

Policy and Procedures Review

History:

2012-13 – board operating procedures review

2013-14 – Bylaws and Constitution review, June 2014 board surveyed on possible changes

2014, November – first group of changes passed

2015, February – second group of changes passed

Bylaws and Constitution of the Alumni Board.

In reviewing these governance documents the P&P review has concerned itself with the sustainability of the Articles as well as areas where our written documents no longer accurately reflect/or make sense for our day to day operations.

Access the Constitution here:

http://www.reed.edu/alumni/board_of_alumni/alumni_board_pdfs/AB_constitution_2013.pdf

Access the Bylaws here:

http://www.reed.edu/alumni/board_of_alumni/alumni_board_pdfs/AB_bylaws_2012.pdf

Changes are highlighted and in bold to highlight differences. If passed, the bold/italic formatting will not be part of the formatting of the constitution or bylaws change.

Changes put forward at the February 21, 2015 board meeting:

1) **Bylaws - introduced by Kristen Earl**

Paul Levy moved to accept and Bill Nicholson seconded

Vote Result: Unanimous in favor.

Article 1d - duties of the president

Original

d. to serve as a member of all committees

Proposed

d. to serve as a member of ***and/or appoint an executive committee liaison to*** all committees

Explanation: Allows president to serve on committee, appoint EC liaison to committee, or both serve and have an EC liaison. Updates bylaw to current operating practices and removes mandatory requirement of President to serve on all committees.

2) **Constitution introduced by Greg Byshenk, representing the Past Presidents Committee**

Article II – Purpose

Greg Byshenk moved changes to the Article and Constance Putnam seconded.

Vote Result: Unanimous in favor

Original

The Reed College Alumni Association exists to foster the continuing welfare of both the college and its alumni by promoting mutually beneficial interaction and a sense of community among alumni and between the college and its alumni.

Changes proposed by Past Presidents Committee.

The Reed College Alumni Association exists to foster the continuing welfare of both the college and its alumni by promoting mutually beneficial interaction, by sustaining a sense of community among alumni and between the college and its alumni, **and by contributing to the long-term financial health of the college.**

Explanation: The proposed change recognizes the role that financial health of the college plays in the overall welfare of the college, alumni, and students.

The change does not make financial support of the college a requirement of alumni board service/participation.

November 8, 2014 Meeting

Proposed changes were put forward as two slates.

Bylaws slate

Marcia Yaross moved to accept and Richard Thomason seconded
Vote Result: Unanimous in favor.

Bylaws: Article 1:c

Duties of the President

Original

to appoint, with the consent of the board of directors, all committees and committee chairs, except as otherwise provided in the constitution or these bylaws;

Proposed change

to appoint, **with the consent of the executive committee**, all committees and committee chairs, except as otherwise provided in the constitution or these bylaws

Explanation

Change from consent of the board of directors to executive committee to allow for quicker decision making during leadership turnovers.

Bylaws: Article 3

Duties of the Secretary

Original

The secretary shall keep a record of the proceedings of the Alumni Association and the board of directors and shall serve on the executive committee.

Proposed change

The secretary shall keep a record of the proceedings of the Alumni Association, ***update relevant documents***, and shall serve on the executive committee. ***The secretary shall discharge the duties of the vice president in the absence or inability of that officer to act.***

Explanation

Updates bylaws to current operating practices and establishes ability to discharge the duties of VP if necessary.

Bylaws: Article 7:Section 1

ARTICLE VII Committees

Original

Section 1. The president, with the consent of the board of directors, shall appoint members and chairs of the committees.

Proposed change

The president, with the consent of the ***executive committee***, shall appoint members and chairs of the committees.

Explanation

Aligns with how committee selection currently operates. Allows the president (term beginning July 1) to appoint chairs in advance of the first board meeting of the board year (running July 1 -June 30). Allows for timely appointments and quick responses to leadership changes.

Bylaws: Article 9:Section 7

ARTICLE IX Recognition of Local Chapters

Original

Section 7. Local chapters shall report on their activities and finances to the board of directors at least once a year.

Proposed change

Local chapters shall report on their activities to the board of directors at least once a year. ***Local chapters shall report discretionary spending of College funds to the board of directors and the College at least once a year.***

Explanation

Change encourages best practices around financial transparency and allows for chapters to reflect the cost of "doing business."

Expectation

The intention of this change is not to create undue burden on the chapters but rather to provide clarity about use of funds. Reporting format may be more detailed but will be considered in compliance if it states the following:

Name of Event

Date of Event

Attendees

Costs with Categories – for example: Admission \$230, Catering \$150, Misc \$2.00 (paperclips).

Total costs

Total costs covered by Reed College

Presented as a slate Constitution

Marcia Yaross moved to accept and Constance Putnam seconded.
Vote Result: Unanimous in favor.

Constitution: Article 4:Section 1:d

ARTICLE IV Board of Directors

Section 1. The board of directors shall govern and direct the business of the Alumni Association. The board may adopt bylaws for the Alumni Association and amend them from time to time. The board of directors shall meet not less than once annually and shall consist of:

Original

d. The chair of the reunions steering committee, if the chair of the reunions steering committee is not otherwise a director of the Alumni Association.

Proposed change

The chair of each officially recognized committee, if that chair is not otherwise a director of the Alumni Association.

Explanation

As the scope of the Alumni Board has expanded, so has the active committee structure. This allows for any chair of a recognized committee to participate as a director.

Constitution: ARTICLE IV Board of Directors

Original

Section 2. As may benefit the interests of the Alumni Association, the president of the Alumni Association, with the consent of the board of directors, may appoint not more than two persons to serve on the board for a term of one year.

Proposed change

Section 2. As may benefit the interests of the Alumni Association, the president of the Alumni Association, ***with the consent of the executive committee***, may appoint not more than two persons to serve on the board for a term of one year.

Explanation

Allows the President to make appointments between meetings.

Constitution: ARTICLE VII Section 9

Original

Section 9. Election for all offices for which there are more nominees than positions available shall be by ballot. On or before May 1, ballots shall be mailed to all members of the Alumni Association. The nominees shall appear on the ballot by name and class only. All ballots shall be accompanied by a copy of the appropriate constitutional provisions and a list of the nominees, with a brief biographical summary listing the nominees' professional, civic, and alumni activities prepared by the alumni director. Candidates may submit a statement on behalf of their candidacy of not more than 300 words. This statement will be transmitted with the ballot and other information by the college at no cost to the petitioners.

Proposed change

Section 9. Election for all offices for which there are more nominees than positions available shall be by ***paper or electronic ballot. In situations where an electronic ballot is available those who choose not to participate in using an electronic ballot shall be provided a physical ballot by the College.*** On or before May 1, ballots shall be distributed to all members of the Alumni Association. The nominees shall

appear on the ballot by name and class only. All ballots shall be accompanied by a copy of the appropriate constitutional provisions and a list of the nominees, with a brief biographical summary listing the nominees' professional, civic, and alumni activities prepared by the alumni director. Candidates may submit a statement on behalf of their candidacy of not more than 300 words. This statement will be transmitted with the ballot and other information by the college at no cost to the petitioners.

Explanation

Physical mail to all members of the Alumni Association could cost upwards of \$15,000. Allowing electronic ballots in the case of alumni who opt in to electronic balloting would save on costs associated with a ballot. For those who prefer a physical ballot the College shall still provide a physical ballot. (Similar to how the College sends physical notice of Foster-Scholz Club activities to Alumni Association members who do not use email.)