Conference Calls, Identify, catalogue, and promote Best Practices examples from among the activities of Clubs, Classes, and individuals

3. Initiatives

- a. Examples of possible subcommittees: individual initiatives or groupings thereof
- b. Determine plans for existing Initiatives, including locations, timetables, and resources needed
- c. Continued involvement of former Board members
- d. Funding
- e. Solicit input from the field on outstanding local efforts which could/should be considered for support through our national network, perhaps becoming new national Initiatives
- f. Evaluate existing Initiatives for possible repositioning within the Alumni Association or removal from direct NDSA support

4. Alumni Network and Events

- a. Create, conduct, and participate in events designed to expand awareness of the existence, mission, and goals of NDSA such as (not intended to be an exhaustive list)
 - 1) Reunions
 - 2) Football Weekends
 - 3) Alumni Senate
 - 4) NDAA Board Meetings
 - 5) Regional Meetings
 - 6) Club UND events
 - 7) Regional Initiatives conferences
 - 8) Club Startup / Rejuvenation Mentoring
- b. Examples of possible subcommittees: Clubs, SACs, Classes
- c. Coordinate recruiting of, and two-way communication with, SACs in both Clubs and Classes including quarterly updating of SAC contact information
- d. Receive Regional Reports from each Director two weeks before each Board Meeting and compile a summary for Board Members' use during the meeting
- e. Receive feedback from our Alumni Network and distribute appropriately for quick and effective responses
- f. Identify possible NDSA Board candidates and volunteer adjuncts
- g. Suggest NDSA "game plans" specific to Clubs and Classes depending on their size, location, demographics, and other relevant parameters.

Section 3.02. Committee Chairs. There shall be four (4) committee chairs appointed by the Executive Committee on July 1 of each year to oversee the four (4) standing committees set forth in Section 3.01. All Committee Chairs shall be current members in good standing of the NDSA Board. The Executive Committee may, at its sole discretion, replace or reassign a Committee Chair at any time that it determines such an action to be in the best interests of the Board and NDSA.

Each committee chair shall exercise such powers and perform such other duties as the Board or the Chair may assign. Committee chairs may also be appointed to oversee ad hoc committees. These committees shall meet independently of regular scheduled meeting times, and report to the Executive Committee when requested. In some cases, at the discretion of the Executive Committee, an invitation may be extended to an outgoing or former NDSA board member to serve in a voluntary capacity as an ad hoc committee chair.

Section 3.03. Emergency Election Procedures. If a vacancy occurs within the Executive Committee; the Executive Committee shall authorize an emergency nomination and Board vote to fill the vacancy until the next regularly scheduled election.

Section 3.04. The Annual Reverend Louis J. Putz, CSC Award. The Annual Reverend Louis J. Putz, CSC Award. The Reverend Louis J. Putz, CSC, was the inspiration and spiritual founder of NDSA. In his memory, the Louis J. Putz, CSC, Award ("the Award") is presented annually by the Notre Dame Alumni Association (NDAA) to an individual (alumni or non-alumni) in recognition of the development and implementation of social action programs that have contributed to improving the lives of others. The process and procedures for this award are as follows:

- A. On or about April 15, the Chair of the Administration, Finance, and Personnel (AFP) Committee in coordination with the Alumni Office shall request nominations for the Award from the NDSA Board.
- B. By August 20, the AFP Committee shall review all nominations and supporting documents, select a recommended Award winner, forward to the current members of the NDSA Board under complete confidentiality the name of the recommended Award winner and supporting documents, and set a deadline for the NDSA Board members' review and comment.
- C. The AFP Committee shall then review all comments and decide whether to go forward with the nomination. If there is compelling reason to reject the nomination the AFP shall select another nominee in accordance with Paragraph B.
- D. If the AFP Committee decides to go forward with the nomination, it shall send the name and supporting documents to the Executive Committee of the NDSA and report on its action at the Fall Meeting of the NDSA.
- E. The Executive Committee shall submit the name of the recommended award winner along with supporting documents to the Executive Director, NDAA, for final approval.
- F. Upon approval of the nomination, the Executive Director shall notify the NDAA and thereafter notify the Award winner.
- G. Upon disapproval of the nomination, the Executive Director shall notify the NDSA Executive Committee. Thereafter, the search shall be re-opened and the nomination process shall begin again under the procedures set out in above Paragraph B.
- H. The Annual Reverend Louis J. Putz, CSC, Award shall be presented by the NDAA Board at the following Alumni Senate meeting.
- I. If at any time prior to the awarding of the honor any NDSA board member shall come upon information that could possibly disqualify the recommended nominee, the board member shall immediately notify the AFP Committee.