AMENDED AND RES A ED

A S

MS NSR NMANA EMEN NDSR ADSR

AR E NAME AND R SE

S N! The name of this organization shall be the MS'' # \$ % &' M (!)'% &* A)+% &* ' #. For brevity, (IAC) may be used in lieu of or in conjunction ith the organizational name for all !ur!oses.

S , $\underline{\ '\&-\ \%}$. The !ur!ose of the IAC is to create value for the "#\$ %chool of

dues structure shall be established by the *+ecutive Committee IAC and adjusted from time to time. 3 egular members may serve consecutive or multi!le terms.

& &*!!.&%''-

- IAC and the *+ecutive Committee. The %ecretary:Treasurer shall also have chec; signing authority as designated by the *+ecutive Committee.
- " &% \$ S'. !! % 0 The Chairs of the subcommittees shall !reside at all meetings of their subcommittees and shall designate an alternate to !reside in their absence. The Chairs shall assure that \$ inutes of subcommittee meetings are ta; en and re!orted to the *+ecutive Committee. *ach Chair shall serve on the *+ecutive Committee. \$ eetings of the %ubcommittees shall ta; e !lace minimum ,uarterly.
- S /. <u>2 &%</u>. The *+ecutive Committee of the IAC shall develo! and determine the mission, !rogram, business !lan, budget, subcommittees, dues structure, o!erating !rocedures and !olicies of the IAC, ith in!ut from the IAC at the annual meeting. The *+ecutive Committee shall have such authority and !erform such duties in the management of the IAC as necessary and that are not inconsistent ith these 8y-la s.

AR E S MM EES

- S The IAC shall conduct some of its affairs and business through standing %ubcommittees of the IAC. The follo ing standing %ubcommittees are a!!ointed/
 - 2. Alumni = Industry
 - 1. *nhancement
 - 4. Curriculum = Accreditation
 - >. \$ embershi! = Fundraising
 - ?. %trategic &lanning

consent, or other ise), the determination in good faith by the IAC that such claim, action, suit or !roceeding did not arise out of negligence or misconduct in the !erformance of duty by the director or officer or former director or officer or !erson indemnified and that such director or officer or former director or officer or !erson ould not be held liable for the claim, action, suit or !roceeding in ,uestion, shall be necessary and sufficient to justify indemnification. The right of indemnification herein !rovided shall be to the fullest e+tent allo ed by la and shall not be e+clusive of other rights to hich those indemnified may be entitled under any statute, by-la , agreement, or other ise.

AR E 0
RE M RSEMEN D SA ED DED NS

S Any !ayments made to an officer or director of the IAC such as salary, commissions, bonus, interest, rent or e+!enses hich (i) shall be disallo ed in hole or in !art as a deductible e+!ense for the !ur!ose of cor!orate ta+ re!orting by the Internal 3evenue %ervice or (ii) in the o!inion of the IAC threaten the ta+ e+em!t status of the IAC, shall be reimbursed by such officer to the IAC to the full e+tent of such disallo ance. The IAC shall ta;e all necessary ste!s to enforce this re!ayment. In lieu of re!ayment by the officer or directors the IAC may ithhold a!!ro!riate amounts from the officers or directors future com!ensation until the !ayment has been recovered !rovided that the amount ithheld is sufficient to e+tinguish the indebtedness ithin five years.

AR E 0 AMENDMEN S

S These 8y-la s may be altered, amended, or a!!ealed and ne 8y-la s ado!ted by the vote of t o-thirds (1:4) of the voting members.

I hereby certify that the foregoing amended and restated 8y-la s ere ado!ted by the IAC through electronic vote in \$ arch, 1)1).

Lifetime Members:

Billeaud Popie
Blitch Jack
orsch a!id
"a!alora Laure#ce
\$eier \$e#r%
Beach o#

&astella#a Mark7 1285(e)-2.9585(e)-2.9581907829(e)-2.2.60229(e)-.8&l.8&B"017487.g-3215.29()-5