SILVER EAGLES GUIDELINES

As Amended and Restated Effective October 2023

**PREAMBLE**

WE ASSEMBLE THIS ORGANIZATION WITH THE PURPOSE OF CREATING A TRADITION OF DUTY TO THE COLLEGE OF BUSINESS ADMINISTRATION AT THE UNIVERSITY OF WISCONSIN-LA CROSSE. LET THE WORD GO FORTH THAT BY DETERMINATION AND WTH DISTINCTION WE HAVE SET UPON A COURSE TO CREATE A TRADITION OF HONOR, DIGNITY AND SERVICE. WE DO THIS BY INSTALLING A SOCIETY OF ALUMNI THAT RESPECT AND SUBSCRIBE TO THE TENETS OF THIS TRADITION. WE FURTHER BELIEVE THAT OUR MISSION IS TO CARRY OUR TRADITION FORWARD IN THOUGHT, DEED AND RESOURCE.

**MISSION STATEMENT**

The mission of the Silver Eagles is to serve, support and advance the goals of students, faculty, alumni, and friends of the University of Wisconsin-La Crosse College of Business Administration.

**ARTICLE I: NAME AND STATEMENT OF ORGANIZATION**

Section 1: Name

The name of this organization shall be “Silver Eagles.”

Section 2: Statement of Organization

The Silver Eagles are a subgroup of the UWL Alumni and Friends Association (UWLAFF). The UWLAFF is recognized by the Internal Revenue Service as a tax-exempt organization under Section 501(c)(3). The Silver Eagles Board decisions and actions are overseen by the UWL Alumni and Friends Association Board of Directors and such decisions and actions are ultimately the responsibility of the UWLAFF Board of Directors. The UWLAFF Board of Directors is the legal, governing body. The Silver Eagles Board is an advisory Board and therefore do not have independent decision making authority. The Silver Eagles do not have their own 501(c)(3) tax-exempt nonprofit designation.

**ARTICLE II: PURPOSE**

The purpose of the Silver Eagles is to serve as the alumni group for the College of Business Administration (CBA) at the University of Wisconsin – La Crosse. Our purpose is accomplished by engaging CBA students, faculty, alumni and friends in a mutually beneficial partnership. We are dedicated to strengthening and enhancing all relationships among alumni, friends, faculty, administration, students and the business community. We strive to support actively and financially the goals of the CBA by providing class speakers, student mentors, securing financial gifts to fund scholarships for deserving CBA students and other CBA financial needs, and to facilitate events that bring CBA students together with the business community.

**ARTICLE III: MEMBERSHIP**

Section 1: Membership

Membership shall consist of University of Wisconsin-La Crosse College of Business Administration baccalaureate and graduate alumni who have earned their degrees and show a desire to participate in the activities of this organization. Additional membership shall consist of graduates of what was known as the Department of Economics and Business Administration during the years 1963-1970, who also show a desire to participate in the activities of this organization.

Membership is also open to all UWL alumni, faculty, staff, emeriti, former students, donors, and friends of UWL who wish to contribute their time, talent and treasure in support of the CBA and this organization.

Section 2: Special membership designations shall be as follows:

CHARTER EAGLE – The Charter Eagle designation shall recognize members inducted in the charter year, 1996.

HONORARY EAGLE – The Honorary Eagle special designation was awarded prior to October 22, 2022 to administration, staff and faculty members of the College of Business Administration, and any individual affiliated with the organization nominated and approved by majority vote of the Board.

SILVER EAGLE – The Silver Eagle designation shall be awarded to all members of the organization.

Section 3: Dues

Dues are lifetime and paid when joining the organization. Effective October 22, 2022 there are no membership dues. The fee structure can be changed by the authority of the Silver Eagle Board of Directors.

**ARTICLE IV: DIRECTORS AND OFFICERS**

Section 1: Number of Board of Directors

There shall be at least ten, but not more than twenty-one, directors. At least two-thirds of the Board shall be CBA alumni.

Section 2: Officers

There shall be five (5) officers: president, past president, vice president, secretary, and treasurer.

Section 3: Duties of Officers

The president shall:

 Preside at all Silver Eagle Board meetings and the annual meeting

 Preside at all executive committee meetings

 Consult with the Dean of the College of Business Administration

 Execute other responsibilities as determined within the Silver Eagle Guidelines

 Be an active member of the Silver Eagles and attend as many CBA sponsored events as possible

The vice-president shall:

 Attend all Silver Eagle Board meetings and executive committee meetings

 Preside at any meetings of the Silver Eagles in the absence of the president

 Execute other responsibilities as determined within the Silver Eagle Guidelines

Be an active member of the Silver Eagles and attend as many CBA sponsored events as possible

 Act as the chairperson of the Silver Eagle governance committee

The past president shall:

 Attend all Silver Eagle Board meetings

 Execute other responsibilities as determined within the Silver Eagle Guidelines

 Be an active member of the Silver Eagles

 Assist and advise the president of the Silver Eagles

The secretary shall:

Attend and record the minutes of the annual meeting, all Silver Eagle Board meetings, and executive committee meetings

Be an active member of the Silver Eagles

Execute other responsibilities as determined within the Silver Eagle Guidelines

The treasurer shall:

Prepare the treasurer’s report for all Silver Eagles Board meetings, executive meetings and the annual meeting

Be an active member of the Silver Eagles

Execute other responsibilities as determined within the Silver Eagle Guidelines

**ARTICLE V: ELECTIONS AND APPOINTMENTS**

Section 1: Silver Eagle Board of Directors Elections

1. Any member may serve on the Silver Eagle Board or serve as an officer of the organization.
2. Directors shall be elected to a three-year term by the membership at the annual meeting each year. Directors may serve up to three consecutive three-year terms. Former directors may be elected to the Board after at least a one year absence.
3. Nominations for elected directorships may be made by any member through the governance committee.

Section 2: Officer Elections

The term of office for the president, vice president and secretary/treasurer (beginning with the 2023 election cycle the separate secretary and treasurer positions) and past president shall be two years. Officers shall be elected from and by the Board.

1. The president and vice president shall be elected on the even-numbered years.
2. The secretary and treasurer shall be elected on odd-numbered years. Beginning with the 2023 election cycle the secretary and treasurer shall be elected on the odd-numbered years.
3. Officers shall be elected by the Board prior to the annual meeting and assume office at the annual meeting.
4. The executive committee shall consist of the officers, dean, and chairs of standing committees. The executive committee may conduct business on behalf of the Board and organization. Effective with the date of the annual meeting in 2023, the executive committee shall consist of the officers and the dean.
5. The dean shall appoint a faculty liaison.

**ARTICLE VI: THE BOARD OF DIRECTORS**

Section 1: The elected directors of the organization shall constitute the Board of Directors.

Section 2: The Board is an advisory Board and shall conduct any and all business as set out in the Guidelines and any actions approved by those members in attendance at an annual meeting.

Section 3: All fees and charges shall be set by the Board pursuant to expenses incurred.

Section 4: The dean, faculty liaison, and historian shall be ex-officio members of the Board.

Section 5: The Board shall have the power to establish committees deemed necessary for the success of the organization. Chairs of all committees unless specified in the Guidelines shall be named by the Board.

Section 6: In the event that a Board member is unable to fulfill their term, the executive committee shall nominate a replacement, who must be confirmed by the Board.

**ARTICLE VII: MEETINGS**

Section 1: The organization shall hold an annual business meeting, and that meeting shall be held during homecoming (or other university designated alumni weekend). The president shall have the authority and flexibility to schedule the annual business meeting at a time other than homecoming (or other university designated alumni weekend) to continue operating in challenging circumstances.

The annual business meeting may be held on campus or other physical location for those attending the meeting in-person, or by means of remote participation (as an optional or exclusive means of participating) to the extent permitted by law, as shall be determined by the Board and which shall be designated in the notice of the meeting. Examples of remote participation may include a conference call, Zoom, or WebEx.

Section 2: More than fifty percent of the Board shall constitute a quorum at meetings of the Board. All actions taken at any meeting shall be determined by a majority vote of those voting directors present unless the act of a greater number is required by these Guidelines. The Board may vote by electronic means including e-mail between Board meetings. Every member of the Board must respond to the call for an electronic vote. The Board should affirm the electronic vote at the next Board meeting so it is recorded in the minutes.

Section 3: The Board shall meet at least twice a year.

Section 4: Notification of the annual meeting shall be communicated to the membership and new inductees at least one month prior to the annual meeting date.

Section 5: The president shall retain the power to call additional meetings.

Section 6: Board meetings and committee meetings may be held on campus or other physical location for those attending the meeting in-person, or by means of remote participation (as an optional or exclusive means of participating) to the extent permitted by law, as shall be determined by the Board or committee chairs and which shall be designated in the notice of the meeting. Examples of remote participation may include a conference call, Zoom, WebEx and etc.

**ARTICLE VIII: AMENDMENTS**

Section 1: Amendments to the Guidelines may be made by a two-thirds majority vote of either the members present at any annual meeting or directors of a Board meeting. If a change is being proposed, the organization shall provide notice of any meeting of the Board at which an amendment is to be approved. The notice must also state that the purpose, or one of the purposes, of the meeting is to consider a proposed amendment to the Guidelines and contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment.

**ARTICLE IX: STANDING COMMITTEES**

Governance Committee: This committee is a combination of the former Silver Eagle Guidelines and nominations committees and shall consist of at least three members of the Silver Eagle Board, vice-president and the dean. The vice-president shall serve as the chairperson of the governance committee.

The Governance Committee is responsible for:

* Board-member recruitment, including maintaining up-to-date job descriptions
* Providing an orientation for new board members
* Ensure timely and compliant elections of board members and officers
* Identify and recruit candidates for the committees
* Periodically review and update the organization’s Guidelines
* Monitor whether the board is complying with its obligations as set out in the organization’s agreements, policies and Guidelines

Marketing Committee: This committee shall consist of a chairperson from the Silver Eagle Board and at least two additional members of the Silver Eagle Board, and a webmaster (does not have to be a member). This committee shall have any sub-committees it or the board deem necessary.

Scholarship Committee: This committee shall consist of the dean (or his or her designee), the Silver Eagle Board president (or his or her designee), and at least three members of the Silver Eagle Board of directors. The dean (or his or her designee) shall chair the committee. The Silver Eagles Scholarship Committee only makes recommendations regarding awarding scholarships and the UWL Foundation has the final approval for all scholarships.

All committees (current and future) may have additional members beyond the requirements listed above. Additional members may be a member of the Silver Eagle Board, or other members interested in serving on a committee.