



MIT Alumni Association Affinity Group

BYLAWS

Revised August 2020

MITArchA Board of Directors

Pamela Tang
M.Arch '83 SMCE '85

Olivia Huang
M.Arch '18

Sean Kwok
BSAD '97 M.Arch '01

Mina Marefat
D. Phil '88

Kim Vermeer
BSAD '82

Kenneth Namkung
M.Arch '03

Jacob Kain
M.Arch '00

Marilys Nepomechie
M.Arch '83

Greg Turner
SB '74, M.Arch '77

Melissa Marsh
M.Arch '04

Constance Bodurow
SM.ArchS '91

Paul Pettigrew
M.Arch '88

Jonathan Brearley
M.Arch program

Ginevra D'Agostino
M.Arch program

President
Northern California Representative

Secretary
Vice-President of M10ers

Treasurer
Hong Kong | China Representative

Vice President of Programs
Washington DC Representative

Vice President of Membership

Vice President of Communications

Immediate Past President

Southeast US Representative

Texas Representative

New York Representative

Midwest Representative

Department Liaison

Architecture Student Council
Co-President (ex-officio)

Architecture Student Council
Co-President (ex-officio)

BYLAWS OF MITArchA

ARTICLE I. NAME, PRINCIPAL OFFICE & TERRITORIAL LIMITS

- 1.1 This organization shall be known as MITArchA (MIT Architecture Alumni)
- 1.2 MITArchA will hold its meetings and conduct its activities as its Board of Directors may select.
- 1.3 The Territorial Limits of this Group shall be worldwide.

ARTICLE II. NATURE, OBJECTS & PURPOSE

- 2.1 NATURE - MITArchA shall be a nonprofit, educational organization, and no parts of its funds or property shall ever be used, expended or conveyed for the personal or individual benefit of any member; nor shall any member ever have any right, title, claim or interest to any such funds or property by virtue of his/her membership.
- 2.2 PURPOSE - The purposes for which MITArchA is organized are to:
 - 2.2.1 Develop and sponsor activities for alumni of the Massachusetts Institute of Technology.
 - 2.2.2 Offer stimulating programs and activities to MIT alumni, their families, friends, current students, past and present faculty members, administrators and others.
 - 2.2.3 Provide a communications link between alumni and MIT for a maximum flow of ideas, information and services; inform alumni about MIT's changing academic programs and extracurricular activities.
 - 2.2.4 Encourage alumni in financial support of MIT, broad participation in alumni activities, and alumni involvement in MIT related volunteer activities.
 - 2.2.5 Cooperate with MIT in recruiting students and promoting its reputation.
 - 2.2.6 MITArchA will conduct all its activities exclusively for educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as the same may be amended from time to time.

ARTICLE III. MEMBERSHIP & DUES

- 3.1 Membership shall be open to alumni, current faculty, staff and students of the Department of Architecture at the Massachusetts Institute of Technology (MIT) of Cambridge, Massachusetts. Membership may also be extended to MIT alumni from other MIT departments.
- 3.2 The Board of Directors may establish one or more categories of membership, fees for and benefits of membership for MITArchA from time to time. Members of MITArchA are those who have “opted in” to an established membership category for purposes of determining a quorum for actions of MITArchA for which a quorum is required.
- 3.3 Any member may resign his/her membership by so notifying the Secretary in writing. Whole or pro rata rebates of dues shall not be given.
- 3.4 Only alumni with a degree from the MIT Department of Architecture can be a Board member.

ARTICLE IV. BOARD OF DIRECTORS

- 4.1 The business, property, and affairs of MITArchA shall be managed and controlled by the Board of Directors (the Board).
- 4.2 The Board shall consist of up to twenty, of which at least eight will form the Executive Committee (the Committee).
- 4.2.1 The Board may appoint Regional Representatives for any regions with a large population of Course IV alumni.
- 4.2.2 The Board shall prioritize and support diversity, equity and inclusion in its board composition and adhere to MIT’s Nondiscrimination Policy.
- 4.3 The Committee shall consist of at least the President, the Immediate Past President, Secretary, Treasurer, Vice President of Programs, Vice President of Communications, Vice President of Membership, and Vice President of M10ers.
- 4.3.1 Any member of the Executive Committee can resign from their officer position, by submitting a written resignation to the President. A resigned member may remain on the Board. The Executive Committee can nominate a board member to fill the vacated officer position with

approval by a quorum of the Board.

4.4 The Executive Committee shall meet at such times and place as designated by the President. Four members of the Committee shall make a quorum for transaction of business at any meeting, except in the case described in Section 4.5. Decisions shall be made by a majority of those present, except in the case described in Section 4.5.

4.5 Any member of the Board may be removed by majority vote of the Executive Committee when in their judgment the best interests of MITArchA would be served thereby.

4.6 Any member of the Board may resign his/her position on the Board by submitting a written resignation to the Secretary of MITArchA. Such resignation shall be effective as of the date received by the Secretary.

4.7 The Board shall elect officers in accord with Article VI.

ARTICLE V. DUTIES OF EXECUTIVE COMMITTEE MEMBERS

5.1 The President shall preside over all meetings, select all committees and chairpersons, except as herein provided, shall be Chairperson of the Executive Committee, and shall have such further duties as ordinarily pertain to the office of the President, including but not limited to:

5.1.1 Ensuring MITArchA adheres to MIT's Nondiscrimination Policy

5.1.2 Providing an agenda for the meetings;

5.1.3 Acting as official liaison with the Alumni Association;

5.1.4 Propose the appointment of new Board Members if needed to fill a vacancy resulting from the resignation or removal of a member, with consultation of the Nominating Committee, and to be approved by a quorum of the Board;

5.1.5 May sign written contracts and legally binding instruments in consultation with the MIT Alumni Association.

5.2 The Secretary shall keep the records of MITArchA and shall record all meetings of the MITArchA Board, including attendance, and actions of MITArchA.

5.3 The Treasurer shall keep the books and accounts of MITArchA and shall have custody of all funds of MITArchA; render periodic reports of the financial condition of MITArchA for board review; attend to the payment of bills and obligations; and shall have such further duties as ordinarily pertain to the office of Treasurer. All funds of MITArchA shall be deposited in the account of MITArchA (MIT Architecture Alumni).

5.4 The Vice President of Programs shall work closely with the board in all matters related to programs.

5.5 The Vice President of Communications shall work closely with the board in all matters related to communications in all its forms.

5.6 The Vice President of Membership shall work closely with the board in all matters related to membership.

5.7 The Vice President of M10ers shall work closely with the board in all matters related to M10 Alumni, alumni within the past 10 years.

5.8 The Executive Committee shall select the delegate of the President to carry out the President's duties, when the President is unavailable to carry out his/her duties, for approval by a quorum of the Board.

5.8.1 The Immediate Past President shall serve on the Executive Committee of the Board as Chair of the Nominating Committee.

5.9 One member may hold more than one office except the President.

ARTICLE VI. NOMINATION & ELECTION OF BOARD & EXECUTIVE COMMITTEE MEMBERS

6.1 All Executive Committee members shall be elected for a term of two years with a term limit of two consecutive terms. Board members shall be elected for a term of three years, with a term limit of two consecutive terms. The term of a Board Member shall begin on the first day of July and end on the last day of June, in accordance with the MIT fiscal year. The term of office for each Executive Committee member shall begin on the first day of July and end on the last day of June, in accordance with the MIT fiscal year.

6.2 Nomination for elections shall be made by a Nominating Committee appointed by the President at least one month prior to the election. This committee shall be chaired by the Immediate Past President and shall consist of three Board members. Nominations may be submitted to the Chair of the Nominating Committee. The election of the Executive Committee by the Board shall take place in the last quarter of the MITAA year.

6.3 The Nominating Committee Chair shall recommend candidates to fill any vacancies in office at a meeting of the Board called upon with at least one week notice. The nomination must be approved by a majority in attendance at the Board meeting. Any member elected to fill a vacancy shall serve for the remainder of the unexpired term.

ARTICLE VII. AMENDMENT OF THE ARTICLES & BYLAWS

7.1 The power to alter, amend, or restate the Bylaws shall be vested in the Board. Such action may be taken by vote of the majority of a duly constituted quorum of the Board present at any regular or special meeting.

7.2 Notice of intent to alter, amend, or restate the Bylaws must be given by the Board to the dues paying membership at least two weeks prior to any vote by the Board regarding such alteration, amendment, or restating. Such notice shall also state the date, time, and location of the Board meeting at which such matters will be discussed and voted upon.

ARTICLE VIII. REVENUES

8.1 The annual dues rate shall be set from time to time by the Board.

8.2 Dues membership and the MITArchA fiscal year shall begin on the first day of July and end on the last day of June of the succeeding year. Any dues paid shall apply only to the specified term.

ARTICLE IX. MISCELLANEOUS

9.1 No member or officer of MITArchA shall be personally liable on any contract entered into by MITArchA or because of any act or thing done or omitted to be done on behalf of or in the name of MITArchA.

9.2 In the event of dissolution of MITArchA, any and all of the assets of MITArchA shall be turned over to the Association of Alumni and Alumnae of the Massachusetts Institute of Technology (MIT) in Cambridge, Massachusetts.

These Revised Bylaws have been approved by the Board of Directors of MITArchA on this day of _____, 2020

Signature

_____ President

_____ Treasurer

_____ Secretary

_____ VP of Membership

_____ VP of Programs

_____ VP of Communication

_____ VP of M10ers

ARTICLE	JULY 2015 BYLAWS	AUGUST 2020 BYLAWS (revisions in bold ; only affected articles shown)
	ARTICLE I. NAME, PRINCIPAL OFFICE & TERRITORIAL LIMITS	
1.3	The Territorial Limits of this club shall be worldwide.	The Territorial Limits of this Group shall be worldwide.
	ARTICLE II. NATURE, OBJECTS & PURPOSES	
2.1	MITArchA shall be a nonprofit ...	NATURE – MITArchA shall be a nonprofit ...
2.2	The purposes for which MITArchA is ...	PURPOSE – The purposes for which MITArchA is ...
2.2.6	Conduct all its activities exclusively for ...	MITArchA will conduct all its activities exclusively for ...
	ARTICLE III. DUES MEMBERSHIP	ARTICLE III. MEMBERSHIP & DUES
3.1	Membership shall be open to alumni, parents of current students, spouses of deceased alumni and designated affiliates of the Massachusetts Institute of Technology of Cambridge, Massachusetts.	Membership shall be open to alumni, current faculty, staff and students of the Department of Architecture at the Massachusetts Institute of Technology (MIT) of Cambridge, Massachusetts. Membership may also be extended to MIT alumni from other MIT departments.
3.2	Members of MITArchA are those people who pay the annual dues.	The Board of Directors may establish one or more categories of membership, fees for and benefits of membership for MITArchA from time to time. Members of MITArchA are those who have “opted in” to an established membership category for purposes of determining a quorum for actions of MITArchA for which a quorum is required.
3.3	Any member may resign his/her membership by so notifying the Secretary in writing, but will be expected to make all contributions due prior to such resignation. Whole or pro rata rebates of dues shall not be given in the cases of such resignations or removal.	Any member may resign his/her membership by so notifying the Secretary in writing. Whole or pro rata rebates of dues shall not be given.
3.4	Only MIT alumni can be Board members	Only alumni with a degree from the MIT Department of Architecture can be a Board member.

3.5	Non-MIT individuals may become “Friends” of MITArchA, and receive all of the benefits of membership, except that they shall not be eligible for election to the Board nor have the right to vote. “Friends” shall include, among others, the parents of students and alumni, and spouses of alumni. They shall pay the annual dues that apply to MIT Alumni.	[removed]
	ARTICLE IV. BOARD OF DIRECTORS	
4.2	The Board shall consist of up to twenty, of which at least seven will form the Executive Committee (the Committee).	The Board shall consist of up to twenty, of which at least eight will form the Executive Committee (the Committee).
4.2.1 NEW		The Board may appoint Regional Representatives for any regions with a large population of Course IV alumni.
4.2.2 NEW		The Board shall prioritize and support diversity, equity and inclusion in its board composition and adhere to MIT’s Nondiscrimination Policy.
4.3	The Committee shall consist of at least the President, Secretary, Treasurer, Vice President of Programs, Vice President of Communications, Vice President of Membership, and Vice President of M10ers.	The Committee shall consist of at least the President, the Immediate Past President , Secretary, Treasurer, Vice President of Programs, Vice President of Communications, Vice President of Membership, and Vice President of M10ers.
4.3.1 NEW		Any member of the Executive Committee can resign from their officer position, by submitting a written resignation to the President. A resigned member may remain on the Board. The Executive Committee can nominate a board member to fill the vacated officer position with approval by a quorum of the Board.
4.6	Any member of the Board may resign his/her position by submitting a written resignation to the Secretary of MITArchA. Such resignation shall be effective as of the date received by the Secretary of MITArchA, and shall automatically terminate his/her membership on the Board.	Any member of the Board may resign his/her position on the Board by submitting a written resignation to the Secretary of MITArchA. Such resignation shall be effective as of the date received by the Secretary.

	ARTICLE V. DUTIES OF EXECUTIVE COMMITTEE MEMBERS	
5.1	The President shall preside over all meetings, select all committees, except as herein provided, shall be Chairperson of the Executive Committee, and shall have such further duties as ordinarily pertain to the office of the President, including but not limited to:	The President shall preside over all meetings, select all committees and chairpersons , except as herein provided, shall be Chairperson of the Executive Committee, and shall have such further duties as ordinarily pertain to the office of the President, including but not limited to:
5.1.1 NEW	Inserted; original 5.1.1 moved to 5.1.2 Providing an agenda for the meetings;	Ensuring MITArchA adheres to MIT's Nondiscrimination Policy
5.1.2	Original 5.1.2 moved to 5.1.3: Acting as official liaison with the Alumni Association;	Providing an agenda for the meetings;
5.1.3	Original 5.1.3 moved to 5.1.4 Appointing new Board Members if needed to fill a vacancy resulting from the resignation or removal of a member;	Acting as official liaison with the Alumni Association;
5.1.4	Original 5.1.4 moved to 5.1.5: Except as otherwise provided by the Board, he/she/ shall, with the Treasurer, sign all written contracts and other instruments made or entered into by or on behalf of MITArchA that have been approved by the Committee.	Propose the appointment of new Board members if needed to fill a vacancy resulting from the resignation or removal of a member, with consultation of the Nominating Committee, and to be approved by a quorum of the Board;
5.1.5		May sign written contracts and legally binding instruments in consultation with the MIT Alumni Association.
5.2	The Secretary shall keep the records of MITArchA and shall record all meetings of the Executive Committee, including attendance, and actions of MITArchA.	The Secretary shall keep the records of MITArchA and shall record all meetings of the MITArchA Board , including attendance, and actions of MITArchA.
5.3	The Treasurer shall collect all contributions, keep the books and accounts of MITArchA and shall have custody of all funds of MITArchA; render periodic reports of the financial condition of MITArchA as directed by the President; attend to the payment of bills and obligations; and shall have such further duties as ordinarily pertain to the office of Treasurer. All funds of MITArchA shall be deposited in the account of MITArchA (MIT Alumni Architects) in a bank designated by the Board of Directors.	The Treasurer shall keep the books and accounts of MITArchA and shall have custody of all funds of MITArchA; render periodic reports of the financial condition of MITArchA for board review ; attend to the payment of bills and obligations; and shall have such further duties as ordinarily pertain to the office of Treasurer. All funds of MITArchA shall be deposited in the account of MITArchA (MIT Architecture Alumni).

5.8	The Executive Vice President shall serve as the delegate of the President and carry out the President’s duties when the President is unavailable to carry out his/her duties.	The Executive Committee shall select the delegate of the President to carry out the President’s duties, when the President is unavailable to carry out his /her duties, for approval by a quorum of the Board.
5.8.1 NEW		The Immediate Past President shall serve on the Executive Committee of the Board as Chair of the Nominating Committee.
5.9	One member may hold more than one office except that the President and Executive Vice President may not be the same member.	One member may hold more than one office except the President.
	ARTICLE VI. NOMINATION & ELECTION OF BOARD & EXECUTIVE COMMITTEE MEMBERS	
6.1	All Executive Committee members shall be elected for a term of two years with a term limit of two consecutive terms. Board members shall be elected for a term of three years, with a term limit of two consecutive terms. Approximately one third of the Board members shall be elected each year. The term of a Board Member shall begin at the annual meeting. The first order of business at the initial board meeting is the election of the Executive Committee by the board. The term of office for each Executive Committee member shall begin immediately upon election. The annual meeting of the Board shall take place in September of each year.	All Executive Committee members shall be elected for a term of two years with a term limit of two consecutive terms. Board members shall be elected for a term of three years, with a term limit of two consecutive terms. The term of a Board Member shall begin on the first day of July and end on the last day of June, in accordance with the MIT fiscal year. The term of office for each Executive Committee member shall begin on the first day of July and end on the last day of June, in accordance with the MIT fiscal year.
6.2	Nomination for elections shall be made by a nominating committee appointed by the President at least one month prior to the election. This committee shall consist of three Board members and shall present its report. Further nominations may be made from the floor or by communications with the Secretary prior to the election.	Nomination for elections shall be made by a nominating committee appointed by the President at least one month prior to the election. This committee shall be chaired by the Immediate Past President and shall consist of three Board members. Nominations may be submitted to the Chair of the Nominating Committee. The election of the Executive Committee by the Board shall take place in the last quarter of the MITAA year.

6.3	The Committee shall fill any vacancies in office at a meeting of the Board called upon with at least a one week notice, which notice shall state the purpose of the meeting. Any member elected to fill a vacancy shall serve for the remainder of the unexpired term.	The Nominating Committee Chair shall recommend candidates to fill any vacancies in office at a meeting of the Board called upon with at least one week notice. The nomination must be approved by a majority in attendance at the Board meeting. Any member elected to fill a vacancy shall serve for the remainder of the unexpired term.
	ARTICLE VII. AMENDMENT OF THE ARTICLES & BYLAWS	[No changes]
	ARTICLE VIII. REVENUES	
9.1 EDITED 8.1	[No changes]	
9.2 EDITED 8.2	[No changes]	
	ARTICLE X. MISCELLANEOUS	ARTICLE IX. MISCELLANEOUS
10.1 NOW 9.1	No member or officer of MITArchA shall be personally liable on any contract entered into by the Club or because any act or thing done or omitted to be done on behalf of or in the name of MITArchA.	No member or officer of MITArchA shall be personally liable on any contract entered into by MITArchA or because any act or thing done or omitted to be done on behalf of or in the name of MITArchA.
10.2 NOW 9.2	In the event of dissolution of MITArchA, any and all of the assets of MITArchA shall be turned over to the Association of Alumni and Alumnae of MIT in Cambridge, Massachusetts.	In the event of dissolution of MITArchA, any and all of the assets of MITArchA shall be turned over to the Association of Alumni and Alumnae of Massachusetts Institute of Technology (MIT) in Cambridge, Massachusetts.