



**The Alumni Association
of
The University of Texas Medical School at Houston**

BYLAWS

ARTICLE I – NAME

The name of the organization shall be “The Alumni Association of the University of Texas Medical School at Houston” (Association).

ARTICLE II – PURPOSE

The purpose of the organization is to:

- create a community of graduates, all of whom remain close to their medical education roots and classmates,
- advance medical science and education,
- promote the interests of its members and UTMSH,
- encourage participation of all alumni in matters concerning the University, its students and graduates, and
- promote philanthropic efforts for the medical school and its students.

The organization is established for non-profit purposes.

ARTICLE III – LOCATION

The office of the Association shall be in the Office of the Dean of The University of Texas Medical School at Houston.

ARTICLE IV – MEMBERSHIP

IV.1 All recipients of the Doctor of Medicine degree from The University of Texas Medical School at Houston and all former residents and fellows who have completed training at The University of Texas Medical School at Houston Affiliated Hospitals Integrated Residency Programs and faculty of the The University of Texas Medical School at Houston are members of the Association.

- 1 IV.2 Voting Members: Any member shall be eligible to vote with the payment of annual or
2 lifetime dues. Voting membership shall be automatically granted gratis for one year to all
3 degree recipients of the doctor of medicine upon graduation with all rights and privileges in
4 the Bylaws.
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- 6 IV.3 Voting membership benefits will include voting at the annual meeting, serving on the board
7 of trustees, discounts, and other benefits as determined by the board.
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10 **ARTICLE V – OFFICERS AND GOVERNING BODY**

11 V.1 – The Association Officers

- 12 A. The Association Officers shall be elected at large by majority vote of the active
13 members present at the annual meeting, shall serve one-year terms, must maintain
14 voting memberships during the course of their term and shall be designated as
15 follows:
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- 17 1. President
 - 18 2. President-elect
 - 19 3. Secretary
 - 20 4. Treasurer
 - 21 5. Past President
 - 22 6. Executive Director - ex officio
- 23 B. The duties of the Association officers shall be as follows:
- 24 1. The President shall assume office at the conclusion of the annual meeting twelve
25 months after having been elected President-elect, shall preside over all meetings,
26 appoint the members of all committees not otherwise provided for in Bylaws, and
27 shall be Chairman of the Board of Trustees.
 - 28 2. The President may vote only in the case of a tie.
 - 29 3. The President-elect shall be elected annually, and shall be a member of the Board of
30 Trustees. In the absence of the President, the President-elect shall assume the
31 President's duties. In case of incapacitation, resignation or death of the President,
32 the President-elect shall succeed for the remainder of the term. The President-elect
33 shall serve as chair of the fund-raising committee and the Distinguished Alumnus
34 Committee.
 - 35 4. The Secretary shall be elected annually. The Secretary shall work in conjunction
36 with the Executive Director in recording and preserving an accurate record of
37 proceedings of each meeting.
 - 38 5. The Treasurer shall be elected annually and maintain records of monies and the
39 budget, dues and expenses of the Association. The Treasurer shall work with the
40 Executive Director in completing an itemized financial statement, delineating
41 income and expenses at the end of the fiscal year. The Treasurer with the Executive
42 Director will ensure the completion and filing of an annual IRS income tax
43 statement.
 - 44 6. Past President serves as a consultant to the officers and the board of trustees. In
45 addition, the past president serves as the chair of the Nominating Committee
46 (officers and open board positions) and chairs the Benjy Brooks Outstanding Clinical
47 Faculty Award.

- 1 7. Participation: Officers are expected to be dues-paying members of the association,
2 and attend and actively participate in board meetings, committee meetings, electronic
3 discussions or conference calls.
4 C. The terms of the Officers are from the conclusion of the annual meeting for a period
5 of one year.
6 D. Officers may be removed from office by a three-fourths vote of board members in
7 attendance at an official board meeting.
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9 V.2 - The Association Board of Trustees
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- 11 A. The Association Board of Trustees shall be the governing body of the Association and
12 shall consist of the following:
13 a. The Association officers (President, President-elect, Past President, Secretary,
14 Treasurer, Executive Director) and the Associate Dean for Alumni Relations of
15 the Medical School.
16 b. Sixteen trustees will have a two year term. One half of the trustees will be
17 elected each year for overlapping terms.
18 c. The class President from each Medical School Class – non-voting.
19 d. President of the House Staff of the University of Texas Medical School at
20 Houston Affiliated Hospitals –non-voting except in the case where the president
21 is a graduate of the Medical School.
22 e. Dean of the Medical School – ex officio.
23 f. Vacancies occurring in the Association Board positions may be filled by
24 Presidential appointment from the Association’s active membership for the
25 remainder of the board member’s term.
26 B. The duties of the Association Board of Trustees shall be as follows:
27 a. Submit an annual report and budget at the annual meeting of the Association.
28 The budget must be approved by a majority of the active members present.
29 b. Set dues, authorize expenditures, order the payment of accounts, and act as an
30 auditing committee.
31 c. Provide leadership to the selection of the Distinguished Alumnus and the Benjy
32 Brooks award.
33 d. Actively support membership solicitation.
34 C. Participation: Attend and actively participate in board meetings, committee meetings,
35 electronic discussions or conference calls.
36 D. The term of the Board of Trustees is from the end of the Annual Meeting for a period of
37 one or two years.
38 E. Board members must be dues-paying members during the course of their term.
39 F. Board members may be removed from office by a three-fourths vote of board members
40 in attendance at an official board meeting.
41 G. Establish policies and procedures for the effective operation of the board.
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43 V.3. Elections
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- 45 A. Nominating Committee
46 a. A nominating committee will be chosen by the President at least three months prior
47 to the annual meeting. The nominating committee consists of the past President and
48 three members of the Board of Trustees. The nominating committee will meet in

1 person, by conference call or by e-mail. The committee will chose a slate of names
2 who have agreed to serve for the offices of the President-elect, Secretary, Treasurer
3 and open board positions.

- 4 b. The Board of Trustees shall send the nominees' names to the membership one month
5 prior to the annual meeting.
- 6 c. Additional nominations may be accepted from the floor at the annual meeting.
- 7 d. Nominees for an officer position must have served on the Board of Trustees for at
8 least one term.
- 9 e. All nominees must be active members of the association at the time of election.
- 10 f. Nominating committee will provide potential nominees with a job description and
11 expectations for each position.
- 12 g. To insure a broad representation Trustees will be nominated to promote a diversity of
13 interests to include: decade of graduation, geographic region, specialty, and
14 faculty/non-faculty.

15 B. Elections

16 Officer and Board of Trustees elections will be held at the annual meeting. Only dues-
17 paying members may vote. Elections will be held by secret ballot vote, unless there is
18 only one nominated candidate for the position. That candidate may be elected by
19 proclamation. Candidates must receive a majority of the votes cast.
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22 **ARTICLE VI – COMMITTEES**

23 VI.1 - Standing Committees:

- 24 A. Standing committees may be formed by the Board of Trustees. Ad hoc committees
25 may be formed as needed.
- 26 B. Standing committees are:
 - 27 a. membership,
 - 28 b. awards and scholarships,
 - 29 c. nominating,
 - 30 d. bylaws, and
 - 31 e. fund-raising.

32 VI.2 - Membership Committee:

- 33 A. The membership committee shall be established to actively pursue membership, to
34 assist in publicizing the annual meeting and to undertake other duties designated by
35 the Board of Trustees as appropriate to membership. The Chairman of the
36 committee shall be designated by the President of the Association to serve a term of
37 one year, and shall submit a written report to the Board of Trustees and to the active
38 members at the annual meeting. Committee members, no more than six – board and
39 non-board members - will be appointed by the Chairman to insure a broad
40 representation to promote a diversity of interests to include: decade of graduation,
41 geographic region, specialty, and faculty/non-faculty.
- 42 B. The Membership Committee, with the Executive Director, will oversee the creation
43 and maintenance of an online directory of members.
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- 1 C. The Committee with the Executive Director is responsible for organized
2 communication with class agents.
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5 VI.3 – Awards Committee
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- 7 A. The Awards Committee shall be nominated by the President and approved by the
8 Board of Trustees.
9 a. The composition of the Distinguished Alumnus Committee shall be at a
10 minimum the president-elect, one board member, one Lifetime member and a
11 past recipient of the Distinguished Alumnus Award. The president-elect will
12 serve as chair.
13 b. The composition of the Benjy Brooks Outstanding Clinical Faculty Member
14 award committee shall be the past president, president of senior class or his/her
15 designee, officers of the junior class. Nominations will be made by the third-year
16 students and awarded by third years at the end of the year. The association will
17 fund the purchase of the award but the award will not carry a cash prize.
18 B. The Awards committee will be responsible for administering the nomination process
19 and selection of the Distinguished Alumni Award and the Benjy Brooks Award.
20 C. The Awards Committee shall review and establish criteria for awards with the
21 approval of the Board.
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- 23 VI.4 Bylaws committee shall be appointed at least every three years, or as needed, to review and
24 propose updates to the bylaws.
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27 **ARTICLE VII – ASSOCIATION MEETINGS**
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29 VII.1 - The Annual Meeting
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- 31 A. Unless designated otherwise by the Executive Director, the Annual Meeting of the
32 Association shall be held at The University of Texas Health Science Center at
33 Houston, Texas, at which time the business of the Association. The exact date shall be
34 decided upon by the Board of Trustees who must notify the members, in writing, at
35 least three months in advance.
36 B. Ten active members, in addition to the President, shall constitute a quorum for the
37 purpose of conducting the business of The Alumni Association at its annual meeting.
38 C. Special meetings may be called at anytime by the President of the Association or upon
39 written request of twenty or more active members of the Association. Notice of such
40 meetings shall be mailed or e-mailed 30 days in advance to all active members of the
41 Association and shall state the reason for which the meeting is being called.
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43 VII.2 - Meetings of the Board of Trustees
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- 45 A. The Board of Trustees must meet at least **quarterly** with one meeting shortly prior to
46 the Association’s annual meeting to facilitate the conducting of the annual meeting.
47 All board members shall receive notification at least one month prior to the meetings.

- 1 B. Four voting Board members, in addition to the President, shall constitute a quorum for
2 the purpose of conducting the business of the Board of Trustees.
3 C. Board meetings may be held in person, by conference call or by Internet. Electronic
4 voting on resolutions is permitted.
5 D. Special meeting of the Board may be called by the President of the Association or
6 upon written request of five members of the Board. Notice of such meetings shall be
7 e-mailed to all Officers and Board Members and shall state the reason for which the
8 meeting is being called.
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11 **ARTICLE VIII – EXECUTIVE DIRECTOR**
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13 The Executive Director of the Alumni Association is employed by the Office of the Dean.
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15 The Executive Director is the staff for the Alumni Association of the UT Medical School at
16 Houston. The Executive Director, along with the Alumni Association Board of Trustees, is
17 responsible for the minutes, registry of the members and shall maintain records of the funds
18 expended according to the budget. The Executive Director, with the Treasurer, is responsible for
19 the annual financial statement and the filing of the IRS Tax Return.
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21 The officers of the UT Alumni Association may interview candidates for the position of Executive
22 Director and shall advise the Dean in the selection of the Executive Director.
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25 **ARTICLE IX – AMENDMENTS**
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27 The Bylaws may be amended by 2/3 majority of the active members present at the annual meeting,
28 provided that the membership has been notified in writing and/or by e-mail of the proposed
29 amendment at least one month prior to the annual meeting.
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32 **ARTICLE X – BYLAWS**
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34 The Alumni Association shall be governed by these bylaws. All matters not specifically discussed
35 in this bylaw are remanded to the Board of Trustees for its consideration.
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38 **ARTICLE XI – PARLIAMENTARY PROCEDURE**
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40 Any parliamentary procedures not outlined in these bylaws shall be covered by the latest edition of
41 Robert's Rules of Order.
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43 **ARTICLE XII – BYLAWS LOCATION**
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45 A copy of the Charter and the Bylaws shall be kept at all times in the Office of Alumni Relations in
46 the Office of the Dean of The University of Texas Medical School at Houston, and shall be open for
47 inspection at any reasonable hour to members of the Association. The Bylaws will be posted on the
48 Association website.

ARTICLE XIII - DISSOLUTION

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3 In the event of the dissolution of this organization, or discontinuation of its operation, all available
4 funds and/or assets of the organization shall become the property of The University of Texas
5 Medical School at Houston. If for any reason, The University of Texas Medical School at Houston
6 should fail to accept these assets, they may become the property of a tax-exempt, medical
7 educational organization or institution to be designated by the State or a court of the State of Texas.