BYLAWS
of the
UNIVERSITY OF CENTRAL FLORIDA
ALUMNI BOARD

AMENDMENTS APPROVED: OCTOBER 30, 2026

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ARTICLE 1
NAME

1.1 Name. The name of this Board will be the UNIVERSITY OF CENTRAL FLORIDA ALUMNI BOARD ("UCF Alumni Board" or "Board").

ARTICLE 2
PURPOSE AND GOALS

2.1 Purpose. The purpose of the UCF Alumni Board is to serve as an advisory board to the Office of Alumni Engagement and Annual Giving ("UCF Alumni"), which exists under the Division of Advancement and Partnerships ("Division"). UCF Alumni serves to further the interests of the University of Central Florida ("University") and the Division of Advancement and Partnerships.

2.2 Goals. The goals of the UCF Alumni Board will include:

(a) Developing a sense of community by involving and engaging alumni, students, parents and friends;

(b) Fostering pride in the University community;

(c) Promoting a culture of service and philanthropy to support the University and

(d) Recognizing the accomplishments and achievements of alumni, students, parents and friends.

ARTICLE 3
COMPOSITION OF THE BOARD

3.1 Members. The Board is composed of Elected Directors and Ex-Officio Directors. There will be no more than 35 Elected Directors.

3.2 Duties. The duties of the Board will include:

(a) Promote the good welfare of UCF Alumni in a manner that is consistent with the direction of the University and the Division;

(b) To support the philanthropic aims of the Division with a minimum annual gift in an amount set by the Board;

(c) Periodically review the mission of UCF Alumni;

(d) Amend or revise the Bylaws as needed;

(e) Advise on UCF Alumni's signature events to ensure they align with the mission and vision of UCF Alumni;

(f) Approve selection of recipients of Alumni Awards provided through UCF Alumni;

(g) Maintain appropriate representation of UCF Alumni on the UCF Foundation Board of Directors;

(h) Work diligently to promote and preserve the best interests of the University and its alumni, students, parents and friends; and

(i) To acquire and maintain a broad awareness and knowledge of the University including its special achievements, mission, key facts and needs.

3.3 Selection of Elected Directors. The Directorship Committee will review new candidates for Elected Directors and place in nomination the names of individuals to be considered for membership on the Board. Each candidate will be subject to confirmation by the Associate Vice President for Alumni Engagement and Annual Giving, as well as the Senior Vice President for Advancement and Partnerships. The Board will serve as the final body to approve the nominations. Once elected by the Board, all Elected Directors will be voting members of the Board.

3.4 Ex-Officio Directors. Ex-Officio Directors are voting members of the Board and will be as follows: Chair of the UCF Foundation Board of Directors, or their designee.

3.5 Terms of Office.

(a) **Elected Directors.** Effective July 1, 2021, each Elected Director will serve a term of three (3) years or until the end of the respective term of their predecessor if elected to succeed a person who has not completed a three (3) year term. Terms commence on July 1 of the next fiscal year and end June 30 at the end of three (3) years. No Elected Director is eligible to serve more than two (2) consecutive terms unless the Elected Director has been elected to serve as an officer on the Board, in which case the term may be extended by the Board to accommodate the time required for fulfillment of the term of the office. An Elected Director who has served two (2) terms consecutively may be re-elected to the Board after the expiration of one (1) year following the end of their last term and will have the status of a newly Elected Director. The President of the University has the right to add and remove Directors at their sole discretion;

(b) **Ex-Officio Directors.** An Ex-Officio Director will serve so long as they hold the office or position which resulted in placement on the Board;

(c) **Advisors.** Advisors will serve a committee term of one (1) year. Terms commence on July 1 of the next fiscal year and end on June 30 at the end of one (1) year.

3.7 Resignation. A Director may resign at any time by submitting a written resignation to the Chair.

3.8 Removal. An Elected Director may be removed from office by a two-thirds vote of the Directors present and voting whenever the interests of the Division would be best served. An Elected Director who fails to meet the minimum giving requirement set forth by the Board in a fiscal year will be removed from the Board. Any Elected Director may be removed by the University President at their sole discretion.

ARTICLE 4
OFFICERS OF THE BOARD

4.1 Board Officers. The officers of the Board will be the Chair, Chair-Elect, Secretary and Immediate Past Chair. No other officers will be members of the Board.

4.2 Ex-Officio Corporate Officers. Individuals holding the following positions at the University, UCF Alumni or the Division will serve as Ex-Officio Corporate Officers, but will not be members of the Board and will have no voting rights:

1. President of the University
2. Associate Vice President for Alumni Engagement and Annual Giving
3. Senior Vice President for Advancement and Partnerships
4. Associate Director of Alumni Board Relations
5. President of 4EVER Knights
6. Vice President of Student Government
7. Chair of the Young Alumni Community

4.3 Additional Ex-Officio Officer. The University President may appoint any members of the administration, faculty or student body of the University for any term(s) designated by the President, but any such appointee will not be a member of the Board.

ARTICLE 5
ELECTION OF AND POWERS AND DUTIES OF OFFICERS

5.1 Election. At the final meeting of the fiscal year, the Board will vote on a slate of Board Officers submitted by the Directorship Committee. The Board Officers will serve two (2) year terms each commencing on July 1 of the next fiscal year and ending June 30 at the end of two (2) years. If a vacancy occurs in an office, the Directorship Committee will propose a replacement, to be confirmed by the Executive Committee. Should the need arise, an optional one-year extension may be approved by a vote of the full Board.

5.2 Chair. The Chair will preside over all meetings of the Board, appoint the committee chairs and have primary responsibility for the relationship with the Associate Vice President for Alumni Engagement and Annual Giving. The Chair will also attend meetings of the UCF Foundation Board of Directors' Executive Committee and the UCF Foundation Board.

5.3 Chair-Elect. The Chair-Elect will assume the office of Chair for two (2) years following their term as Chair-Elect. They will have full authority to act for the Chair in their absence or incapacity. In the event of a vacancy in the office of the Chair, they will assume the duties of the office without impairing the right to their regular term as chair.

5.4 Immediate Past Chair. The Immediate Past Chair will assume this role for two (2) years following their term as Chair. They will preside over meetings of the Directorship Committee in the absence of the Chair-Elect.

5.5 Secretary. The Secretary will be responsible for signing the minutes of the UCF Alumni Board and Executive Committee meetings. The Chair of each committee is responsible for signing the minutes of each of the respective committee meetings.

5.6 Associate Vice President for Alumni Engagement and Annual Giving. The Associate Vice President for Alumni Engagement and Annual Giving or designee will attend all meetings of the UCF Alumni Board and present a report of the activities of their office, as well as manage the day-to-day activities of UCF Alumni.

5.7 Associate Director of Alumni Board Relations. The Associate Director of Alumni Board Relations serves as an assistant secretary to the Board to assist in the documentation and safekeeping of the minutes of the Board and each committee meeting.

5.8 Resignation of an Officer. A Board Officer may resign at any time by submitting a written resignation to the Chair. The Chair may resign by submitting a written resignation to the Associate Vice President for Alumni Engagement and Annual Giving.

5.9 Removal of an Officer. A Board Officer may be removed at any time with or without cause by majority vote of the Board at a properly noticed meeting where a quorum is present. Any Officer may be removed for cause of unaccepted performance by the University President or Associate Vice President for Alumni Engagement and Annual Giving.

ARTICLE 6
COMMITTEES OF THE BOARD

6.1 Standing Committees. Standing committees will be permanent. The Board Chair will appoint the committee chairs and the members of each committee except for those committees whose chair is specifically appointed in the Bylaws.

(a) With the exception of the Executive Committee and Directorship Committee, individuals who are not Elected Directors or Ex-Officio Directors but have expertise in given areas may serve as Advisors and vote on committees of the Board, with approval of the Chair and in consultation with the relevant committee chair. Advisors to committees may vote on the committee's recommendations to the Executive Committee or Board;

(b) The Chair may remove any committee member at their discretion, except for Ex-Officio Directors;

(c) The majority of the members of any committee must always be Elected Directors; and

(d) Standing Committees will be governed by a charter that is approved by the Board. The Board must approve any revocations or amendments to the charter(s).

A. Executive Committee

(a) The Executive Committee is a standing committee consisting of the following: Chair, Chair-Elect, Secretary, Immediate Past Chair, Advocacy Committee Chair, Engagement Committee Chair, Philanthropy Committee Chair and Chair of the UCF Foundation Board of Directors, or their designee;

(b) The Chair, or in their absence the Chair-Elect, will preside at meetings of the Executive Committee;

(c) The Executive Committee is authorized and empowered to act for, in the name of and on behalf of the Board at all times when the Board is not meeting; and

(d) The Executive Committee will meet at the call of the Chair.

B. Directorship Committee

(a) The Directorship Committee is a standing committee and will be composed of at least five (5) Elected Directors, including the Chair-Elect who will serve as the committee chair;

(b) The Directorship Committee is charged with the responsibility of annually receiving and placing in nomination the names of individuals to be considered for membership on the Board, preparing a slate of Officers every two (2) years, or upon the resignation of a Board Officer and succession planning. The committee is also charged with annually reviewing the Bylaws, memberships, and committee assignments. The committee will be responsible for leading a Board self-assessment process at the recommendation of the Chair-Elect;

(c) The Directorship Committee will establish Board expectations, participation and financial requirements, which will be approved by the Board;

(d) The Directorship Committee will work with new Directors to make certain they are acquainted with Board procedures, committee functions and their role and responsibilities; and

(e) The Directorship Committee will approve any increase in the minimum philanthropic requirement associated with member appointments to be approved by the Board.

C. Engagement Committee

(a) The Engagement Committee is a standing committee and will be composed of at least five (5) appointed Elected Directors, including the committee chair;

(b) The Engagement Committee will provide guidance and advice regarding engagement strategies and recommendations on methodology to measure current and future levels of engagement throughout the University community;

(c) The Engagement Committee will assist staff with implementation of engagement strategies determined by UCF Alumni and the Division's top priorities; and

(d) The Engagement Committee will assist with building and fostering beneficial engagement opportunities within the Central Florida business community, University community and beyond.

D. Advocacy Committee

(a) The Advocacy Committee is a standing committee and will be composed of at least five (5) appointed Elected Directors, including the committee chair;

(b) The Advocacy Committee will encourage alumni, students, parents and friends to support the University and its initiatives; and

(c) The Advocacy Committee will collaborate with staff to promote and disseminate information regarding issues facing the University community with support from UCF Government Relations.

E. Philanthropy Committee

(a) The Philanthropy Committee is a standing committee and will be composed of at least five (5) appointed Elected Directors, including the committee chair;

(b) The Philanthropy Committee is charged with the responsibility of creating a culture of service and philanthropy among alumni, students, parents and friends;

(c) The Philanthropy Committee will assist staff with soliciting annual gifts for the Division by utilizing personal and corporate networking and relationships;

(d) The Philanthropy Committee will promote philanthropy to support the mission of the University;

(e) The Philanthropy Committee will serve as a resource to UCF Alumni and provide support for the fundraising initiatives for the Division; and

(f) The Philanthropy Committee will educate the Board on the impact of alumni participation.

6.2 Other Committees. Special committees or task forces may be created and disbanded by the Chair, as required, to develop and conduct authorized activities as approved by UCF Alumni. The chair of any Other Committee and the number of members will be designated by the Chair. Other Committees will be governed by a charter approved by the applicable Other Committee.

ARTICLE 7
MEETINGS AND QUORUM

7.1 Meetings. At least three (3) meetings of the Board and at least three (3) of each Standing Committee will be held during each fiscal year. The respective chair will select the meeting date, time and location.

7.2 Special Meetings. Special meetings of the Board and each Standing Committee or Other Committee may be called by the Chair, the Associate Vice President for Alumni Engagement and Annual Giving, Senior Associate Vice President for Advancement and Partnerships or two-thirds of the members entitled to vote.

7.3 Quorum and Voting. A majority of the members entitled to vote will constitute a quorum at any duly noticed meeting. An affirmative vote of a majority of members present is required for approval of any action items.

7.4 Presiding Officer. The Chair, or in their absence, the Chair-Elect, will preside at meetings of the Board and Executive Committee. In the absence of all the above, the Associate Vice President for Alumni Engagement and Annual Giving may appoint a Director to preside.

7.5 Minutes. Minutes of a Board or Committee meeting will be taken and maintained in accordance with the Division's policy.

7.6 Action without a Meeting; In person or Telephone Meetings. The members of the Board or a Committee may participate in, and be included in the quorum of, a meeting in person or by telephone, video or any other means that allow members and all others in attendance at the meeting to hear and speak to one another contemporaneously.

7.7 Voice Vote. Any official action must be approved by a voice vote. Proxies or written votes are not permitted.

7.8 Roll Call. At the beginning of any meeting, the Associate Director of Alumni Board Relations will determine the presence or absence of a quorum. The roll will thereafter only be called upon the request of the Chair or any Director, and after each roll call, the presence or absence of a quorum will be announced.

7.9 Notice. Notice of each meeting will be sent to the Board or any Committee by the Associate Director of Alumni Board Relations not fewer than forty-eight hours preceding the meeting. Notice may be waived by all the voting members of the Board or Committee. Notice requirements are deemed waived if not raised, in writing, to the Secretary prior to the conclusion of the meeting. This Section 7.9 does not dispense with any public notice required by law and governs to the maximum extent permitted by the law.

7.10 Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law.

7.11 Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting, specifying the agenda item about which they wish to speak. Public comment will be limited to three (3) minutes per person.

ARTICLE 8
UCF CHAPTERS AND COMMUNITIES

8.1 Composition

(a) **Chapters.** Alumni Chapters are chartered on the following basis:

1. Any College or School of the University when deemed strategic by UCF Alumni and when the request for such a charter has the approval of the dean and director having jurisdiction in that College or School.

(a) **Alumni Communities.** Alumni Community is chartered on the following basis:

1. Any geographic area where 500 or more alumni reside and deemed strategic by UCF Alumni;
2. Any affinity-based alumni group with a shared UCF experience that constitutes 1% of the alumni population or more which originated as a

Registered Student Organization (RSO) and/or has a respective Faculty & Staff Association established and is deemed strategic by UCF Alumni.

8.2 Names. "UCF Alumni Chapter" will be included in the name of each college chapter. The region name will proceed "UCF Knights Community" for each regional group. The self-identified affinity group name will proceed "UCF Alumni Community" for each affinity-based group.

8.3 Charters. Each Chapter may adopt a Charter defining the organization and operation of the Chapter, which will be effective upon approval of the Board. Communities are not required to adopt a charter.

8.4 Chapter and Alumni Community Charters. Charters will be subject to review by the Board at the first meeting of the fiscal year. Chapters and Communities are required to:

i. Adhere to the objectives of UCF Alumni and provisions of the Chapter's/Communities Charter;

ii. A minimum of one (1) meeting a year; and

iii. A minimum of one (1) program or event per year.

8.5 Dues. Chapters and Communities will not levy dues.

ARTICLE 9
MISCELLANEOUS

9.1 Amendment. These Bylaws may be amended, altered or rescinded by the Board upon majority approval of those present at any meeting where a quorum is present. In case it becomes necessary to call a special meeting for this purpose, written notice will be given to each voting member of the Board at least five (5) calendar days before the date set for the meeting, and such notice will indicate the provision sought to be amended and the nature of the amendment proposed to be adopted.

9.2 Publication. A copy of these Bylaws, and any amendments or revisions thereto, will be available on the UCF Alumni website.

9.3 Right to Hold Office. All Directors, other than Ex-Officio Directors, and all Officers must be Active Alumni or friends, except as otherwise provided in these Bylaws. Staff of the Division or University may only serve as non-voting Ex-Officio Corporate Officers as set forth in these Bylaws.

9.4 Admission to Membership. The Board will establish the format and manner in which persons may apply for or be granted membership.

9.5 Property Rights. No Member, Director or Officer will have any right, title or interest in any of the property or assets, including any earnings or investment income, of UCF Alumni, nor will any of the property or assets be distributed to any Member, Director or Officer on its dissolution or winding up.

9.6 Liability. By sole virtue of membership or position, no Member, Director or Officer will be personally liable for any of UCF Alumni's debts, liabilities or obligations, nor will any Member, Director or Officer be assessed for the debts, liabilities or obligations of UCF Alumni.

9.7 No Compensation. By virtue of membership or position (other than designated Ex-Officio Corporate Officers), no Member, Director or Officer will receive any compensation for services.

9.8 Amendment and Dissolution. The President of the University has the right to amend the purpose and goals of UCF Alumni and its Board, as well as the right to dissolve the organization in its entirety at their sole discretion.

9.9 Rules. These Bylaws govern the transaction of business for this Board. To the extent that the Bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

9.10 Fiscal Year. The fiscal year of UCF Alumni will begin on July 1 and end on June 30 of the following year.

9.11 Non-discrimination. The Division is committed to non-discrimination with respect to race, creed, color, religion, age, disability, gender, marital status, sexual orientation, national origin or veteran status.

9.12 Conflict of Interest. All actual or potential conflicts of interest involving Directors will be disclosed and addressed in accordance with the Division's Conflict of Interest Policy.

9.13 Confidential and Exempt Public Records. Under Florida Statues Section 1004.28, UCF Foundation Records are confidential and exempt from Florida public records laws, unless otherwise designated.

ARTICLE 10
DEFINITIONS

"Active Alumni" means any alumnus or alumna who makes an annual gift to the UCF Foundation in any amount.

"Active Friend" means all friends who makes an annual gift to the UCF Foundation in any amount.

"Advisors" means individuals selected by the Chair to serve and vote on committees of the Board who are not Elected Directors or Ex-Officio Directors but have expertise in given areas.

"Alumni" means graduates of the University; non-degree alumni who have attended at least two (2) consecutive semesters and are not currently enrolled as a student but are actively engaged with the University through volunteerism, participation and giving; and Honorary Alumni and recipients of honorary degrees.

"Assistant Secretary" means the Associate Director of Alumni Board Relations.

"Board" means the advisory board to the office of the University of Central Florida Office of Alumni Engagement and Annual Giving.

"Board Officers" means the Chair, Chair-Elect, Secretary and Immediate Past Chair.

"Committee" means either or collectively a Standing Committee and Other Committee.

"Director" means Elected Directors and Ex-Officio Directors of the Board.

"Ex-Officio Directors" mean those individuals who hold the designation of Chair of the UCF Foundation Board of Directors or a designee.

"For cause" means actions or omissions that may adversely reflect on the interests or reputation of the Division or the University, as determined by the University President after consulting with the Executive Committee or any senior executive of the Division. Any such determination may be made by the University President and does not need to depend on the conclusion of any external determination or process.

"UCF Foundation" means the University of Central Florida Foundation, Inc.

"Friends" means non-Alumni who are employees, donors, associates and advocates, as well as the family of the foregoing and the family of current students at the University, who wish to participate in and support UCF Alumni activities.

"Honorary Alumni" means individuals or organizations awarded the highest honor UCF Alumni bestows on a friend and supporter of the University whom the Board so declares by majority vote.

"Members" means Elected Directors and Ex-Officio Directors.

"Other Committee" means committees or task forces that may be established by the Chair, in consultation with the Associate Vice President for Alumni Engagement and Annual Giving, for particular issues or needs that may arise.

"Standing Committee" means permanent committees of the Board governed by a charter that is approved by the Board.

"UCF" means the University of Central Florida.

"UCF Alumni" means the office of the University of Central Florida Office of Alumni Engagement and Annual Giving, which is a department within the Division.

"University" means the University of Central Florida.

"University President" means the President of the University of Central Florida.

“Vacancy” means and will be deemed to occur upon the incapacity, death, resignation or removal of the incumbent of the Board or an Officer position. Incapacity, which includes abandonment, shall be deemed to occur when, for any reason regardless of intent, the incumbent does not or cannot fulfill the material duties of the position for thirty consecutive days or forty-five days total in any six-month period, unless the Executive Committee resolves to not treat such circumstances as a vacancy. Incapacity will also occur upon the incumbent’s acknowledgement in writing that they intend not to perform, or is or will be unable to perform, the material duties of the position for at least either of such period of days, unless the Executive Committee resolves to not treat such circumstances as a vacancy.

APPROVED BY BOARD ACTION ON: **October 30, 2026**



Todd Bryant ’07
Secretary, UCF Alumni Board