

**Bylaws of
Northeastern University Rowing Association
(NURA)**

(Approved by Board on: March 22, 2021)

Article I. General Provisions

Section 1.01 Name: The name of the organization is Northeastern University Rowing Association., hereafter referred to as the NURA.

Section 1.02 Purpose: NURA, while officially not organized legally for purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding sections of any future federal tax code (the "Code"), will similarly operate as a charitable and educational organization to engage and energize Northeastern rowing alumni and other friends to support the Northeastern rowing men's and women's programs, its athletes, coaches and the University through financial support, mentorship and social engagement, to achieve the highest level of individual character and competitive success and results. To the extent consistent with the preceding sentence, the purposes of NURA shall include, but shall not be limited to, the following purposes: (i) supporting and developing all forms of purposeful engagement around building common interests and relationships with alumni and friends with the common interest in supporting and improving Northeastern Rowing programs, Men's initially and Women's as developed in the future; (ii) through philanthropy, fostering and building fund raising efforts to support Northeastern Rowing programs to have the resources to conduct rowing at a highly competitive level; (iii) planning and hosting events of all types to gather alumni and friends for the common purpose of the NURA mission; (iv) communicating to all members, student-athletes, alumni and friends the status and activities of members and the happenings, activities and results of the rowing programs; (v) provide mentorship and career connections for student athletes and members, and (vi) support other alumni rowing, social and recreational activities consistent with NURA's charitable purposes. Specifically, NURA is organized for the purpose of aiding in the consistent improvement and success of the rowing programs with broader and stronger engagement of alumni and friends.

Section 1.03 Fiscal Year: The fiscal year of NURA shall be July 1 to June 30 of each year, consistent with Northeastern's fiscal year.

Section 1.04 Offices: NURA will utilize the offices of Northeastern Athletic Development for its main office, or such other location as may be determined by the Board of Directors.

Section 1.05 Organization Structure: NURA shall be organized as follows.

- (1) NURA shall be governed by a Board of Directors (Board) and a Husky Impact Board (HIB) hereafter referred to as the NURA Boards. The composition of the NURA Board of Directors and Husky Impact Board, and its voting procedures, are stated in Article III provisions of these bylaws. NURA is a volunteer-based organization.
- (2) In absence of an Executive leadership position, the NURA Board shall oversee the operations and management as well as the oversight of the organization as stated in subsequent provisions of these bylaws.
- (3) NURA will operate as an organization independent of and in cooperation with Northeastern University (NU) and under NU for operational, development and giving support.

Article II. Membership

Section 2.01 General: Membership of NURA shall be open to all rowing alumni and contributing supporters interested in supporting the mission of NURA, consisting of friends, family, students, faculty and alumni/alumnae.

Section 2.02 Active Membership: Active Membership are those that have paid a dues or financially supported Friends during any fiscal year according to the minimum criteria set by the Board of Directors.

Section 2.03 Non-Discrimination Policy: NURA does not discriminate in its membership, programs and/or activities on the basis of race, color, religion, sex, national origin, disability, age, marital status, citizenship, sexual orientation or status as a veteran or disabled veteran.

Section 2.04 Membership Categories: There are three categories of membership in NURA: **Student, Under age 30 and Over Age 30.** All categories of membership have the right to participate in sponsored programs and events of NURA. The Board of Directors shall determine what dues or financial support constitutes membership in these categories. The Board of Directors may, in its discretion, create other such categories of memberships as they may, from time to time, deem appropriate.

Section 2.05 Benefits of Membership: All membership categories will have all the following benefits of membership: (i) ability to vote on member related voting decisions; (ii) Participate as an officer, on a board, or on any committee or other roles of NURA; (iii) Represent NURA at regattas; (iv) Participate at regattas as a NURA member; (v) Participate in NURA events and; (vi) Access to members only website content. Other conditions of membership may be periodically reviewed and adopted by resolution of the Board. NURA believes that the gifts and talents of all members are a key factor in progressing the purpose of the organization and volunteering and contributing one's gifts and talents where needs exist are desired and important factors of making NURA better for all.

Section 2.06 Membership Meetings: An annual meeting of the NURA membership shall be held during a date and time as from a notice of the Board of Directors, at the time and place determined by the Board. Meetings can take place either in person or through electronic means. At the meeting, the Members of record shall vote on as needed and transact such other business as may properly be brought before the meeting. Any other meetings of the Members shall be held when called by the President or a majority (50% or more) of the members of the Board at such places and at such times as to be designated by the Board.

Section 2.07 Order of Business: The order of business of the annual meeting shall include business to be addressed by the membership. Each Active Member present at a meeting will be entitled to one vote. Motions made and seconded may be voted upon and a majority vote of those present shall constitute the determination of the Members.

Section 2.08 Quorum: One-fifth (20%) of all the Members entitled to vote, present in person or represented by proxy, shall constitute a quorum to begin any meeting of the Members, and the act of the majority of the Members, then present, shall constitute an act of the Members.

Article III. Board of Directors

Section 3.02 Duties and Powers: The oversight of NURA, the direction and management of its mission and activities, shall be vested in its Board of Directors (the “Board”). The Board shall have the authority to establish committees and to delegate authority to those committees as may be necessary to carry out the purposes of NURA and to select members to serve on those committees. Those purposes include those stated in Article I of these By-laws and to actively see that solicitation of contributions to support the NU rowing programs are actively undertaken and that proper use an allocation of any funds to support those programs are distributed reasonably and fairly to the needs of the programs supported.

Section 3.03 Board Eligibility / Qualifications: Any Active Member of NURA is eligible to be nominated to and serve on the Board of Directors.

Section 3.04 Authority: The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of NURA to enter into any contract or execute and deliver any instrument in the name of and on behalf of NURA. No Board member shall make public statements on behalf of the Board of Directors without authorization of the Board to do so.

Section 3.05 Composition: The NURA Board shall consist of at least 13 (13, 11 voting), and not more than fifteen (15, 13 voting), Directors. The Board will always have an odd number of voting directors. The Board may, from time to time, change the number or make up of the Board set forth in this Article by resolution. If a Board member resigns or otherwise discontinues service before the end of the term to which elected, the NURA Board may continue to operate with an even number of Directors until action to present or assign a new Director occurs at a future Board meeting or resolution. The Directors and their voting distinction shall be the following:

- (1) During the NURA Men’s only period, total maximum of fifteen (15):
 - (a) Minimum of nine (9) or maximum of eleven (11) Men’s rowing alumni, voting Directors
 - (b) Two (2) other friends supporting members, non-rowing alumni, Voting Directors
 - (c) Two (2) NU ex-officio members (designated from Athletics and Development), NON-voting Directors
- (2) Collaboration with the Women’s Rowing program is anticipated at a future time which may require the restructuring of the Board
- (3) Board Officers of President, Vice President(s), Treasurer and Secretary, thus consisting of four (4) voting Directors must be part of the Board.
- (4) The remainder will be at-large Directors (other than NU Ex-officio) that will make a total of odd number of voting Directors. This at-large number will be designated by the Board for election at an annual meeting. All board members are expected to act in the best interest of NURA and put in the time and effort to carry out the mission of NURA. Rowing coaches cannot serve on the Board.

Section 3.06 Election and Term of Directors: The terms of the Directors must be staggered to avoid complete turnover of the Directors at one time.

- (1) Alumni Voting Directors designated as Class “A” directors (odd year) will serve an initial two year term that expires in odd numbered calendar year. For example, if a Director is elected in 2021, the two-year term would expire in 2023.
- (2) Alumni Voting Directors designated as Class “B” directors (even year) will serve an initial three year term that expires in even numbered calendar year. For example, if a Director is elected in 2021, the three-year term would expire in 2024.
- (3) Commencing with the first board meeting in 2021, the Husky Impact Board shall elect a minimum of eleven (11) total board members and nine (9) of those voting members. This shall include some minimum combination of the following:
 - (d) Four (4) Class “A” voting directors to serve two (2) year terms of office from the Men’s rowing alumni.
 - (e) Five (5) Class “B” voting directors to serve three (3) year terms of office from the Men’s rowing alumni. Officers of NURA shall automatically be Class B Directors.
 - (f) Two (2) other friends supporting members voting Directors, non-rowing alumni, one for a three (3) year term and one for a two (2) year term. Probable phase in of this Board category.
 - (g) Two (2) NU Ex-officio Non-voting members, one for a three (3) year term and one for a two (2) year term.
- (4) Subsequently, at each annual meeting of the Husky Impact Board starting in 2023, the HIB shall elect up to a minimum of four (4) Class “A” voting directors then for three (3) year terms and in 2024, a minimum of five (5) Class “B” voting directors to hold three (3) year terms of the Men’s Rowing alumni. In addition, those NU Ex-officio and friends supporting members with terms ending in 2023 and 2024 will be elected accordingly. Terms of office will conclude at the Annual Meeting of the Members as then designated by the Board of the appropriate year. At each annual meeting of NURA, the Husky Impact Board shall elect individuals from among the list of candidates equal to the number of Board of Director positions determined by the Board to be filled for the coming fiscal year.
- (5) If, for any reason, a director shall cease to hold the office set forth above, then such director’s term of office shall be deemed terminated and the new holder of such office shall, upon resolution of the Board, be seated as a director of NURA to serve the remainder of the term.
- (6) The Board shall take into consideration that sound management of NURA will be promoted by maintaining balanced representation and involvement of NURA’s different needs on the Board and on Board-created committees.
- (7) The Nominating Committee, designated by the Board, shall present to the Husky Impact Board a list of candidates for the incoming Board nominees no later than thirty (30) days prior to the conduct of the Members/HIB annual meeting. Those nominees with the greatest number of votes shall be deemed elected. The newly elected directors will take office as of that date so voted.
- (8) A Director may serve up to two consecutive three-year terms and then must take one-year off before being nominated for a Board position again.

Section 3.07 Vacancies: Vacancies on the Board shall exist (a) on the resignation, removal, or death of any director, and (b) whenever the number of authorized directors is increased. Any

director may resign effective upon giving written notice, as in hereafter defined, to the President or the Secretary. A Board vacancy of an elected director shall be filled for the unexpired term by vote of the Board upon recommendation of the President, by a majority of those voting at a Board meeting.

Section 3.08 Removal of Directors: Individual Directors may be removed from office.

- (1) without cause, by the vote of a three-quarters majority of the Directors present, at a meeting called expressly for that purpose.
- (2) Any Board member who is absent three (3) consecutive meetings of three (3) regular meetings during a fiscal year shall be deemed to have resigned as a director, unless an exception is approved by a majority of the Board at the next regularly scheduled Board meeting.

Section 3.09 Action by Unanimous Written Consent: If and when all of the Directors shall severally or collectively consent in writing, including by electronic communication, to any action to be taken by NURA, such action shall be a valid NURA action as though it had been authorized at a duly called and convened meeting of the Board of Directors.

Article IV. Meetings of the Board of Directors

Section 4.01 Regular Meetings: Meetings of the Board will be held three (3) times per year or more often depending upon the needs of NURA as determined by the members of the Board. The Board shall designate each year a designated annual meeting of Members and that of the Board with proper notice to the Members. A review of accomplishments, current / projected membership and fund-raising results and event planning will be presented. In addition, each chairperson of each Standing and Advisory committee will provide a status update from each committee and present any desired actions of the committee that requires the Board to approve.

Section 4.02 Special Meetings: Special meetings of the Board may be called at any time by the President or, in his/her absence, by the Vice-President, or upon written receipt of a request signed by any five (5) directors.

Section 4.03 Place of Meetings: Meetings of the Board, annual or special, may be held in such place or places as the Board may from time to time by resolution designate.

Section 4.04 Video/Telephonic Conference or Similar Meetings: The directors may participate in and hold meetings by means of video/Telephonic conference, e-mail correspondence, or similar communications such that all persons are able to participate in the meeting. A director participating in a meeting by such means shall be deemed to be present in person at such meeting.

Section 4.05 Notice: Written notice of all regular meetings of the Board will be communicated to board members at least thirty (30) days prior to the day such meeting is to be held. Written notice of all special meetings of the Board will be communicated to members at least three (3) days prior to the day such meeting is to be held. Notice of a Special Meeting shall state the business to be transacted and no other business than stated shall be transacted at the Special Meeting.

Section 4.06 Notice Delivery: Written notice communications may be transmitted electronically, by e-mail, by facsimile, by hand delivery, by mail, or by any other manner authorized by the Board and reasonably calculated to provide actual and timely notice to the members or appropriate parties.

Section 4.07 Quorum: A majority (50% or more) of the directors present at any meeting of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. The act of a majority of the directors present at a meeting at which a quorum exists shall be the act of the Board.

Section 4.08 Voting: Each member of the Board shall be entitled to one (1) vote on a properly made motion at a regular or special meeting. In the event of a tie, that current President shall be empowered to cast an additional vote to break the tie.

Section 4.09 Parliamentary Law: For all meetings of the Board, and all Standing Committees (hereinafter defined), all questions or disputes arising from voting procedures and parliamentary procedures shall be determined according to Robert's Rules of Order, Revised, except in cases where the rules are in conflict with these Bylaws.

Article V. Husky Impact Board

Section 5.01 Duties and Powers: NURA shall have a Husky Impact Board to advise the Board as appropriate, and to lend support to all the activities of the organization, including being a Board member, participating in committees and assisting in activities and events of NURA. The HIB provides counsel to the Board leadership on priorities, plans, and strategic initiatives as well as making sure NURA remains true to its stated purpose and charter. The HIB is responsible for electing the Board of Directors as the Nominating Committee provides a proposed slate of candidates at the annual meeting of Members and the HIB.

Section 5.02 Composition: Husky Impact Board will consist of a minimum of thirty-five (35) and a maximum of fifty (50) Members. The HIB shall be the following:

- (1) During the NURA initial Period, a total of a minimum of thirty-five (35) or a maximum of forty (40) as follows:
 - (a) Minimum of Thirty-three (33) Men's rowing alumni or any other supporting friends
 - (b) Up to two (2) from the men's coaching staff to include the head coach and a designated associate or assistant coach.
- (2) Collaboration with the Women's Rowing program is anticipated at a future time which may require the restructuring of the Husky Impact Board.

Section 5.03 Election and Term of HIB: The terms of the HIB members will be staggered to avoid complete turnover of the HIB at one time.

- (1) Class "A" HIB members (odd year) will serve an initial two year term that expires in odd numbered calendar year. For example, if an HIB member is elected in 2021, the two-year term would expire in 2023.
- (2) Class "B" HIB members (even year) will serve an initial three year term that expires in even numbered calendar year. For example, if an HIB member is elected in 2021, the three-year term would expire in 2024.
- (3) Commencing with the first board meeting in 2021, the Board of Directors shall elect a minimum of thirty-three (33) HIB members plus the designated coaching staff. This shall include a minimum:
 - (h) Thirteen (13) Class "A" HIB members to serve two (2) year terms of office from the Men's rowing alumni and friends.
 - (i) Twenty (20) Class "B" HIB members to serve three (3) year terms of office from the Men's rowing alumni. Directors of NURA shall automatically be Class B HIB members.

- (j) Two (2) NU men's coaches, both for a three (3) year term.
- (4) Subsequently, at each annual meeting of the Board of Directors starting in 2023, the Directors shall elect a minimum of thirteen (13) Class "A" HIB members then for three (3) year terms and in 2024, and a minimum of twenty (20) Class "B" HIB members to hold three (3) year terms. In addition, those NU Ex-officio and friends supporting members with terms ending in 2023 and 2024 will be elected accordingly. Terms of office will conclude at the Annual Meeting of the Members as then designated by the Board of the appropriate year. At each annual meeting of NURA, the Board of Directors shall elect individuals from among the list of candidates equal to the number of HIB positions determined by the Board to be filled for the coming fiscal year.

Section 5.04 Husky Impact Board Meetings: Meetings of the Husky Impact Board will be held two (2) times per year or more often depending upon the needs of NURA as determined by the members of the Board. Meetings will coincide with that planned and designated for Directors meetings. The HIB members may participate in and hold meetings by means of video/Telephonic conference, e-mail correspondence, or similar communications such that all persons are able to participate in the meeting.

Section 5.05 Removal of Husky Impact Board Members: Individual HIB members may be removed from office:

- (1) without cause, by the vote of a three-quarters majority of the Directors present, at a meeting called expressly for that purpose.
- (2) Any HIB member who is absent two (2) consecutive meetings of two (2) regular meetings during a fiscal year shall be deemed to have resigned as a director, unless an exception is approved by a majority of the Board at the next regularly scheduled Board meeting

Section 5.06 Quorum and Voting: A majority (50% or more) of the HIB members present at any meeting of the HIB shall constitute a quorum for the transaction of business. Each member of the HIB shall be entitled to one (1) vote on a properly made motion at a regular or special meeting. In the event of a tie, that current President shall be empowered to cast an additional vote to break the tie.

Article VI. Officers

Section 6.01 Officers of the NURA: The officers of the NURA must be Active Members and will consist of the President, one or more Vice Presidents, the Secretary, and the Treasurer, all of whom must be members of the Board and such other officers as the Board may from time to time consider necessary for the proper conduct of the business of NURA.

Section 6.02 Qualifications: In order to be an officer, an individual must be a member of the Board of Directors.

Section 6.03 Election: At the Board's first regular meeting subsequent to the annual meeting of Members each year, the Board shall elect all officers for positions then open to be filled, by a majority vote of a quorum of the directors present at the meeting.

Section 6.04 Resignation: An officer may resign at any time by delivering written notice to the President or Secretary. A resignation shall be effective when the notice is delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date and NURA accepts the future effective date, the Board of the NURA may fill the pending vacancy before the effective date if the Board provided successor does not take office until such effective date.

Section 6.05 Removal: Any officer may be removed by the Board by a vote of a two-thirds (2/3) of a quorum at a properly noticed regular or special meeting of the Board.

Section 6.06 Vacancy: Any vacancy caused by resignation, removal, disqualification, death, or otherwise, of any officer shall be filled for the remainder of the term of office by a majority vote of a quorum of the Board. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy in accordance with the aforementioned procedure.

Section 6.07 Officer Terms: President and Vice President(s) shall serve three (3) year terms. Other officers shall serve a two (2) year term as long as he/she is eligible to be a member of the Board. Multiple additional two (2) or three (3) year terms may be served by an officer as long as they are eligible to be a member of the Board. Each officer shall hold office until his/her successor has been duly elected.

Section 6.08 Officers: The designated officers of NURA are as follows:

- (1) **President:** The President will be the Chief Executive Officer of the NURA, shall have authority over the general and active management of the business and affairs of the NURA subject to the direction of the Board, and shall preside at all meetings of the Board and the Regular members. The President shall be an ex-officio member of all committees, except the Nominating Committee.
- (2) **Vice President(s):** The Vice President will have the responsibility of acting in the absence or disability of the President and will perform such duties as may be assigned to him/her by the President or the Board. The Vice President will serve as the Chairman of the Board's Nominating Committee.
- (3) **Secretary:** The Secretary will be responsible for overseeing the NURA's records and legal documents relating to the business of NURA except those of the Treasurer. The Secretary shall attend and will present at each annual meeting of the Board a full report of the transactions and affairs of the NURA for the preceding year and will also prepare and present to the Board such other reports as the Board may desire and request at such time or times as the Board may designate. The Secretary will also attend and be responsible for making complete and accurate records of all votes of the proceedings at each meeting of the members, the Board, the HIB, and the Executive Committee and shall transcribe these records into minutes that reflect those proceedings within seven (7) days following each meeting and submit them to the appropriate person for proper distribution. The Secretary shall perform such other duties and have such other authority and power as may be prescribed from time to time by the Board or the President. The Board may appoint an assistant or recording secretary, not necessarily a member of the Board. The Secretary shall give or cause to be given notice of all meetings of the Board or Members and shall perform such other duties as may be prescribed by the Board.
- (4) **Treasurer:** The Treasurer shall monitor the results of the annual fundraising activities and investment performance of the Investment Funds managed by Northeastern; and supervise any and all receipts and disbursements of operations and the reporting of the annual fundraising activities and various Funds to the Board and HIB; and shall perform such other duties and have such other authority and power as may be prescribed from time to time by the Board or the President.

Article VII. Committees

Section 7.01 Number and Purpose: The President or the Board, by resolution, may designate from among its directors one or more standing committees of which must have at least two (2) members and may designate advisory committees as the Board shall determine.

Section 7.02 Appointments, Authority and Vacancies: Unless otherwise specified herein, the President shall appoint all committee chairmen from members of the Board or HIB, with the approval of the Board. The committee chairman for each particular committee may appoint committee members from the HIB or any other Active Member of NURA. Committee appointment shall serve at the will and pleasure of the committee chairman and the Board. Committee chairman appointments shall be for a period of twenty-four (24) months and committee members appointments shall be for a period of twelve (12) months all from the time the appointment. It shall be the function of the committees to make investigations, make recommendations to the Board, and to carry on such activities as may be delegated to them by the Board. In the event that any member of a standing committee shall resign, the committee chairman may appoint another director to serve on such standing committee; in the event that any member of an advisory committee shall resign, the committee chairman may appoint another member to serve on such advisory committee. The President and Board shall have an objective that each Advisory Committee chair appointment be a different member. An additional objective shall be that a member should not serve on more than two Advisory Committees unless there are no other members to serve.

Section 7.03 Standing Committees: NURA shall have the following Standing Committees:

- (1) **Executive Committee:** An Executive Committee shall be established to possess and exercise all powers of the Board between meetings of the Board, except as otherwise provided in these Bylaws. The Executive Committee shall report its observations, reaction, or actions at the next meeting of the entire Board. It shall advise with and aid the officers and committees in matters concerning NURA.
 - (a) The President, Vice President, Secretary, Treasurer and minimum of two (2) and a maximum of four (4) additional Board member elected by the majority of the Board shall comprise the Executive Committee.
 - (b) Meetings of the Executive Committee may take place from time to time as called for by the President. No vote may take place without a quorum of Executive Committee members present. A quorum for the Executive Committee shall be defined as a majority of the members of the Executive Committee members. The Board by majority vote shall fill vacancies on the Executive Committee. The Executive Committee shall keep regular minutes of its proceedings, cause them to be filed with the NURA records, and report the same to the Board from time to time as the Board may require.
- (2) **Nominating Committee:** The Nominating Committee shall have the primary responsibilities to recruit Active Members to serve on the Board and HIB and to recommend Board members to the HIB for elective office. These responsibilities will be met by ensuring that the full range of member and community views and values are incorporated into the NURA's decision-making, through the effective recruitment of prospective Board members and by the elective officers of the Board. Minutes or reports of relevant issues and meetings of the Nominating Committee will be presented at the next regular Board meeting. The Nominating Committee is chaired by the Vice President. It is recommended that it shall consist of the Vice President and at least four (4) members of the Board, HIB or Active Members.

Section 7.04 Advisory Committees: NURA shall have such advisory committees as may from time to time be designated by resolution by the Board or the President. These committees may consist of any Active Member who want to support the NURA mission through committee work. Such committees may include, but are not limited to:

- (1) **Development Committee:** The Development Committee will be responsible for the planning and management of all fund-raising efforts of NURA. The committee will consist of not more than seven (7) members initially. The Lead Chair is responsible for organizing all goals, suggestions, and plans of the Development Committee and bringing them to the NURA Board of Directors for a vote. Development will work with other committees as needed and in particular work with the Membership Committee in coordination of the Ambassador member program to assist in fund-raising. The Lead Chair of the Development Committee will serve a two (2) year term, commencing upon Board vote.
- (2) **Membership Committee:** The Membership Committee will be responsible to build all forms of engagement related to the members. This may include, building and maintaining an Ambassador program that has key date era members engage with alumni from 5-year eras to build relationships for joining NURA, supporting activities and engaging in fund raising asks. Other activities include building and managing member database, develop and manage history of NU rowing, develop articles on members for the members website and member information, planning and managing annual members meeting. The Lead Chair of the Membership Committee will serve a two (2) year term, commencing upon Board vote. Minutes or reports of relevant issues of the Membership Committee meetings will be presented at the next regular Board meeting
- (3) **Events / Social Committee:** The Events / Social Committee shall have the primary responsibilities to plan and manage in coordination with NU, the events and programs planned for engagement with members. Events may include, an annual dinner, race day gatherings, Head of the Charles events, Major City alumni social gatherings, student / parent events, NU Varsity Club Hall of Fame event, boathouse visits and coaches launch rides, amongst other events. The Lead Chair of the Social Committee will serve a two (2) year term, commencing upon Board vote. Minutes or reports of relevant issues and meetings of the Events / Social Committee will be presented at the next regular Board meeting.
- (4) **Outreach Committee:** The Outreach Committee shall have the primary responsibilities to plan and manage all marketing, communications, digital media and tools to outreach with members and potential members. This includes the development and on-going management of a NURA website. The Lead Chair of the Outreach Committee will serve a two (2) year term, commencing upon Board vote. Minutes or reports of relevant issues and meetings of the Events / Social Committee will be presented at the next regular Board meeting.
- (5) **Rowing / Team Liaison Committee:** The Rowing / Team Liaison Committee will be responsible to plan and manage engagement and communication with the rowing team and coaches as the liaison between NURA and the team. This may include, consistent team visits, student athlete mentoring programs, Team promotion with coach launch rides, team competitive success reviews and Parent activities. The Lead Chair of the Rowing / Team Liaison Committee will serve a two (2) year term, commencing upon Board vote.

Minutes or reports of relevant issues of the Rowing / Team Liaison Committee meetings will be presented at the next regular Board meeting

- (6) **Alumni Rowing Committee:** The Alumni Rowing Committee shall be responsible for the leadership, development and engagement with alumni that want to row as alumni in any and all events open to alumni. All alumni rowing would operate under the NURA organization. Alumni rowing for other teams such as National teams will connect through this committee. Minutes or reports of relevant issues and meetings of the Alumni Rowing Committee will be presented at the next regular Board meeting.

Section 7.05 Other Committees: NURA shall have such other committees, standing or advisory, as may from time to time be designated by resolution of the Board or by the President.

Section 7.06 Resignation and Removal: Any member of a Standing or Advisory Committee may resign at any time by giving written notice to the chairman of the committee or the Board of Directors. Such resignation, which may or may not be made contingent on formal acceptance, takes effect on the date of receipt or at any later time specified in it. Any member of a committee may be removed at any time, by a resolution adopted by a majority of the Directors then in office. Any ex-officio member of a committee shall cease to be such if he or she ceases to hold the designated position which is the basis of the ex-officio membership.

Section 7.07 Quorum: Unless otherwise provided by the Board, a majority of the whole committee shall constitute a quorum, and the act of a majority of the committee members present at a meeting at which a quorum is present shall be an act of the committee.

Section 7.08 Committee Vacancies: A vacancy on any committee and any increase in the membership thereto shall be filled for the unexpired portion of the term by the Board of Directors in consultation with a committee chairperson.

Section 7.09 Meetings and Notices: Meetings of a committee may be called by the Board of Directors or the chairman of the committee. Each committee shall meet as often as is necessary to perform its duties, but no less frequently than annually. Oral or written notice of the time and place of any meeting of a committee, except in an emergency, shall be given to its members at least twenty-four hours prior to the meeting.

Section 7.10 Policies and Rules: The Board may adopt policies and rules governing the conduct of each committee. Each committee shall abide by the policies and rules adopted by the Board; provided, however, that such policies and rules shall be consistent with these Bylaws. Committees shall keep written minutes of all meetings and proceedings, copies of which shall be provided to the Board on a timely basis.

Section 7.11 Manner of Acting: Unless otherwise specified herein or by resolution of the Board, the act of a majority of the members of a committee present at a meeting shall be the act of the committee so meeting.

Article VIII. Operations and Donated Funds

Section 8.01 Working with Northeastern: NURA will work with NU to support the primary operations of NURA. Key officers and committee leads will work closely with NU departments to prosper the mission and ensure the support and services needed to operate NURA are being met. Key departments include: Athletics, Development and Annual Giving and the Rowing programs. NURA shall provide By-laws, minutes of meetings and other membership related information to NU as needed or requested.

Section 8.02 Operating Costs: All costs for operating NURA are expected to be covered through funds raised via fund raising activities, dues, event fees or other means and that provided by resources within NU to assist and support the organization. If needed and not covered but NU, NURA shall have the right to purchase the following: D&O insurance, Liability insurance, event coverage or other risk related coverage.

Section 8.03 Funds Management: All donated funds of NURA members and contributors to Northeastern Rowing shall be deposited directly to the University and the agreed to funds designated for the intercollegiate rowing programs. NU shall manage the receipting and donation reporting including the tax-deductible notifications to contributors. The NU Treasurer shall provide prudent depository and investment management services for the rowing discretionary and endowment funds with the expectation that endowment funds shall provide annual income at levels similar to other NU endowment funds for use and disbursement to the intercollegiate Rowing programs as planned and budgeted in coordination with NURA and the programs. NURA's goal is to keep fund management uncomplicated by having one annual fund discretionary account and one endowment account. NURA's expectation is there will be no fees charged by NU for the management of the funds. Any endowment fund established by and with NURA would be expected to be designated for use by the intercollegiate Rowing programs and cannot be used for any other purpose. If the men's Intercollegiate rowing program were eliminated as an intercollegiate sport by NU, the board of NURA shall have the right to designate a charity or charities of its choosing to donate the NURA designated endowment funds to.

Section 8.04 Program Budget Planning: The NURA Board shall meet with the rowing programs coaching staffs at least once per year to review program needs and help plan NURA's fund raising campaigns to meet the needs of the programs. It is the intent of NURA that the coaching staff and the NURA board will work together to ensure funds raised, planned for distribution and distributed are used for the intended needs discussed for the program and used in a prudent manner. NURA will have the right to refuse requests for funding or fund raising at its discretion.

Section 8.05 Free to Solicit and Compliance: NURA shall be free to solicit gifts and suggest the use of funds for rowing programs without the specific approval of NU so long as all actions comply with appropriate NU, NCAA, conference and other ruling agencies as interpreted by the Athletic Department. NURA will abide by the letter of the spirit of those rules and will cooperate with NU Development in its fund-raising efforts.

Section 8.06 No Interference: NURA, its Boards, Officers and Committees shall not interfere with the coaching or management of the rowing programs and will work cooperatively with the Athletic Department and the coaching staffs to assist where agreed to for the improved growth and performance of the programs. This prohibition shall not prevent any member from expressing his or her personal opinions on the rowing programs.

Section 8.07 Use of NURA Name: It is intended that the NURA name will be used for all related activities of the NURA. This would include alumni rowing and recreational activities operated under the NURA organization.

Article IX. Amendments

Section 9.01 Amendments of Bylaws: The Board may amend these Bylaws to include or omit any provision that they could lawfully include or omit at the time the amendment is made. The Bylaws may be amended and repealed, and additional bylaws added or adopted by a majority vote of the entire Board at a special or regular meeting of the Board called for that purpose.

Notification of the proposed Bylaw changes will be provided to all Active Members of the NURA at least two (2) weeks prior to any meeting at which a vote will be taken on such changes.

Section 9.02 Constructive Knowledge of By-Laws: All members shall be deemed to have knowledge of the By-Laws and no member shall be allowed to plead ignorance of these By-Laws or any existing rule of the NURA or any rule hereafter adopted.

The Bylaws were duly adopted at a regular meeting of the Board of Directors of the NURA held on ()

Signed:

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