

Cornell University
College of Agriculture and Life Sciences
Alumni Association

Cornell University's College of Agriculture and Life Sciences (CALs) is considered the very best college of its kind in the nation, if not the world. Its mission is to discover, integrate, disseminate, and apply knowledge about agriculture and food sciences, applied social sciences, environmental sciences and the life sciences as a basis for sustainable improvement in the lives of people throughout New York, the nation, and the world.

The CALs Alumni Association was founded on February 25, 1909, when Dean Liberty Hyde Bailey presided over a meeting of current and former students gathered to discuss the need for the college. The Association's first constitution was adopted in 1910, with a new set of by-laws approved in 1916 and the latest revisions made in 2013.

Constitution and Bylaws

Article I: Name

The name of this organization shall be the Alumni Association of the College of Agriculture and Life Sciences at Cornell University, hereinafter sometimes referred to as the CALs Alumni Association.

Article II: Mission and Objectives

Section A: Mission Statement: The CALs Alumni Association exists to promote fellowship and leadership among alumni and students and to advance the teaching, research, and extension functions of the College of Agriculture and Life Sciences.

Section B: Objectives: The Association and its volunteer leadership seek to accomplish this by:

1. Providing a network for alumni to be active in the affairs of the college.
2. Assisting with the recruitment, recognition, and placement of well-qualified students and alumni.
3. Representing the interests of the college to the general public.
4. Keeping alumni membership informed of research, technology, and new developments.
5. Providing an accurate reflection of community concerns to college leadership.
6. Providing opportunities for social interaction and the celebration of college memories for alumni.

Article III: Membership

Section A: Former students, as well as faculty and staff of the College of Agriculture and Life Sciences at Cornell University shall be members.

Article IV: The Association Board of Directors

Section A: There shall be a Board of Directors of the Alumni Association of the College of Agriculture and Life Sciences at Cornell University consisting of up to 33 members: 28 Directors selected to represent geographic districts and/or serving at-large positions, plus 2 undergraduate students, 1 graduate student, 1 faculty member, and the Immediate Past President of the Association (if his/her term as Director has ended). All Directors, except student directors, must be members of the Alumni Association at the time of their election and tenure on the Board. Directors shall be elected at the Annual Meeting of the Association.

Section B: The representative of the faculty shall be appointed by the Dean of the College, shall serve a two-year term, and shall be eligible for one additional term. Two undergraduate students and one graduate student shall be members of the Board of Directors and shall serve a two-year term.

Section C: Terms of Directors shall be for three years and begin in June at the conclusion of the Annual Meeting of the Alumni Association and end three years later at the corresponding time. A voting member of the Alumni Board of Directors shall serve no more than two full consecutive terms. Members may return to the Board following a one (1) year absence.

Section D: Duties of the Board of Directors shall be:

1. Taking action to best meet the objectives of the Association and College, within the meaning of this constitution, as a total Board, or by delegation to various committees.
2. Arranging the time, place, and program for the Annual Meeting.
3. Assuming responsibility for the business of the Association in the interval between regular annual meetings, and handling any such other business as the Association requires within budget and bylaw limitations.

Section E: A majority of the Alumni Board of Directors shall constitute a quorum.

Section F: Vacancies: The Board of Directors may appoint a Director until such time as a replacement is elected at the Annual Meeting. The Board may use a vacancy during a three-year term to establish a new three-year term (versus filling an unexpired term) to bring a balance of term expirations on the Board. Faculty will be appointed by the Dean.

Section G: Ex-officio (non-voting) members of the Board shall include one or two staff members from the CALS Office of Alumni Affairs and Development, the College's Dean (or his/her representative) and a Development Liaison as appointed by the Dean.

Section H: Attendance: The Board of Directors may replace a Director to complete the term of any Director absent from three (3) or more consecutive meetings of the Board.

Section I: Removal of Directors: A majority vote by the Board of Directors in attendance may suspend and/or remove any Director or Directors at any time at the Board's discretion should the Board in exercising its discretion determine it to be in the best interests of the Association. Prior to this vote, the Director shall be notified.

Article V: Officers

Section A: The officers of the Alumni Association of the College of Agriculture and Life Sciences at Cornell University shall be a president, vice president for alumni engagement, vice president for planning and marketing, vice president for recognition, and treasurer. All officers shall be members of the Board of Directors.

Section B: The President shall be the presiding officer of the Board of Directors and Chair of the Executive Committee. The President shall serve an elected term of one year. The President shall appoint and be an ex-officio member of all committees, serve on the Cornell Alumni Association Board of Directors, and perform all other duties that usually pertain to the presidency. A vacancy in the presidency shall be filled by the vice president for alumni engagement.

Section C: The Vice President for Alumni Engagement shall serve an elected term of one year. This Vice President shall assume the various duties of the President in the absence of that officer, serve as Chair of the Alumni Engagement Committee, and perform such other duties as may be requested by the President.

Section D: The Vice President for Planning and Marketing shall serve an elected term of one year. This Vice President shall serve as Chair of the Planning and Marketing Committee, and perform such other duties as may be requested by the President.

Section E: The Vice President for Recognition shall serve an elected term of one year. This Vice President shall serve as Chair of the Recognition Committee, and perform such other duties as may be requested by the President.

Section F: The Treasurer shall serve an elected term of one year, and shall make financial reports at all regular meetings of the Board, prepare the annual budget in consultation with the Executive Committee for approval by the Board, and perform such other duties as may be requested by the President.

Section G: A Secretary shall be appointed by the Board of Directors for a one year term. He or she shall be an ex-officio non-voting member of all standing committees and shall document all meetings of the Board and its committees (including attendance), assist the President in developing meeting agendas, collect reports from committee chairs, and perform such other duties as may be requested by the President.

Section H: Other officers shall be appointed by the Board of Directors as they deem necessary. Such officers shall hold office terms to be prescribed by the Board, and shall have the powers and perform such duties as shall be determined by the Board or in these Bylaws.

Section I: Officers for the succeeding year shall be elected annually by a simple majority of the Board of Directors at the last regular meeting of the Board scheduled prior to the Annual Meeting of the Association. They shall take office at the conclusion of the Annual Meeting and end one year later at the corresponding time. If the Board elects an officer to fill a mid-term vacancy, the person elected shall take office immediately and serve until the conclusion of the next Annual Meeting.

Section J: Removal of Officers: A majority vote by the Board of Directors in attendance may suspend and/or remove any Officer at any time at the Board's discretion should the Board in exercising its discretion determine it to be in the best interests of the Association. An officer shall automatically lose the officer position if removed as a Director.

Section K: To ensure fuller understanding of the Association's traditions, operations, and potentials by its officers, the Board has followed a longstanding practice for leader succession. This path has moved from Director, to Committee Chair, to each of two separate vice presidencies, to president. This established course should continue unless, in the judgment of the Nominating Committee, extenuating circumstances warrant a temporary deviation to serve the best interests of the Association.

Article VI: Meetings

Section A: There shall be an Annual Meeting of the Alumni Association called for the purpose of electing Directors and typically held as part, or after the last scheduled meeting of the Board. Such meetings have typically been scheduled to coincide with Cornell and CALS Reunion, typically scheduled in June. Directors for the succeeding year shall be elected by a simple majority of the Board of Directors.

Section B: Regular meetings of the Board of Directors shall be held at least three (3) times per year. Notice of regular meetings shall be given to each Director not less than ten (10) days nor more than forty (40) days before the meeting.

Section C: Special meetings of the Board of Directors may be called at any time by the president or by a majority of the Board of Directors. Notice of each such meeting, stating the purpose for which the same is called, shall be given to each member of the Board not less than ten (10) days prior to such a meeting. The ten (10) day notice may be waived in an emergency at the discretion of the Executive Committee.

Section D: Directors may participate in any meeting of the Board of Directors, and its Committees, through the use of teleconference, video-conference, or other electronic communications modes, that allow all participants to be involved in live, interpersonal interaction. This kind of virtual participation shall constitute attendance and presence at the meeting. Any voting action

taken at these meetings may be taken verbally unless a written vote is necessary, and then electronic voting (i.e., email) from the virtual participant will be acceptable.

Article VII: Committees

Section A: Committees of the Association and their purposes shall include the following:

- 1. Alumni Engagement** -- Identify needs, programs that work, and other activities to cultivate alumni engagement, and develop campus and regional events and celebrations to move alumni into roles of partnership and advocacy with the College.
- 2. Planning and Marketing** -- Develop, for Board approval, the Association's goals and strategies outlined within its Strategic Plan and track progress toward achieving these goals. Deal with other issues related to marketing, policy, structure and governance.
- 3. Nominations** -- Recommend Association members for appointment to the Board of Directors, a slate of officers for the Board of Directors, revised District boundaries, and build a strong base of alumni volunteers.
- 4. Recognition** -- Select and recognize outstanding alumni, faculty, and volunteers through awards and public recognition.
- 5. Young Alumni** -- Mobilize the opinions and advice of young alumni (those who graduated 10 years or less from CALS) for guiding Association activities, seeking to motivate them to become engaged as partners and advocates of the CALS mission.
- 6. Student Leadership** -- Encourage stronger relationships between current students, potential students, the Association and the College.

Section B: Committee chairs shall serve an appointed term of one year, commencing upon their appointment and ending at the conclusion of the Annual Meeting of the Alumni Association. They shall convene regular meetings of their committees and provide committee leadership throughout the term of their appointments, make regular reports at Board meetings, recommend actions for Board approval (as needed), and prepare an annual report in a timely matter that shall be included as part of the President's Report for the Annual Meeting of the Association.

Section C: The Executive Committee shall include the officers and committee chairs of the Association. Its purposes are to oversee the business of the Association and conduct necessary business between meetings of the Board of Directors.

Section D: The Past Presidents Council:

1. A Council, comprised of past presidents of the Alumni Association, shall advise and assist the Association with its interests. The Council shall be without formal structure.
2. The Council may be invited once per year to sit with the Board of Directors.

Article VIII: Dissolution

Upon dissolution of the Association, all assets of the Association shall revert to the College of Agriculture and Life Sciences at Cornell University.

Article IX: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Alumni Association of the College of Agriculture and Life Sciences at Cornell University in all cases to which they are applicable and in which they are not inconsistent with this Constitution and Bylaws and any special rules of order that may be adopted.

Article X: Amendments to Constitution and Bylaws

This Constitution and Bylaws can be amended at any regular meeting of the Board of Directors by a two-thirds vote of those present, provided the proposed amendment shall have been placed in the hands of the Board of Directors at least sixty (60) days prior to said meeting, for consideration by the Alumni Board and for insertion in the call for meeting. An amendment shall be submitted by a member of the Board of Directors.

Adopted:

February 9, 1916

Amended:

February 14, 1917

February 14, 1940

February 11, 1941

June 15, 1974

June 11, 1977

June 10, 1978

March 25, 1979

March 29, 1980

June 14, 1980

July 26, 1982

October 9, 1987

April 6, 1991

October 9, 1992

April 3, 1993

June 11, 1993

April 8, 1994

June 10, 1994

November 15, 2002

June 11, 2010

November 10, 2012

June 7, 2013