

## **Constitution and By-Laws**

### **Cornell University Class of 1997**

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#### **Article I: Name**

This organization shall be known as the Cornell University Class of 1997 (hereinafter "Class").

#### **Article II: Purpose**

The purpose of the Class shall be to promote the interests of Cornell University (hereinafter "University") and the Class identity through the exchange of information and by involving Class members in activities that foster class unity and good will towards the University and each other.

#### **Article III: Membership**

Any person listed on the official records of the University as any undergraduate having received their bachelor's degree in nineteen hundred ninety-seven (1997) is automatically a member.

#### **Article IV: Voting and Meetings**

- Section 1: All members of the Class shall have the right to vote at general Class meetings that they attend.
- Section 2: In the event of absence, only current dues paying members shall have the right to vote by proxy. Such votes must be in writing and addressed to the Secretary of the Class whose duty it shall be to register such proxy votes and pass these results to the Nominating Committee if the votes concern nominations of Class officers.
- Section 3: A general Class meeting must be called by the President at least once every five years that shall coincide with the University-sponsored Class reunion in Ithaca.

#### **Article V: Class Organization and Governance**

- Section 1: Between the five year general Class meetings, the Class shall be governed by an Executive Committee composed of a President, Vice President(s), Secretary, Treasurer, Class Correspondent(s), Reunion Chair(s), Cornell Fund Representative and Class Webmaster. The University staff assigned to the Class from Alumni Affairs and Development will serve as ex-officio members in a non-voting, advisory capacity.
- Section 2: The Executive Committee shall hold a meeting at least once a year that shall coincide with the annual Cornell Association of Class Officers (hereinafter "CACO") sponsored meeting and shall be responsible for all policy matters affecting the Class.
- Section 3: To assist in their programs, the Executive Committee shall appoint a Class Council and a Class Historian composed of members of the Class on the basis on their interest and special abilities. Efforts shall be made at and between each official University sponsored reunion of the Class (hereinafter "Reunion") to recruit new Class Council members.

- Section 4: The retiring Class officers shall be encouraged whenever possible to serve on Class Council in ex-officio capacity for the succeeding five years if they are not serving in any other capacity.
- Section 5: The Executive Committee shall develop a list of those Class members interested in serving on Class Council and fill vacancies as they occur.
- Section 6: A regional organization may be established and coordinated under the leadership of the Vice President(s) to promote and coordinate Class activities.

#### **Article VI: Election, Appointment and Removal of Officers**

- Section 1: All Executive Committee officers shall be elected at the designated quinquennial Class meeting for a term of five consecutive years.
- Section 2: At least ninety (90) days prior to the designated quinquennial Class meeting, the President and Vice President(s) shall appoint a Nominating Committee (as defined Article 10, section 1) to bring before the meeting a slate of nominees for each elected position to be filled. In the event that the defined Officer positions in Article V, Section 1 are not all slated to be filled after a reasonable effort by the Nominating Committee, the President may combine some of the positions at his/her discretion with the approval of the majority of the Class and the person who would be slated into the combined position (possible examples: Treasurer/Cornell Fund Representative or Secretary/Class Correspondent).
- Section 3: Only dues paying members will be eligible for appointment to the Executive Committee or eligible to serve on the Class Council. Additionally, the Executive Committee and Class Council members must continue to pay his/her respective dues throughout the tenure of their terms. If they do not pay dues, they will automatically be suspended until dues are paid.
- Section 4: A 3/4 vote by the Executive Committee may suspend any member of the Executive Committee or Class Council for just cause in the eyes of the Executive Committee and may appoint a replacement to serve in that position until the subsequent nominations. Prior to this vote, the President or Vice President(s) shall send a warning letter to the Officer in question which will allow the Officer a ninety (90) day period to improve (in absence of flagrant misconduct). Any vacancy due to resignation or other valid reason may be filled in a like manner.
- Section 5: The Class of 1997 shall have term limits on its officers
- A The Vice President(s), Secretary, Cornell Fund Representative(s), Class Correspondent(s), Reunion Chair(s) and Class Webmaster cannot serve more than three consecutive terms (15 consecutive years).
  - B The President cannot serve more than two consecutive terms (10 consecutive years).
  - C The Treasurer cannot serve more than three consecutive terms (15 consecutive years).
  - D Under extenuating circumstances, this section of Article VI of the Constitution may be suspended by unanimous consent of the Nominating Committee and 3/4 majority vote by the Executive Committee.

Section 6: Consistent with the provisions set forth within, specific election procedures and processes from CACO's Guidelines are incorporated herein.

### **Article VII: Responsibilities of Officers**

- Section 1: The President is the chief executive officer of the Class and chairperson of the Class Council. The President shall be responsible for:
- A Working with the Executive Committee and Class Council to establish and supervise Class activities
  - B Presiding at all meetings of the Executive Committee, the Class and Class Council.
  - C Ensuring that the Executive Committee and Class Council members are performing their elective office duties in the best interest of the Class.
  - D Ensuring that at least 3 requests for/thanks for dues are communicated to the entire Class each year, along with a State of the Class message.
  - E Appointing with the help of the Vice President(s) the Nominating Committee.
  - F Publication of any actions taken by the Executive Committee requiring a vote.
- Section 2: The Vice President(s) shall assist the President in his/her designated responsibilities and be responsible for:
- A Acting as the President in the absence of the President.
  - B Planning and executing Class and Class Council meetings and other informal activities.
  - C Encouraging and coordinating all the regional organizations and their activities.
  - D Preparing News and Dues letters, follow-up postcards and special mailings to non-renewals.
- Section 3: The Secretary shall preside at the Class meeting in the absence of the President and Vice President(s). The Secretary's main responsibility shall be the maintenance of the current roster with addresses of the Class membership. In addition, the Secretary shall be responsible for:
- A Recording and distributing the minutes of all official meetings and activities of the Executive Committee to the Executive Committee, the Council and The Office of Alumni Affairs.
  - B Maintaining Class records and documents, including the Class Constitution and Bylaws.
  - C Preparing and sending Class related thank-you, congratulatory and sympathy notes.
- Section 4: The Treasurer shall be the principal financial officer and shall be responsible (along with the University Business Office) for the receipt, custody, management, investment, and disbursement of all Class funds. The Treasurer's shall also be responsible for
- A Preparing a summary of the Class finances for examination by the Executive Committee and Class Council at each annual Executive Committee meeting
  - B Overseeing the *Cornell Alumni Magazine* subscription plan and supervising the solicitation and accounting for the annual Class dues.
  - C Developing Class dues and making recommendations to the Executive Committee concerning any changes in the dues structure and strategies intended to increase the number of dues payers in the Class.
  - D Authorizing payment of all Class bills by The Office of Alumni Affairs and working to ensure that the Class follows all University financial and budget policies.
  - E Updating and enforcing the Class expense policy as necessary.

- F Educating the Executive Committee and Class Council members who will be making purchases with Class funds about the University rules and guidelines for purchasing and maintaining tax exempt status.
- G Assisting Reunion Chairs with budget and financial planning issues.

- Section 5: The Cornell Fund Representative shall work closely with the Cornell Fund staff in Alumni Affairs and Development and with the Executive Committee. The Cornell Fund Representative shall receive reports from the Cornell Fund and monitor Class progress in funds raised and provide the leadership and goal-setting for the Reunion, as well as non-Reunion, fund raising effort as well as non-Reunion year campaigns. The Cornell Fund Representative shall also work with the Treasurer to try and coordinate pitches and educate Class members on the difference between gifts to the University and Class dues.
- Section 6: The Class Correspondent(s) shall submit a bi-monthly news column for the *Cornell Alumni Magazine*. After each column is written, they will forward all used News & Dues forms to the Class Secretary for appropriate follow-up.
- Section 7: The Reunion chairs shall plan the official Class Reunion in conjunction with the University and with the support and cooperation of the Executive Committee and Council. The chairs will work closely with the President, Treasurer, and The Office of Alumni Affairs staff.
- Section 8: The Class Webmaster will be responsible for keeping the website current with information submitted by Class members and Alumni Affairs and Development. Text posted to the class website shall be considered property of the class, and is not solely the property of the Class Webmaster. The Class Webmaster will maintain the Class Electronic Mailing List and publish messages as appropriate.
- Section 9: Class Council Members shall assist the President, Vice President(s), Secretary, Treasurer and Reunion Chairs in their duties.
- Section 10: The Class Historian shall be responsible for documenting and recording the history of the Class.

**Article VIII: Finances**

- Section 1: The fiscal year for the Class shall commence on July 1 and end on the succeeding June 30. The fiscal year also dictates the inaugural and terminal dates of any five-year elective office.
- Section 2: Annual Class dues shall be payable not later than the end of the second fiscal quarter.
- Section 3: The amount of Class dues shall be determined by the Executive Committee and the Council with advice from the Treasurer.

**Article IX: Amendment**

- Section 1: This Constitution may be amended at any stated meeting of the Class by an affirmative vote of 2/3 of the voting Class members, or by acceptance by 2/3 majority of the Executive Committee and Class Council at their regular meeting upon prior notice to Class members eligible to vote.
- Section 2: Quorum: A quorum of five Executive Committee or Class Council members must be present to officially amend the Constitution. If fewer than five are present, the

Amendment may be enacted as a Provisional Amendment until such time as either (a) a quorum approves it at a subsequent meeting of the Executive Committee or (b) the Class approves it at its stated Class meeting.

Section 3: Any dues paying member may suggest an Amendment by sending their request in writing to the Executive Committee along with twenty (20) signatures from other dues paying Class members at least ninety (90) days before a Class meeting.

#### **Article X: Committees**

Section 1: The Nominating Committee shall be composed of at least 4 dues paying members and the President and Vice President(s) and be formed at least ninety (90) days prior to the Class meeting during Reunion. The Nominating Committee shall be responsible for preparing a slate of nominees, distributing the list of nominees to Class members and facilitating the approval process. If the President and/or Vice President(s) plan on serving additional terms, they shall serve on the Nominating Committee but may not work on the slate for the office they seek.

Section 2: The Executive Committee is empowered to create any additional committees necessary to discharge its responsibilities.

#### **Article XI: Enactment**

This Constitution shall be considered ratified in New York City (at mid-Winter Meeting 2003) upon the affirmative vote of 2/3 of the Class members present and voting. Coincident with this action, any existing constitution governing this Class of 1997 shall be abrogated.

#### **Certificate of Enactment**

This Constitution was approved by acclamation at least 2/3 the members of the Class of 1997 attending the general Class meeting on the occasion of our 10<sup>th</sup> Reunion, Ithaca, New York, between June 7-10, 2007.