CONSTITUTION

MISSISSIPPI COLLEGE SCHOOL OF LAW ALUMNI ASSOCIATION

PREAMBLE

Be it remembered that the Jackson School of Law was founded on October 6, 1930 and was purchased by Mississippi College on August 1, 1975. Whenever the term Mississippi College School of Law Alumni Association is used it shall include Jackson School of Law and all alumni of Jackson School of Law, unless otherwise specified. Mississippi College School of Law shall hereinafter be referred to as "MC Law" consistent with the school’s logo.

ARTICLE I

General

Section 1. Name. The "Mississippi College School of Law Alumni Association" shall be known as "MC Law Alumni Association" and it shall be referred to hereinafter as "the Association."

Section 2. Purpose. The purpose of this organization is to advance the cause of legal education at MC Law; to promote the interests of MC Law, its alumni, and alumni of its predecessor; to assist in securing financial support for MC Law; and to promote good feelings and commonality of interests among graduates, faculty and friends of MC Law.

ARTICLE II

Membership

Section 1. Regular Members. All graduates of MC Law are automatically members in the Association unless they terminate their membership by notice to the Secretary or the Secretary’s designee. Regular membership carries with it the privileges of the Association to attend meetings, debate, vote, and to hold office. Each regular member shall have one vote.

Section 2. Sustaining Members. Regular members may elect to become sustaining members of the Association with obligations and benefits as determined by the Board of Directors.
Section 3. **Honorary Members.** All current and former members of the faculty of MC Law who are not eligible for regular membership shall be eligible for honorary membership. Honorary membership is obtained by making application to the Secretary or the Secretary’s designee. Honorary members shall be entitled to attend meetings of the Association and to debate, but may not vote or hold office in the Association.

Section 4. **Special Members.** Those persons not otherwise eligible to be regular or honorary members of the Association who are interested in the progress and development of MC Law shall be eligible for special membership within the Association. Special members shall be entitled to attend meetings of the Association and to debate, but may not vote or hold office in the Association. Special members shall be approved by the Board of Directors.

**ARTICLE III**

**Officers**

Section 1. **Officers and Terms.** The offices of the Association shall be that of President, Past President, Vice President/President Elect, Secretary, and Treasurer. The terms of the offices shall be for one year beginning with the annual meeting which is held each year in conjunction with the Mississippi Bar Convention.

Section 2. **Election of Officers.** All officers, except the President and Past President, shall be annually elected by a majority vote of the regular members. The voting will be conducted using procedures determined by the Board of Directors so that the result is known by the time of the annual meeting. The Vice President/President Elect shall automatically succeed to a one year term as President. The Association's Board of Directors shall make nominations for each elected office after considering recommendations for nominations from the regular members of the Association and securing the permission of the nominee.

Section 3. **President's Duties.** The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the Association and at all meetings of the Board of Directors, establish ad hoc committees and make appointments to those committees, report to the membership and to the Board of Directors on
the activities of the Association, and perform other assigned duties that the Board of Directors deems to be in furtherance of the purposes of the Association. The Past President shall serve as an advisor to the President.

Section 4. **Vice President's Duties.** The Vice President shall perform such duties as the President may assign and, in the event of the President's death, disability, resignation, incapacity to serve, or absence, shall be vested with the same authority as the President.

Section 5. **Secretary/Treasurer's Duties.** The Secretary/Treasurer shall keep accurate minutes of all meetings of the Association and of the Board of Directors, conduct or supervise the correspondence and public relations work of the Association, keep its records, give all notices as required, and perform such other duties usually pertaining to the Office of Secretary/Treasurer as assigned by the President or the Board of Directors. In addition, the Secretary/Treasurer, as directed by the Board of Directors, shall coordinate with the MC Law Development Office to encourage financial support of MC Law and its Annual Fund. The Annual Fund resources may be used to assist with the expenses of the Association. The Treasurer may use the services and staff of MC Law to assist in performing these duties.

Section 6. **Executive Director.** MC Law may appoint an Executive Director of the Association whose duties would be to provide leadership continuity and assistance to the President and the Board of Directors. The MC Law Alumni Office would provide support to the Executive Director.

**ARTICLE IV**

**Board of Directors**

Section 1. **Members.** The Board of Directors shall consist of the Association's President, Vice President/President Elect, Secretary, Treasurer, immediate past President, Directors selected in accordance with this article, and the Executive Director.

Section 2. **Directors.** To assist the officers of the Association, the President may appoint up to 9 directors allocated thusly: Metro Jackson area (3), Mississippi generally (3), and outside Mississippi (3). The Directors will serve at the pleasure of and during the term of the
Section 3. Board Action. The Board of Directors acts based on a majority vote. Voting may be accomplished by meeting, conference call, or electronic methods.

Section 4. Powers. The powers of the Association shall be vested in the Board of Directors and the Board of Directors shall have the power to act on behalf of the Association.

Section 5. Duties. The duties of the Board of Directors shall include, but not be limited to, the following: Establishing standing committees and making appointments to those committees; nominating members for elected offices of the Association and conducting elections for those offices; setting membership dues of the Association; making arrangements for the annual meeting; selecting individuals to be nominated for or to receive awards for contributions to the legal profession or service to MC Law.

ARTICLE V
Committees

Section 1. Standing Committees. Standing committees shall continue to operate until terminated by the Board of Directors. The Board of Directors may add or remove committee members at any time.

Section 2. Ad Hoc Committees. Ad hoc committees shall be of limited duration and shall terminate at each annual meeting of the Association, unless terminated earlier by the President.

ARTICLE VI
Reports

Section 1. President's Report. At the annual meeting the President shall present a report on the general status of the Association, its activities during the year, and such other matters as the President deems appropriate.

Section 2. Treasurer's Report. At the annual meeting the Treasurer shall present a report in conjunction with the MC Law Development Office on fund raising at MC Law.
Section 3. Standing Committee Reports. The Chair of each standing committee shall report to the Board of Directors describing the accomplishments of the committee during the year.

Section 4. Ad hoc Committee Reports. The Chair of each ad hoc committee reports to the President as the President directs.

ARTICLE VII
Meetings

Section 1. Membership Meetings. The Association shall have an annual meeting of the membership in conjunction with the Mississippi Bar Convention. The President may also call special meetings of the membership whenever it is deemed such meeting is in the best interest of the Association. A special membership meeting may be held on a "virtual" basis using electronic methods when approved by the Board of Directors.

Section 2. Board of Directors Meetings. The Board of Directors shall meet annually in conjunction with the Mississippi Bar Convention. The President may also call additional meetings of the Board of Directors deemed by the President to be in the best interest of the Association. At these additional meetings, a Director’s presence may be established by electronic methods.

Section 3. Committee Meetings. The Chair of each standing and ad hoc committee shall call such meetings deemed necessary to perform the responsibilities of the committee.

Section 4. Conduct of Meetings. At each membership meeting, Roberts Rules of Order shall govern the conduct of such meeting. The Dean of the Mississippi College School of Law or the Dean’s designee shall serve as the Parliamentarian. The Board of Directors and each committee may establish their own procedures for carrying out their functions.

Section 5. Notice of Meetings. Notice of all membership meetings shall be given at least thirty days prior to such meetings.
Section 6. **Voting.** Voting procedures will be established by the Board of Directors and may include the use of mail, fax, conference call, and electronic methods.

**ARTICLE VIII**

**Amendments**

Section 1. **Notice of Proposed Amendment.** Notice of each proposed amendment to this Constitution shall be given to the regular members at least thirty days prior to a vote on the amendment.

Section 2. **Vote on Amendment.** This Constitution may be amended by a majority vote of regular members present and voting at the annual meeting or at a special membership meeting called for that purpose. Electronic voting is authorized.

Adopted: July 15, 2011

[Signature]

R. Michael Bolen, MC Law Alumni Association President

[Signature]

Keyla McCullum, MC Law Alumni Association President-Elect

[Signature]

J. Michael Maloney, Executive Director of the MC Law Alumni Association

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Dean James H. Rosenblatt, Dean of MC Law