

**Founders Club  
The University of New Orleans  
By-laws\***

**Article I -- Purpose**

*Section 1 – Purpose:* The Founders Club works to strengthen and support the University, its academic enterprise, and its position in the greater New Orleans community. It also advocates for retired University faculty and staff and supports the efforts of the UNO International Alumni Association on behalf of alumni. The Founders Club was initially established to remember Founders Day, September 8, 1958, the first Convocation of then Louisiana State University in New Orleans, each year, and it remembers that date with a luncheon after Labor Day.

**Article II -- Membership**

*Section 1 – Membership:* Membership in the Founders Club, herein referred to as the Club, is extended to all individuals and families who support the purpose of the Club and have paid membership dues

*Section 2 – Charter Members:* The Charter Members of the Club are all faculty and staff members who were employed by the University of New Orleans prior to June 8, 1962.

*Section 3 – Ex Officio:* The President of the University of New Orleans is an ex officio member of the Club.

**Article III -- Membership Dues**

*Section 1 – Annual Dues:* The amount and schedule of membership dues shall be determined by the Board of Directors.

*Section 2 – Oversight:* A two-thirds affirmative vote of the active members present at a scheduled meeting of the Club can modify the amount of dues with such action effective for the next fiscal year.

**IV -- Meetings**

*Section 1 – Meetings:* Meetings shall be held annually in September immediately prior to the Founders Day Luncheon. Notice of the Annual Business Meeting shall be circulated to the membership at least 10 calendar days before the scheduled meeting.

---

**\*By-laws of the Founders Club of The University of New Orleans adopted October 9, 1979 and amended April 13, 1994; April 10, 1997; February 4, 2011; March 3, 2017; September 6, 2019; and September 8, 2022.**

*Section 2 – Special Meetings:* Special meetings of the Club also may be called either by the President or by petition of one-fifth of the Members with the same notice requirement as that for the annual meeting.

*Section 3 – Presiding Officer:* Meetings shall be presided over by the President or, in the absence of that officer, the Vice President, Secretary, Treasurer, another member of the Board, or a member so designated by those present in that order.

*Section 4 – Quorum:* A quorum for meetings consists of Members present at an annual meeting or a specially called meeting.

## **Article V -- Board of Directors**

*Section 1 – Composition:* The Board of Directors shall consist of nine members elected from among the faculty, staff and alumni members of the Club and include at least one (1) from each of these groups. To be eligible for election, the individual must be a member of the Founders Club for at least one year.

*Section 2 -- Election of Board:* Three Directors will be elected at the Annual Business Meeting to serve three-year terms

*Section 3 -- Powers and Duties:* The Board of Directors shall have general supervision of the Club between meetings; it shall administer the policies, programs, and activities of the Club; it shall develop governing policies that concern goals and board process; it is vested with full power to conduct all business of the Club between meetings of the members; and it shall arrange the order of business for the Annual Business Meeting.

*Section 4 -- Election of Officers:* After each election of the Board, the Board will elect officers from its members as outlined in Article VI, Section 1.

*Section 5 -- Board Vacancies:* Should a Board position become vacant, the Board of Directors may appoint someone to fill that position to serve until the next annual meeting.

## **Article VI -- Officers**

*Section 1 – Officers:* The officers of the Club shall include a President, Vice President, Secretary, Treasurer, and others as deemed necessary and appropriate by the Board. The officers shall perform the duties prescribed by these By-laws.

- a. *President.* The President shall preside at all meetings of the Club and the Board of Directors and shall serve as an ex-officio member of Board committees except the Governance Committee.

- b. *Vice President.* The Vice President shall be the presiding officer at all meetings of the Club in absence of the President. The Vice President shall Chair the Lecture Committee and be its liaison with the committees of the Board.
- c. *Secretary.* The Secretary shall be responsible for recording the minutes of all Club meetings, maintaining the Club records, and performing other secretarial duties as appropriate. Copies of the minutes shall be made available to any Active Member upon request.
- d. *Treasurer.* The Treasurer shall collect all dues and other monies and deposit them in appropriate, Board approved, account(s) set up for that purpose. Disbursements of Club funds shall be made by the Treasurer of the Board. The Treasurer shall maintain records of all financial transactions, and account for these transactions as requested by a majority of the Active Members present at a meeting.
- e. *Other Officers.* Other officers may be elected as determined by the Board or its Executive Committee.

## **Article VII -- Standing Committees**

*Section 1 – Executive Committee:* An Executive Committee shall consist of the President, Vice President, Secretary, Treasurer and others as determined by the Board.

- a. A majority of the Executive Committee shall constitute a quorum.
- b. The Executive Committee shall have all of the powers of the Board, but it shall not fill vacancies on the Board or propose amendments to the By-laws.

*Section 2 – Nominating Committee:* A Nominating Committee shall be appointed by the President with the approval of the Executive Committee.

- a. This Committee shall be responsible for identifying candidates for the Board to ensure a proper balance of talents and diversity.
- b. The Nominating Committee shall report to the Board as necessary throughout the year.

*Section 3 – Finance Committee:* A Finance Committee shall be appointed by the President with the approval of the Executive Committee.

- a. This Committee will assist the Treasurer
- b. The Treasurer will Chair the Finance Committee

*Section 4 – Lecture Committee:* The Vice President of the Board of Directors will Chair a Lecture Committee composed of two (2) members of the Founders Club and two (2) members appointed by the dean of the college sponsoring the Homer L. Hitt Distinguished Presidential Lecture. The committee will manage the lecture logistics in conjunction with the college dean and chair of the department from the lecturer's academic discipline. The Vice President also will assist in raising funds for the lecture Series.

*Section 5 – Membership Committee:* A Membership Committee will recruit new members, encourage the retention of current members and work with the Board in communicating with current and potential members.

*Section 6 – Other Committees:* The Board may create additional committees to further the purpose of the Club.

### **VIII -- Amendments of By-laws**

Amendments to these By-laws may be made (1) by the affirmative action of a majority of the Active Members of the Club present at a meeting appropriately scheduled and announced to include this purpose or (2) upon recommendation of the Club officers and with a majority of those Active Members voting through mail and/or electronic ballot.

### **IX -- Dissolution**

Upon dissolution of the Club, the Homer L. Hitt Presidential Distinguished Lecture Endowment shall be transferred to and be managed by the Office of President, its yearly distribution from the University of New Orleans Foundation going to support an annual Homer L. Hitt Presidential Distinguished Lecture with the agreed on rotation basis going from the College of Business Administration (1) to the Colleges of Sciences (2), Engineering (3) and Liberal Arts, Education and Human Development (4). Should the College of Liberal Arts, Education and Human Development subsequently be divided into its original units, the College of Liberal Arts (4) and the College of Education and Human Performance (5), shall join the annual rotation in the fourth and fifth positions for the Homer L. Hitt Presidential Distinguished Lecture. Moreover, any assets held by the Founders Club shall be transferred into the Homer L. Hitt Presidential Distinguished Lecture Series Endowment.