

Cornell Class of 1970 Constitution and By-laws

Article I: Name

This organization shall be known as the Cornell Class of 1970 (hereinafter “the Class”).

Article II: Purpose

The purpose of the Class is to build affinity, maintain communication between Cornell and classmates, promote the interests of Cornell and provide Cornell with assistance in planning and executing alumni programs relating to the Class, both on and off campus, which by their nature will build a feeling of good will toward the University. Class officers and Class Council members serve as volunteers working on behalf of the University.

Article III: Membership

Any person listed on the official records of Cornell University as having entered with or transferred into the Class of 1970 is automatically a member of the Class.

Article IV: Voting and Meetings

- Section 1: The Class shall have a general meeting at least once every five years. One general Class meeting shall coincide with the University-sponsored Class reunion in Ithaca. All Class members present may vote for Class officers and on other business presented at the meeting.
- Section 2: Any Class member whose dues are currently paid may vote for Class officers and on other Class business. Absentee ballots may be cast in writing (mail or email) and addressed to the Secretary of the Class and received prior to the date of the general Class meeting. The Class Secretary shall disseminate information for an absentee ballot procedure, by the Class website or otherwise, in a timely manner that will provide a reasonable opportunity for use by Class members. The Secretary shall record such votes so that they may be added to the votes cast by voting members at the meeting.

Article V: Class Organization and Governance

- Section 1: Between general Class meetings, the affairs of the Class shall be administered by a Class Leadership Team. The University staff assigned to the Class of 1970 by Alumni Affairs and Development will serve as *ex-officio* members in a non-voting, advisory capacity and shall not be counted for the purpose of a Quorum.
- Section 2: The Class of 1970 Class Leadership Team shall be composed of the Class Officers, the Class Council (“elected members”), and members appointed on the basis of their interests, abilities or contributions to the Class and its activities. All members of the Class Leadership Team must pay their Class dues annually.
- Section 3: The Class Leadership Team shall meet at least once a year. At meetings of the Class Leadership Team, at least one-third of the elected members shall constitute a quorum to conduct business. The quorum count shall include members who participate by telephone.
- Section 4: The Class Leadership Team shall be responsible for setting goals and policies for the Class.
- Section 5: The Class Leadership Team may establish Regional organizations to coordinate Class activities with the University, local Cornell Alumni organizations, on behalf of the Class.

Section 6: Elected members of The Class of 1970 Class Leadership Team have the status of University volunteers and are uncompensated individuals who perform services directly related to the business of the Class and in support of University activities, both on and off campus. Each elected member, while acting as a Class Leadership Team member (University volunteer), shall abide by University policies and external regulations that govern his/her actions, including but not limited to those of ethical behavior, confidentiality, and financial responsibility. Elected members shall disclose all dealings with Cornell or the Class in which they or a member of their immediate family have a financial interest.

Article VI: Election and Removal of Class Leadership Team Members

Section 1: All Class Leadership Team members shall be elected at the reunion Class meeting for a term of five consecutive years. In the event of a vacancy of an elected member of the Class Leadership Team, Section 6 below shall govern the appointment of a successor for the duration of the five-year term.

Section 2: Candidates for the Class Leadership Team are elected to specific offices pursuant to the procedures set forth in Section 3, below. The class web site shall provide information describing the duties of each office. An officer shall serve in the same office for the duration of the elected term and may also perform such additional duties as requested by the President.

Section 3: No later than 120 days immediately prior to the Class meeting to be held at reunion, the Class Leadership Team by majority vote shall elect a Nominating Committee consisting of five (5) members of the Class who are eligible to vote in Class elections. No member of the Nominating Committee may participate in the consideration of nominees for the position of a class officer (as enumerated in the first sentence of Article VII, Section 1) for which he or she wishes to be eligible. At least two (2) members of the Nominating Committee shall not be members of the Class Leadership Team at the time of their nomination. The Committee shall elect a Chair from among its members. Their names shall be posted on the Class website as soon as practicable to facilitate communication with persons who desire to serve on the Class Leadership Team.

- A. No later than 60 days immediately prior to the Class meeting to be held at reunion, the Nominating Committee shall deliver to the President and the Secretary a slate of Class Officers and Class Council members that is to be presented for election at the reunion Class meeting.
- B. As soon as practicable, the President and Secretary shall make the slate available to the Class Leadership Team and assure that it is posted on the Class website. Nominees may provide a statement of up to 250 words about their interest in the position for which they have been nominated. Any statement submitted shall be posted on the Class website along with the name of the nominee and the title of the position for which he or she has been nominated.
- C. The slate shall be presented to the Class for election by majority vote during the reunion Class meeting and via absentee balloting as specified in **Article IV**, Section 2.

Section 4: An officer may resign by sending written notice (mail or email) to the President, who shall promptly advise members of the Class Leadership Team of such resignation. The President may resign the office or resign from the Class Leadership Team by sending written notice to the members of the Class

Leadership Team. A resignation shall take effect at the time specified in such notice.

Section 5: Elected members of the Class Leadership Team who do not pay their annual dues by June 30 will be suspended automatically from the Committee until dues have been brought current.

Section 6: An elected member may be removed involuntarily for cause by a 2/3 affirmative vote of all eligible elected members of the Class Leadership team by secret ballot. "Cause" may be non-performance of duties, or interference with duties of other officers, or ethical breaches, or other significant breach(s) of duties. Whenever feasible, allegations shall be resolved informally.

Section 7: Vacancies within the Class Leadership Team shall be filled by appointment by the Class President and confirmed at the next meeting of the Class Leadership Team.

Article VII: Class Officers and their Responsibilities

Section 1: Class officers shall include a President, Vice Presidents, Secretary, Treasurer, Membership Chair, Cornell Fund Representative(s), Webmaster, Class Correspondent, and Reunion Chair(s).

Section 2: Class officers have the responsibility to attend, in person or by telephone, the annual CALC Mid-Winter Meeting each year and to participate in the Reunion of the Class in Ithaca. They shall have and perform the responsibilities of their offices as described herein and such other duties as requested by the President.

Section 3: The President is the chief executive officer of the Class and chair of the Class Leadership Team. The President shall be responsible for:

- A. Working with the Class Officers and the Class Council Members to establish priorities for and carry out Class activities that strengthen the Class and its involvement in University communications and activities.
- B. Facilitating communication within the Class Leadership Team.
- C. Presiding at all meetings of the Class and Class Leadership Team.
- D. Ensuring that Class Leadership Team members perform their elective office duties in the best interest of the Class and to recruit members of the Class Leadership Team for such additional tasks as needed from time to time for the efficient administration of matters of interest to the Class.
- E. Ensuring that a State of the Class message is presented annually to the Class and posted on the Class website.
- F. Ensuring that at least three requests for class dues are sent to the Class each year and that receipt of dues is acknowledged.

In addition to the powers and responsibilities listed above, the President shall have general supervisory authority to ensure that all obligations and procedures required by these bylaws are carried out efficiently and in the best interests of the class.

Section 4: The First Vice President shall assist the President in performing executive functions for the Class, and shall be responsible for:

- A. Acting as the President in the absence of the President.
- B. Planning and the execution of all Class Council meetings and other informal activities such as Homecoming, Class dinners, and social events.

- C. Coordinating and encouraging the formation of regional Class organizations and networks, and supporting the planning and execution of their activities.

Section 5: The Vice President, Communications, shall be responsible for developing and overseeing a plan to engage as many members of the Class as possible in on-going interaction. The objective of this office is to stimulate the relationship among classmates and the Class and Cornell by providing access to timely and interesting information. The Vice President, Communications shall work closely with the Secretary, Webmaster, and Class Correspondent.

Section 6: The Vice President, Affinity Groups, shall be responsible for encouraging engagement among classmates who were members of teams, clubs, social organizations and academic units with the objective of providing them incentive to attend the Class reunion as a group. Specific duties include building a network of leaders of each affinity group, promoting postings on the Class website, facilitating affinity group activities with the Cornell Affinity Group staff and the Class First Vice President, and encouraging group attendance at Class reunions.

Section 7: Regional Vice Presidents shall be responsible for fostering ties within the Class of 1970 in their respective regions of the U. S. and internationally. They create opportunities for classmates to meet, and serve as the local representative of the Class Leadership Team. They establish relationships with Cornell Clubs within their area, and coordinate events with other classes with similar interests.

Section 8: The Secretary's main responsibility shall be to record and distribute the minutes of all official meetings and activities to the Class Leadership Team, the Office of Alumni Affairs and the Class Webmaster. In addition, the Secretary is responsible to:

- A. Maintain Class records and documents, including the Class roster with addresses of current members and the Class Constitution and Bylaws.
- B. Prepare and send Class correspondence including thank-you, congratulatory, and sympathy notes.
- C. Serve as the liaison between the Class members and the Class Leadership Team.
- D. Record all Class members' participation in Class and University activities and events.

Section 9: 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 responsibilities shall also include:

- A. Preparing a summary of the Class finances for examination by the Class Leadership Team at each annual meeting. This includes preparation of an annual budget and a 5-year budget for the period between Class reunions, and reporting actual expenses vs. these budgets.
- B. Overseeing the solicitation and accounting for the annual Class dues.
- C. Supporting the Membership Chair in developing recommendations to the Class Leadership Team 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. Guiding the development, updating and enforcement of the Class expense policies.
- F. Educating Class Leadership Team 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 budgeting and financial planning, and monitoring the Class Reunion Account.

Section 10: The Membership Chair shall be responsible for developing strategies to maintain and increase Class membership participation. The Membership Chair shall work with the Treasurer to evaluate and propose any changes in the dues structure and strategies intended to increase the number of dues payers in the Class. The Membership Chair works closely with the Class and Reunion Programs staff of the University to develop the annual solicitation plan.

Section 11: The Cornell Fund Representative(s) shall work closely with the Cornell Fund staff in Alumni Affairs and Development and with the Class Leadership Team. Specific responsibilities include:

- A. Providing the leadership and goal-setting for the Reunion fund raising effort as well as non-Reunion year campaigns.
- B. Receiving reports from the Cornell Fund and monitoring Class progress in funds raised.
- C. Encouraging all members of the Class Leadership Team to lead by example with annual gifts to the Cornell Fund.
- D. Providing appropriate messages for inclusion in the Class column of the Alumni Magazine and for the Class website and other Class social media.
- E. Working with the Treasurer to try and coordinate solicitations and educate classmates on the difference between gifts to the University and Class dues.
- F. The University may assist in recruiting the Cornell Fund Representatives(s).

Section 12: The Class Correspondent(s) shall be responsible for submitting a bi-monthly news column for the *Cornell Alumni Magazine*.

Section 13: The Reunion Chair(s) shall plan the official Class Reunion in conjunction with the University Class & Reunion Programs staff and with the support and cooperation of the Class Leadership Team. The chairs will work closely with the President, Treasurer, members of the Class Council and the University Office of Alumni Affairs staff.

Section 14: The Class Webmaster shall be responsible for Class electronic communications via the Class web site. The Webmaster shall work very closely with the Leadership Team, which has the responsibility for providing most of the content of the Class web site, to facilitate timely communication with the Class. All electronic communications shall be in accordance with current University web site policy. Any material submitted to the Class web site or social media sites becomes the property of the Class of 1970.

Section 15: The Class Council Members shall be responsible for providing advice and suggestions to the Class Leadership Team at all official meetings, and in addition to assume key roles in:

- A. Supporting the First and Regional Vice Presidents' planning and execution of Class events and regional activities.

- B. Supporting the Reunion Chairs in the planning and execution of the Class Reunion.
- C. Working on ad hoc committees and special projects of the Class Leadership Team.

During the five year cycle between reunions, additional members of the Class Council may be appointed by a majority vote of the Class Leadership Team as needed to fill vacancies, as the result of increased activities, or for specific projects of limited scope and duration.

Article VIII: Fiscal Procedures

- Section 1: The amount for class dues for the fiscal year, which runs from July 1 to the following June 30, shall be decided at the annual Mid-Winter CALC meeting by a majority vote of all participating Class Leadership Team members.
- Section 2: At least 3 requests for dues will be sent to the Class of 1970 members during the calendar year in a cost-effective manner that may include mailing and email. To save time and money, members of the Class should be encouraged to renew via an online credit card payment through Cornell Connect or an automatic debit system, when available.
- Section 3: The Class may pay the registration fee for all Class Leadership Team members to attend the Mid-Winter CALC meeting.
- Section 4: In order to avoid jeopardizing the University's tax exempt status, dues and other monies given to the Class by its members and others are received exclusively in Cornell University accounts.
- Section 5: Purchases and other financial transactions made for Class Organizations are considered to be University business. These transactions shall be made in accordance with the applicable University policies and procedures. As University business, purchases shall be covered under Cornell's sales tax exemption.
- Section 6: Management of class funds shall be handled in accordance with current University policies and procedures.
- Section 7: The Class Treasurer and the Class President are responsible for developing annual program budgets for the Class and for monitoring transactions and the overall financial standing of the Class. Only the Class Treasurer and Class President shall authorize expenditures of Class monies, except as provided in Section 8, below. Signature authority for University accounts, including accounts to record Class assets and expenses, will be maintained/managed by Cornell staff. Class officers will exercise fiduciary responsibility in accordance with Cornell and/or CACO guidelines.
- Section 8: Following the University policy, there will be a separate reunion account for use only in the reunion year. The Reunion Chair(s) shall have authority and responsibility for one or more Reunion accounts in accordance with Cornell and/or CACO guidelines. Money left after the reunion will go to the Class of 1970 general fund or otherwise be handled in accordance with current University policy.

Article IX: Meetings: Conduct and Records

- Section 1: At least thirty (30) days advance notice of Class Leadership Team meetings and/or votes shall be provided to members of the Leadership Team, provided

that when circumstances require that a meeting or vote be held on shorter notice, the time requirement of this section may be waived by a majority vote of all elected members of the Class Leadership Team.

- Section 2: An agenda will be sent (mail or email) in a manner reasonably expected to reach Class Leadership Team members at least seven (7) days preceding each meeting or vote. Requests for items to be placed on the agenda shall be sent to the President at least fourteen (14) days prior to a meeting, but the President, in his/her sole discretion, may include such item on the agenda notwithstanding the lateness of a request.
- Section 3: Subject to the Agenda and Notice provisions of Section 1 and 2 of this Article, meetings may be held by conference telephone call.
- Section 4: In between meetings, resolutions may be approved by the Class Leadership Team by votes mailed or emailed to the Secretary for counting. The following conditions must be met: (1) proper notice shall be given as described under Sections 1 and 2 of this Article; (2) a written (email or hard copy) text of the motion or resolution to be voted, with indication of a second, shall be circulated to the members of the Class Leadership Team at least ten (10) days prior to the date votes must be received by the Secretary; and (3) a majority of the entire Class Leadership Team shall approve a motion (which may accompany the subject motion or resolution) to use an email vote without a meeting by phone or in person.
- Section 5: Within thirty (30) days of a meeting or a vote, the Secretary shall circulate a draft copy of minutes to the Class Leadership Team and/or the text of any motions or resolutions approved. Within ten (10) days of the distribution of the minutes the Class Leadership Team shall vote to approve the minutes by mail or email sent to the Secretary. This time may be extended by the Secretary to the extent needed to resolve any questions raised about the accuracy of the minutes. The minutes as approved shall thereafter be posted on the Class web site.

Article X: Amendment

- Section 1: This document may be amended at any meeting of the Class by an affirmative vote of 2/3 of the members present and voting, or by a 2/3 majority of all the elected members of the Class Leadership Team at a regular Leadership Team meeting provided there is a quorum as defined in **Article V**, Section 3. Prior to approval at a Leadership Team meeting the proposed amendment must be published on the Class website for a period of at least ninety (90) days to allow Class members the opportunity to comment.
- Section 2: Any member of the class may suggest an amendment or amendments for consideration by the Class Leadership Team by sending the suggestion in writing to the Secretary of the Class Leadership Team. The Class Leadership Team shall consider and vote on such proposed changes, as provided in Section 1.

Article XI: Enactment and Ratification

This Constitution and By-laws shall be adopted and effective upon the affirmative vote of 2/3 of all elected members of the Class Leadership Team who are in office at the time of the Enactment. These initial by-laws, and any amendments adopted prior to the next general meeting of the Class of 1970, shall also be submitted to the Class for ratification at the next general Class meeting following adoption by the Class Leadership Team. Ratification of the Constitution and By-laws, as presented and without change, shall be by majority vote.

Enacted by the Class Leadership Team on May 21, 2011.