MEMORANDUM

TO: 1989 Executive Council of COMERAC

FROM: Jim Boyd

DATE: September 12, 1989

SUBJECT: COMERAC Bylaw Amendment of 9/8/89

1. The Bylaws address Executive Council members as Petroleum or Mining affiliated for rotation purposes. Mineral Processing graduates are to be considered in the Mining category and Mineral Economists are to be considered either Petroleum or Mining depending on their interest for Executive Council rotation purposes.

2. Explanation of Nominations and Terms of Officers

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<td>Dean of COMER (Appointed Member)</td>
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<td>Associate Dean (Appointed Member)</td>
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<td>President</td>
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<td>Spindler</td>
<td>Mathena</td>
<td>Eyer</td>
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<td>First Vice-President</td>
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<td>Mathena</td>
<td>Eyer</td>
<td>Flanery</td>
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<td>Second Vice-President</td>
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<td>Eyer</td>
<td>Flanery</td>
<td>Bays or Boyd</td>
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<td>Four Industry Alumni:</td>
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<tr>
<td>Petroleum</td>
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<td>Flanery</td>
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<td>Petroleum</td>
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<td>Mining</td>
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<td>Immediate Past President</td>
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<td>Gosnell</td>
<td>Spindler</td>
<td>Mathena</td>
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<td>Recent Student Graduate -- Petroleum Industry</td>
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<td>Recent Student Graduate - Mining Industry</td>
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<td>TOTAL</td>
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In 1990
Gosnell (Petroleum) leaves Executive Council.
Flanery is elected Second Vice-President.
One Petroleum alumni is elected to Executive Council (Gardner).
One Mining student is elected to Executive Council.

In 1991
Spindler (Mining) leaves Executive Council.
Either Bays or Boyd is elected to Second Vice-President.
Either Bays or Boyd leaves Executive Council.
Two new Mining alumni are elected to Executive Council.
One new Petroleum student is elected to Executive Council.
In 1992  Mathena leaves Executive Council.  
Flanery is elected President; Eyer becomes Immediate Past President.  
A Petroleum Executive Council member is elected Second Vice-President,  
    the other leaves.  
Two new Petroleum alumni are elected to Executive Council.  
One new Mining student is elected to Executive Council.  

3. The Bylaws do not set forth the method in which the Executive Council determines the proposed candidate for Second Vice-President each year. It is the current Executive Council's policy to nominate the appropriate candidate by majority vote of the Executive Council. This person's name is then given to the Chairman of the nominating committee who presents the entire slate at the annual meeting.
ARTICLE I
Name and Location

Section 1. The name of this organization shall be the "COLLEGE OF MINERAL AND ENERGY RESOURCES ALUMNI CHAPTER," West Virginia University Alumni Association and, for the purpose of brevity, said Association will be hereinafter called "Association" and said University "University," and said Chapter will be hereinafter called COMERAC."

Section 2. The principal office of this Chapter shall be in the City of Morgantown, Monongalia County, West Virginia, and shall be located on the campus in the offices of COMER of West Virginia University.

ARTICLE II
Purpose

Section 1. The purpose of this Chapter shall be to promote, by organized effort, the interests and welfare of the College of Mineral and Energy Resources and West Virginia University; to encourage closer fellowship among alumni, former students, and friends or the College; to establish and maintain close contact and better understanding between the College and its graduates and former students; and to support and develop civic activities in the communities in which COMERAC members reside.

Section 2. This Chapter is organized a non-profit charitable, educational, and social organization.

ARTICLE III
Membership

Section 1. All former students who have been enrolled in the regular curriculum of COMER courses, regardless of whether they have received a degree, shall be eligible for membership in COMERAC and hereinafter shall be called Alumni whether men or women.
Section 2. In order to be a member of COMERAC for the period of any given fiscal year (January 1 to December 31) an Alumnus shall pay the annual dues for that year and the dues of the Association. Payment of dues constitutes full membership in COMERAC and the Association, entitling the member to voting privileges at the annual business meeting and other meetings of COMERAC and the Association, to receive all publications of COMERAC and the Association, to eligibility to the Executive Council of COMERAC and the Association, and to any other privileges which COMERAC and the Association may see fit to extend.

Section 3. All present and former members of the faculty of COMER shall also be eligible for membership.

Section 4. Members of the faculty of the College of Engineering may be nominated to membership by the Executive Council and approved by the membership.

Section 5. Individuals who are interested in the welfare of COMERAC may be approved for associate membership.

Section 6. All members who have reached the age of 65 will automatically qualify as honorary members.

ARTICLE IV

Dues

Section 1. The amount of the annual membership dues, terms of payment, and manner of collection thereof shall be prescribed by the Executive Council of COMERAC and Executive Council of the Association.

Section 2. The annual dues shall cover the period from January 1 of a year to December 31 of the same year.

Section 3. Two years free membership are extended to graduates of COMER for the calendar years following graduation.

Section 4. Dues income will be used to defray operating and program expenses of the Chapter. No part of the dues or other income of the Chapter shall inure to the benefit of, or be distributable to, its members, officers, or other private persons.
ARTICLE V
(New Version)

Organization

Section 1. General

COMERAC shall be a centrally operated unit, inviting the participation of all graduates and former students of COMER, regardless of the geographical location of their residence.

Section 2. Officers

The officers of COMERAC shall consist of the following:

- President
- First Vice-President
- Second Vice-President
- Immediate Past President

Section 3. The Executive Council

The governing body of COMERAC shall be an Executive Council, composed of 12 members. It is recommended that the membership, in electing members of the Executive Council, seek as wide a geographical distribution as possible and to include all disciplines. The Council's members shall be made up of the following:

- Dean of COMER (Appointed Member)
- Associate Dean (Appointed Member)
- President
- First Vice-President
- Second Vice-President
- Four Industry Alumni
- Immediate Past President
- Recent Student Graduate - Petroleum Industry
- Recent Student Graduate - Mining Industry

Section 4. Vacancies

A vacancy in the office of President shall be filled until the next business meeting by the succession to that office of the First Vice-President, and, if necessary, by the Second Vice-President. A vacancy on the Executive Council shall be filled by the Council for the unexpired term.
ARTICLE VI

(New Version)

Nominations and Elections

Section 1. The term of office for the officers of the Chapter shall be one (1) year (January 1 to December 31), and all officers shall serve until new officers are elected. The President shall not be eligible to succeed himself/herself in that office.

Section 2. Three (3) months before the annual meeting, the President shall appoint a nominating committee composed of the immediate past president as Chairman, and two (2) members of COMERAC, who are not Executive Council members or the same discipline, to nominate candidates for Executive Council. The nominating committee will submit names and bibliography of candidates at a scheduled meeting of the Executive Council prior to the annual meeting. The Chairman shall present the slate of proposed new Executive Council members and officers at the annual meeting. The President then shall ask for further nominations from the floor before proceeding with the election. Before being eligible for nomination to an officer's position, a person must have served at least one year as a member of the Executive Council.

Section 3. Two (2) members representing industry alumni are to be elected per year to serve two (2) year terms.

Section 4. Two (2) recent student graduates will serve two (2) year terms. Initial election of one (1) recent graduate will commence in 1990, with the other recent graduate eligible for election in 1991. Thus, after 1991 and each year thereafter there will be a change in recent student graduates representation. A recent student graduate is defined as a person who has graduated within the last two years.

Section 5. Rotation of Executive Council Industry Members:

Even Years
Every other year (even year) at the nomination of the Executive Council a Petroleum representative moves to Second Vice-President and the other one leaves Executive Council. Thus, elect two new Petroleum Members starting in 1992. Elect new Mining student graduate.

Odd Years
Every other year at the nomination of the Executive Council a Mining representative moves to Second Vice-President and the other one leaves Executive Council, Thus, elect two new Mining Members starting in 1991. Elect new Petroleum student graduate.

Section 6. Immediately following the annual business meeting, the newly elected Executive Council shall meet to appoint a Secretary-Treasurer.
ARTICLE VII

Duties of Executive Council and Officers

Section 1. The Executive Council

The Executive Council shall be the governing body of COMERAC and shall be responsible for its management, control, and development. The Council shall prescribe the order of business for all meetings of COMERAC. The Council may amend the Constitution and Bylaws as hereinafter provided. The Council shall be authorized to assist the Association and University in every possible manner and to encourage the interest and cooperation of the members of COMERAC.

Section 2. The President

The President shall preside at all meetings of COMERAC and of the Executive Council, appoint committees, and perform such other duties as may pertain to the office.

Section 3. The Vice-Presidents

In the absence of the President, the Vice-Presidents shall perform all the duties of the President in order of their rank. The First Vice-President, in addition to performing the duties of the President in the absence of the President, shall be responsible for membership activities.

In addition to performing the duties of the President in the absence of the President and First Vice-President, the Second Vice-President will be responsible for the coordination of solicitation campaigns as necessary to achieve goals established by the Executive Council and coordinate the annual reception.

Section 4. The Secretary-Treasurer

The Secretary-Treasurer shall be appointed annually by the Executive Council with such duties and corporate surety bond as the Executive Council may determine. He shall attend all meetings of the Executive Council and keep all the records and proceedings thereof. He shall, under the direction of the Executive Council, have charge of all the books and accounts of COMERAC, conduct the correspondence, be responsible for the property of COMERAC, prepare, and, as nearly as possible, keep up to date a personal history of each graduate and former student, cooperate with the University, and, in general, carry out such duties as may be assigned to him by the President and/or the Executive Council. The
Secretary-Treasurer shall be responsible for the receipt and proper acknowledgement of all monies, for the adequate accounting of the same, and for the prompt transfer of such monies to the respective designated depositories as may be authorized by the President and/or the Executive Council.

Section 5. Past Presidents Council

The Past Presidents Council shall be composed of all Past Presidents with the Immediate Past President as Chairman, with its purpose being to advise the President upon request.

ARTICLE VIII

Meetings

Section 1. Meetings of COMERAC

COMERAC shall have at least one meeting each year - this meeting to be known as the annual meeting. The date and hour of this meeting shall be announced in writing to all members at least thirty (30) days in advance of the meeting. Additional meetings may be held if called by the Executive Council.

Section 2. Voting at Annual Meeting

Voting privileges at the annual meeting shall be confined to members in good standing. In this connection it shall be the duty of the members of the Executive Council to establish the voting eligibility of any Alumni present. A member must be present at the meeting in order to exercise his privilege of voting, voting by proxy not being permitted. The members present shall constitute a quorum.

Section 3. Meetings of the Executive Council

The Executive Council shall hold four (4) meetings in each year, the first within sixty (60) days of the annual meeting in Morgantown and three (3) at any time and place designated by the President. The call for meetings, designating the time and place, shall be issued by the Secretary-Treasurer at the direction of the President at least two (2) weeks prior to the date of the meeting. A reasonable notice shall be given by the Secretary-Treasurer to all members of the Council for other meetings of the Executive Council as may be deemed necessary by the President during the year. Seven (7) members of the Executive Council shall constitute a quorum for meetings of that body.
ARTICLE IX

Committees

Section 1. The President shall appoint a committee of three (3) members at the annual meeting who shall audit the records of the Secretary-Treasurer and report to the membership.

Section 2. The Executive Council shall authorize the appointment of such standing and special committees as may be required, in addition to the Nominating Committee and the Auditing Committee.

ARTICLE X

Fiscal Year

Section 1. The fiscal year of the Association will begin on January 1 of the year and terminate on December 31 of the same year.

ARTICLE XI

Amendments

Section 1. These Bylaws may be amended by a two-thirds (2/3) vote of the members of the Executive Council present at any regular meeting or at any special meeting called for the purpose of amendment. Notice of the proposed amendments shall be given to the members of the Executive Council at least thirty (30) days prior to the meeting.

Amended: 1980

Amended: September 8, 1989